

# the mother

written by  
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The True Story of the Matriarch of Organized Crime in New York

**EXT. LOWER EAST SIDE, NYC - CLINTON STREET - 1869**

We're abruptly hit in the face by poverty: unpaved streets, worn buildings, layers of street trash consisting of HORSE URINE and MANURE, FOOD WASTE, BROKEN WOOD, and THICK BLACK TAR.

**MARM (V.O.)**

*You might've forgotten by now, but  
Lower Manhattan was once known as  
the dirtiest place in the world.*

Knee-deep in that filth are STREET DWELLERS that we're taught only exist in third world countries. But this is America. PEDDLERS, PROSTITUTES, ORPHANS all begging in Old New York.

**MARM (V.O.)**

*No sanitation service. No clean  
water. Disease ran rampant, spiking  
death rates to rival medieval  
London. And we bathed once a month.  
Well, when we could afford soap...*

We FOCUS on a broken plumbing pipe, forming a puddle around a HORSE CARCASS. A HUNGRY CHILD (8) sits nearby, staring at it.

\*

**MARM (V.O.)**

*But the City's Government refused to  
pay attention to us. They dedicated  
their resources to Upper Manhattan --  
where the votes mattered.*

The CARCASS is SPLASHED as a LIVE HORSE trots into the puddle. It stops on command from its driver: **INVESTIGATOR DORCY** (22), an ambitious rule keeper with a chip on his shoulder.

\*

**MARM (V.O.)**

*Just a few years after Lincoln got  
popped and there was already a  
second Civil War brewing... The  
haves versus the have nots.*

An EXPENSIVE LEATHER SHOE steps out and into the puddle. It belongs to a WEALTHY BUSINESSMAN (30s). He shakes off gunk, annoyed, paying no mind to the hungry child beside him.

\*

Then, he and Dorcy walk toward a CORNER STORE.

**MARM (V.O.)**

*The rich had profit. But the poor  
had purpose. And purpose made all  
the difference...*

The Child watches them go for a moment. Then, he clocks the horse carcass... *the beast eyes, flickering.* He's concerned.

\*

CHILD  
Someone help the horsey.

An IRISHMAN follows the Kid's gaze. The horse is barely alive. Struggling. They all know the feeling. He retrieves a KNIFE --

**INT. MANDELBAUM'S DRY GOODS STORE - CONTINUOUS**

From inside, we see him DRIVE the blade into the horse's neck! BLOOD SPEWS. But a DRESSMAKER (48) in her flamboyant hat is unfazed. She's focused on her alteration of an engraved handkerchief. This is **MARM MANDLEBAUM**, high-mileage, homely, and fine with both because she ain't trying to please you anyway.

The Wealthy Businessman enters. Dorcy right behind.

DORCY  
That's her. This is the place.

MARM  
Would you two fine gentlemen like to make a purchase?

WEALTHY BUSINESSMAN  
No. I want my wife's ring back.

Marm is uninterested in the dramatics. She scans both men briefly, sizing them up. \*

MARM  
I can't imagine your treasure is down here. What is it your Madison Avenue friends call Lower Manhattan? The bowels of New York? \*

WEALTHY BUSINESSMAN  
The den of disease.

MARM  
Ah. Right.

DORCY  
Ma'am --

MARM  
I prefer Marm. It's much sweeter.

DORCY  
Marm, a criminal has habits, traits which reveal their identity to a skilled investigator. No different than a blade of grass revealing its genus to a practiced botanist.

MARM

So tell me, are you a skilled investigator or a failed botanist?

DORCY

I'm a believer in law and order.

MARM

Yet, you do not bring any chains. Could it be because New York penal codes define the receiving of stolen property as ancillary?

DORCY

But still punishable when a thief provides proof of his transaction.

MARM

For whom do I owe the favor?

DORCY

Lars Lynch. He told the judge he brought it here, that you're a cleaner for stolen goods.

\*

MARM

Merely an accusation. Because it was Lars who went to prison, wasn't it?

The Wealthy Businessman SLAMS his hand DOWN on the counter.

WEALTHY BUSINESSMAN

Look, we know what happens here. Garments trimmed with scissors. Jewelry re-engraved. Pointed edges, rounded. Rounded edges, pointed. All ID removed so the lady herself could not recognize her ring by evening!

MARM

Perhaps this gentleman should be the one under investigation...?

DORCY

Perhaps I question your husband.

MARM

Perhaps you can show me your badge.

Dorcy visibly angers. He doesn't have one.

\*

MARM (CONT'D)

I figured. Real cops focus on real criminals. So again I ask: would you two fine gentlemen like to make a purchase?

Marm reveals an ALTERED RING. The Businessman recognizes it.

MARM (CONT'D)

Twelve dollars.

DORCY

Ten.

MARM

Deal.

WEALTHY BUSINESSMAN

For my own engagement ring?

MARM

Why is it that men have a problem for every solution?

DORCY

Just give her the money. It's the best you're going to get.

A tiny beat. The Businessman reluctantly hands over \$10 and Marm hands him his ring... Then, he SPITS in her face. Dorcy is shocked. But Marm simply sets down her scissors. Unafraid.

**MARM (V.O.)**

***Every jungle requires a code to survive. Mine were my ten virtues.***

He waits for her to retaliate, to incriminate herself. But she allows the saliva to drip down her cheek. Pure defiance.

**MARM (V.O)**

**Resilience was my first.**

**Regardless of circumstance, of struggle, of what anyone does to you... No matter how cruel... Never let them see you sweat.**

\*

The saliva OOZES down. And Marm smiles at the Businessman. Which makes him angrier. He folds under the pressure and leaves the store. But Dorcy remains, still burned by the "real cop" comment.

MARM (CONT'D)

Will that be all? Sure you have some cheating husbands to spy on.

Dorcy swallows his rage and follows his client outside. Then, finally, she wipes her face and adds her \$10 to her purse. This is Marm's jungle and we're about to live in it...

**EXT. MANDELBAUM'S DRY GOODS STORE / 79 CLINTON STREET - NIGHT**

Marm locks her store and begins her walk home. She keeps her eyes down, averting gazes from STREET DWELLERS. She spots the dried blood from where the horse carcass lied earlier. A moment of sympathy for the beast of burden, but she keeps on walking.

**INT. MANDELBAUM'S TENEMENT HOME - NIGHT**

Marm enters her confined apartment. Outside FACTORY HUMS provide a soundscape. KEROSINE LANTERNS illuminate sweat beads on HER DAUGHTERS (**ANNA** 11, **GERTIE** 14, **SARA** 15) in makeshift beds.

MARM

My darlings.

In spite of their circumstance, they're happy to see their mother... until VIOLENT COUGHING emanates from --

**INT. MANDELBAUM'S TENEMENT HOME - BEDROOM - NIGHT**

**WOLFE MANDELBAUM** (50), a worn and torn German-immigrant, rests on a damp pillow. Beside him is their son **JULIUS** (16), insecure, always in the way and desperate to be more than he's capable of.

JULIUS

Mother. We were worried.

WOLFE

He was worried. Like always.

Marm looks to the other side of the bed at **DR. SCHMIDT** (30s), an elitist who made it out of the ghetto. He packs his medical box.

DR. SCHMIDT

Would you care to sit down?

MARM

No.

DR. SCHMIDT

Tuberculosis. Unfortunately, it's very common down here.

MARM

When does he get better?

WOLFE

He's says I won't. That I'll just waste away...

Marm looks at Dr. Schmidt for confirmation -- and he bows his head. It's true. Julius studies Marm for a reaction, but she remains stoic, covering her emotions by reaching for her purse.

MARM

How much?

DR. SCHMIDT

Including the kids and all the visits over the last few months...  
Thirty four.

MARM

I'll have to stay on credit. You're not the only one I owe right now.

DR. SCHMIDT

Mrs. Mandelbaum, this only gets uglier. More painful. Expensive. If Wolfe doesn't have his medicine --

MARM

He will.

DR. SCHMIDT

Or if your children lack nutrients--

MARM

They won't. Here. For now.

She gestures \$10 that she's willing to give. He takes it.

\*

DR. SCHMIDT

Look, either we settle your debts in the next few weeks or--

MARM

You can't come anymore. I get it.

Off Wolfe's hacking growing worse...

**EXT. THIEVES EXCHANGE - BROADWAY/HOUSTON INTERSECTION - NIGHT**

Marm, in a pea coat, stands at an intersection of LOITERING GANGSTERS; exchanging loot, drinking, fighting... She enters. And threatening glances are immediately sent her way.

But Marm persists, searching for one inviting pair of eyes. And she finds them in a **FREDDIE**, a homeless teenager, near a pushcart of shitty loot (FLOUR, METAL, ROPE).

MARM

Evening, young man.

FREDDIE  
I'm not interested.

MARM  
But you don't know what I'm selling.

