

**Midnight at Noon**

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FADE IN:

An emerald sea of buffalo grass shimmering in the breeze...

CUT TO:

EXT. ROAD - DAY

The scorched yellow brown of RAVAGED FARM LAND.

A lone junker of a car can be seen cutting along a dirt road that splits seemingly endless fields of dry crusted earth. It looks like hell with the fires out. Looming above it all, DARK CLOUDS churn like burlap sacks full of snakes.

The year is 1935. The great depression.

INT. WOLPIN SKY'S CAR - CONTINUOUS

EUGENE WOLPIN SKY, 30 years old, rugged with a no nonsense attitude, appears tired behind the wheel, having driven through the night. Eugene is a young man who never got a chance to be young -- having sacrificed his youth to look after his kid brother. There's a loneliness about him. If you were to see him with a crowd of people you'd swear he was alone.

HENRY WOLPIN SKY, 26 years old, romantic and boyish, sits in the passenger seat, staring out the window at all the nothing passing by. Like a radio dial dancing between stations, Henry has the ability to bring good or bad times depending on where he settles.

In the backseat, GRAHAM, 35 years old, slouches over, his milky eyes squeezing out the pain in his guts.

EUGENE  
(to Henry)  
How's he doing?

Henry tosses a glance back at Graham.

HENRY  
Maybe we oughta pull over.

EUGENE  
Is that what you want, Graham? You want to pull over?

Graham cradles his stomach -- unable to respond.

EXT. ROAD - CONTINUOUS

The car pulls to the side of the road.

Eugene and Henry get out, taking in their surroundings as they cross the road, stretching their legs, having been cooped up for god knows how long.

They stand beside each other, their backs to the car as they stare out at the yellow heat shimmering above the land.

HENRY

I don't think that doctor was any good. I think he's worse off than before.

EUGENE

And?

HENRY

I can't think what we ought to do about it.

EUGENE

Lotta good that thinkin' did ya.

Henry takes the insult, digging at the dirt with the point of his shoe as he looks back to the car -- GRAHAM IS GONE.

HENRY

Gene...

Frantic, Henry hurries over to the car, finding a pool of BLOOD soaking into the backseat -- the back door OPEN.

His eyes following the trail of blood, Henry spots Graham lugging a small SUITCASE in one hand and a PISTOL in the other as he wanders out into the field. Aimless.

HENRY (CONT'D)

(calling out to him)

Graham!

Wavering, Graham stops -- Henry looking to Eugene as if to say "what do we do?"

Graham takes an uneasy step forward and then takes it back. Unable to go further, he collapses.

Henry runs to him, finding Graham sprawled out, his shirt unbuttoned, a jagged line of crude stitches having burst along his gut.

HENRY (CONT'D)  
(under his breath)  
Awww, hell.

Eugene arrives as Henry bends over, his hands on wobbly knees.

HENRY (CONT'D)  
He's dead.

Eugene stares down at Graham, the wind whipping dirt across his blood crusted belly.

Gathering himself, Henry moves to retrieve the suitcase but is forcefully knocked over by Eugene.

HENRY (CONT'D)  
What'd you do that for!?!?

EUGENE  
(calm)  
That's not ours.

HENRY  
Christ, Gene! It's not gonna do him any good now!

EUGENE  
It's not ours.

HENRY  
Like any of it is?

Eugene cocks his head, gesturing for Henry to try and take the suitcase again. Daring him. Henry looks from his brother to the suitcase -- debating.

After a moment, Eugene sets off back to the car. He's one of those rare men that walks with purpose. Like he's had a destination in mind all along.

Obeying his brother's order, Henry gets to his feet, walking back to the car when... BLAM! A pistol shot rings out.

Ducking in fear, Henry turns back to the body, realizing Graham's lifeless finger had twitched -- pulling the trigger.

Managing a smile at the oddness of it all, Henry joins Eugene in the car, which kicks up a cloud of dust as it pulls back onto the road.

As the brothers push on, Graham's dead body lies lonesome in the field, his lifeless fingers clutching the suitcase as if expecting someone else to come along and carry him on up to heaven.

CUT TO:

INT. MR. PARKER'S STUDY - ST. LOUIS - AFTERNOON

Cigarette smoke swirls in ribbons of sunlight pouring in from the lone window of the dark study.

MR. PARKER  
Times are tough. I don't need to  
tell you that.

MR. PARKER, mid 50's, fidgets at his desk, eyes red rimmed from liquor and lack of sleep. He wears his Sunday's best, the knot of a black necktie hanging limp from his throat like a noose waiting to be tightened.

Across the desk, sits MR. GWYNNE, late 50's, a fastidiously dressed hulk of a man who lends a sympathetic ear.

In the shadows, another man, DEACON, inspects the framed family photographs on the wall, half lit by the shafts of sunlight.

MR. PARKER (CONT'D)  
Times like these a man gets weighed  
- his principles. I wrestle with  
it. The right thing not always  
being the right thing - in times  
like these. My father taught me  
when your name's out front, you  
best not run it through the mud.  
And I didn't. And my son knew the  
same. Started him as a teller same  
as my father did me - learn the  
business, build some backbone for  
later on when I could hand the bank  
over to him. But these brothers,  
these Wolpinsky's - they don't know  
these things. If I had stock in the  
law teaching them the right sort of  
lesson, you wouldn't be here. Not  
today of all days. It's the times.  
I wrestle with them.  
(thinking it over)  
I want you to find these boys,  
these Wolpinsky's, and...

Mr. Parker looks to Mr. Gwynne, suddenly unsure of himself. With the smallest of gestures, Mr. Gwynne urges him to continue --

MR. PARKER (CONT'D)  
(collecting himself)  
Doesn't matter what the times are.  
My son is dead and those boys lost  
the right to go on living.

Mr. Parker slides a photograph across the desk, Mr. Gwynne studying it before handing it over his shoulder to Deacon, who emerges from the shadows, revealing himself to be a lanky boy of no more than eighteen years in age. His features are delicate, almost feminine. An invisible scale of his own personal brand of justice teetering behind fierce eyes. The cold sight of him is enough to make a person shiver on a hot summer day.

THE PHOTOGRAPH:

Mr. Parker's son, ADAM, a sturdy young man, smiling in front of the family run BANK. His whole life ahead of him -- or at least it used to be.

MR. PARKER  
You will be taking care of this  
personally, yes?

MR. GWYNNE  
Me? No. My associate here will be  
the lead.

Mr. Gwynne can see that Mr. Parker is somewhat deflated by this.

MR. GWYNNE (CONT'D)  
Mr. Parker, I've been at this for  
longer than I care to remember and  
I promise you - these boys will get  
what's coming.

Mr. Parker looks to Deacon who stares back with uncaring eyes.

INT. MR. PARKER'S LIVING ROOM - ST. LOUIS - CONTINUOUS

Exiting the study, Mr. Gwynne and Deacon cross through the living room where a WAKE is being held for Mr. Parker's son. Small clusters of MOURNERS conversing in hushed voices.

Mr. Gwynne politely nods to MRS. PARKER, early 50's, as he and Deacon pass through the front door.

Mrs. Parker turns to her husband standing in the doorway of his study. Her strained eyes ask "what have you done?"

Unwilling to answer, Mr. Parker retreats back into his study, closing the door behind him.

EXT. MR. PARKER'S HOUSE - ST. LOUIS - CONTINUOUS

Mr. Gwynne slips on a pair of driving gloves as he and Deacon head for a parked car.

MR. GWYNNE  
Have the photograph?

Deacon pats his jacket pocket.

MR. GWYNNE (CONT'D)  
Good.

Mr. Gwynne climbs into the driver's seat while Deacon remains on the sidewalk. Starting the engine, Mr. Gwynne addresses Deacon through his open window.

MR. GWYNNE (CONT'D)  
This is a second chance for you  
Deacon and that's one more than  
those boys will get. Understand?

Deacon nods.

MR. GWYNNE (CONT'D)  
Do it proper. By the book. You do  
that and you'll find the next job  
waiting for you when you get back.  
And remember... no fireworks this  
time.

Mr. Gwynne drives off, leaving Deacon on his own --

CUT TO:

INT. WOLPIN SKY'S CAR - DAY

BOOM! The sound of an EXPLOSION causes Henry to jolt awake in the passenger seat.

HENRY  
What's going on?

EUGENE

I don't know.

Up ahead, a CLUSTER OF FARMERS, their clothes faded from sun and dust, can be seen standing on the side of the road.

EXT. ROAD - CONTINUOUS

The Wolpinsky's car pulls off to the side of the road as another EXPLOSION sounds.

Getting out of the car, the brothers join the farmers.

Eugene shields his eyes, spotting MONTY, mid 60's, a lone figure out in the plain, launching compact ROCKETS into the sky.

Henry leans over to an elderly white whiskered FARMER.

HENRY

What's he doing?

Another farmer, STANLEY HEYSE, late 40's, answers him.

STANLEY

Says he can bust rain from the clouds.

An EXPLOSION cries out from above.

Eugene observes Monty loading yet another small rocket with sticks of dynamite before launching it.

Another EXPLOSION high above.

STANLEY (CONT'D)

Hell, he's no better than an Indian snake charmer.

ED, late 40's, speaks up.

ED

I remember him.

STANLEY

Right?

ED

Said the belly of a snake could send a message underground for water.

The Elderly Farmer waves a dismissive hand as they return to watching Monty with great skepticism.

EUGENE  
How far's the next town?

STANLEY  
Twenty miles.

EUGENE  
Thanks.

Eugene and Henry walk back to their car as Stanley shoots them a glance -- half wondering who they are.

As the brothers drive off, Monty lights another fuse...

INT. WOLPIN SKY'S CAR - CONTINUOUS

Letting out a chuckle, Henry looks over his shoulder.

HENRY  
You believe that? Wonder what he's  
charging.

Henry looks forward at the flat horizon as they drive along in silence.

HENRY (CONT'D)  
Sure is a whole lot of nothing.

An EXPLOSION can be heard behind them in the distance.

CUT TO:

EXT. SHOE STORE - ST. LOUIS - DAY

Ignored by the busy foot traffic around him, Deacon studies the CLOSED sign hanging from the door of the shoe store.

Moving to the window, he cups his hands, peering in at the dark interior -- there is no one there.

INT. TENEMENT BUILDING HALLWAY - ST. LOUIS - AFTERNOON

Deacon walks along the hallway, sorting through a ring of keys as he reaches his apartment door.

Inserting a key in the lock, his ears perk up -- looking over his shoulder he spots a LITTLE GIRL peaking out from behind the door across the hall.

Turning, Deacon moves to the cracked door, taking a knee as he fishes around in his pocket -- producing a shiny wrapped piece of CANDY for the Little Girl.

Too scared to take it, she shuts the door in his face. Now alone in the hall, Deacon unwraps the candy and plops it in his mouth before entering his apartment.

INT. DEACON'S APARTMENT - ST. LOUIS - LATER

The room is starkly furnished -- only a lumpy bed, a desk, a chair, and a handful of clothes to let anyone know someone lives here.

Hunched over his desk, Deacon meticulously cleans a PISTOL.

The photograph of Mr. Parker's son has been pinned to the yellow cracked wall in front of him.

CUT TO:

INT. POOL HALL DINER - LATE AFTERNOON

Eugene and Henry sit in a booth, both of them sipping coffee as pool balls CLINK on the nearby billiards table.

Distracted, Eugene looks out the window at the MOVIE THEATER MARQUEE across the street advertising "PALOOKA"

HENRY

How long 'till we get there?

EUGENE

Not long. A few days.

HENRY

By the sixteenth?

EUGENE

Providing.

HENRY

Providing?

EUGENE

Providing nothing happens along the way.

HENRY

What could happen?

EUGENE

You tell me.

Henry knows what Eugene is digging at and shamefully looks down at his coffee cup -- wishing it wasn't empty.

HENRY

We staying the night?

EUGENE

Sounds right. Get some rest. Shove off in the morning.

Henry glances out the window at the marquee across the street.

HENRY

I take it you already got plans for entertainment?

EUGENE

Join me if you like.

HENRY

Thanks, but no thanks.

Eugene gets to his feet, fishing coins from his pocket to cover the coffee.

EUGENE

Suit yourself. But stay upstairs.  
Don't go walking.

HENRY

Sounds like a scream.

EUGENE

I'm serious. Get some rest. Right?

HENRY

Right.

Eugene exits, leaving Henry alone, watching as his brother crosses the street in a hurry, entering the theater across the street.

INT. HOTEL ROOM - LATE AFTERNOON

Cooped up, Henry paces, the floor letting out brief SQUEAKS from his footsteps as he glances out the window -- nothing doing.

Spotting something under the bed, he gets on hands and knees to discover a forgotten woman's STOCKING.

He flops onto the mattress, dangling the stocking above his face -- taking a breath.

INT. MOVIE THEATER - SAME

Eugene sits in the near empty theater, the light from the screen washing down over him.

The opening credits roll, each actor introduced alongside their character name. None of them mean anything until -- THELMA TODD is introduced. Eugene can't help but smile. There's his girl.

THE MOVIE SCREEN:

*"THELMA TODD as Trixie"*

*Thelma, a beautiful blonde, wears a fur and holds a cigarette as she offers up a smile.*

Reveal Eugene holding a wallet sized promo photograph of THELMA TODD at his side, his thumb absently rubbing its already worn surface.

EXT. MAIN STREET - DUSK

Henry strolls along the sidewalk, eyeing up everyone and everything to see who and what can hold his attention. It's the type of farm town where the clocks yawn away the hours and nothing ever happens.

Henry comes to a halt -- spotting an overweight POLICE OFFICER headed his way on foot.

Nervous, Henry ducks into a shop entrance --

INT. WESTERN UNION OFFICE - CONTINUOUS

Spying out the window, Henry watches the Police Officer mosey on by outside.

CLERK (O.S.)  
Can I help you?

Turning, Henry takes in where he is.

HENRY  
Too late for a telegram?

CLERK  
Not if it's fast.

A FEW MINUTES LATER

Henry reads over what the Clerk typed, nodding to himself.

HENRY  
Looks good. How much?

Henry hands back the telegram --

MATCH CUT TO:

INT. STUDIO APARTMENT - ST. LOUIS - NIGHT

As if handed to him, Deacon retrieves the TELEGRAM from a small shelf, reading it over.

THE TELEGRAM:

*GONE TO LOS ANGELES. WAIT FOR ME. I'LL COME BACK FOR YOU SOMEDAY. - HENRY*

Deacon turns to NANCY, early 20's and her lover TIM, late 20's, who lay naked in bed, clutching the sheets -- so much for waiting.

NANCY  
I swear, that's all I've heard.

Deacon taps the telegram against his front two teeth. Giving it a think.

NANCY (CONT'D)  
Honest.

TIM  
She's got no reason to lie.

Deacon observes that the sheets have risen up, revealing Tim's CLUBBED FOOT. Suddenly aware of what he's looking at, Tim draws his foot back under the sheets, out of sight.