FREDDIE  
I'm assuming it's relations.

MARM  
You're a boy. And no, far more  
lucrative: silver and timepieces.

Marm indicates to BULKY AREAS of her coat. He cocks his head.

MARM (CONT'D)  
They've been in my husband's family  
for generations.

FREDDIE  
And you're bringing them to Thieves  
Exchange?

MARM  
Sentimentality doesn't pay bills.

Freddie is intrigued, but clocks the criminals' angry gazes.

FREDDIE  
You got some balls comin' here.

MARM  
So do you.  
(re: his shitty loot)  
Trying to make a profit off trash.

FREDDIE  
How much for the silver?

MARM  
A quarter.

FREDDIE  
Ten cents.

MARM  
Fifty cents.

FREDDIE  
That's not how this works.

MARM  
Final offer. No engravings and it's  
not hot. You could flip it tonight.

Just as Freddie considers -- Marm is BUMPED. HARD.

SILVER falls from her dress. She turns to find **JOHN GRADY (32)**, a career criminal who wears his scars like badges of honor.

MARM (CONT'D)  
Pardon me.

Marm bends down to retrieve her silver. Grady towers over her.

GRADY  
This ain't the place for manners.

But as she turns to go, Grady stops her with his bear-claw.

GRADY (CONT'D)  
Nah, nah, nah. The silver first.

MARM  
Okay. What's your offer? \*

Grady pulls a blade, taunting Marm. Marm searches for help. But no one cares to. They want to see blood.

GRADY  
Go on: scream. Here, let me do it  
for you: Someone help this old hag!  
She's being raped!... Hold on...  
Wait one God-forsaken minute! She  
likes it! Yes! It's been years  
since a man's touched her like  
this! But-- But it's-- Oh, God,  
it's a disaster down here! Somebody  
bring rags! She's fixen to blow!

THIEVES LAUGH. Marm stares into Grady's haunted eyes -- and then \* SWATS his hand away! She won't be their clown.

Grady responds by GRABBING HER BY THE NECK. Tense beat. In a \* flip from earlier, this is not her jungle. So she hands over her silver. And Grady releases his choke. THEN --

He TOSSES the silver into the crowd. Thieves CHEER, GRASP for \* it. Marm watches the animals scavenge her family's nest egg -- \* as Grady stares her down, DARING her to make a move for it -- \*

**MARM (V.O.)**  
Failure. Number two. It teaches us  
more than success. A hungry  
stomach, an empty pocket, and a  
broken heart give us our best  
lessons... Listen and learn.

-- But she doesn't. She just retreats out and to safety. \*

**EXT. STREET / ALLEY NEAR THIEVES EXCHANGE - NIGHT**

Her brisk walk comes to a slow once she reaches a quiet street. Anxiety washes over her... regret... defeat... THEN --

WHIMPERS sound off from the alley ahead. No one notices. Or cares. But Marm's instincts kick in: could it be an abandoned baby? A woman in danger? She peeks between buildings to find:

**SOPHIE ELKINS** (18), ethereal beauty and magnetic presence, but desperate in every way, right down to her super-tight-corset.

MARM

Dear...? Are you hurt?

Marm approaches Sophie who scoots backward, apprehensive like a hungry street dog. Once Marm reaches her, she gently touches her.

MARM (CONT'D)

It's not safe for a young girl  
like you at this hour.

Sophie arches her eyebrows, feeling challenged.

SOPHIE

Might be worse for a lady like you.

MARM

It might. What's wrong? Where are  
your parents?

SOPHIE

Sing Sing.

Sophie bursts into tears. But this time Marm takes her into her arms like a child. And Sophie allows it.

SOPHIE (CONT'D)

Look, I ain't no whore.

MARM

Pardon?

SOPHIE

I know what business old maids got  
at night... No offense or nothin'.

MARM

None taken. I've earned my  
wrinkles. I'm proud of my wrinkles.  
And I would never ask a girl to  
sell herself out.

SOPHIE

Right. You was just comin' to check  
on a homeless girl.

MARM

Who was crying. But seems as if  
you're fine so I won't be a bother.

Marm pulls away from the embrace. But Sophie holds onto it.

SOPHIE

Wait. How about some charity before  
you go?

Marm takes a moment. That one tagged her the wrong way.

MARM

You expect a stranger to just offer  
you help because you are upset?

SOPHIE

Ain't that why you came?

MARM

(Marm's actual quote)

Dear, I'm a Jew, an immigrant, and  
a woman. I know exactly how it  
feels when the world tries to tell  
you that you're nothing. Sometimes  
we even believe it. But no one  
changes their fortune by begging...  
So drop the sob story and go tell  
the world who you are.

Marm forces herself out of the embrace and rises to leave.

SOPHIE

All high and mighty but what about  
who you are?.. A woman only keeps  
her ring hidden when she's out  
being naughty...

Sophie reveals MARM'S RING. Marm feels her empty pocket.

SOPHIE (CONT'D)

Sorry, I get tingly when it's that  
easy. You can thank my mother for  
that. She always said opportunity  
was made out of misfortune.

MARM

Give me my ring back.

SOPHIE

Let's talk first. Where you coming from if you ain't a madame?

MARM

Hasn't anyone ever told you that it's not polite to ask questions?

SOPHIE

Isn't that a question?

Sophie smirks. Marm finds her moment and SNATCHES HER RING.

MARM

A good thief never takes her eye off the loot. Your mother should have taught you the basics.

Marm stuffs her ring back into her breast pocket and feels for her other items in her coat. All of them are still there.

MARM (CONT'D)

Take care of yourself out here.

Marm walks off before anything else goes wrong tonight.

**INT. MANDELBAUM'S TENEMENT HOME - NIGHT**

Marm tip toes in. Her daughters and Julius are sleeping. She blows out the lanterns and retreats into the shadows toward --

**THE CHIMNEY.** Marm removes the false back revealing a DUMBWAITER holding FAMILY HEIRLOOMS. She empties her pockets and places the timepieces from her coat on the dumbwaiter.

Then, with a YANK of a lever, it RAISES UPWARD into hiding...

She reaches into her breast pocket and takes out her wedding ring. She puts it back on her finger... and a wave of concern washes over her face... **THE RING IS LOOSE.** It is not hers.

MARM (PRE-LAP)

*Please forgive me...*

**INT. MANDELBAUM'S TENEMENT HOME - DAY**

Wolfe has worsened, evident by BLOOD on his pillow. He CRINGES with every rise of his chest while staring at the false ring.

WOLFE

All you had to do was look at it.

MARM

It was dark. I was in an alley...  
And I was scared...

WOLFE

Since when do you scare?

MARM

I was at Thieves Exchange.

That lands on Wolfe. Surprise. Concern. Realizing:

WOLFE

You were going to sell your ring?

MARM

First, I was trying to sell what  
your grandmother left us.

Disappointment quietly washes over Wolfe's face. Marm,  
ashamed, puts the false ring away. A down beat.

WOLFE

Tell Julius he's done with school.

MARM

He's two years from graduating.

WOLFE

But you need help.

MARM

And I'll figure it out. I'm not  
sending our son to the streets.

WOLFE

So you're going to sell our  
family's history on them?

MARM

How else am I going to afford your  
medicine? Food for the children?  
Rent?... The store isn't enough. It  
hasn't been for a while now.

The couple begins speaking German so the kids can't hear.

MARM (CONT'D)

Castle Garden. Our first steps in  
America. We made a promise...

WOLFE

"Children first."

MARM

Which means giving our son a chance  
to build his life how he chooses.

A beat.

WOLFE

Then have mercy on me.

MARM

How do you mean?

WOLFE

My lungs, my stomach... My head.  
It all feels like the Devil's ass.  
It's only a matter of time anyway.

Wolfe indicates the pillow. Marm studies him, carefully.

MARM

Wolfe... What're you asking of me?

WOLFE

We can't afford another burden. And  
that's all I'll be until... I waste  
away.

MARM

And then what?

WOLFE

You'll figure it out.

MARM

No.

WOLFE

You can do more than anyone gives  
you credit for --

MARM

-- I know what I'm capable of --

WOLFE

-- But not with me around. I'm  
suffering --

MARM

-- And I can't, I won't --

WOLFE

They're suffering.

Silence. Wolfe grasps Marm's hand and looks in her eyes.

WOLFE (CONT'D)  
Castle Garden.

A tiny beat. Marm flicks her eyes away and stares at the pillow.

WOLFE (CONT'D)  
You have to. Please... I love you,  
my dear... But I'm ready now.

He uses his last bit of strength to place her hands and the pillow over his face. Marm takes a moment as her sick husband lies still, desperately wanting out of this life...

MARM  
I love you, too, Wolfe.

Then, she puts pressure on the pillow, suffocating her husband. He doesn't struggle though his body instinctively flails. She keeps an eye on the door to ensure her children don't enter as she holds the pillow firmly over their father's face...

And then... *Wolfe's body goes limp...* Marm keeps the pillow there, angry she had to do it, afraid to look... And after a few moments, she exhales... And it's not one of relief.

**EXT. GRAVEYARD - THE MANDELBAUMS PLOT - DAY**

The ORANGE SUNSET casts a glow over a turn-of-the-century graveyard; elaborate shrines for the haves and crooked graves for the have-nots. A stoic Marm stands over her children who kneel before a crooked stone: **WOLFE MANDELBAUM 1819-1869.**

REVEAL IN THE DISTANCE: Dr. Schmidt spying this portrait of a shattered family from a cushy horse & carriage with a YOUNG COUPLE in the back. The Young husband pulls his Young Wife closer... as Dr. Schmidt steps out...

BACK TO: Marm comforting her children. After a few moments...

DR. SCHMIDT  
My condolences... Wolfe was a great man, a wonderful father...

MARM  
Doctor Schmidt?...  
(then, realizing)  
Oh, right. Your money.

\*

DR. SCHMIDT  
Please. I'm not here to collect.  
(off her look)  
I'm just here to talk about your debts. Privately.

Dr. Schmidt indicates to her children. Marm grows curious, and steps aside. They talk in whispers:

DR. SCHMIDT (CONT'D)  
You have a long road ahead. So do they. And I don't want to make it longer... And well...

(then)  
Mr. and Mrs. Kittle are a fine pair of folks... cursed by infertility.

Marm clocks the CARRIAGE. The couple gently smiles. She doesn't.

MARM  
Surely a sea of gravestones won't lift their curse.

DR. SCHMIDT  
But your daughter could.

MARM  
What did you just say to me?

DR. SCHMIDT  
Listen, Mothers do it all the time  
these days.

Marm scoffs. But Dr. Schmidt continues his pitch:

DR. SCHMIDT (CONT'D)  
They are offering one thousand dollars for your youngest. Cash.

He expects that to land in a big way. It doesn't. Instead, Marm takes out \$34 from her purse and drops it at his feet.

MARM  
I suppose I'll skip dinner this week.

DR. SCHMIDT  
Miss Mandelbaum... You have four children and a failed dry goods store... What are you going to do?

MARM  
That doesn't concern you. We have no more business together, Doctor.

DR. SCHMIDT  
Do you really want your pride to be the reason they suffer?

That pissed Marm off. But for the first time, she doesn't have a quip. Instead, she pushes past and back to her children.

MARM

Come on. We've had enough. No one's accomplished anything by just dwelling in their misery.

With tears in their eyes, the children stand and glance back at Dr. Schmidt and the money... They're confused. But before they can ask, Marm ushers them away from the gravestone...

And as they walk off, Marm's facade of strength is beginning to shatter... *She has no fucking idea what she's going to do.*

**EXT. STREET - EVENING**

Sophie is jolly as she walks down the street, grazed by the final rays of sunset. From a distance, we watch her locking eyes with every PASSING MAN on his way home from work. THEN --

She COLLIDES with A DISTRACTED MAN. Sophie uses her hands to brace his chest for impact.

SOPHIE

Ow!

STREET DWELLERS turn their eyes to the commotion. Sophie clutches her bruised chest.

DISTRACTED MAN

I'm so sorry!

Sophie eyes him -- considers making a scene -- but feels pity for the pathetic bastard. So she just moves forward. It's his lucky day. He watches her go as she turns the corner to enter --

**THE ALLEY.** Sophie walks in, swallowed into the darkness. Just then, she pulls out a SILVER TIME PIECE. She's delighted by her new item and she inspects it closely when --

We spot Marm eerily silhouetted behind her. Menacing as she also enters the alley. And as she approaches, Sophie has no idea...

MARM

You're pretty good at this.

Sophie SPINS around --

SOPHIE

It's mine -- I swear!

But then she recognizes Marm. And IMMEDIATELY jumps backward.

SOPHIE (CONT'D)

I already hocked your ring!

MARM

I hope you got a good deal. But I'm  
here for something more valuable.

\*

Marm inches toward Sophie as she backs into a CONCRETE WALL.

\*

MARM (CONT'D)

Recruitment.

\*

\*

That's NOT what Sophie was expecting. She studies Marm, puzzled.

\*

MARM (CONT'D)

Let's earn a living. Me and you.

\*

\*

SOPHIE

Oh. You want me to steal for you.

MARM

I want you to embrace your God-given  
talent.

SOPHIE

He didn't give me none of that.

\*

Marm indicates the stolen timepiece.

\*

MARM

Darling, we are all born with a  
skill and we don't get to choose  
what it is. I'm a caretaker. You're  
a thief.

SOPHIE

You think I want to do what I do?

\*

MARM

Certainly not. That's why I need you.  
And frankly, it's why you need me,  
too.

\*

\*

\*

Sophie folds her arms. That means she's listening.

\*

MARM (CONT'D)

When the rich break laws, it's  
called business. But when the poor  
retaliate, it's called crime.  
Perhaps it's time to blend the two.

SOPHIE

How so?

MARM

Honor as thieves. We organize our  
crime and play by the same flexible  
rules as the Forbes or Vanderbilts.  
No violence. Some fibbing. Everyone  
eats.

\*

Sophie eyes glisten, but she's still apprehensive.

SOPHIE

And I should trust you because...

MARM

I didn't take you to the police.  
Yet. So are you interested?

\*

SOPHIE

(considering, then)

When do we start?

MARM

First, we educate. Assemble. And  
then, we attack.

**INT. MANDELBAUM'S SCHOOL FOR CRIMINALS - GRAND STREET - DAY**

Marm pontificates in front of a CHALKBOARD chock full of  
writing. Sophie is the only student in the classroom.

\*

\*

MARM

Never write when you can speak.  
Never speak when you can nod. Never  
nod when you can wink.

\*

SOPHIE

So... I'm not going to learn any  
practical skills then? I don't  
know, like reading or writing?

\*

\*

MARM

Dear, you're learning communication  
right now. Next is mathematics --

\*

\*

Marm points to an area which reads: "CALCULATING A SALE."

\*

\*

MARM (CONT'D)

Then, economics --

\*

\*

Underneath that: "SUPPLY AND DEMAND." She continues pointing  
around to various phrases on the board:

\*

\*

MARM (CONT'D)

History. Government. Business.

Psychology. Even some philosophy --

\*

\*

\*

Marm points to her quote: "LIFE IS ALWAYS MORE VALUABLE THAN LOOT." \*

MARM (CONT'D)  
So pay attention and I'll teach you  
every life skill you'll ever need. \*

Sophie is in over her head as Marm continues writing her list.

**EXT. THIEVES EXCHANGE - BROADWAY/HOUSTON INTERSECTION - DAY**

Marm and Sophie stand at Thieves Exchange. Marm holds a BAG.

MARM  
It's the Silk Road of New York.

SOPHIE  
What the heck is the silk road?

MARM  
Criminals exchange everything here.  
Loot, secrets, even people.

SOPHIE  
Is it dangerous?

MARM  
Of course.

SOPHIE  
Then why are you sending me alone?

MARM  
Last time I tried, I was nearly  
killed. But you're softer than me.  
You can convince them to listen.

SOPHIE  
And if the Grady Gang is here?

MARM  
It's Sunday and Grady fancies  
himself as a man of God.

Marm shoves the BAG into her arms and nudges her forward...

Sophie enters, passing the same GANGSTERS that hated Marm,  
but now their gazes aren't threatening. They're lustful.  
Sophie ignores them all, continuing toward --

Freddie. The homeless teen with the shitty loot. He's  
surrounded by ORPHANS (5-15). Sophie sets the bag down.

SOPHIE  
Courtesy of Marm Mandelbaum.

Freddie looks inside: STACKS OF HOMECOOKED MEALS. The smell causes the Orphans to look, too. Rumbling stomachs. Hungry eyes.

FROM AFAR, Marm delightfully watches as Freddie hands out meals.

**INT. MANDELBAUM'S SCHOOL FOR CRIMINALS - GRAND STREET - DAY**

Marm's chalkboard has lessons written all over. Now, Sophie is sitting in the classroom PACKED with ORPHANS. The students are fully engaged as Marm continues her lesson...

**MARM (V.O.)**

*Loyalty. Give a man a fish, he'll eat for a day. Earn a man's loyalty, you'll eat for a lifetime.*

**INT. CONGREGATION TEMPLE RODEPH SHOLOM - SHABBAT EVENING**

THE CONGREGATION listens to their beloved **RABBI DAVID SCHMIDT** (50s). In the back pew: Marm sits between her kids & Sophie.

**MARM (V.O.)**

*The street kids were the eyes and ears of the city. And no one cared for them. Not until I cared. And well, the future is either your greatest ally or greatest enemy...*

\*

Marm glares at SEVEN ORPHANS in the same row goofing around.