With that, Deacon tips his hat to the lovers and heads for the door -- but stops, his hand on the knob. Something isn't sitting right. He looks down at the telegram -- "wait for me"

He reads the line again... and again. He might be on the way to kill the man who wrote it, but he feels in his bones that it's only right that this last wish be honored.

Deacon turns back to the lovers, his eyes a pair of icicles striking fear into their hearts --

NANCY  
(tearing up)  
Please, what do you want?

Deacon removes a PISTOL from his jacket, calmly stalking toward the bed -- his mind made up as to what needs to be done. If she can't remain faithful, then she can wait for Henry on the other side.

CUT TO:

INT. MOVIE THEATER - NIGHT

Eugene continues to enjoy watching the movie but quickly loses patience with a VAGRANT seated a few rows in front of him who is drunkenly muttering and making himself an all around nuisance.

Glancing back at the only other patrons, a pair of WOMEN, early 60's, who also appear bothered, Eugene gets up from his seat, pocketing the picture of Thelma as he approaches the Vagrant -- leaning in to talk to him.

EUGENE  
Buddy...

The Vagrant incoherently waves Eugene away, irritated that he's blocking his view.

Eugene takes in a breath and then snorts out an exhale, having gotten a hard whiff of piss and booze.

EUGENE (CONT'D)  
Behave yourself in here or pack it in.

VAGRANT  
(distant)  
I paid... I paid...

The Vagrant points a grimy finger at Eugene who violently SLAPS it away, getting the Vagrant's attention.

Eugene thumbs back at the screen while putting his other hand on the Vagrant's shoulder.

EUGENE

It's not easy what she does up  
there. It's hard work. Real hard.  
Respect it.

VAGRANT

(loud)  
Bitches! To hell with 'em!

Eugene makes good on his warning -- viciously PUNCHING the Vagrant in the chest with three short snaps of his fist before returning to his seat as if nothing had happened.

The Vagrant begins to sob like a child, only able to muster a choked "ow...ow..." as tears flood down into his gaping mouth.

Eugene attempts to ignore his cries and watch the movie -- but it's no use. He looks over his shoulder at the two Women who make sure to keep their eyes glued to the screen, not daring to look back at him.

Facing forward again, Eugene shakes his head in disappointment -- it's ruined.

EXT. MOVIE THEATER - NIGHT

Eugene steps out onto the sidewalk, looking up and down the main drag -- strictly dullsville. If it wasn't for the movie theater a man in this town would only have his thoughts to entertain him.

THWAP! The letter "A" from the marquee above falls onto the sidewalk beside Eugene. He looks from the letter back up to the marquee -- that's strange. He bends to pick up the letter but the wind carries it away, tumbling over itself into the street.

Giving chase, Eugene follows the letter, reaching out as a pair of HEADLIGHTS appear in the haze of dust.

DRIVER (O.S.)  
WATCH IT!

About to be struck by a fast approaching CAR, Eugene leaps to the side, the car swerving around him before continuing on -- that was a close shave.

Getting to his feet, Eugene wipes the dust from his pant legs -- the fallen letter nowhere to be found.

INT. HOTEL ROOM - NIGHT

Eugene opens the door to find Henry sharing a flask with Monty, who sits on a small wooden crate of DYNAMITE.

HENRY

(drunk)

Gene. You're...this is my brother.  
Eugene.

MONTY

Monty Nesbit. How do you do?

Monty holds out the flask as an offering, which Eugene waves off, shutting the door.

HENRY

Monty's who we -

EUGENE

(pointing at the crate)  
What's that?

Monty looks down between his legs at the CRATE and knocks on it with his knuckles.

MONTY

An opportunity, Eugene. An opportunity that came knocking and I answered.

HENRY

I was saying - Monty's who we saw back a ways. Remember? Cloud busting. Bursting. But he's here now.

EUGENE

(pointing to crate again)  
Is that safe?

HENRY

Sure, Gene, he...

EUGENE

I asked him.

Eugene looks from Henry to Monty, waiting for an answer. Monty dramatically leans forward as if to bring Eugene into his confidence.

MONTY

That depends... you a cloud?

Monty bursts out with a hearty LAUGH, shortly followed by Henry.

HENRY

(laughing)

A Cloud! Because of...yeah. That's good.

Seeing that Eugene isn't laughing, Monty takes a swig from his flask, clearing his throat.

MONTY

(attempting to lighten the mood)

Eugene, you remind me of a sick owl  
- you just don't give a hoot!

(laugh)

Your brother tells me you're on  
your way west. California. That you  
have a sweetheart there. Thelma,  
was it?

Monty looks to Henry for confirmation -- but Henry looks down at the floor, suddenly sober.

MONTY (CONT'D)

Suppose love is its own kind of dynamite.

Monty makes a half attempt at a chuckle before getting to his feet -- having the good sense of knowing when to leave.

MONTY (CONT'D)

I ought to turn in. Waking up  
early. Clouds don't stop moving  
just because a man does. Nice to  
make your acquaintance Henry.

(shakes Henry's hand)

Eugene.

Eugene nods and opens the door as Monty picks up his crate with a GRUNT.

MONTY (CONT'D)  
Much obliged.

Monty exits, Eugene closing the door behind him.

Silence.

HENRY  
(making light)  
Real nice fella. Generous. Funny  
too.

Eugene picks up the woman's stocking from the bed, looking at it as if it were a giant question mark.

HENRY (CONT'D)  
Guess he got me talking.  
(softer)  
More than I would of liked.

Not wanting to listen, Eugene lowers the stocking back onto the bed.

EUGENE  
What don't we do?

HENRY  
Gene...

EUGENE  
We don't talk about where we're going and we sure as hell don't mention where we been.

HENRY  
He's not gonna...

EUGENE  
(cutting him off)  
I don't care what he does. I care about what you do. While we're on it, I know you got friends, but we can't send word back home. It's too risky. Right?

HENRY  
I wouldn't do that.  
(seeing Eugene still needs convincing)  
Honest.

His blood flowing, Eugene exits to go walk off his nervous energy.

HENRY (CONT'D)  
(calling after him)  
Gene?

EXT. HOTEL - NIGHT

The glow from the lobby window splashes onto Eugene's back as he paces the sidewalk.

The chill of night stabs at him as his thoughts begin to drift...

INT. SHOE STORE - ST. LOUIS - DAY (FLASHBACK)

Eugene, wearing a bow tie and clerk apron, flips the sign on the front door to "CLOSED" as he shoots suspicious glances out at the street.

Meanwhile, Graham sorts through the shoes on the racks with mild amusement.

It is the same shoe store that Deacon had been peering into in present day.

GRAHAM

It's plain enough you're in a rut.

EUGENE

Most people are.

GRAHAM

My heart bleeds for them.

EUGENE

Something's bound to open up.

GRAHAM

Yeah, a hole - and you'll fall right in it. Come on, there's nothing to it. All you gotta do is show up. Job practically pulls itself.

EUGENE

What do I know about banks?

GRAHAM

Nothing. And you don't need to know because that happens to be my area of expertise.

EUGENE

I'm not saying I don't need the  
money.

GRAHAM

Then what are you saying?

EUGENE

I'm just saying I don't need it  
that bad.

GRAHAM

And Henry?

EUGENE

I speak for both of us.

GRAHAM

I know a bunch of guys that would  
jump at something sweet like this.

EUGENE

I'm sorry. We can't.

Graham lets out a disappointed sigh as he plops his hat on  
his head and makes for the front door, turning back with one  
foot on the sidewalk.

GRAHAM

You change your mind... the door's  
still open.

Eugene nods in appreciation before walking over and closing  
the door behind Graham.

BACK TO:

EXT. HOTEL - CONTINUOUS

Eugene looks across the street where several MEN part ways  
with heavy handshakes, all of them walking off in different  
directions -- all of them headed home.

With that, Eugene slumps back into the hotel.

CUT TO:

INT. DEACON'S APARTMENT - ST. LOUIS - LATE NIGHT

The high pitch of a BABY CRYING and the low murmur of a couple ARGUING can be heard through the wall while Deacon sits at the desk -- scrutinizing Henry's telegraph.

He eyes the name of the town which it was sent from, searching for it on a map. Locating it, he circles it with a pencil.

LATER...

Deacon packs the last of his clothes in a suitcase before turning out the light and leaving his dark apartment behind.

CUT TO:

INT. WOLPIN SKY'S CAR - DAY

Driving in silence on the same desolate road they've been traveling along, Eugene and Henry listen to the faint broadcast of a ball game on the radio.

Outside, the wind picks up, dragging TUMBLEWEEDS across their path.

Eugene attempts to steer around them, but there's too many. CRUNCH...CRUNCH... the car tires begin to CHOMP through them.

The sound of the radio becomes garbled and then is swallowed up, causing Henry to fiddle with the knob.

HENRY

Come on, now. It was just gettin'  
good.

EXT. FIELD - CONTINUOUS

Soil is swept from the ground, swirling into the sky above as birds let out sharp CRIES of panic.

INT. WOLPIN SKY'S CAR - CONTINUOUS

HENRY

Gene? You seeing this?

The air outside CRACKLES with electricity, the world around them plunging into darkness.

HENRY (CONT'D)  
Twister?

EUGENE  
Can't be.

HENRY  
Then what is it?

Switching on the headlights, Eugene looks in the rear view to see the terrifying sight of a TOWERING MOUNTAIN OF DUST AND DIRT barreling towards them, gaining ground fast as it grows bigger and bigger still.

HENRY (CONT'D)  
(worried)  
Gene?

EXT. ROAD - CONTINUOUS

Eugene jerks the wheel as massive waves of sand and dust wash over the car, dragging it along like a toy.

The engulfing clouds of dust HOWL and scratch as the car FLIPS OVER, becoming lodged in a ditch, where it is covered by wave upon wave of dust -- buried in the darkness.

CUT TO BLACK.

CUT TO:

INT. CHURCH - NIGHT

TWO DOZEN FARMERS sit in the pews of the cramped wooden church.

At the podium stands MAXWELL BOGGS, early 50's. A man whose face has not ignored the passage of time, but rather recorded it with deep etched lines of hardship.

MAXWELL  
This place aint much - but it's ours. The softies say it's too much because they don't have the stomach for hard times. Well they're gone and to every man here I say grab a root and growl.

Nods of agreement from the Farmers.

MAXWELL (CONT'D)

Sure, times are tough, the dust is terrible, the crops are gone. None of us here don't know that. Most everyone is scratching like the third monkey on Noah's gang plank to get by. But we know what we can do when we get half a chance.

(a beat)

It will rain again. If not this year, then the next. Grab a root and growl. There's no making it simpler. We stay. We beat it. That's why I'm calling for this here group. This club. The Last Man Club. It's a promise. A promise to your fellow man that you're gonna stay and see it out. We can beat this. We can survive. Anyone can join, all they got to do is stay put.

(a beat)

A man fails only when he packs up and says he's had it.

The Farmers think it over. Sitting among them is FRITZ HASWELL, late 30's, a German immigrant who planted himself here with his wife after world war one with the belief that he could achieve just about anything if given a fighting chance. Thus far, he's known nothing but hard times, still waiting for that chance -- that one moment where he can land a punch across the jaw of life before the bell rings.

LATER...

The gnarled hands of farmers signing membership cards "LAST MAN NO.1" "LAST MAN NO.2" "LAST MAN NO.3" Etc...

Maxwell approaches as Fritz slides his membership card into his shirt pocket.

MAXWELL (CONT'D)

Fritz. Can we talk?

Fritz nods as he follows Maxwell to the corner of the church.

MAXWELL (CONT'D)

I want to tell you I'm glad to see you on board. There's strength in numbers but all that aside - the others look up to you. You're a good man and I'm not the first to say it.

FRITZ  
(politely ignoring the  
compliment)

It is a good idea. This club.

Maxwell looks over at the other Farmers milling about.

MAXWELL

We've got to make it here. You're  
from Germany but this here is home,  
right? When a man decides where his  
home is - that's where he's got to  
leave his mark. For better or  
worse.

Fritz offers his hand.

FRITZ  
Agna is waiting.

MAXWELL  
(shaking hands)  
Of course. Get on home to her.  
We'll talk soon.

Fritz exits, glancing back at his fellow Farmers before  
venturing out into the night --

INT. HASWELL'S FARMHOUSE - LIVING AREA - NIGHT

Fritz enters, quickly shutting the door to keep the whistling  
wind from sweeping dust inside.

The cramped farmhouse consists of a common area with a  
separate room that serves as a bedroom. There is no getting  
around the bleakness of its appearance. Its occupants appear  
to be far more resilient than its quaking roof and walls,  
which provide little protection from the outside elements.

INT. HASWELL'S FARMHOUSE - BEDROOM - CONTINUOUS

Fritz appears in the doorway holding an oil lamp -- casting a  
dim light onto his sleeping wife AGNA, mid 30's. Agna is a  
woman who like Fritz has never had it easy but has somehow  
managed to not let it harden her. As a girl she had fallen  
asleep to the bustling sounds of Berlin, and now must  
collapse exhausted at the end of the day, drifting off to the  
cackling wind of the plains.

Glancing down at Agna's pregnant belly, Fritz retreats back  
into the living area, taking the glow of light with him.

INT. HASWELL'S FARMHOUSE - LIVING AREA - CONTINUOUS

Fritz sits at the table, his 'Last Man Club' membership card before him... *LAST MAN NO.5*

The dust scratches at the walls and roof as Fritz sits deep in thought with the lamp light dimming.

FADE TO BLACK.

EXT. ROAD - MORNING

The road appears desolate in the glare of the morning sun.

Sand and dirt begin to pour down a small HOLE in the ground that seems to materialize from nowhere.

A moment later a hand reaches up out of the hole, feeling for something to grab hold of.

Bracing himself, Henry pulls himself up out of the hole, which is now revealed to be the open window of the buried car.

Shielding his eyes, he takes in his surroundings as two suitcases are tossed up from below, followed by Eugene, who climbs out with a pained GRUNT.

The brothers turn in a quick circle until spotting the hint of a town several miles down the road.

Nodding to one another, they take hold of their suitcases and head off in the direction of town.

EXT. TOWN - LATE MORNING

Another one of those little farm towns where nothing happens but morning, noon, and night.

Sweaty and caked in dust, Eugene and Henry reach the main drag. A car drives past, dragging a metal sheet, CRACKLING with the sound of static electricity.

The brothers spot a sign out front of the church --

"LAST MAN CLUB"

INT. CHURCH - LATE MORNING

Inside, Eugene and Henry stop short, having walked in on a gathering of WOMEN -- one of whom stands at a table set up in the pulpit, demonstrating dried skim milk for the group.

The demonstration interrupted, all the Women turn to stare at the strangers. These women will look old long before they are. That is the sacrifice of living in this corner of the world.

After a moment, it dawns on Eugene and Henry that they are less than presentable.