**MARM**

Hush up. The Rabbi will pray for you and he will save your soul. Trust me, you're going to need it.

The Orphans quiet and look at the Rabbi. Marm turns around. But we see Julius enviously staring at the street kids...

**EXT. CONGREGATION TEMPLE RODEPH SHOLOM - LATER**

Marm waits in a LINE of WORSHIPERS greeting the Rabbi. Her daughters are star struck as they near closer. Sophie is unfazed. But Julius keeps an eye across the street --

An ORPHAN BEGS a WELL-DRESSED-MAN for change. While the mark's distracted, Freddie sneaks behind to pick the man's pocket --

Once he scores, the kids BOOK IT down the street. As shocked HEADS turn toward the crime, Marm feigns surprise, too, stowing away her satisfaction with the orphans.

**INT. MANDELBAUM'S DRY GOODS STORE - BACK ROOM - DAY**

Surrounded by DRY GOODS STORAGE, Marm inspects TEN TIMEPIECES while Sophie keeps watch by the door for customers.

MARM

Always inspect what the kids give us. You put bad eggs with good ones, it'll rot the carton.

SOPHIE

But at some point, you've got to cook the eggs.

\*  
\*

(off Marm's look)

All we've been doing is stealing, recruiting, or hiding loot away.

MARM

Yes. Stocking inventory.

SOPHIE

And when do we start moving the inventory to sellers?

MARM

Once I've made crime my commodity to barter.

SOPHIE

Marm, I'm aware of the mission statement. But I need to know when it becomes more than just words.

MARM

When we have the community in the palm of our hands. Business is about calculated risk.

SOPHIE

Well, what are we still calculating? Our luck?

Marm reaches between BLANKETS and dumps all ten timepieces into a HIDDEN CHEST.

\*  
\*

MARM

Luck lives on Madison Avenue. Here, we work for what we have.

\*

Marm stuffs the chest away and heads back into --

\*

**INT. MANDELBAUM'S DRY GOODS STORE - DAY - CONTINUOUS**

Marm positions herself behind the counter. Sophie follows.

\*

SOPHIE

Look, we've educated. We've  
assembled. Now, when do we attack?

MARM

When we have a cop on payroll.

SOPHIE

Are you crazy? No-no-no-no.

MARM

Sophie, once we have the law, we  
have the community. Then and only  
then can we attack the criminals.

SOPHIE

You've got this ass backwards.

MARM

Why can't you be patient? Do you  
have four children?

SOPHIE

No.

MARM

Do you owe debts on multiple bills?

SOPHIE

No.

MARM

Do you have a dead husband?

SOPHIE

I wish.

\*

The admission surprises Marm. It hangs in the air for a moment.

SOPHIE (CONT'D)

I married him when I was 14 to get  
off the streets. My mother left me  
at a market because her new man  
didn't want someone else's kids. So  
I made it work. At least for a  
while. And I thought you were my  
way out... so you know... I don't  
have to repeat it all over again  
with some other pathetic brute.

A pregnant beat. Marm sees pain in her eyes. Her story is true.

MARM

Okay. You can live with me for now.

SOPHIE

No. You're not understanding.

MARM

Sophie, I do. I get it. We are all  
a prisoner of some memory.

Sophie sees pain right back in Marm's eyes. But doesn't press.

SOPHIE

Maybe, fine. But I didn't sign up  
for this to be someone's burden.

MARM

Family is never supposed to be a  
burden. And that's what we need to  
be before we make our move...  
Otherwise, we're just like the  
rest of 'em.

Marm moves toward Sophie and grabs her hands.

MARM (CONT'D)

I'm going to give you things your  
own mother didn't. Like love. All I  
ask in return is for your loyalty.  
Like a real daughter. You can even  
start calling me "Mother." If it  
makes you feel good... So what do  
you say, Sophie?

Sophie smiles. A haunting, desperate smile...

JULIUS (PRE-LAP)

*Why can't I help you at the store?*

**INT. THE MANDELBAUM'S TENEMENT HOME - KITCHENETTE - EVENING**

An awkward dinner. Marm sits across Julius and her daughters.  
All the children stare across the table at -- Sophie.

MARM

You have school to finish.

JULIUS

Then I can help you at night...  
with your other stuff.

MARM

What other stuff?

Julius indicates to his sisters, not wanting to say.

MARM (CONT'D)  
Go on. Secrets kill families.

JULIUS  
I know why you help those orphans.  
I saw the false chimney before you  
moved everything to your store... I  
know why Sophie is here.

MARM  
Do your sisters know?

JULIUS  
No. You can trust me.

MARM  
Girls, I'm a fence. I'm sorry your  
brother hasn't already told you.

CLANGS of silverware. Julius was NOT expecting that.

GERTIE  
Does that mean you steal?

JULIUS  
Yes.

MARM  
No. It means I borrow someone's  
belongings until another person  
pays for them.

SARA  
Is that why you came to New York?

JULIUS  
She came for the American Dream.

MARM  
No. I came to break away from my  
family.

A rare moment of vulnerability. No one knows that story. And  
no one has the guts to ask.

ANNA  
... Did Papa know what you did?

JULIUS  
No.

MARM

Yes. I guess you aren't as astute  
as you thought, Julius. Best for  
you to stay in school.

\*

JULIUS

Wait. Father let you do this?

\*

MARM

Who do you think taught me? He had  
a pawn shop in Bavaria.

\*

(then, to the girls)

But it's only for now. To get us  
ahead. And Sophie is helping me do  
that while she stays with us... If  
that's okay with all of you.

A moment. Sophie smiles at the girls. And they return the smile.

MARM (CONT'D)

Oh, joy!

But when Marm looks to Julius for approval... He grimaces.

MARM (CONT'D)

One day you'll understand.

Off Julius, a family forming whether he likes it or not...

INT. HOTEL ROOM - NIGHT

A turn-of-the-century hotel room. Sophie passionately kisses **TOMAS "SHANG" DRAPER** (33), a large man born with the safety off, and an underlying darkness like Joaquin Phoenix.

He presses her against the wall, turned on. Impatient. Ready to go as he reaches under her dress --

SOPHIE

You must be married.

SHANG

Only a little.

Sophie shoves him onto the bed. Shang loves the aggression.

SOPHIE

Well, I don't know about her. But I  
need a little foreplay first.

He watches as Sophie unbuttons her dress down to undergarments. Just as her fingers reach beneath her underwear -- she STOPS.

SOPHIE (CONT'D)  
Strip. All of it.

Without any kind of show, Shang instantly gets nude and tosses his clothes aside --

SHANG  
Your turn. Finish.

But Sophie SNATCHES his clothes and moves to the closed door.

SOPHIE  
In your dreams, creep.

The DOOR BURSTS OPEN and it's Marm, holding the HOTEL KEY.

MARM  
Shall she scream or would you like  
to play ball? \*

SHANG  
Is this part of the service? \*

MARM  
No, you idiot. \*

SHANG  
Oh. I get it now. Well, before you  
ask me to buy my wardrobe back, you  
might wanna look in my pocket. \*

Sophie reaches into his pocket and... pulls out a POLICE BADGE.

SOPHIE  
Oh, my God. Oh, my God. Mother?!

And Marm CLOSES the door. Sophie drops the damsel in distress act. She has an evil grin as she hands Marm his POLICE WEAPON.

SHANG  
What the fuck? You two broads are  
cop killers?

Shang braces himself to fight but Marm sets the gun aside. Instead, she grabs the POLICE BADGE and holds it up --

MARM  
You haven't made detective yet.

SHANG  
I'm saving up for that.

MARM

So the NYPD still requires you to  
pay for your own promotion?

SHANG

Lady, if you think I haven't been  
offered side cash from a perp  
trying to get out of an arrest --

MARM

I am an organizer offering payroll.

Beat. Shang wasn't expecting that.

MARM (CONT'D)

In exchange, you protect us from  
the law and the streets. Quick,  
easy money. We crack no safes,  
dodge no bullets, pick no locks.  
We work with our neighbors.

SHANG

Who's we?

MARM

At the moment? Me, her, and a bunch  
of orphans.

\*

SHANG

That's your gang?

MARM

My business. Designed for people  
who don't want to just survive the  
streets. They want to run them...

(then)

Or did you give up that dream?

SHANG

How do you mean?

MARM

Well, at the precinct, you're a  
dutiful policeman... But Officer  
Draper used to be a different man.  
He used to chase his desires.

Shang studies her, allows her to keep going...

MARM (CONT'D)

Satan's Circus. You were "Shang."  
Earned the nickname by shanghaiing  
drunk fellas by the East River on  
ships to Europe.

SHANG  
Who the hell are you?

MARM  
An old lady who asks a bunch of  
innocent questions and the street  
always answers... You were a nasty  
son of a bitch.

SHANG  
I was.

MARM  
Did you like that son of a bitch?

SHANG  
... I did.

MARM  
Then be that son of a bitch again.  
But this time -- with the badge.

Beat.

SHANG  
And how are you two gonna gain turf  
on boys like Traveling John Grady  
and Killer Kyle McCrow?

MARM  
We live in the shadows. We're  
relegated to being servants,  
housemaids. Women can't even  
legally buy a beer. And when no one  
suspects you of doing much of  
anything, then they don't expect  
you to strike, either... We don't  
forget. We don't react with  
violence. And we don't rat. No. A  
woman -- a real woman -- knows  
loyalty. Honor. Family. And that's  
what crime should be about. And  
what ours will be about.

Marm sees Shang considering and she goes for the kill:

MARM (CONT'D)  
So... Shang, I am offering you the  
opportunity to be yourself again.

Off Shang's intrigue...

EXT. LORD & TAYLOR DEPARTMENT STORE - "LADIES MILE" - DAY

\*

In the real-life row of Department Stores in Gilded Age, WOMEN, stroll on the arms of MEN, fawning over window displays. Marm turns the corner, in raggedy clothing. Sophie follows also in subpar duds, insecure as she waddles in her wide-legged dress. \*

SOPHIE

What knuck sewed this horrid thing?

MARM

I did. Look, no matter how  
expensive their heels are, they're  
walking on the same ground as you.

The ladies stop before the entrance. Sophie waits, incredulous.

SOPHIE

Do you think I'm going to start  
opening my own doors now, too?

Marm rolls her eyes and opens the door. As Sophie enters --

\*

INT. LORD & TAYLOR DEPARTMENT STORE - LADIES MILE - LATER

Wealthy. White. Women. Shopping. Marm browses silk while keeping her eye on the --

DIAMOND COUNTER where Sophie flirts with a MALE CLERK (20s).

But Marm's gaze is interrupted by a judgey FEMALE CLERK (30s).

FEMALE CLERK

Excuse me, Miss?

MARM

I'm okay. Thank you.

FEMALE CLERK

I've had my eye on you since you  
walked in here.

MARM

Oh?

FEMALE CLERK

I know a thief when I see one.

Marm focuses on the Female Clerk.

MARM

Quite the accusation.

Marm sneaks a glance to Sophie -- DIAMONDS now out before her.

MARM (CONT'D)  
Let me tell you what I see.

Marm sizes the Female Clerk up and then dives in:

MARM (CONT'D)  
I see a woman forced to work  
because of a husband who can't earn  
enough. You chose Lord and Taylor  
because it allows you to rub elbows  
with the versions of yourself you  
desperately want to be. Pampered.  
Beautiful. Wealthy. Your dream as a  
little girl. Hey, maybe you'll even  
get some double takes... That'd  
make you feel good, right? Because  
all of this distracts you from the  
real version of yourself that keeps  
you awake at night. Becoming me. A  
woman who doesn't belong. But  
here's a little secret from an old  
lady, you will never belong. So  
take your eye off of me and look at  
the bitch in the mirror.

\*

The Female Clerk looks at Marm, shocked. Shaken. Muttering.

FEMALE CLERK  
I... would like...

MARM  
Don't mumble now. Go on and make  
your commotion.

The Female Clerk stuffs away her tears and then GRABS MARM.

FEMALE CLERK  
Gypsy! Someone call a policeman!

Heads turn. Bingo. As chaos erupts, Sophie and Male Clerk also look up. Sophie JUMPS back, KNOCKING OVER THE DIAMOND TRAY--

SOPHIE  
Oh my, God. I'm so sorry.

Diamonds SCATTER on the floor! Male Clerk RUSHES around to collect his diamonds, brushing Sophie -- who FALLS to the ground.

Her wide dress landing right over a clump of diamonds.

Customers turn as Sophie begins WAILING, nursing her knee.

COP (O.S.)  
Out of the way!

FEMALE CLERK  
Check this woman's ankles.

A UNIFORMED OFFICER rushes in --

SHANG  
Who attacked this young lady?

But the cop is SHANG. And he looks right past the Female Clerk who points at Marm -- to Sophie, on the ground.

SOPHIE  
He did.

She points to the Male Clerk. Customers nod. Shang takes out his BATON and approaches... Now, everyone's attention is fully on the Male Clerk who gets down on his knees, afraid...

And Marm slips out. Sophie stands and waddles her way out, too. A masterful bait and switch. And just as the Male Clerk is handcuffed we see one INTRIGUED CUSTOMER in the corner: \*

**GEORGE LESLIE** (26), charming like Gosling, well-dressed like Clooney, but a meticulous perfectionist. He witnessed everything... and he's impressed. \*

**EXT. LORD & TAYLOR DEPT. STORE - LADIES MILE - MOMENTS LATER**

Sophie finds Marm waiting for her. They share a smile as Marm reaches under her dress to retrieve FIVE STOLEN DIAMONDS.

SOPHIE  
Smooth as a baby's bottom.

MARM  
Patience always pays off, my dear.

SOPHIE  
I'll admit it. You were right.

Marm grins as she puts the loot under her hat before they fold into the crowd.

MARM  
And now we attack. \*

SOPHIE  
What do you have in mind?

MARM  
Nothing fancy. We just announce  
we're open for business...

As our POV rises like a skyscraper, we CROSSFADE TO:

**EXT. THIEVES EXCHANGE - BROADWAY/HOUSTON INTERSECTION - NIGHT**

Marm and Sophie enter the belly of the beast. But this time, they fearlessly beeline past the CRIMINAL GAZES -- to Freddie and a THICK PACK of STREET KIDS who form a circle.

Marm enters the circle with Sophie. And Freddie closes it off by moving one of his tables. Marm is temporarily guarded.

MARM  
(to Freddie)  
Stand strong. I'll be quick.

Freddie nods. And then, Marm removes A DIAMOND from her hat -- and stands on a crate and calls out:

MARM (CONT'D)  
This is a 2 carat African diamond.

THE SPARKLING ROCK captures every criminal's attention. Including Grady, who eyes Marm from afar, incredulous, pissed that she didn't take his warning seriously... Marm continues:

MARM (CONT'D)  
Starting tomorrow, I will be selling high quality goods just like this out of my store on 79 Clinton Street. That is my Thieves Exchange. My prices are fair. And all are welcome.

Grady moves with his crew, ready to plow over the kids. THEN -- \*

MARM (CONT'D)  
Thank you everyone for your time.

Marm FLICKS the DIAMOND in the air! Every criminal is in awe, focused on the Diamond's trajectory. As they form a THICK PACK, waiting for its descent -- \*

Marm slips between and leads Sophie and the Orphans out of Thieves Exchange before Grady and his crew can get to them. \*

**MARM (V.O.)**  
*Respect. It comes from fear or admiration. They chose fear. So I chose to be unique. And that's how I gained my turf in New York City.*

The DIAMOND CRASHES to the ground and CHAOS ERUPTS! Every THIEF fighting for ownership... Off Grady realizing he just gained a new competitor.

**EXT. ELDRIDGE ST. POLICE STATION - SERGEANT'S OFFICE - DAY**

ANGLE ON: The precinct. Uneventful. A few CIVILIANS talk outside. After a moment, TWO NYPD OFFICERS (SERGEANT, 30s & BEAT COP, 20s) emerge. They continue talking before stopping at a HORSE & CARRIAGE. We spy from across the street.

After a moment, Beat Cop offers a goodbye handshake, and walks down the road. The Sergeant gets into his carriage...

REVEAL Dorcy, watching from afar. And as soon as the carriage trots forward, Dorcy approaches. The Sergeant notices.

SERGEANT  
God damn it.

And he quickly checks around, ensuring no one is watching.

SERGEANT (CONT'D)  
What'd I tell you about coming to  
my precinct?

DORCY  
I'm walking on the street. You're  
in a carriage. We just happen to be  
going the same way.

It's true. Dorcy walks in unison with the carriage. But from afar, they don't appear to be together.

DORCY (CONT'D)  
Did you review my application?

SERGEANT  
Yes.

DORCY  
And?

SERGEANT  
Same answer as the last precinct.

Dorcy sinks but quickly rebounds by pulling out a LIST.

DORCY  
Pawn shops. I've documented every  
one in the area. Now, if you hire  
me, we can take out the middle man--

SERGEANT  
Just go to another state.

DORCY  
I wanna be a cop in New York.

SERGEANT

Why?

DORCY

You know why.

SERGEANT

Well, he's the reason you keep  
getting rejected. No one wants to  
hire the son of a crooked cop.

DORCY

He was undercover.

SERGEANT

Look, go bring your conspiracies to  
the publications.

DORCY

I've tried.