EUGENE

Sorry to barge in like we have.

HENRY

Yeah, sorry.

EUGENE

But we ran into trouble with a storm outside of town, and well we're looking for a place to get clean and maybe get something to eat.

HENRY

(shaking his suitcase)

Our car got buried last night in the storm.

EUGENE

It's like my brother says, and well... any help would be appreciated.

The women look to one another, among them is Agna Haswell, who studies Henry with special consideration.

INT. BANK - OFFICE - DAY

Sitting behind his desk, the BANK MANAGER, late 20's, waits as Fritz reviews several papers.

BANK MANAGER

The figure you're seeing there is what your land was appraised at.

FRITZ  
(not understanding)  
It's not for sale.

BANK MANAGER  
Well, yes, but everyone surrounding  
your property is.

FRITZ  
Is what?

BANK MANAGER  
Selling, Mister Haswell. Selling.

FRITZ  
No, you are. Selling the land out  
from under them.

The Bank Manager shifts in his seat.

BANK MANAGER  
We're not here to discuss why  
they're selling, but I assure you,  
they are.

Fritz gets to his feet.

BANK MANAGER (CONT'D)  
Mister Haswell, I would consider  
what's being offered here. You  
can't make a living off that land.

The Bank Manager averts his eyes, knowing he's offended  
Fritz, who stares back at him in anger.

BANK MANAGER (CONT'D)  
Think about it. That's all.

EXT. BANK - DAY

Fritz exits the bank, which sits snug in the middle of a  
handful of rundown establishments. Fritz forcefully slaps his  
cap onto his head -- who do they think they are in there?  
What right do they have?

With that, he tears up the papers in his hand.

## INT. CHURCH - HALLWAY - DAY

Having been slouched over on a bench, Eugene and Henry snap to attention as the women begin to file out the doors, chatting with one another as they pass.

Agna appears, spotting Fritz pulling up in his truck outside.

AGNA  
(to Henry)  
Wait here.

Henry nods as Agna exits, the brothers watching as she talks something over with Fritz through the window of the truck.

She returns, standing before the brothers.

AGNA (CONT'D)  
We'd be happy to have you.

## EXT. HASWELL FARM - DAY

Huddled in the bed of Fritz's truck, Eugene and Henry bury their faces in their coats as the truck makes its way over uncertain terrain to the broken down farmhouse ahead.

CUT TO:

## INT. POOL HALL DINER - NIGHT

Deacon sits at the counter in the same pool hall diner that Eugene and Henry had stopped at -- he's on the right track.

Sipping from a cup of coffee, Deacon reads about Graham on the front page of the local newspaper -- "BANK ROBBER FOUND DEAD"

Over in the corner, Stanley plays a lazy game of pool with Ed, both of whom had been watching the rockets on the side of the road.

ED  
He had sixty hogs that didn't sell because they were too thin. So he spent fifty dollars of feed to bulk them up and took 'em back. You know what he got for 'em?

Stanley shrugs.

ED (CONT'D)  
(a joke)  
Fifty one dollars.

A gritty HOWL of wind can be heard outside as two young African American men, VINCENT and CHARLES, enter the diner, blowing into their hands to keep warm.

Missing his shot, Stanley tosses a blameful glance at Vincent and Charles as they approach the counter.

Vincent attempts to ask the OWNER, early 50's, if there is any work to be found in the area.

Stanley readies himself for another shot but is distracted --

STANLEY  
You two just get off the train?

VINCENT  
Yes, sir.

STANLEY  
Looking for work?

Vincent cautiously nods as Stanley returns his attention to the billiard table -- CRACK! He takes a violent shot, sinking a ball deep in the corner pocket.

STANLEY (CONT'D)  
If I was you, I'd get back on that train.

Vincent and Charles remain quiet, not wanting to add fuel to the fire.

Chalking his cue, Stanley walks around the table, approaching Vincent.

STANLEY (CONT'D)  
I'm being nice when I say that.  
Understand? There aint nothin' here for you.

Stanley blows the excess chalk from his cue onto Vincent's shoulder.

... CLINK.

Over Vincent's shoulder, Stanley can see Deacon has placed his PISTOL on the counter without taking his eyes from the newspaper article.

Flashing a glance back at Ed, Stanley steps around Vincent to address Deacon --

STANLEY (CONT'D)  
You want to tell me who that's for,  
kid?

Deacon continues to read the article, ignoring Stanley.

STANLEY (CONT'D)  
(snickered)  
Look at it - thing's bigger then he  
is.

Taking a sip from his coffee, Deacon puts the cup down on the saucer, the sound of which causes Stanley to FLINCH.

Vincent looks to Charles, signalling for both of them to keep quiet.

STANLEY (CONT'D)  
You got spunk kid, I'll give you  
that. Coffee's on me.

Stanley slaps a NICKEL on the counter and then turns his back, only to hear the sound of Deacon pushing the nickel onto the floor --

It seems the whole place holds its breath as the nickel WOBLES on the floor, as loud as if it were a manhole cover, before finally resting flat.

Not turning around, Stanley heads for the billiard table, attempting to make light of the situation with Ed --

STANLEY (CONT'D)  
(to Ed)  
Fifty one dollars, huh? That's a  
good one.

Deacon looks at the photo of GRAHAM in the newspaper as the Owner, hesitant, fills his coffee cup.

EXT. ALLEYWAY - LATER

Having parked in the alleyway next to the diner, Deacon walks to his car, his coat collar up high and the brim of his cap pulled low.

The quick SHUFFLE of FOOTSTEPS -- Deacon turns as a BRICK smacks him in the forehead with a hollow CRACK.

Deacon falls to his knees and then to the ground, his pistol sliding out of his coat into the dirt.

Dazed, he reaches for it, his fingers crawling along the ground until the heel of a boot comes down like a hammer -- violently CRUSHING the bone and flesh of Deacon's hand.

Letting out a swallowed YELP, Deacon is kicked in the ribs, knocking the wind from him.

Stanley reaches down and pockets the pistol as Deacon passes out. Glancing up, Stanley spots Vincent and Charles standing at the mouth of the alley -- wanting no part of it, they go on their way in a hurry, leaving Stanley hunched over Deacon's body.

... the wind HOWLS.

CUT TO:

INT. HASWELL'S BARN - NIGHT

Thin blankets in hand, Eugene and Henry stand amidst unused farm equipment while Fritz shifts his weight by the door.

FRITZ  
You can stay here the night and  
we'll see about your car in the  
morning. Good. Yes?

EUGENE  
Sounds good.

Henry points to an EMACIATED COW standing in the corner of the barn.

HENRY  
That your cow?

With the sliver of a polite smile, Eugene nods to Fritz, implying he doesn't have to answer.

Fritz opens the barn door, dust and sand visibly whipping about.

FRITZ  
Good night.

Holding onto a rope that connects the barn to the house, Fritz begins to inch his way into the night -- without the rope a man would be walking blind and most likely would get lost and suffocate in the dust.

Taken by the image, Eugene watches Fritz until he is no longer visible, and then forcefully shuts the barn door to find Henry petting the emaciated cow.

HENRY

Don't think I've ever been this cold.

EUGENE

It'll be plenty hot come morning.

HENRY

You think he's a sport?

Lowering himself to the ground, Eugene attempts to get situated under his blanket.

EUGENE

Fritz? Yeah, he's a sport.

HENRY

It was dumb to leave Graham like we did. They'll find him like he is.

Eugene realizes Henry is right, but finds no sense in admitting it --

EUGENE

How's your head?

HENRY

Fine, fine. There's a lump.

(to cow)

How're you fella? Don't look too good.

Eugene watches as Henry drapes his blanket over the cow. The sight makes him think of something else -- something he'd rather not think about. With that, he pulls the brim of his cap down over his eyes, ready for sleep.

INT. HASWELL'S FARMHOUSE - LIVING AREA - SAME

Fritz enters from outside, shaking the dust from his hair.

Taking a seat at the table, he spots a photograph poking out from Agna's worn copy of the BIBLE. He carefully removes it --

## THE PHOTOGRAPH:

*A portrait of Agna's brother, DEDRIC, dressed in a German uniform from World War One. He bares a striking resemblance to Henry.*

Agna enters.

AGNA  
Are they good?

Fritz nods as he slides the photograph back into the bible without Agna seeing.

AGNA (CONT'D)  
Should we let them stay here? It's warmer.

Fritz gestures as if to say there's no room.

AGNA (CONT'D)  
The young one. Seems so innocent.

Fritz provides a nod of agreement -- understanding why Agna felt the need to invite the brothers to stay with them.

Getting to his feet, Fritz plants a tender kiss on her forehead as he gently pats her pregnant belly.

EXT. HASWELL'S FARMHOUSE - CONTINUOUS

Wave after wave of sand and dust wash over the house without mercy...

FADE OUT.

FADE IN:

PRELAP SFX: The GOBBLE of TURKEYS --

INT. EDITH'S FARMHOUSE - MORNING

Disoriented, Deacon awakens on a cot, struggling to sit up as he takes in his surroundings -- a cramped farmhouse creaking from loneliness.

Deacon finds his left hand has been bandaged with a makeshift SPLINT and is sore to the touch.

EDITH, mid 40's, enters through the front door. Edith is a woman who has chosen to play the crummy hand life dealt her rather than fold.

EDITH  
It's about time you got up.

His mind now sharp, Deacon quickly gets to his feet, snatching up his shoes from the floor before storming out the door --

EXT. EDITH'S TURKEY FARM - CONTINUOUS

Shielding his eyes from the glare of morning and unable to locate his car, Deacon puts his shoes on and begins to march on foot away from the farm.

After a ways, Deacon stops in his tracks, looking ahead -- nothing all the way to the horizon.

He turns around -- Edith's turkey farm, a good half mile back down the road. It's the only destination in sight. It looks like for the moment he's stuck here.

INT. EDITH'S FARMHOUSE - CONTINUOUS

Deacon appears in the doorway as Edith finishes swatting dust from the cot where he was sleeping.

EDITH  
You were kicked around good.  
Stanley brought you here because  
I'm a nurse.

Edith stands, eyeing her handiwork with the cot.

EDITH (CONT'D)  
At least I used to be.

Realizing he's not going anywhere anytime soon, Deacon crosses over to the kitchen area, taking a seat.

EDITH (CONT'D)  
When you start to feel better you  
can give me a hand around here.  
This isn't a hotel and there's  
always something doing.

Deacon raises his bandaged hand -- it's useless.

EDITH (CONT'D)  
You got two, don't you?

Having taken hold of a rusted bucket, Edith exits, Deacon watching her through the dust frosted window as she heads for a nearby shed under the blazing sun.

CUT TO:

EXT. ROAD - MORNING

The tires of Fritz's truck spin wildly in place as he attempts to tow the Wolpinsky's car out from where it was buried.

Clutching shovels, Eugene and Henry dig the wheels of their car out from the sand. With a final rev of the engine, the buried car jerks from its resting place.

Henry lets out a celebratory HOOT as Fritz gets out to observe the extent of the damage.

At this, a TRUCK with its bed packed skyward with cheap possessions and a FAMILY packed like sardines in its cab, wheezes by on tired wheels.

Fritz's smile from a job well done all but vanishes as he locks eyes with the passing family, who disappear down the road as quickly as they had arrived. Another family that reached its breaking point. Heading west in hope of a better life while Fritz remains.

For a moment, Fritz, Henry and Eugene stand in brooding silence before getting back to work.

INT. HASWELL FARMHOUSE - LIVING AREA - DAY

Henry helps Agna dry wash dishes, handing her a clean one as she nods in thanks, enjoying his company. A few feet away, Eugene sits at the kitchen table with Fritz.

EUGENE  
I've seen storms but nothing like  
the other night. Is it always like  
this?

FRITZ  
Now, yes.

EUGENE

It's got to be tough. Making a go  
of it.

FRITZ

It was not always this way. There  
used to be green. When we first  
came here. Not all this... dust.

HENRY

What happened?

Not wishing to discuss it any further, Fritz changes the  
subject --

FRITZ

Where is it you are going?

EUGENE

California. Los Angeles.

Henry shoots Eugene a glance that Eugene catches but pretends  
not to -- he knows he's breaking his own rules.

FRITZ

Work?

EUGENE

Something like that. We got an  
uncle out there.

FRITZ

Many families have gone west. I  
hear it's very hard. Too many  
people. Not enough work.

EUGENE

That goes for just about anywhere  
these days.

Even though the comment touches on a sore spot, Fritz allows  
himself a smile.

EUGENE (CONT'D)

How long do you think your man will  
need with our car?

FRITZ

A week. Maybe more.

HENRY

A week!?!?

FRITZ  
I don't know.

HENRY  
Then why'd you say a week?

Fritz looks to Henry, who understands that he's crossed a line.

EUGENE  
We're just in a hurry is all. We  
need to get there by the sixteenth.

FRITZ  
The sixteenth?

EUGENE  
(serious)  
At the latest.

FRITZ  
That does not leave much time.

Eugene nods, suddenly aware that there might be a chance that he won't make it to California in time. He shakes the notion from his thoughts.

At this, a TRUCK is heard pulling up in front of the house. Fritz gets to his feet, followed by Eugene, who is anxious as to who the unannounced visitor is --

EXT. HASWELL FARMHOUSE - CONTINUOUS

Fritz exits the front door, greeting Maxwell as he walks towards him, struggling to keep his hat on in the wind.

MAXWELL  
(calling out)  
Good meeting the other night.

Fritz nods in agreement as they shake hands.

MAXWELL (CONT'D)  
How are you and Agna making out?

FRITZ  
Day by day.

MAXWELL  
Best way I've heard it put yet.  
When does the baby arrive?

FRITZ

Soon.

Maxwell glances down at the dirt not sure how to address the matter he came to discuss.

MAXWELL (CONT'D)

Fritz, well, I came on out here because I saw you coming from the bank yesterday.

Fritz gives Maxwell a look as if to say "tread lightly".

MAXWELL

I just want you to know the Last Man Club is nothing if we don't look out for each other. If they're laying it on strong down there let me know and we can see...

Maxwell spots Eugene standing in the doorway. At this, Eugene joins them.

EUGENE

Morning.

MAXWELL

(shaking his hand)

Morning.

FRITZ

Max, Eugene.

MAXWELL

Passing through?

FRITZ

They were caught in the storm.

MAXWELL

They?

EUGENE

Me and my brother.

FRITZ

Their car, it...

Fritz gestures by waving a dismissive hand in the air.

MAXWELL

Anyone hurt?

EUGENE

No.

MAXWELL

Good. Good. Well, Fritz... I'm on  
my way to Alvin's. Do you mind  
riding along?

Fritz shoots a glance over at Eugene, as if to voice concern  
about leaving Agna alone with the visitors.

MAXWELL (CONT'D)

(to Eugene)

You boys can follow.

EXT. ROAD / INT. FRITZ'S TRUCK - DAY

Fritz, Eugene, and Henry ride in Fritz's truck, following  
Maxwell down the road.

Henry absently looks out the window at WINDMILLS -- dotted  
specks on the horizon, each a grave marker for some man's  
ambition.

EXT. ALVIN'S FARMHOUSE - DAY

Both trucks park at the sunken boarded up house, which is  
half buried in sand.

The men get out, standing a short distance from the house.

MAXWELL

(calling out)

Alvin?

No one appears to be home. At this, the gurgling COUGH of a  
truck can be heard nearby.

The men see a truck burdened with the weight of a family's  
possessions driving off away from them --

MAXWELL (CONT'D)

SON OF A BITCH!

Maxwell runs several paces in the direction of the truck and  
then kicks at the sand, bringing up a plume of dust.

MAXWELL (CONT'D)

(yelling after the truck)

GOD DAMN YOU! YOU SIGNED AN OATH!

Eugene and Henry stand quietly by the car as Fritz approaches Maxwell, watching as the truck disappears from view, headed west.

FRITZ  
Let him go.

MAXWELL  
The shoe pinches us in the same  
place it pinches him - but we stay!  
We endure.

Fritz nods more in acknowledgement than agreement as Maxwell reaches down at his feet to pick up a rock -- pointlessly hurling it in the direction the truck had gone.

Fritz turns and heads for the house, opening the front door with a jerk of strength.

HENRY  
(to Eugene)  
Why's he miffed? Looks like the guy  
got out while the getting was good.

Eugene gestures for Henry to keep quiet as Henry observes both Fritz and Maxwell have their backs to them -- and their trucks.

HENRY (CONT'D)  
Gene...

Henry thumbs in the direction of the trucks, keeping his voice low.

HENRY (CONT'D)  
Guy might of had the right idea. We  
can get out while the getting's  
good.

Eugene considers what Henry is suggesting as he looks to Fritz and Maxwell. It would be so easy. Him and Henry could be back on the road in a flash.

EUGENE  
No. It's no good.

HENRY  
What do you mean?

EUGENE  
These people can't afford to lose a  
truck. We weren't taken in to make  
things harder for them.

HENRY

What about Thelma?

Eugene considers this.

EUGENE

We still have time. Besides, the money's back at the barn.

HENRY

Right. Hadn't thought of that.

Standing between the two parked trucks, Eugene and Henry wait in silence, fighting temptation.

INT. ALVIN'S FARMHOUSE - CONTINUOUS

Fritz enters the dark dust covered home, eyeing the few possessions that have been left behind, including a homemade wooden CRIB.

His gaze wanders up to where Alvin's LAST MAN CLUB MEMBERSHIP CARD has been nailed to the wall.

Next to it, a scrawled message...

*I'm Sorry.*

BEGIN MONTAGE:

INT. HASWELL FARMHOUSE - LIVING AREA - DAY

Agna sits at the table, writing in her diary...

AGNA (V.O.)

Dust again.

EXT. HASWELL FARM - DAY

Dust piling up, burying machinery, drifting around sun bleached corners...

AGNA (V.O.)

I try to remember a time before this and with each year the future seems to promise less of the life we thought possible.

INT. HASWELL FARMHOUSE - LIVING AREA - DAY

Dust already gathering on the recently cleaned dishes...

INT. HASWELL FARMHOUSE - BEDROOM - DAY

Agna removes dust covered sheets from the window, replacing them with clean ones...

AGNA (V.O.)

The fruits of our labor nowhere to be found and yet we no longer say "if we stay".

EXT. HASWELL FARM - DAY

Big brown CRICKETS digging underground shelters...

Dripping with sweat, Fritz and Eugene attempt to untangle tumble weeds from the fence that borders the property.

Henry can be seen strolling along in the distance, approaching an inactive WINDMILL.

AGNA (V.O.)

We are here and we will see our responsibility through, even if we are destined to fail.

Henry approaches the towering windmill, shielding his eyes as rays of sunlight slice through the silhouetted turbine. After a moment, he spots something in the dirt. Dusting it off, he finds it be a stone ARROWHEAD.

Smiling at his treasure, Henry suddenly rubs his forehead, having been struck with a searing HEADACHE.

EXT. EDITH'S TURKEY FARM / INT. TURKEY COOP - DUSK

Edith runs back and forth, shepherding a cluster of TURKEYS into a coop. Deacon making a half hearted attempt to help.

Once the turkeys are inside, Edith spills out a bucket of CENTIPEDES for them to eat.

AGNA (V.O.)

Last night I had a dream that it was raining and when I awoke I thought I could still hear that wonderful sound. But it was only the dust.

INT. EDITH'S FARMHOUSE - NIGHT

Deacon, awake on his cot, unable to sleep as a strange CLAWING emits from the walls.

He rolls over on his side, holding the pillow against his ear to quiet the noise.

INT. HASWELL BARN - DUSK

FLIES dance in a frenzy around the eyes of the SICKLY COW.

DISSOLVE TO:

INT. HASWELL FARMHOUSE - LIVING AREA - DUSK

The COW'S EYE dissolves into Agna's PREGNANT BELLY as she gently rocks in a rocking chair next to the crib from Alvin's house that Fritz had brought home with him.

AGNA (V.O.)

Dust sweeps away everything... even dreams.

END MONTAGE.

INT. MR. PARKER'S STUDY - ST. LOUIS - DAY

Once again, Mr. Parker is found fidgeting behind his desk while Mr. Gwynne sits calmly before him.

MR. GWYNNE

What is it that you want, Mr. Parker?

MR. PARKER

(frustrated)

I want to know what's taking so damn long.

MR. GWYNNE

Quite, frankly?

MR. PARKER

Yes?

MR. GWYNNE

It hasn't been long at all.

MR. PARKER

So, you say. But it's my money and I deserve an update.

MR. GWYNNE

Your money is still yours. Payment is expected upon delivery. Payment of a lump sum that was agreed upon in this very room.

MR. PARKER

(impatient)

I know that.

MR. GWYNNE

(calm)

Then what's all this talk of money? If my man takes a day or a week it costs you the same.

Mr. Parker sits back in his chair, eyeing a framed photograph of his dead son. He knows Mr. Gwynne is right but that doesn't mean he has to like it.

MR. PARKER

Your man, Deacon was it? Seemed more like a boy than a man when he was here.

Pausing, Mr. Parker waits for a reaction.

MR. GWYNNE

And?

MR. PARKER

And I've got to say I've little faith he can follow through on what you've promised.

Mr. Gwynne finds it necessary to address this challenge of his judgement in order to ease Mr. Parker's concerns --

MR. GWYNNE (CONT'D)

One night. This was years ago. When you could say Deacon was indeed still a boy. He woke to hear his mother come home with a man.

(MORE)

MR. GWYNNE (CONT'D)

This wasn't out of the ordinary mind you. She had a reputation and it wasn't as a nun.

(a beat)

Like I said. This night was no different than so many others. Yet it was. Listening to them, Deacon slipped out of bed. Got himself a knife...

(remembering)

His mother had had her share to drink and so she didn't think much of it when the man fell at her side. That's what they did anyway when they were finished. Fall to her side and nod off. But this man wasn't ever going to wake up. And neither was she.

Having hung on to every word, Mr. Parker is suddenly horrified at the suggested turn in the story --

MR. GWYNNE (CONT'D)

Rather than use the knife, Deacon wrapped his hands, the hands of a boy, around his mother's throat.

Mr. Gwynne holds up his own wrinkled and veiny hands to illustrate.

MR. GWYNNE (CONT'D)

Do you know the will it takes to strangle a person, Mr. Parker? Very few men can stomach it. Let alone a boy. It's not quick. Not by a long shot.

(a beat)

The next morning I found the man bled out on the floor. And there, on the bed, Deacon, asleep beside his mother's body. It had taken everything in him to finish the task. His hands, bruised and near useless from having held on for so long. A boy his age? Who knows how long it took. Hours. But he'd finished what he set out to do.

(a beat)

Since that night, wherever Deacon goes - death follows. These brothers that killed your son? Eugene. Henry. They're on borrowed time, Mr. Parker. And I assure you, the clock is ticking.

Getting to his feet, Mr. Gwynne takes hold of his hat and jacket before heading for the door.

Meanwhile, Mr. Parker lingers on a detail from the story. A pebble in the shoe of his thoughts --

MR. PARKER  
You said you found him?

Mr. Gwynne nods.

MR. PARKER (CONT'D)  
Why were you there?

MR. GWYNNE  
Deacon's mother.  
(a beat)  
She was my sister.

Dumbstruck, Mr. Parker stares up at Mr. Gwynne who towers over him.

Tipping his hat, Mr. Gwynne exits, leaving Mr. Parker to wrestle with his conscience -- what devils have I turned loose upon the world?

CUT TO:

INT. EDITH'S FARMHOUSE - LATE AFTERNOON

Having finished dinner, Edith and Deacon sit at the table.

EDITH  
If the price for Turkeys wasn't what it was, they wouldn't be worth the work. Dumbest creatures I've ever known. Always killing themselves in some stupid way or another. You got to get them out in the morning after the coyotes go away and then get 'em back in at night before they come back. I didn't always do this though. Used to live in Chicago but I've got asthma and a doctor told me the open air would do me good - ha!

Seeing that her joke has gone unnoticed, Edith gets to her feet, taking hold of the plates.

EDITH (CONT'D)  
Do me a favor and see if the cake  
is done.

Deacon stands, first attempting to open the oven with his bandaged hand and then with his good one, unsure of what to do next.

Edith begins to dry scrub the plates, throwing directions over her shoulder.

EDITH (CONT'D)  
The knife there - stick it in the  
middle and see if it comes out  
clean.

Deacon spots a KNIFE sticking out from a wooden brick. Taking hold of it he finds the blade to be quite sharp. Deadly.

Deacon turns to see Edith has her back to him. He could kill her right here and now and be the only one alive for miles. He's just a swing of the knife away from being alone with his thoughts. But why kill her? She hasn't done anything -- not yet anyway.

With that, Deacon slides the knife into the cake, slowly drawing it out.

Edith turns -- seeing the knife is clean.

EDITH (CONT'D)  
Looks done to me.

INT. EDITH'S FARMHOUSE - LATER

Deacon sits on the edge of his cot, Edith inspecting his splint -- tracing the deep purple and green bruises that run along the skin.

EDITH (CONT'D)  
Not great, but better. Next time  
you pass a hospital you can stop to  
get a proper splint.

Deacon eyes the walls, a SCRATCHING noise sounding from behind them.

EDITH (CONT'D)  
Centipedes.

Deacon looks to her for clarification.

EDITH (CONT'D)  
(readjusting the splint)  
Centipedes. Spiders. Whatever else.  
The dust gets them in the walls.  
You get used to it. I steam them  
out with the iron and use them for  
feed. So they've got their purpose,  
like everything else. How's that?

Deacon lifts his hand, turns it in the air and then nods.

EDITH (CONT'D)  
Can I be honest with you, kid?

Deacon looks at Edith, unsure.

EDITH (CONT'D)  
You're gonna drive me nuts if you  
don't stop talking.

Deacon allows himself a faint smile.

CUT TO:

INT. HASWELL BARN - DUSK

Eugene and Henry lay on opposite sides of the barn, wrapped in their thin blankets, a lantern between them.

HENRY  
How'd you say you'd pay for the  
car?

EUGENE  
I told him it's what we saved for  
California.

HENRY  
Good thinking.  
(a beat)  
Gene?

EUGENE  
Hmmm?

HENRY  
What do you think Thelma is gonna  
say when we get there?

EUGENE  
What's she going to say?

HENRY  
When we get there.

EUGENE  
(thinking it over)  
Guess we'll see.

HENRY  
I didn't ask before because I know  
how you get - but, why you so sure  
something bad is gonna happen to  
her? She's a movie star. She's got  
it made.

Suddenly serious, Eugene is reminded of his mission --

EUGENE  
I just know.

HENRY  
But how?

EUGENE  
I just do, all right?

HENRY  
I was only asking.

EUGENE  
Awwww, Christ!

Eugene gets to his feet, starting to pace.

HENRY  
Gene?

EUGENE  
Yeah, what is it?

HENRY  
You mad at me?

EUGENE  
No, I aint mad at ya.

HENRY  
I know this aint how you planned  
it. How you wanted it to go...  
(a beat)  
Back at the bank. I...

EUGENE  
Don't think about it.

HENRY  
I can't help it.

EUGENE  
We get to California and you forget  
all about it. We'll be sitting on a  
mountain of vanilla ice cream  
before you know it.

HENRY  
You might - but what about me? What  
am I supposed to do out there?

Eugene stops pacing. Surprised at the question --

EUGENE  
What do you mean what are you  
supposed to do?

HENRY  
You'll have Thelma. What will I  
have? Nancy's back home.

EUGENE  
Nancy?

HENRY  
I miss her.

EUGENE  
Believe me, I wouldn't worry about  
her bed getting cold without you.

HENRY  
Take it back.

EUGENE  
You can't go home brother. Not  
ever.

HENRY  
(getting to his feet)  
Take it back.

Eugene can see Henry's anger rising to the surface.

EUGENE  
We get to California and you can  
throw a rock and hit another Nancy.  
Ten of her.

Henry rushes forward, SLAMMING Eugene against the wall, his  
arm pressed against Eugene's throat.

HENRY  
(furious)  
TAKE IT BACK!

As Henry's arms cuts off his air, Eugene can see Henry's eyes are filled with murderous rage -- purple red veins throbbing along his forehead.

The two brothers struggle within the violent embrace until Henry releases Eugene, backing away dizzy, his hand massaging his forehead.

EUGENE  
(catching his breath)  
You all right?

HENRY  
My head. It got banged in the car.  
Hasn't been feeling too good.

Henry's headache passes, but he keeps his eyes closed.

EUGENE  
I'm sorry for what I said.

Silence.

EUGENE (CONT'D)  
Henry?

HENRY  
I liked Thelma in that one...  
Duck... what was it?

EUGENE  
Soup. Duck Soup.

HENRY  
Yeah, that's the one. She was aces  
in that, Gene.

EUGENE  
She was, wasn't she?

HENRY  
She sure was.  
(still dizzy)  
I'm tired.

Eugene helps Henry to the floor, covering him with a blanket.

EUGENE

Everything is going to be fine once  
we get to California.

HENRY

(half asleep)

I know.

EUGENE

We'll start over. You'll see.

Henry nods.

EUGENE (CONT'D)

Get some sleep.

Eugene plants a brotherly kiss in Henry's hair before returning to his side of the barn, lowering himself back down to the ground.

His hand moves up to his throat, feeling it already bruising.

Eugene studies Henry -- peaceful in his sleep despite having been crazed a moment before.

With that, Eugene extinguishes the lamp.

CUT TO:

EXT. EDITH'S TURKEY FARM - DUSK

Having chased the last of the turkeys into the coop, Deacon closes the door, bringing down the latch.

Peering in, Deacon observes the turkeys as they make putting sounds and ruffle their feathers -- something has them spooked.