The Sergeant ruffles the reigns slightly, causing the horse  
to pick up the pace. But Dorcy keeps up.

DORCY (CONT'D)

Maybe I should bring the papers my  
suspicion that a sergeant in Lower  
Manhattan likes to frequent the  
casinos at night.

Finally, the Sergeant makes eye contact with Dorcy.

SERGEANT

Is that a threat?

DORCY

I don't know. Is it?

Beat. Dorcy has him hooked.

SERGEANT

Okay. Listen. If you want to  
restore your family's name, bring  
me an 800 pound gorilla wrapped in  
a nice bow. All I have to do is  
cuff him. Then, we'll talk.

(then, direct)

But if you keep stalking me, I  
promise you'll rot in a jail cell.  
Do not fuck with me again, kid.Dorcy stops as he watches the Sergeant go with a smile. Off  
this dog with a bone...

**INT. CONGREGATION TEMPLE RODEPH SHOLOM - EVENING**

A LINE OF WORSHIPPERS greet the Mandelbaum family before service. **LAWYER BILL HOWE** (40s), a beanstalk, shakes her hand.

BILL HOWE  
You won't find a better lawyer in  
Lower Manhattan...

MARM  
Shabbat Shalom.

Marm smiles. Bill heads off. Next up is Rabbi David Schmidt (whom we saw earlier) -- in his new TALLIT.

MARM (CONT'D)  
Oh, it looks delightful.

RABBI SCHMIDT  
It was a very generous gift.

MARM  
My pleasure. And thank you for  
letting the gentiles come, too.

REVEAL CRIMINAL TYPES scattered among the CONGREGATION.

MARM (CONT'D)  
Tell me if they skimp on donations.

The Rabbi smiles, but it's clear something is on his mind.

MARM (CONT'D)  
Go on.

RABBI SCHMIDT  
Look, I am deeply ashamed what my  
brother asked of you. And so is he.

Marm tenses at the mention.

RABBI SCHMIDT (CONT'D)  
He's willing to do whatever it  
takes to make things right.

MARM  
Understood. But in due time.

Marm follows Rabbi's gaze to the back where Dr. Schmidt (Wolfe's doctor) stands by the doors... And Rabbi Schmidt shakes his head. He is NOT allowed in.

MARM (CONT'D)  
Thank you, Rabbi. You're very kind.

Off Marm watching Dr. Schmidt exit...

**EXT. MANDELBAUM'S DRY GOODS STORE - DAY**

A long line of CUSTOMERS (criminals and neighbors) wait to enter the store from the back.

**INT. MANDELBAUM'S DRY GOODS' STORE - CONTINUOUS**

Sophie mans the counter, when the next customer approaches. Sophie's surprised to find -- Julius stepping up. He DROPS a \* SATCHEL on the counter.

JULIUS

I got antiques. \*

Julius opens to show: tarnished jewels, silver, broken rings.

SOPHIE

Where'd you get those?

JULIUS

Hey, you ain't supposed to ask a criminal where he got his loot.

SOPHIE

I asked a boy whose mother will be upset that he's dodging school.

JULIUS

How's she gonna know?

(re: line of customers)

You sayin' these people are rats?

SOPHIE

Loyal rats. So am I. And I don't want your trash, Julius. \*

Julius eyes her for a moment. She's not budging. \*

JULIUS

Asshole.

Julius takes his sack and heads out. Sophie watches him exit before her attention is taken away by her next customer --

GEORGE

How do ya do? George Leslie.

George extends his hand. But Sophie sizes him up, suspicious. \*

SOPHIE

I think you're in the wrong place.

GEORGE

How do you mean? I'm here to sell.

SOPHIE

Then show me what you've got because  
conversation isn't currency here.

\*

George points to himself -- smiling, charming and obnoxious.

SOPHIE (CONT'D)

No deal. Next in line.

GEORGE

What if I told you it's free.  
Comes with daddy issues, but hey,  
aren't we all a little damaged?

SOPHIE

"We?" Do you see anyone here  
wearing Brooks Brothers? Coming to  
a pawn shop isn't going to make you  
a part of "we." Ever. Now, move on.

\*

\*

George takes it as a challenge and begins singing --

\*

GEORGE

Sweet violets, sweeter than roses.  
Covered all from head to toooooee.

SOPHIE

Please don't do that.

The CUSTOMERS in line are amused as George waltzes around,  
singing *Joseph Emmet's* censored rhyme full of innuendos.

GEORGE

Covered all with sweet viiiooolets.

He moves gracefully, conducting as Customers sing along:

GEORGE & CUSTOMERS

There once was a farmer who took a  
young miss // in the back of the barn  
where he gave her a lecture! // On  
horses and chickens and eggs // and  
told her she had beautiful manners!

Laughter all around. Even Sophie cracks a smile. George returns to the counter.

GEORGE

See, we aren't so different. Just  
gotta give me a shot and I bet  
you'll be delighted.

SOPHIE

How much are you willing to bet?

GEORGE

My pride? My ego? A very expensive dinner at a fancy restaurant?

Off Sophie's intrigue as a smile blossoms.

**INT. DELMONICO'S RESTAURANT - 5TH AVE & 26TH STREET - NIGHT**

WE FOLLOW A WAITER carrying TWO TRAYS in the first modern restaurant in America. He floats between marble saloon tables, nickel-plated showcases with fancy dessert, and a cabinet of french china. *This is the other side of the gilded age.*

Our hero waiter stops at the most high-profile table in the joint. He sets down his trays and we meet our dinner guests: Sophie and George, dressed to the nines, power-couple adjacent.

WAITER

Lobster Newberg for the lady. Baked Alaska for the gentleman.

The Waiter unveils the food. George indicates to empty glasses.

GEORGE

Thank you. And more wine please.

The Waiter nods and scurries off. George sets his napkin.

SOPHIE

How, exactly, did you get a reservation here?

GEORGE

Well, first you contact the manager to check availability. Then--

SOPHIE

To a restaurant which feeds the likes of Mark Twain.

GEORGE

I look like them.

\*

George begins eating. Sophie sets her napkin.

SOPHIE

But do you earn like them?

GEORGE

These people don't work.

SOPHIE

You know what I mean.

GEORGE

How's the fish?

SOPHIE

What do you do for a living?

GEORGE

At least try the fish. Before we have to go.

SOPHIE

Are you in a rush?

GEORGE

No, but it's a five dollar piece of fish and I'd like to know if it's worth it.

Sophie cuts off a piece of fish, tries it.

SOPHIE

Now, what do you do?

(George still waits)

It's worth it.

GEORGE

I keep my options open.

SOPHIE

For what?

GEORGE

My next opportunity.

Then, George notices the SNOODY MANAGER and the hero Waiter, eyeing them. Sophie clocks it, too. George waves and smiles --

GEORGE (CONT'D)

Come on, eat.

SOPHIE

You are in a rush.

GEORGE

Time can't be bought, sold, or stolen. It's God's greatest weapon. So we should all be in a rush.

George races to eat --

SOPHIE

Who do these people think you are?

GEORGE

It's of no worth to me unless it's  
going toward the bill. And it is.

SOPHIE

So you're a con artist.

GEORGE

Not as keen as the one I'm with.

SOPHIE

I'm afraid I have no idea what  
you're talking about.

\*

GEORGE

Is that so? 'Cause you've gained  
quite the reputation around here. I  
find your "honor as thieves"  
particularly fascinating.

\*

\*

\*

Sophie stuffs her mouth with food to avoid the details.

GEORGE (CONT'D)

Great. You're finally eating. Now,  
I'll tell you who I am.

\*

\*

\*

George finally sets his fork down.

GEORGE (CONT'D)

I'm a graduate of the University of  
Cincinnati. Engineering and  
Architecture, top of the class. But  
I got bored. Ohio is pretty hum  
drum. So I came to the big city.

\*

SOPHIE

A man with the privilege to be  
anything he wanted in the world but  
chooses to be anything but  
himself... What're you running from?

\*

GEORGE

See, here's where we are different.

\*

SOPHIE

Oh, don't tell me you're not.  
Everyone's running.

\*

\*

\*

GEORGE

That's true. But y'all are running  
away from a life, a country, a  
struggle. But I am running toward a  
goal: etching my name into history.

\*

\*

\*

SOPHIE

By doing what?

GEORGE

I told you, I'm still working that  
part out.

\*

SOPHIE

(growing suspicious)

Is this is a business dinner, Mr.  
Leslie? Because if it is, you and  
me live and die by this five dollar  
piece of fish. No harm done.

\*

GEORGE

It's a date. That's all.

\*

That's what she was hoping to hear. She settles.

\*

GEORGE (CONT'D)

I do have one request though... Can  
you remove your heels?

\*

George points to the Manager and FAT SECURITY GUARD heading over  
with a WEALTHY COUPLE who just arrived for their reservations.