Turning, Deacon spots a lone COYOTE, about ten paces off, its yellow eyes trained on him.

Deacon stares back at the ill fed coyote, its ribs visible beneath patches of thin fur. If it doesn't get food soon, it will most likely succumb to the elements.

The putting sounds of the Turkeys becomes louder and more frantic - PUTT PUTT! PUTT PUTT! PUTT! PUTT!

Neither Deacon nor the coyote avert their gaze as they silently wait for what comes next -- the wind kicking up dust as night descends upon them.

The Coyote looks from Deacon to the turkey coop and then back to Deacon, its dry tongue slinking out from starvation.

PUTT! PUTT! PUTT! PUTT! PUTT!

Deacon breaks the tension by taking a small step forward, at which point the Coyote turns and retreats into the night.

No longer sensing danger, the Turkeys quiet down as Deacon reaches out and jiggles the latch, making sure it's secure before making his way back to the house.

INT. EDITH'S FARMHOUSE - NIGHT

Deacon on his cot awake, listening to Edith having a COUGHING FIT in her bedroom due to asthma. Expressionless, Deacon stares up at the ceiling as the COUGHING becomes louder and more violent.

Getting out of bed, he enters the kitchen area, his eyes drawn to the knife resting in its wooded block.

INT. EDITH'S FARMHOUSE - BEDROOM - CONTINUOUS

Her chest raw from coughing, Edith spots the shadow of Deacon standing in the doorway. She can see that he is holding something in his hand -- but what is it?

EDITH  
What do you want?  
(cough)  
Get out.

Deacon takes a heavy step into the room.

EDITH (CONT'D)  
(concerned)  
Leave.

In silhouette, Deacon approaches her bedside, his hand coming into view. He's gripping -- a TIN CUP OF WATER.

Still coughing, Edith looks from the cup to Deacon's face, hidden in darkness. She nods in thanks before taking the cup and managing a sip.

Edith doesn't know if it was an act of kindness on Deacon's part or an effort to quiet her down. Either way it doesn't matter. She's grateful.

A lonesome coyote can be heard CRYING OUT somewhere far off in the night.

CUT TO:

EXT. CHURCH - MORNING

A sign posted outside the church reads as follows:

"RABBIT ROUND UP- DUE TO THE RISE IN RABBIT POPULATION THERE WILL BE A ROUND UP THIS SATURDAY ON MAXWELL BOGGS' PROPERTY (WEATHER PERMITTING)"

EXT. FIELD - MORNING

A temporary fence has been erected, creating a large enclosure where hundreds upon hundreds of RABBITS sit patiently.

Maxwell glad hands MEN as they arrive in their trucks.

CHILDREN squeal in delight as they chase one another, some standing on tip toe to look over the fence to see the rabbits. The men, including Fritz, Eugene and Henry, gather together while WOODEN CLUBS are handed out.

As the men enter the fenced in area, the rabbits gather in fear, backing themselves into the far corner of the enclosure.

There is neither joy nor sadness in the faces of the men -- it is merely a task that needs doing.

The tightly gripped clubs begin to STRIKE the heads of rabbits, as yet more rabbits dart every which way, frantic for a way out.

Henry raises his club but is unable to bring it down on the rabbit before him -- its whiskers. Its soft fur.

He looks to the men around him who go about their business, their clubs rising and falling.

A CHILD that was previously seen laughing, now climbs into his mother's arms, crying, clutching his ears so as not to hear the rabbits SCREAM.

Wiping the sweat from his brow, Eugene looks to Henry, who appears lost. Spotting his brother, Henry offers up an unconvincing smile...

FLASH CUT TO:

INT. BANK - ST. LOUIS - DAY (FLASHBACK)

Breathing heavily, Henry grins, plaster from the ceiling snowing down on him.

BACK TO:

EXT. FIELD - DAY

Shaking the vision of his brother, Eugene averts his gaze, returning to his task.

Cornering a rabbit, Fritz brings down his club with a loud THUMP.

DISSOLVE TO:

EXT. FIELD - AFTERNOON

As the sun sets and the wind picks up, men head for their trucks on tired legs.

Maxwell approaches Fritz, who is standing beside his truck.

MAXWELL  
Good turn out.

Fritz nods as they both watch the fence be taken down.

MAXWELL (CONT'D)  
We needed this. Every man here will  
go home knowing he did something.  
It's important. Keeps 'em from  
running off like Alvin.

A POLICE CAR pulls up. An UNIFORMED OFFICER, late 30's, gets out with a grunt and walks over to Maxwell and Fritz.

MAXWELL  
Missed the show.

OFFICER  
Another time. Fritz.

The Officer shakes hands with both Fritz and Maxwell.

OFFICER (CONT'D)  
Putting the word out about a pair  
of bank robbers.

MAXWELL  
Last I checked it was the banks  
doing the robbing.

OFFICER  
(ignoring the comment)  
You seen anyone come through these  
parts? Brothers?

From a distance, Eugene spots Fritz and Maxwell talking with the man -- recognizing him for what he is -- A POLICE OFFICER. After a last exchange, the Officer tips his hat and returns to his car, driving off as Fritz spots Eugene and Henry walking towards him.

Maxwell eyes the brothers, putting it together for himself as he turns to Fritz.

MAXWELL  
Let me know if you need anything.

Fritz and Maxwell shake hands, neither sure they understand each other as Maxwell walks away.

Eugene and Henry arrive --

FRITZ  
Ready?

Eugene nods, glancing off at the trail of dust following the police car -- what did Fritz tell him?

INT. HASWELL FARMHOUSE - LIVING AREA - NIGHT

Fritz sits at the kitchen table across from Eugene, who absently flips through the worn BIBLE.

Agna sits in the rocking chair, busy knitting a pair of SOCKS.

Like a boy, Henry sits on the floor, fiddling with the knobs of the RADIO, unable to get anything but static.

FRITZ

It doesn't work most the time.  
(gesturing to the air)  
The static.

HENRY

You must get bored stiff out here  
without radio.

AGNA

My brother loved radio. Always  
listening.

HENRY

Oh yeah? Where's he now?

FRITZ

Dead.

HENRY

Oh.

AGNA

The war.

FRITZ

But we start new here.

AGNA

Yes, we make rule that we don't  
speak German so the little one  
grows up American. Yes?

Fritz nods.

HENRY

That's something. Family's  
important. I don't know what I'd do  
without Gene here. We're all we've  
got since our folks passed. Ain't  
that right, Gene?

Eugene allows enough of a smile to qualify as a response.

FRITZ

No family?

HENRY

Nope.

FRITZ

What about your uncle?

HENRY

Uncle?

FRITZ

In California?

Unsure of what to say, Henry looks to Eugene, who pipes in without looking up from the bible.

EUGENE

Uncle Frank. He's not really an uncle - but that's what we called him as kids.

HENRY

Right, uncle Frank.

FRITZ

(almost disappointed)

I see.

Eugene's eyes drift up to Fritz.

EUGENE

Something on your mind, Fritz?

FRITZ

(covering his tracks)

No, just making talk.

HENRY

We appreciate you putting us up like this. Hope we haven't been any trouble.

AGNA

No, no trouble.

(to Fritz)

Yes?

Fritz nods in agreement, something passing unspoken between him and Eugene -- an understanding.

FRITZ

Yes. No trouble.

Eugene resumes thumbing through the bible.

INT. MAXWELL BOGGS' FARMHOUSE - KITCHEN AREA - NIGHT

Similar in layout to the Haswell farmhouse, BETH, 50's, goes about skinning a RABBIT from the roundup earlier that day.

Maxwell, mulling over what he should do, stands at the window, his back to Beth as he stares out at the night.

MAXWELL  
Did Fritz seem off to you?

BETH  
Off?

Having scooped out the guts of the rabbit, Beth now reaches into the carcass, plucking out the HEART.

MAXWELL  
Different. Did he seem nervous?

BETH  
He's always been quiet.

Maxwell produces a GRUNT of agreement but it still nags at him. Was Fritz trying to signal him? No. He didn't seem like he was in danger -- but who knows?

BETH (CONT'D)  
Who were those boys with him today?

Deciding that Fritz must know what he's doing --

MAXWELL  
... no one.

Getting a firm grip on the rabbit's dust clumped fur, Beth tugs it loose from the carcass, revealing the tender grey pink flesh beneath.

INT. HASWELL FARMHOUSE - BEDROOM - LATE NIGHT

Fritz awake in bed beside Agna, mulling it all over in his head...

INT. HASWELL BARN - CONTINUOUS

Eugene awake on the ground mulling it all over in his head...

He tosses a glance over at Henry who is sound asleep.

EXT. HASWELL FARMHOUSE - CONTINUOUS

Fritz exits the house, taking hold of the length of rope that leads to the barn, inching his way into the dust filled darkness.

Meanwhile, at the barn, Eugene cracks open the door, slipping into the night, inching forward at the opposite end of the rope.

Both men blindly inch towards one another, the dust filled wind whipping around them.

Closer and closer still....

... until finally, both men reach out, surprised to grab hold of each other's arms instead of the rope.

Unable to see in the thickness of the dust storm, they push wildly, fighting an invisible opponent until they let go of the rope, both of them rolling off, no longer anchored --

Shielding his eyes from the skin biting dust, Eugene struggles to get his bearings.

EUGENE  
(shouting above the wind)  
Fritz!??

Fritz crawls along the ground, not having heard Eugene above the HOWL of the wind as he desperately reaches out, trying to find the rope.

Eugene wanders forward, waving his arms through the air, frantic.

EUGENE  
Fritz!??

FRITZ  
Eugene!??

EUGENE  
Where are you!??

Fritz continues to crawl in what he hopes is the right direction as Eugene spits out dust that has begun to collect in his mouth.

FRITZ  
Eugene!??

EUGENE  
I can't see you!

Fritz gets to his knees, shuffling forward with his arm outstretched until blindly locating the rope -- clinging to it for dear life.

EUGENE (CONT'D)  
Fritz!??

Wrapping the rope around his arm, Fritz hesitates to answer. By remaining silent he could let Eugene wander off and die.

EUGENE (CONT'D)  
Where are you!??

Eugene's life in his hands, Fritz continues to think it over before deciding --

FRITZ  
HERE!!!

EUGENE  
(relieved)  
Where!??

FRITZ  
Here! Here! Here!

Unsure of what more to say, Fritz begins to talk sing an old German folk song.

Eugene stumbles through the dark attempting to follow the singing, barely audible above the wind.

EUGENE  
Fritz!??

His voice strained, Fritz reaches out as Eugene arrives, guiding his hand to the rope.

FRITZ  
I got you! I got you!

EUGENE  
Fritz!??

FRITZ  
Yes!??

EUGENE  
You can't sing worth a lick!

Both men let out a hearty LAUGH as they cling to the rope in darkness.

INT. HASWELL FARMHOUSE - LIVING AREA - LATER

Laughing, Fritz and Eugene sit at the kitchen table, a lit lantern between them.

Both men clear their throats, neither wanting to be the first to address the reason they ventured out in the middle of the night.

FRITZ

What did you do Eugene? Back home.

EUGENE

As a job?

Fritz nods.

EUGENE (CONT'D)

I sold shoes.

FRITZ

Shoes?

EUGENE

People always need shoes. Good times and bad.

FRITZ

A salesman.

EUGENE

Until a week ago.

Silence.

EUGENE (CONT'D)

Today, was that bull looking for us? Me and my brother?

Reluctant, Fritz nods.

EUGENE (CONT'D)

He tell you why?

Fritz nods as Eugene lets out a long exhale.

EUGENE (CONT'D)

I'm going to tell you something, Fritz. Because it's eating me up that no one knows the full reasons why - not even my brother.

Fritz urges him to continue as Eugene thinks of where to begin...

CUT TO:

EXT. TIVOLI MOVIE THEATER - ST. LOUIS - NIGHT (FLASHBACK)

Shuffling forward, Eugene, his small promo photograph of Thelma in hand, stands in line to buy a ticket for the show -- the marquee advertizing PALOOKA.

INT. TIVOLI MOVIE THEATER - ST. LOUIS - NIGHT (FLASHBACK)

Settled in his seat amidst the crowd, Eugene watches the screen as THELMA TODD is introduced in the opening sequence.

A MAN, early 30's, BURSTS through the doors in the rear of the theater, screaming bloody murder as he runs down the aisle -- his PURSUER hot on his heels, wielding a PISTOL.

Lunging for the exit beside the screen, the Man is SHOT in the back, causing him to stumble over to the screen, his hands awkwardly grasping at his back as BLOOD spills from the bullet hole in his jacket.

The theater turns into a FRENZY of frightened patrons as the pursuer takes aim again, looking to finish the job...

ON THE THEATER SCREEN:

Palooka, a heavyweight fighter at a night club, throws a joke punch at Thelma Todd, who pretends to be hit, throwing her head back, causing the others at the table to LAUGH.

PALOOKA  
(comical)  
Oh, geeze babe - did I hurt ya?

THELMA TODD  
oh no, do it again... I love it!

BLAM! A crimson smear of blood and hair splatters across Thelma's black & white face on the screen as she leans in to kiss Palooka.

Not having moved from his seat, Eugene watches as the dead Man's body slinks to the floor. His eyes drift down to the armrest of his chair -- the aisle number reading 16. The number sears itself into his brain. He's confident that it has a meaning.

A police WHISTLE sounds.

Eugene's eyes...

...Thelma's eyes veiled with blood.

CUT BACK TO:

INT. HASWELL FARMHOUSE - LIVING AREA - CONTINUOUS

Fritz leans back in his chair, having been handed the photo of Thelma Todd during Eugene's story.

FRITZ

This woman...

EUGENE

Thelma.

FRITZ

This Thelma, she's?

EUGENE

Something awful is going to happen.  
What I saw... that sort of thing  
doesn't happen but for a reason.  
She's in danger.

FRITZ

You believe...

Fritz answers his own question.

FRITZ (CONT'D)

I see.

EUGENE

Something's going to happen to her  
on the sixteenth.

FRITZ

Why that day?

EUGENE

(knowing how it sounds)  
I was sitting in the sixteenth row.  
(sensing Fritz's  
skepticism)  
It had meaning. If you were there  
you'd know the same.

FRITZ  
And this bank?

EUGENE  
We weren't going to get to  
California selling shoes.

Fritz itches his ear as he thinks it over.

EUGENE (CONT'D)  
My brother and I don't mean you any  
harm. I've never hurt a person in  
my life, that's the truth, and I've  
no reason to start.

(a beat)  
It's a hard thing being a good man.  
I know you know what I mean when I  
say that. The world, the way it is,  
just about begs us to be anything  
else... but we try. Try to be  
noble. To be righteous. To be good.

These words hit home for Fritz as Eugene continues to speak  
from his heart --

EUGENE (CONT'D)  
when a man lights a match he is  
never more aware of the darkness  
that surrounds him.

(a beat)  
And to be a good man, to stay out  
of the darkness, he can't let that  
light, that goodness, burn out. If  
he does, he's lost, like I was out  
there tonight. That's why I've done  
everything I've done... Because,  
Thelma...

(a beat)  
... She's my light.

Glancing back down at the photo of Thelma with new found  
appreciation, Fritz hands it back to Eugene.

Nothing left to say, Eugene rises sluggishly to his feet,  
walking to the front door -- leaving Fritz to decide his  
fate.

FRITZ  
The police. They don't know you're  
here.

Eugene turns.

FRITZ (CONT'D)

Tomorrow I take you to town. Get  
your car. Be on your way so you can  
still make it in time.

Eugene nods in thanks before exiting out into the night.

INT. HASWELL FARMHOUSE - BEDROOM - LATE NIGHT

Fritz climbs into bed with a metal spring SQUEAL as Agna  
speaks up with the clarity of someone who has not been  
asleep.

AGNA

Love?

FRITZ

Yes?

AGNA

He's crazy, isn't he?

He remains silent. So much of what Eugene said hitting home  
for him. If Eugene is crazy, Fritz can't help but wonder what  
that makes him.

INT. HASWELL BARN - LATE NIGHT

Eugene slips back into the barn, shaking the dust from his  
arms and shoulders as he tosses a glance over at Henry, who  
has remained asleep.

Growing tired, Eugene slides down the wall to the ground  
where he hugs his knees to his chest to stay warm.

He stares at Henry. His brother. His responsibility...

EUGENE (O.S.)

Run it by me again...

CUT TO:

INT. TENEMENT APARTMENT - ST. LOUIS - NIGHT (FLASHBACK)

Eugene and Henry's shared cramped apartment. It's close  
corners by anyone's standards. Out the window, a nearby  
industrial smokestack belches short bursts of FIRE into the  
charcoal navy sky.

Eugene and Graham stand at the table, studying a drawn layout of a bank while Henry fiddles with a PISTOL on the bed.

GRAHAM

(gesturing to the map)

This is the entrance here. Two tellers. Here and here.

EUGENE

Any other way in?

GRAHAM

(gesturing to the map)

Here. Door leads to the alley. But it's locked.

EUGENE

Locked sometimes or locked always?

Graham smirks, amused by Eugene's attention to detail.

EUGENE (CONT'D)

Well, which is it?

GRAHAM

Locked always.

Eugene looks to Henry, realizing he hasn't been listening --

EUGENE

Henry. Get over here. You've got to know what we're saying.

Reluctant, Henry plops the pistol onto the bed and moves to the table, looking down at the map, disinterested.

EUGENE (CONT'D)

(to Graham)

Show him like you showed me.

GRAHAM

It's simpler than you're making it. Complicate things and things are bound to get confusing.

EUGENE

Show him.

Sighing, Graham points a stubby finger down at the map --

GRAHAM

(pointing at the map)

This is where we enter. Leave the  
car running around the corner here.  
Henry, you'll be standing right  
here. Think you can handle that?

As if he hasn't heard, Henry continues to study the map.

EUGENE

Henry?

HENRY

(irritated)

I can handle it.

GRAHAM

Easy, right?

HENRY

Easy.

GRAHAM

(pointing back to the map)

Now, I'll set up shop here and Gene  
you'll be here, keeping an eye on  
the customers. Of which there  
shouldn't be many on account of the  
time of day.

EUGENE

Then what?

GRAHAM

Then we get what we're there for  
and be on our way.

Eugene mulls it over -- sounds simple enough.

HENRY

That's it?

GRAHAM

That's it.

Graham moves to the bed and scoops up the pistol.

GRAHAM (CONT'D)

Gotta say I'm happy to have you  
boys along. But I've got to ask -  
what changed your mind?

Henry looks to Eugene, not wanting to speak out of turn.

EUGENE  
(stern)  
We'll see you tomorrow.

Knowing Eugene plays it close to the vest, Graham doesn't push the matter.

GRAHAM  
Like I said - glad to have you boys along.

Pocketing the pistol, Graham makes for the door --

GRAHAM (CONT'D)  
(optimistic)  
Enjoy your last night in this  
shoebox. You've got better times  
coming your way. We all do.

With that, Graham exits, Eugene shutting the door behind him.

Turning, Eugene finds his brother has moved to the window --  
staring out at the smokestack spitting fire across the way.

HENRY  
(eyes on the smokestack)  
How come you didn't tell him? About  
Thelma.

EUGENE  
That's not something he needs to  
know.

Eugene joins Henry at the window.

EUGENE (CONT'D)  
You all set? Any questions?

HENRY  
I'm not a dummy.

EUGENE  
No one said you were.

HENRY  
Yeah, well sometimes you treat me  
like I am.

EUGENE  
Hey... Look at me.

Henry turns to his brother. Sheepish.

EUGENE (CONT'D)  
You're my brother. And I'm  
responsible. Whatever happens.

Eugene rustles his hand through Henry's hair.

EUGENE (CONT'D)  
Get some sleep...

BACK TO:

INT. HASWELL BARN - LATE NIGHT

Seated with his knees against his chest, Eugene continues to watch his brother sleep. Eugene's eyes begin to grow heavy as he drifts off himself.

EUGENE (O.S.)  
We got a big day ahead of us.

EXT. HASWELL FARM - LATE NIGHT

In the night sky, the pumpkin colored moon is swallowed by a heavy curtain of dust.

FADE OUT.

FADE IN:

EXT. EDITH'S TURKEY FARM - MORNING

Edith and Deacon walk to the top of a small hill near the farm.

EDITH  
See there?

Edith points to a TWO LANE HIGHWAY in the distance where a CAR can be seen inching along.

EDITH (CONT'D)  
If you told me in Chicago that it'd  
make my day to see a car go by,  
well... That's why I try and come  
out when I can. See, there's  
another one.

They watch a TRUCK move along on wobbly wheels.

EDITH (CONT'D)  
I like to think about who they are.  
Where they're going. Who'll be  
there when they...

Disinterested, Deacon adjusts his splint.

EDITH (CONT'D)  
I know what happened the other  
night between you and Stanley and  
I'm not going to say it's right  
what he did - because it's not.  
(a beat)  
I'm not your mother but a boy your  
age, alone, with a gun? Makes me  
think you don't have anybody and  
worse yet, don't care. Maybe you  
don't see it that way, and maybe  
it's not my place. But people  
matter. Good or bad. They matter.  
Sometimes that's a hard thing to  
remember... but being out here.  
Alone. You start to wonder what it  
all adds up to...

Deacon looks off at the highway, finding it desolate -- not a car in sight.

Turning, he finds that Edith has begun to walk back to the farm.

Startled to have been left alone, he sets out to join her.

EXT. EDITH'S TURKEY FARM - MORNING

Approaching the house, Edith and Deacon find Stanley standing in front of his parked truck. Tense.

STANLEY  
How you feeling, Kid?

EDITH  
Better, no thanks to you.

STANLEY  
That true, Kid? You feeling better?

Deacon remains unresponsive as Stanley approaches.

STANLEY  
(to Deacon)  
You ready to go back?

EDITH

I'll pack what's left of the cake  
for the road.

(to Stanley)

Would Ruth want any?

STANLEY

She would.

Edith heads into the house leaving Deacon and Stanley awkwardly standing beside each other, both of them eyeing the truck, knowing full well that they'll have to be even closer to one another during the drive.

Returning from the house, Edith hands a small box to Deacon.

EDITH

I couldn't find the knife to cut  
slices.

STANLEY

Next time.

Stanley gestures for him and Deacon to get in the truck, which they do, Stanley starting up the engine.

Edith walks over to Deacon's open passenger window --

EDITH

You take care, now.

Deacon lifts the box with his injured hand, nodding in appreciation for either nursing him back to health or the cake, or both.

Stanley and Deacon drive off, Deacon looking back at Edith, a lonely figure standing in front of her house waving goodbye.

INT. EDITH'S FARMHOUSE - CONTINUOUS

Edith enters the kitchen, holding up the wooden brick, wondering where the knife could be --

INT. STANLEY'S TRUCK - MORNING

Deacon's right hand grips the handle of the knife, the blade remaining hidden in his jacket pocket.

Riding in silence, Stanley and Deacon stare forward at the unfolding road, the air thick with the threat of violence.

EXT. ALLEYWAY - MORNING

Stanley's truck pulls up to the shadowed mouth of the alleyway, revealing Deacon's car parked where it was last seen.

INT. STANLEY'S TRUCK - CONTINUOUS

Stanley cuts the engine. Silence.

Deacon slowly begins to slide the knife from his pocket, keeping the action hidden.

STANLEY

The bank's taking the farm... and I haven't told my wife.

Deacon looks to Stanley, keeping the knife half drawn at his side.

STANLEY (CONT'D)

They're coming for the truck tomorrow.

Stanley leans forward, fishing at his feet for something.

Deacon eyes Stanley's neck, his vision narrowing on where he will plunge the knife --

Sitting up, Stanley reveals Deacon's PISTOL, causing Deacon to loosen his grip on the knife, suddenly out matched in the weapons department.

STANLEY (CONT'D)

(considering the pistol)

This Godforsaken life... there's only so much of it you can take.

Stanley holds the pistol out for Deacon --

For the first time since their paths crossed, they look each other square in the eyes, Stanley silently asking Deacon to do something his pride would never let him put into words.

Taking hold of the pistol, pregnant with bullets, Deacon continues to look at Stanley with detached eyes.

The wind can be heard WHISTLING outside the car as Deacon presses the pistol against Stanley's forehead --

His finger curls around the trigger. The intimacy of impending death --

The whistling wind... a peaceful silence...

BLAM!

EXT. ROAD - MORNING

Alone, Deacon's car races along the desolate stretch of road, it's engine ROARING, announcing itself to nothing and no one.

CUT TO:

EXT. HASWELL FARM - DAY

Heat waves shimmer as the sun sits scorching in the sky.

Glistening with sweat and dust, Fritz grips the long handle of his hoe, raising it in the air before bringing it down violently against the earth -- leaving no mark in the hardened soil.

He raises the hoe again above his head, bringing it down with greater force than before, only to find he still has not dented the soil at his feet. He wipes the sweat from the deep cracks of his neck.

LATER...

Having run his horse drawn plow over a stretch of land, Fritz moves along on foot, doing his best to plant seeds.

Dark STORM CLOUDS roll in, swallowing the sun with a double note of THUNDER.

Fearful, Fritz looks up from his work to see the clouds threatening to rain --

FRITZ  
No, no, no, no....

Sobbing from rage, he holds his hands in the air, frantically waving the clouds off as bolts of LIGHTNING strike all around him.

FRITZ (CONT'D)  
PLEASE, NO!

The purple storm clouds burst, unleashing endless sheets of rain, washing Fritz away as if he were a pillar of dust --

CUT TO:

INT. HASWELL FARMHOUSE - BEDROOM - MORNING

Fritz awakens from his dream, dragging his legs over the side of the bed.

He lets out a tired sigh -- when will this end? Will this life always be so hard?

A CAR is heard pulling up outside the house.

EXT. HASWELL FARMHOUSE - CONTINUOUS

GEORGE, late 30's, and PERRY late 40's, GOVERNMENT men dressed in suits, get out of their car, sizing up the place as Fritz appears in the doorway.

GEORGE  
Fritz Haswell?

Fritz nods as George and Perry approach.

GEORGE (CONT'D)  
I'm George Henderson. This is my partner Perry Smith.

Silence.

GEORGE (CONT'D)  
We're federal acquisition agents.

Feeling Agna's presence behind him, Fritz gestures for her to go away.

INT. HASWELL BARN - CONTINUOUS

Watching from the cracked door, Eugene eyes Fritz talking to George and Perry -- are they police? What are they talking about? What is Fritz telling them?

EXT. HASWELL FARMHOUSE - CONTINUOUS

Fritz makes his position known --

FRITZ

This land is not mortgaged. I told the bank. I am not selling.

PERRY

Everything's for sale.

Fritz steps out onto the porch, George and Perry holding their ground.

GEORGE

You're not thinking of the big picture here, Mister Haswell.

FRITZ

I'm thinking of my family. That is big enough picture for me.

Perry and George move as if to walk past Fritz, but he gets in their way.

PERRY

We came to survey the land and that's what we intend to do.

FRITZ

(attempting to stop them)  
You have no right.

INT. HASWELL BARN - CONTINUOUS

Eugene sees that Fritz is outmanned and being bullied -- but what about? He wants to help but there's the strong chance they have come for him and Henry.

He needs to make a decision --

EXT. HASWELL FARMHOUSE - CONTINUOUS

Fritz continues his attempts to fend off Perry and George, who are insistent on completing their task.

FRITZ

Go. This is no good. You have no right.

PERRY

The government will make it a wildlife refuge. Take the money. You need it.

FRITZ

There is something I need more than  
money.

GEORGE

What's that?

FRITZ

Something you do not have.

George and Perry exchange a look -- Perry headed back to the car, opening the trunk to get something.

At this, Fritz finds Eugene approaching from the barn, breath held and gripping a pitchfork.

He stands beside Fritz, everyone eyeballing each other --

EUGENE

You already been asked to leave.

Eugene stares at Perry, who is hesitant to remove what he was retrieving from the trunk.

EUGENE

(his grip tightening on  
the pitchfork)

Now, I'm tellin' ya.

Perry and George exchange looks -- it's not worth pressing the matter. At least not today. Perry shuts the trunk, leaving whatever tool of intimidation he had inside.

GEORGE

Give it some thought Mister Haswell  
and we'll come back next week.

PERRY

With something to sign.

Fritz takes a violent step forward, causing George and Perry to step to it -- getting in their car and driving off.

The standoff over, Eugene lowers the pitchfork as Fritz watches with angry heaving breaths the government car disappear down the road.

Agna appears again in the doorway, worried for her husband.

EUGENE

... Fritz?

Eugene reaches out to put his hand on Fritz's shoulder but Fritz slaps it away, hurrying over to his truck and getting in --

EUGENE (CONT'D)  
Fritz? Where you going? You've got  
to take us to town! Fritz?

Without responding, Fritz drives off, mad as hell --

Eugene looks to Agna, who stares back at him with worried eyes before venturing back into the house, closing the door behind her.

Eugene kicks at the dirt -- he can't afford to lose anymore time on this farm. He needs to get back on the road. He needs to get to Los Angeles today -- or else.

EXT. ROAD - CONTINUOUS

Fritz's truck speeds along, kicking up angry clouds of dust.

EXT. BANK MANANGER'S HOUSE - MORNING

Fritz pulls up outside the modest sized home and stomps up the front steps, entering the front door --

INT. BANK MANANGER'S HOUSE - KITCHEN - CONTINUOUS

The Bank Manager sits at the table eating breakfast with his WIFE, late 20's, and his twin DAUGHTERS, both 7 years old.

Storming into the kitchen, Fritz grabs the Bank Manager by his collar, dragging him down off his chair --

BANK MANAGER  
Mister Haswell! Please!