\*

GEORGE (CONT'D)

It appears as though Mr. Roger  
Guillian has learned someone stole  
his reservation tonight...

George smiles. Sophie, too. She reaches to unstrap her heel.

#### EXT. 5TH AVE - NIGHT

UPPER CLASS COUPLES stroll the street when -- *WHOOSH* --  
George and a barefoot Sophie POUND THE PAVEMENT -- leaving  
the Fat Security Guard in the far distance, out of breath.

They catch eyes while they run, giggling, *connecting...*

And they turn a corner to catch their breath. Panting. Sophie  
eyes George for a moment. Then, she plants him with a kiss.  
They begin to make out. Raw passion in the concrete jungle...

GEORGE

Wanna go back to your place?

SOPHIE  
I live with my mother.

GEORGE  
Hard pass.  
(then, an idea forming)  
What about the store?

Off Sophie's adventurous gaze...

**INT. MANDELBAUM'S DRY GOODS' STORE - BACK ROOM - NIGHT**

Sophie and George CRASH into a STACK OF SILK while making out. George kisses her neck. Sophie undoes his belt. George unbuttons her blouse. Sophie takes his pants off. He takes hers off. She nibbles his ear. He lies on top of her AND... SMASH TO:

**INT. MANDELBAUM'S DRY GOODS' STORE - BACK ROOM - LATER**

Sophie, with shagged up sex-hair, puts her dress back on while thinking about what just happened in that room. On that crate. Sweat marks still present. She smiles to herself. THEN--

CRASH. From inside. She quickly redresses, growing concerned.

SOPHIE  
George?...

**INT. MANDELBAUM'S DRY GOODS' STORE - MOMENTS LATER**

Sophie enters to find Grady aiming his PEARL HANDLED DERRINGER PISTOL at George behind the counter.

GRADY  
You said you were alone, you cunt.

SEVEN OF GRADY'S GANGSTERS also fill the store. One is "BLACK" LENA KLEINSCHMEIDT, a twisted version of Sophie who --

Aims her WEBLEY REVOLVER at Sophie's chest.

GEORGE  
DON'T!

Sophie tenses. There's no shot.

GRADY  
Where does Mandelbaum keep her shit?

SOPHIE  
In a warehouse. No one knows the address. Not even me.

\*

\*

\*

BLACK LENA  
Bullshit! You're her right hand.

SOPHIE  
And who are you?

BLACK LENA  
Black Lena.

GRADY  
My right hand in Jersey. Lena is  
the Queen of Hackensack now.

SOPHIE  
No Queens live in New Jersey.

BLACK LENA  
Do you really wanna mouth off to  
someone aiming her gun atcha?

Just as Grady flicks his eyes over, Sophie nods to George --  
And George GRABS Grady's PISTOL -- aims it BACK IN HIS FACE!

SOPHIE  
Never take your eye off the prize.  
Should've attended Marm's school.

Immediately, the SIX OTHERS PULL their guns on Sophie --

GRADY  
Always carry a weapon. Should've  
studied the game before playing it.

It's a STANDOFF. SEVEN guns on Sophie. George aiming on Grady.

GEORGE  
Okay, okay, okay. Everyone settle  
down. No one needs to get shot.

GRADY  
Beg to differ.

GEORGE  
There's a stash of cash underneath  
the register --

\*

SOPHIE  
What are you doing?

GEORGE  
Making sure our second date isn't  
six feet under.

While keeping the gun trained on Grady, George carefully reaches under the register to Marm's secret stash of cash --

SOPHIE  
No. She's gonna kill you.

GRADY  
Not if we do it first.

George pulls out a WAD OF TENS from the stash.

GEORGE  
There's about \$200 here. And I'll even return your pistol.

SOPHIE  
George --

GEORGE  
Sophie, please. I got this.  
(then, to Grady)  
You lose nothing by taking this.

Grady considers. Sophie still isn't on board. But George moves forward anyway, placing the money on the counter...

And Grady instantly grabs it.

GEORGE (CONT'D)  
Great. We're doing great. Now, we lower our guns. You, first.

Tense beat. Grady nods. His gangsters lower their weapons. Lena is last to do it, eyeing Sophie hard. Then, George slowly hands Grady's pistol back -- and Grady takes it.

GRADY  
This boy bought you another chance at life. Don't fuck it up now.

Grady stares at Sophie while stepping back to the exit. His crew follows. Once gone, George exhales. And Sophie begins shaking...

SOPHIE (PRE-LAP)  
And then George talked Grady down.

**INT. MANDELBAUM'S TENEMENT HOME - ALLEY - LATER**

Marm stands in her nightgown, with one eye on her apartment window, and one eye on George. Sophie stands between them.

MARM  
What'd you promise them?

GEORGE  
I paid them.

MARM  
How much?

GEORGE  
About two hundred.

MARM  
... From my stash?

George reluctantly nods. Sophie stays silent.

\*

MARM (CONT'D)  
Well, thank God you were there to save  
my Sophie.  
(George's relieved, then)  
But you're going to pay me back.

\*

\*

\*

GEORGE  
Ma'am, I don't have that kind of  
disposable cash right now --

MARM  
I'm sure a man in your threads has  
an inheritance.

GEORGE  
Not anymore.

MARM  
Okay. Then you'll earn it back.

SOPHIE  
Mother!

MARM  
Do you care about this George fella?

SOPHIE  
It was only one date...

MARM  
If you don't, I'll have him  
arrested for theft and trespassing  
in my store and we'll call it even.

SOPHIE  
Yes. Okay. Yes. I could see it  
going somewhere.

MARM

Great. Then this is his chance to prove he cares about you, too.

GEORGE

Are you blackmailing me?

MARM

Precisely.

SOPHIE

No-no, I don't want him involved--

GEORGE

How do I earn it back?

MARM

Handle my Grady situation.

GEORGE

All due respect, I'm not a killer.

MARM

Young man, did you think I was going to ask you to pull a revolver on his family and make headlines?

GEORGE

I mean, obviously.

MARM

Quite the opposite. I want a truce.

George and Sophie were NOT expecting that.

GEORGE

And if he doesn't accept it?

MARM

(matter of fact)

He'll probably kill you. That's why you are offering it instead of me. I'd say that's worth about \$200.

\*

Beat. The magnitude lands on George.

SOPHIE

George, you don't need to do this.

GEORGE

I want to. And that counts for something these days, right?

Off George and Sophie exchanging a romantic glisten.

**EXT. EAST RIVER DOCKS - NIGHT**

Sea of darkness. George stands by a docked ship. Alone. Anxious.

GRADY emerges, leading a PACK OF GANGSTERS toward George. They carry bats, chains, and bad intentions. George stiffens at the sight, takes his hands out of his pockets just in case.

As they near closer, Grady cocks his head --

\*  
\*

GRADY  
Where is Mandelbaum?

GEORGE  
With her children.

GRADY  
So she sent you alone to get your  
ass whooped?

GEORGE  
She sent me to offer a truce.

A tiny beat.

GRADY  
Are you fucking me, George?

GEORGE  
You're the one who just said you  
were going to whoop my ass.

GRADY  
Because if you're fucking me --

GEORGE  
Look, she has two stashhouses of  
loot. Silver, antiques, furniture,  
cigars, you name it. And she's  
willing to offer you one.

GRADY  
Take me there and if its worth it,  
then you and me have no more  
business together.

GEORGE  
You're already here.

George motions to the ship. Rocking back and forth... Grady indicates for George to go first. He does. Then, Grady indicates for his crew to stay out, keep watch. They do.

Grady follows George onto the ship. They both disappear into its bowels as Grady's crew waits patiently for several moments.

WHACK! THUD. Someone falls to the ground in the ship. THEN --

**FFFSHHHH! THE SHIP GOES UP IN FLAMES!**

Sophie HOPS OFF and onto the dock! George JUMPS BEHIND HER!

GEORGE (CONT'D)  
GO!! GO!! GO!!

They both BOLT in the opposite direction! JUST AS --

WWWAAAH! POLICE HORNS BLARE! Grady's THIEVES SCATTER.

Grady steps off the boat, holding his head which begins to swell. (He was the thud.) But before he can run -- \*

POLICEMAN (O.S.)  
Get on the ground!

A POLICE CARRIAGE SURROUNDS HIM IMMEDIATELY.

GRADY  
What the hell is this?

And out steps Shang, aiming his weapon at Grady --

SHANG  
I said on the ground! You're under arrest.

Grady puts his hands up and slowly gets onto his knees...

GRADY  
What the fuck? I didn't do this  
shit!

The WELT forms on Grady's head. Shang vigorously approaches and Grady takes a step backward --

GRADY (CONT'D)  
Look at my forehead! I was  
attacked! I'm being framed.

SHANG  
No. You were resisting.

Shang grabs Grady and SLAMS him to the ground, forcing his bruised head onto the gritty wooden dock.