Fritz brings back his shaking fist, loaded with all his frustration and anger -- ready to bury it in the Bank Manager's face.

After a moment, Fritz looks over at the family sitting in shock and then down at the Bank Manager... he is suddenly ashamed of himself.

Letting go of his collar, Fritz turns and exits, leaving the Bank Manager crumpled on the floor.

INT. HASWELL FARMHOUSE - LIVING AREA - MORNING

Henry knocks and enters to find Agna sweeping the dust from the floor -- attempting to keep her mind off Fritz. Hoping he isn't doing anything he'll regret.

HENRY  
Morning.

Agna glances up as Henry closes the door behind him.

AGNA  
Sleep well?

Henry nods as he watches Agna gather sand and dust into a pile.

HENRY  
Never ends does it?

Agna stops sweeping, looking to Henry.

AGNA  
(sad smile)  
No, it does not.

HENRY  
I thought maybe I'd try the radio again.

AGNA  
It is not working.

HENRY  
Oh. Oh, well...

Agna manages a polite smile as Henry turns for the door.

AGNA  
Henry?

HENRY  
Hmmm?

AGNA  
I know why you go to California.

HENRY  
You do, huh?

AGNA

I heard your brother. The other night.

HENRY

So he told?

Agna nods.

HENRY (CONT'D)

What you need to understand is Gene has purpose. More than most people. More than I ever will.

AGNA

That's not true. You're like my brother - a good boy. You shouldn't be going. You should be at home.

HENRY

That's awful nice of you.

AGNA

Stay.

HENRY

Here?

AGNA

You don't need to go.

Henry gives it some thought before shaking his head with a smile.

HENRY

Nah, I like radio too much.

AGNA

So much like Dedric.

HENRY

Dedric? That your brother?

Agna nods, remembering.

HENRY (CONT'D)

It would have been good to die in a war - for something.

(laughs)

even if it meant being on the wrong side of things.

AGNA  
(irked)  
Dedric died a good boy.

HENRY  
I was just running my mouth. I  
didn't mean anything by it.

Agna walks over to the table and removes Dedric's photograph from the bible -- handing it to Henry.

HENRY (CONT'D)  
I see what you mean. He's a good  
looker all right.

AGNA  
(maternal)  
We can find you work here.  
Something. You don't need go. Your  
brother. Let him go.

Henry looks back at the photograph -- considering.

HENRY  
Like I said, it's a real nice  
offer...

Something shifting within him, Henry suddenly RIPS UP the photograph into small pieces.

HENRY (CONT'D)  
But I'm not your brother.

Without thinking, Agna viciously slaps Henry across the face, bringing tears to his eyes.

At this, Agna drops to her knees, frantically picking up the torn photograph pieces.

Henry attempts to help but she angrily waves him away.

HENRY (CONT'D)  
I wish I was good like you said.  
(a beat)  
I really do.

Henry heads for the door and exits -- the wind from outside scattering the uncollected pieces of photograph.

Agna sits alone in the sand and dust, shaking from anger.

## EXT. ROAD / ALVIN'S FARMHOUSE - MORNING

Fritz drives along, adrenaline still pumping as he pulls off the road -- coming to a halt at Alvin's farmhouse without realizing that's where he was headed.

Fritz looks to the half buried house -- his breathing slowing. His composure returning. Peering out through the windshield he observes how the elements have won, beating the house into submission.

## INT. ALVIN'S FARMHOUSE - CONTINUOUS

Sand rains down in shafts from the ceiling. The whole place CREAKS under the weight of dust and sand. It seems as if nature itself is digesting the house, breaking it down into splinters -- and then one day soon, it will be gone. There will be nothing. It will be as if the family that toiled and worked themselves to the bone to scratch out a living never existed. Their hardship will have been for nothing.

Fritz enters, taking a seat at the wooden table, which is covered with several inches of sand. In the near dark, he removes his LAST MAN CLUB CARD and thumbs its corners.

The roof above lets out a painful GROAN as the shafts of sand multiply, pouring faster --

The wind SCREECHES through the walls as Fritz sits in silence, brooding, while Alvin's membership card and scrawled "*I'm Sorry*" can be seen on the wall behind him. Suddenly, Fritz slams his fist against the table in anger --

Sand and dust. Sand and dust. There is nothing else.

## INT. HASWELL BARN - MORNING

Eugene sits with his back against the wall as he undoes the buckles of his suitcase -- timidly reaching in to remove a stack of MONEY.

## EXT. HASWELL FARM - SAME

Henry paces in the open field, muttering to himself as a headache rakes across his brain --

Upset, he drops to his knees, attempting to dig a small hole with his fingernails, but the ground resists him.

Frustrated, he removes the stone ARROWHEAD from his pocket and begins to violently scratch at the dirt as if opening a wound.

INT. HASWELL BARN - SAME

Placing the stack of money at his side, Eugene reaches back into the suitcase, removing another stack.

Eugene eyes the money, which has been soaked red with BLOOD.

He absently attempts to rub the blood away with his thumb as his thoughts drift back to the bank...

CUT TO:

INT. BANK - ST. LOUIS - MORNING (FLASHBACK)

A gloved hand cocks a PISTOL, causing ADAM, the teller and Mr. Parker's son, to look up from placing stacks of money in a burlap sack.

The gloved hand belongs to Henry, who wears a handkerchief across his mouth to mask his identity.

Graham, also wearing a handkerchief, stands several feet away with his pistol trained on a FEMALE TELLER, early 20's.

Eugene holds his pistol at his side as he keeps watch over the customers spread out on the floor. Having heard the pistol cock, he takes a step backwards, whispering to Henry --

EUGENE  
(whispering)  
Keep your head.

Henry nods as Eugene returns to his post.

A bead of sweat forms on Adam's forehead as he stares at Henry in fear.

The Female Teller continues to fill a sack with money.

GRAHAM  
(to Adam)  
Come on! Get on with it!

Adam doesn't seem to have heard as he and Henry continue to stare at one another. Tension rising.

The Female Teller glances at Henry and begins to SCREAM hysterically -- pointing to Henry, she somehow senses a terrible future act of violence that no one else is aware of yet.

While the Female Teller continues to SCREAM, Henry's gaze narrows from Adam's eyes to the bead of sweat on his forehead. He watches it as it snakes down along Adam's cheek, gathering itself on his chin, where it dangles, fattening up before its weight causes it to...

BLAM!

Henry fires a bullet directly into Adam's mouth, blood spraying over a plaque on the wall, which reads: FAMILY RUN SINCE 1886.

The Female Teller begins to SCREAM even louder as Henry turns and FIRES a bullet that rips through her throat.

GRAHAM  
(furious)  
WHAT ARE YOU DOING!??

Graham rushes forward only to have Henry SHOOT HIM in the gut, causing him to crumple onto the floor.

An alarm SOUNDS.

EUGENE  
HENRY!

Henry turns, his pistol aimed at Eugene, his eyes wild --

He lowers the handkerchief from his face, revealing a puzzled grin. Shaking from excitement, he points his pistol at the ceiling, firing a bullet that causes plaster to drizzle down upon him.

Both the tellers lay dead behind the counter as Henry and Eugene storm out the front doors holding up Graham between them while clinging to the sacks of money.

Blinding sunlight swallowing them whole...

BACK TO:

INT. HASWELL BARN - MORNING

Eugene shields his eyes as Fritz slides open the barn door, letting in violent rays of sunlight.

Fritz spots the blood soaked stack of money and then looks to Eugene --

FRITZ  
It's time.

Eugene nods in agreement as he drops the red stack back in the suitcase. Out of sight, out of mind.

EXT. HASWELL FARM - SAME

Tears in his eyes, Henry drops the arrowhead in the small hole he has dug, covering it with loose soil. Out of sight, out of mind.

EXT. ROAD - MORNING

Fritz, Eugene and Henry sit squeezed in the cab of Fritz's truck. As they drive, an ominous car appears on the horizon -- it's a POLICE CAR.

They remain silent as the police car fast approaches, getting closer and closer still, until it passes, the OFFICER waving "hello" from his window.

EXT. TOWN - MORNING

A thick soup of dust hangs in the air as Fritz's truck drives up the main drag, coming to a stop outside a GARAGE.

Nearby a makeshift stage and podium has been erected where the Bank Manager auctions off repossessed land and farming equipment. A POLICE OFFICER stands at his side, making sure the crowd doesn't get out of hand.

Holding handkerchiefs to their faces to block the dust, a cluster of disheartened FARMERS, including Maxwell, listen to the Bank Manager spout off figures.

Climbing down from his truck, Fritz gestures that he'll catch up with Eugene and Henry as they head for the open entrance of the garage with their suitcases.

Fritz meanders over to the cluster of farmers, holding a handkerchief to his nose and mouth as he absently listens to the Bank Manager, hoping he doesn't look his way.

Glancing down he sees the FARMER next to him has a NEWSPAPER tucked under his arm, the printed word "THELMA" catching his eye. Fritz gestures that he'd like to see it as the Farmer hands it over.

Fritz unfolds the paper to read the full article title at the bottom of the page...

*"THELMA TODD FOUND DEAD - INVESTIGATING POSSIBLE MURDER"*

Fritz's eyes dart over the article -- Eugene was right.

Fritz turns to see Eugene and Henry driving their car out of the garage and discreetly moves away from the group, walking over to them, gripping the newspaper.

FRITZ

All set?

EUGENE

She's not going to win any beauty pageants but she'll do.

FRITZ

That is that, then.

Fritz spots Maxwell who looks to him and then over to the Police Officer on the stage and then back to Fritz -- waiting for a signal. Anything.

Fritz must make a decision, the fate of the brothers resting in his....

EUGENE

(suspicious)

Fritz?

Fritz looks away from Maxwell, back to Eugene.

EUGENE (CONT'D)

Everything all right?

After a moment, Fritz folds the newspaper, bringing it down to his side. He can't bring himself to put out the light in Eugene's life --

FRITZ

I hope you get where you are going.

Satisfied Fritz is being straight with him, Eugene nods --

EUGENE

Thanks... for everything.

Fritz nods and then begins to walk off, Maxwell still waiting for a signal to warn the Police Officer who appears somewhat bored on the stage.

EUGENE  
(calling after him)  
Fritz.

Fritz tentatively turns back to the car --

EUGENE (CONT'D)  
Keep working on that singing voice.

With that, the brothers speed off, Fritz glancing back down at the newspaper before looking over to Maxwell, who turns away, rejoining the group of farmers, unsure as to why Fritz let the brothers escape.

The Bank Manager loudly brings down a gavel on his makeshift podium -- BANG.

INT. WOLPIN SKY'S CAR - CONTINUOUS

Sweat gathers on Henry's forehead, his face drained of color.

HENRY  
We should of given him some dough.

EUGENE  
He wouldn't of taken it.

Speeding faster and faster, Eugene attempts to make up for lost time.

HENRY  
Can we still make it in time?

Eugene makes a mental calculation --

EUGENE  
... we have to.

They race forward, headed west with no time to spare.

EXT. HASWELL FARMHOUSE - DAY

Fritz pulls up in front of the house and lumbers out, making his way for the front door.

INT. HASWELL FARMHOUSE - LIVING AREA - CONTINUOUS

Entering, Fritz finds Agna sitting at the kitchen table breathing heavily -- she has GONE INTO LABOR.

EXT. HASWELL FARMHOUSE - CONTINUOUS

Fritz attempts to help Agna walk to the truck as she bats him away with her hand.

After she climbs in, he shuts her door and races around the other side, getting in behind the wheel, driving off --

INT. FRITZ'S TRUCK - CONTINUOUS

Driving, Fritz squeezes Agna's hand in his.

FRITZ

You will be good. We will be at hospital soon.

EXT. ROAD - CONTINUOUS

Racing along the desolate road, Fritz's front right wheel blows out with a loud POP.

The truck swerves. Fritz attempting to control it as it jerks back and forth -- finally landing in a ditch, the driver's side still on the road while the passenger side rests a few feet below.

First checking to see Agna is fine, Fritz leaps from the truck, inspecting the situation -- they're stuck.

He looks up and down the road. There are no cars in sight.

What can he do?

INT. FRITZ'S TRUCK - CONTINUOUS

Climbing back in the truck, Fritz turns to Agna who while breathing heavily, remains calm.

A decision needs to be made, not later, but right now --

He takes Agna's face in his hands, looking her in the eyes.

FRITZ  
(intense, lovingly)  
Ich werde dir nicht versagen.

Agna nods with what smile she can muster before Fritz climbs back out of the truck, closing the door so as not to let the dust in.

EXT. ROAD - CONTINUOUS

Holding a handkerchief to his mouth and nose, Fritz sets off running down the road, the soles of his boots landing with quick heavy THUDS.

INT. FRITZ'S TRUCK - CONTINUOUS

Attempting to control her breathing, Agna reaches into her pocket, removing the torn pieces of her brother's photograph and holds them tightly as a source of strength.

EXT. ROAD - CONTINUOUS

Fritz shuffles forward, the sun and wind beating down on him as he spits out the dirt gathering in his mouth.

From behind him, the SOUND OF A CAR --

INT. FRITZ'S TRUCK - CONTINUOUS

Agna watches a car speed by on the road without slowing.

EXT. ROAD - CONTINUOUS

Excited at having spotted the car, Fritz waves his arms in the air.

The car shows no signs of slowing, causing Fritz to wave his arms frantically.

FRITZ  
Please! Please! Stop! STOP!

The car fast approaches and then races by -- it was Deacon.

Fritz kicks at the ground, cursing Deacon before falling into a coughing fit.

With that, he places the handkerchief back over his face and pushes on down the road.

CUT TO:

INT. WOLPIN SKY'S CAR - DAY

His forehead leaning against the window, Henry stares out at the dust rolling over the land in yellow waves.

Suddenly, he spots GRAHAM standing idly on the side of the road, his shirt open, revealing his BLOODY GUTS.

As they pass, Graham and Henry lock eyes before Graham vanishes in the trail of dust. A figment of his imagination.

HENRY  
(flat)  
Gene?

EUGENE  
Yeah?

HENRY  
Where are we?

EUGENE  
On the road.

HENRY  
But where?

EUGENE  
Where do you think we are?

HENRY  
I'd rather not say.

Eugene gives Henry a look as if to say "you feeling all right?"

HENRY (CONT'D)  
You ever wonder where we go? When  
we die?

EUGENE  
No. It's hard enough just trying  
not to go there.

His eyes growing heavy, Henry's head slinks down.

EUGENE (CONT'D)

Henry?

Henry makes a feeble attempt to nod before the weight of his head shifts, SMACKING against the window -- several splintered cracks appearing along the glass as he passes out.

EUGENE (CONT'D)

Jesus. Henry?

Eugene slows down, bringing the car to a skidded halt before taking Henry's head in his hands -- a thin trickle of blood running down Henry's forehead from where he smacked it against the window.

EUGENE (CONT'D)

(panicked)

Come on, boy. Henry? Come on, now.

HENRY

(tired)

Gene?

EUGENE

Yeah?

HENRY

(child like)

I don't feel so good.

Eugene cradles his brother's head as he looks out at the unfolding road -- what can he do? Henry needs a doctor right now but they can't afford to lose anymore time.

Eugene is faced with the fact that he could lose both Thelma and Henry if he doesn't take action -- fast.

EXT. ROAD - DAY

Fritz COUGHS beneath his handkerchief as he stumbles along, exhausted.

On the verge of collapsing, he musters a burst of strength, continuing on. However, after several more steps, he falls to the ground defeated, taunted by the dust HOWLING around him, stabbing at his skin.

... He has failed.

But then -- something in the distance...

Shielding his dust clogged eyes, Fritz makes out a CAR.

He struggles to get to his feet and staggers out to the middle of the road, lifting his tired arms.

FRITZ  
(barely audible)  
Please... Please...

The car approaches, not slowing down --

FRITZ  
(desperate)  
... please.

This is it. If this car doesn't stop, there is nothing more Fritz can do. Him and Agna will be doomed. After a lifetime of never getting a break -- he needs one now. He needs...

The car arrives, coming to a halt, the Bank Manager leaping out from the driver's side.

BANK MANAGER  
Mister Haswell?

The Bank Manager hurries over as Fritz's legs give out.

INT. FRITZ'S TRUCK - DAY

The windshield and windows have been covered in a film of dust.

Agna, face streaked with sweat, struggles to keep her eyes open.

Her ears perk up as an unseen car is heard beneath the wind coming to a stop nearby. The whisper of HURRIED FOOTSTEPS.

The driver's side door opens, revealing Fritz, looking in with concern at Agna, who smiles in relief, still clutching the torn photograph. Fritz looks like a mess but he did not fail her.

INT. HOSPITAL - DAY

Having been anxiously pacing in the waiting area, Eugene walks up to the NURSE, 30's, standing behind the reception counter.

EUGENE  
When can I see my brother?

NURSE

Your name?

EUGENE

I gave it an hour ago.

The Nurse stares forward with a blank expression.

EUGENE (CONT'D)

Wolpinsky. My brother is Henry.

Running her finger along the PATIENT LIST, the Nurse locates Henry.

NURSE

Wolpinsky, Henry.

EUGENE

Yes.

NURSE

He's in room sixteen.

(reading the status)

The doctor is finishing tests now  
but you can wait for him there.

The significance of the room number isn't lost on Eugene.

EUGENE

Sixteen?

NURSE

Down the hall. To the left.

Eugene nods in thanks as he walks off, REVEALING Deacon stepping up to the counter.

NURSE (CONT'D)

Yes?

Deacon holds up his hand, making her aware of his makeshift splint.

NURSE (CONT'D)

One moment.

The Nurse disappears into the back room as Deacon eyeballs his surroundings, his attention landing at the patient list on the counter --

Tilting his head, he singles out HENRY WOLPINSKY as if the name were written in a different color than the others.

... He's found his man, or at least one of them.

The Nurse, holding a clipboard, returns with a younger NURSE from the back room.

NURSE (CONT'D)  
Fill these out and...

Deacon is GONE.

Fritz bursts through the front doors, helping Agna along as The Bank Manager shyly walks in behind them.

FRITZ  
Nurse, please. My wife is having a child.

INT. HOSPITAL - ROOM NO.16 - CONTINUOUS

Eugene enters the vacant room, running his fingers through his hair as he nervously peers out the window, waiting for Henry to return. He never intended for any of this to happen.

After a moment he spots a RADIO beside the bed and switches it on, locating a channel with decent reception before returning to the window.

An ad on the radio comes to an end, giving way to a news broadcast --

RADIO ANNOUNCER (O.S.)  
(on the radio)  
No further information has been given as to the circumstances surrounding the untimely death of film star Thelma Todd who appeared in such movies as *Monkey Business*, *Horse Feathers*, and *Duck Soup*...

Eugene stands motionless at the window, listening. Stunned.

RADIO ANNOUNCER (CONT'D)  
(on the radio)  
Her body was found in her car yesterday, inside the garage of -

INT. HOSPITAL - HALLWAY - CONTINUOUS

Deacon stalks along the hallway, counting off room numbers in his head, nearing room 16...

INT. HOSPITAL - ROOM NO.16 - CONTINUOUS

RADIO ANNOUNCER (CONT'D)  
(on the radio)  
The district attorney has not  
issued a statement as to whether  
there was any foul play.

The Announcer moves on to the next news item, having treated  
Thelma's death as if it were a minor story.

Eugene walks to the radio, unplugging it from the wall, and  
then after a moment yanks the other end of the cord from the  
radio itself as if it had betrayed him.

FLASH CUT TO:

THELMA'S EYES FADING TO WHITE ON THE MOVIE SCREEN...

BACK TO:

INT. HOSPITAL - ROOM NO.16 - CONTINUOUS

Wrapping the radio cord around his shaking fist, Eugene  
struggles to keep his composure.

Deacon appears in the doorway, cocking his PISTOL.

His ears perking up at the sound, Eugene turns, recognizing  
Deacon...

CUT TO:

INT. TIVOLI MOVIE THEATER - ST. LOUIS - NIGHT (FLASHBACK)

Amidst the panic of the frenzied crowd, Eugene's gaze turns  
from the Man who has been shot to his pursuer -- who now is  
revealed to have been DEACON.

Deacon coldly looks to Eugene before exiting through the door  
at the front of the theater, disappearing into the alley.

Both of them unaware that their paths will cross once more --

BACK TO:

INT. HOSPITAL - HALLWAY - CONTINUOUS

Henry, feeling somewhat better, walks sluggishly alongside the DOCTOR, mid 40's, as they head for his room.

DOCTOR

I want you to stay overnight.  
There's a few more tests for the morning, and you need the rest. I can tell your brother...

BLAM!

A GUNSHOT rings out over the hospital.

INT. HOSPITAL - HALLWAY ON 2ND FLOOR - CONTINUOUS

Fritz turns his head he hears the gunshot -- what was that?

INT. HOSPITAL - HALLWAY - CONTINUOUS

Henry and the Doctor stand in silence, as does the Nurse at the reception area who cranes her neck to look down the hallway.

Curious PATIENTS can be seen in doorways, all of them wanting to know what has happened.

DOCTOR

(calling over his shoulder)

Nurse...

HENRY

Where's my brother? Where's Gene?

Henry gets his answer as a stream of BLOOD begins to inch out into the hall from ROOM 16.

The CLACK of footsteps ring out from within ROOM 16, Henry waiting with bated breath until Deacon, clutching his pistol, appears in the hallway. Silence.

Deacon locks eyes with Henry as blood continues to pool at Deacon's feet, creating a makeshift boundary line of sorts.

The calm before the storm. The tension of their standoff fills the air. What will happen once Deacon steps over the line of blood?

Not wanting to wait and find out, Henry bolts for the front door, Deacon giving chase --

EXT. HOSPITAL - CONTINUOUS

Henry leaps down the front steps, bumping into the Bank Manager.

BANK MANAGER  
(angry)  
Hey...

Spotting his car, Henry hurries over and gets in, finding the keys still in the ignition.

Deacon, a force of nature, bursts out the front doors of the hospital and FIRES a bullet at Henry's car, SHATTERING the back window.

Wasting no time, Henry starts the engine and speeds off --

The Bank Manager leaps out of the way as Deacon rushes over to his own car, his wheels spitting up clouds of dust as he takes off after Henry --

EXT. ROAD - OPEN COUNTRY - CONTINUOUS

Despite having just been at a hospital, the scenery has dropped off into its rural surroundings as Henry drives for his life, Deacon hot on his trail.

INT. DEACON'S CAR - CONTINUOUS

Deacon attempts to handle his pistol with his bad hand, thinking he can shoot out the window, but he fumbles it, unable to maintain his grip.

INT. WOLPIN SKY'S CAR - CONTINUOUS

Henry jerks the wheel to the left, veering off the road, driving into the vast nothing of the plains.

The jolt of driving off the road causes the two suitcases in the backseat to spill over and open --

INT. DEACON'S CAR - CONTINUOUS

Narrowing his eyes, Deacon watches a trail of MONEY begin to fly out from Henry's shattered window.

Pressing down harder on the gas, Deacon continues to gain ground as a cloud of money flutters in Henry's wake.

INT. WOLPINISKY'S CAR - CONTINUOUS

While steering, Henry makes frantic blind grabs into the backseat as he attempts to gather money before it all flies out the window --

Unaware of it himself, his nose begins to bleed...

EXT. OPEN COUNTRY - CONTINUOUS

Both cars kick up trails of dust as they plow along, Deacon gaining, pulling up alongside Henry, neck and neck.

INT. DEACON'S CAR - CONTINUOUS

Taking hold of his pistol with his good hand, Deacon BLASTS through his own passenger window, SHATTERING it.

EXT. OPEN COUNTRY - CONTINUOUS

Henry jerks the steering wheel to the right, trying to pull away as Deacon struggles to steer with his injured hand --

INT. WOLPINISKY'S CAR - CONTINUOUS

BLOOD trickles from Henry's nose as his eyes grow heavy with sleep. He's in bad shape and getting worse...

INT. DEACON'S CAR - CONTINUOUS

Deacon takes aim and FIRES a bullet at Henry, but misses, hitting the car with a hollow THUD of metal.

INT. WOLPINISKY'S CAR - CONTINUOUS

Henry can barely keep his eyes open as he becomes increasingly dizzy --

## HENRY'S POV:

Through the windshield, the unfolding plains lose focus, a blur of golden browns that sink away into black...

Beneath the complete darkness the sound of the cars can still be heard. The muddled BANG of Deacon FIRING another shot. The sharp FLAPPING of money being sucked out the window. A jarring BUB BUMP --

Shaken awake by the car hitting a bump, Henry gets his bearings, finding himself still in the midst of being chased by Deacon.

## EXT. OPEN COUNTRY - CONTINUOUS

Henry changes course, now headed back in the direction of the road -- Deacon right there alongside him.

## INT. WOLPIN SKY'S CAR - CONTINUOUS

Henry and Deacon look to one another, both driving at top speed --

The sound from the cars kicking up dirt fades away, replaced by nothing as Henry and Deacon stare at one another, driving blind.

The sound of their cars abruptly comes back in... CRUNCH!

Henry watches through his passenger window as Deacon's car crashes head on into a half dust buried TRACTOR, Deacon, a rag doll, LAUNCHING out through the windshield.

Pumping the brakes, Henry brings the car to a halt as he looks out the back windshield to see Deacon's crumpled body laying on the ground a good fifty yards back and the wrecked car a good fifty yards past that.

Woozy, Henry gets out, taking several steps to get his balance --

## EXT. OPEN COUNTRY - CONTINUOUS

Henry breathes heavily as he approaches Deacon's body, finding it to be a heap of broken twisted out of shape limbs. A stack of kindling that used to be a man.

The money that was in the suitcases continues to flutter in the wind all around.

Henry spots a POLICE CAR approaching on the road -- it's the end of the line. The police car gets closer and closer until stopping abruptly about a quarter mile away.

Confused, Henry watches as the police car turns around in a hurry, speeding back off the way it came -- why?

The skies darken, the wind violently picking up...

Henry slowly turns to see a TOWERING DUST STORM of epic proportions fast approaching -- a monster of nature on a rampage, the body of which spans across the horizon, swallowing up anything and everything in its path.

All alone in the world, Henry stands over the body of a dead boy who when alive had every intention of killing him.

With this, or rather without anything, Henry stares in awe at his own end barreling towards him in the shape of a biblical sized dust cloud -- seemingly created from the vengeful breath of God himself.

... Henry vanishes, swallowed by dust.

INT. HOSPITAL - HALLWAY ON 2ND FLOOR - SAME

Fritz stands with his back against the wall, too nervous to sit.

Glancing down at the end of the hallway, he spots the Bank Manager being interviewed by two POLICE OFFICERS.

The Bank Manager looks up to see Fritz, who, after a moment, raises his hand in thanks.

The Bank Manager returns the gesture, both men knowing that in the morning their livelihoods will once again put them at odds with each other.

NURSE  
(approaching)  
Mister Haswill?

Fritz turns to face the Nurse.

FRITZ  
Haswell.

NURSE  
Yes.

FRITZ  
My wife, she...

NURSE  
She's resting and so is the baby.

FRITZ  
Good...oh good. May I?

NURSE  
Right this way.

Fritz begins to follow, the Nurse pointing back to where he was standing.

NURSE (CONT'D)  
You dropped something.

Fritz finds his LAST MAN CLUB membership card on the floor.

He stares down at it, thinking of all that has happened, all of his hardships and struggles -- then with aching knees, he bends down to retrieve the card, sliding it into his shirt pocket where it will be safe.

INT. HOSPITAL - RECOVERY WARD - CONTINUOUS

Fritz gingerly approaches the bed in which Agna holds a bundled INFANT. Absently combing his hair with his fingers, Fritz all of a sudden doesn't feel spritzed up enough to meet his child.

AGNA  
She's tired.

FRITZ  
She?

Agna nods, holding the infant up for Fritz to see --

AGNA  
Ilma. Say hello to papa.

FRITZ  
Ilma. Hello, Ilma.

With his rough work worn hands, Fritz holds the small untouched by life hand of Ilma.

The light in the room begins to flicker, a deep RUMBLING sounding from somewhere outside.

Not seeming to notice the RUMBLING, Agna and Fritz look to one another lovingly, having grown something beautiful in a place where that no longer seemed possible.

The rumbling becomes louder, building to a violent pitch, the light in the room burning out with an electric WHINE.

EXT. HOSPITAL - CONTINUOUS

The enormous dust storm SWALLOWS up the hospital as it washes over civilization, pushing onwards, forever gaining strength and speed...

INT. MR. GWYNNE'S BATHROOM - ST. LOUIS - MORNING

His face lathered in shaving cream, Mr. Gwynne scrapes a straight razor along his cheek as steam rises from the sink.

A deep RUMBLE causes him to look to the ceiling as daylight blackens outside the frosted window at his side.

PRELAP SFX: A clock TICKS away haunted seconds...

INT. MR. PARKER'S STUDY - ST. LOUIS - MORNING

Dressed in a bathrobe, Mr. Parker fixes himself a stiff drink, swishing his glass as he shuffles past the framed photo of him and his son Adam.

Approaching the window, Mr. Parker takes a sip from his drink, looking out at the backyard -- finding his wife's flower bed covered with a fine layer of DUST.

His sleepless eyes become puzzled as the delicate flowers that once stood tall in bloom now wilt and collapse under the weight of gathering dust.

Seeking an answer, Mr. Parker's gaze rises to the heavens above. There, he finds the APOCALYPTIC DUST STORM, a wall of judgement barreling forward -- coming for him.

CUT TO BLACK.