SHANG (CONT'D)  
NYPD has patrol units all around  
the East River. I saw everything.

Shang begins cuffing him.

GRADY  
Then did you see that kid lead me  
onto the ship? It's another one of  
Mandelbaum's fucking mind games.

SHANG  
That widow with the failed dry  
goods shop?

Shang cackles.

SHANG (CONT'D)  
See if that holds up in court.

Shang brutally brings Grady to his feet by his wrist chains.  
Grady YELPS. And then, Shang shoves him into the carriage --

**MARM (V.O.)**  
*Justice. The key to confrontation  
is to kill your enemy without them  
even realizing it.*

**INT. TWEED COURTHOUSE - DAY**

The famously crooked courthouse. George is on the witness stand, offering passionate testimony. Grady is the defendant.

**MARM (V.O.)**  
*For me, that was easy. Revenge is a  
dish best served by a mother. And  
on my platter was George --*

George cries during his defense, earning sympathy from all.

**MARM (V.O.)**  
*A star witness who nobody would  
suspect of being associated with a  
poor old widow like me.*

The CURLY-HAIRED JUDGE BANGS his gavel. Grady grimaces.

**INT. MANDELBAUM'S CLAPBOARD HOME - KITCHEN - NIGHT**

Marm gazes at a LUXURIOUS LAMB-SKIN DINNER INVITATION reading:  
*"A Dinner Party Hosted by the Honorable Mrs. Mandelbaum."*

**MARM (V.O.)**

*And when war is over, a great  
leader cultivates peace. My sixth  
virtue and perhaps life's most  
profitable commodity.*

\*

The oven DINGS. Marm takes out a hot glass tray of DELICIOUS FOOD. Like a Thanksgiving Commercial, Marm carries it into --

**INT. MANDELBAUM'S CLAPBOARD HOME - DINING ROOM - NIGHT**

Marm's new upscale dining room is full of GUESTS around her marble table. Marm sets the tray down, unveiling DELICIOUS FOOD.

**MARM (V.O.)**

*When families scavenged, they  
trusted me to help them survive.  
Business owners needed protection,  
I had brutes look after their  
store. You needed bail money, I  
fronted it. If you wanted the  
Jewish vote, you first needed my  
vote of confidence.*

\*

\*

REVEAL through the length of the table: George, Shang, Sophie, Curly Haired Judge, Rabbi Schmidt, Lawyer Bill Howe, POLITICIANS, COPS, THIEVES...

**MARM (V.O.)**

*And my dinner parties were the  
hottest in the city because my  
guest list was as carefully  
refined as my menu...*

\*

PULL OUT to the FULL VIEW of Marm's dining room where WHITE-COLLAREDs sit beside BLUE-COLLAREDs. All one happy family.

\*

**MARM (V.O.)**

*The fringe of society dining with  
the high society. Not because this  
is America, but because when you do  
favors for people, they're more  
likely to do one back...*

Marm takes her seat at the head of the table --

MARM

Let's eat!

Off her command, the guests dig in and celebrations begin...

**INT. MANDELBAUM'S CLAPBOARD HOME - HALLWAY - LATER**

Among echoes from the party, George toes down a hallway. A LANTERN in one hand and a NEWSPAPER concealing a BULKY OBJECT in his other. He approaches a door and pushes his way into --

**INT. MANDELBAUM'S CLAPBOARD HOME - JULIUS' ROOM - CONTINUOUS**

Where Julius stares at a SIX-SHOOTER beside a FALSE FLOORBOARD.

GEORGE

Shit. Sorry.

JULIUS

What the hell? You don't knock?

GEORGE

You didn't lock and I thought...  
Where's your mother's room?

Julius stands, grabs his gun --

GEORGE (CONT'D)

Relax. She agreed to talk... away  
from everyone. That's all.

JULIUS

Then what's in the newspaper?

George unravels the paper to reveal: A SMALL TIN WHEEL WITH WIRES ATTACHED ("THE LITTLE JOKER").

GEORGE

A device I invented. I call it The Little Joker.

JULIUS

What's it for?

George shows him the (real) newspaper headline: "**DEXTER BANK ROBBED BY GENIUS! POLICE HUNT FOR CLUES!"**

GEORGE

This. It records a safe's combination without a trace.

JULIUS

(mesmerized)

You robbed a bank?

GEORGE

(re: Julius's gun)

Do you want ME to start asking YOU  
questions?

JULIUS

I bought it at Thieves Exchange.

GEORGE

Hey! I didn't ask. I don't want to  
know. Just put it away.

Finally, Julius sets the gun down under the false floorboard.

JULIUS

You gonna tell my mom? Like Sophie?

GEORGE

Brothers are different.

JULIUS

Is that what we are?

GEORGE

We could be.

(re: The Little Joker)

If you don't tell anyone about my  
friend, either.

Julius nods. George goes. Then, with a YANK OF A LEVER (just like Marm), Julius sends the gun downward into a crawl space.

**INT. MANDELBAUM'S CLAPBOARD HOME - MARM'S ROOM - MOMENTS LATER**

George shows Marm his "Little Joker" device while she scans the newspaper article to corroborate his story.

GEORGE

Keep reading. It says I was in and  
out like a ghost.

MARM

Did the earnings disappear into  
thin air, too?

GEORGE

They paid my debts. It cost me  
about the same to plan the heist.

MARM

So there was no profit?

GEORGE

The profit is proof that it works.

Marm hands the newspaper back.

MARM

George, I'm not going to finance a heist just because I can.

GEORGE

But you would if it earns you enough money to retire, right?...  
Criminals get hooked forever.  
Working people never stop working.  
But businesspeople, real businesspeople retire.

Just as Marm considers that notion --

SOPHIE (O.S.)

And what are you going to tell our children?

\*  
\*  
\*

They find Sophie in the doorway.

SOPHIE (CONT'D)

Daddy's a bank robber? Daddy's a cheat?

\*

GEORGE

Whoa. Kids? Slow down.

SOPHIE

Speed up. I'm not here to be your arm candy. Or your accomplice.

GEORGE

I never asked you to be either.  
Just... please give us a moment.

\*  
\*  
\*

George eagerly looks at Marm, gripping his invention. But Sophie studies him for a brief moment, puzzled, speculating:

\*  
\*

SOPHIE

Wait. Were you fucking using me?

\*

GEORGE

(yes)

What, no. No, of course not.

SOPHIE

Then, have your pick. Me or crime.

GEORGE

Have yours. Me or the money you think I have.

\*

Sophie is caught. But she's not ashamed.

SOPHIE

Well, I'm not gonna marry some bum  
who keeps me in this mess. And what  
do you mean by "think you have?"

GEORGE

I'm the American Nightmare. Riches  
to rags. I have \$140 dollars to my  
name... So we can all help each  
other out here...

SOPHIE

(confirming it out loud)  
No... no... You were using me...  
You're... You're broke.

The air sinks out of the room for Sophie.

SOPHIE (CONT'D)

GET OUT OF MY HOUSE!

MARM

Sophie --

SOPHIE

He's a fucking liar and I want him  
out! NOW.

MARM

We have guests. Go back inside.

Sophie's shocked. The first time Mother didn't cater to her.

SOPHIE

You're actually considering taking  
a bank? What the hell has gotten  
into you?

Marm shuts the door.

MARM

This secures my family's future for  
generations. And I never once  
thought I'd come close that.

SOPHIE

But this isn't how we do it.

Marm just stares at Sophie. She's fine with that. Beat.

SOPHIE (CONT'D)

You're all alone on this one.

Sophie turns to the door, but waits one last moment. Marm still \*  
doesn't budge. So Sophie exits. Then, Marm looks to George: \*

MARM

I need to know how you lost your  
money. Your curses, debts, motives.  
Tell me all of it. And if you lie,  
no matter when I discover it -- I  
will pull the rug from underneath  
you. Do not test me, young man.

Beat. George carefully considers his answer:

GEORGE

My father's name was defined by  
breweries. Mine was defined by my  
father. I was a rich kid who got  
what he wanted when he wanted. I  
didn't like that feeling. I hate  
those kinds of people. Dad called me  
ungrateful. He didn't understand why  
I wanted to "make my own name." So  
he cut me off as soon as my train  
stopped in New York... It was the  
nicest thing he'd ever done for  
me... That's where you come in, Miss  
Mandelbaum. I invented this device  
because it doesn't require dynamite,  
violence, or danger. Just fortitude.  
And I think you're the only fence  
around who could appreciate my kind  
of genius.

A loaded beat. Marm shuts the door.

MARM

The Manhattan Savings Institution.  
It's the personal depository of  
New York's wealthiest and the only  
heist that makes this worth it for  
the both of us...

Off Marm, dollars in her eyes and dreams in George's...

**INT. MANHATTAN SAVINGS INSTITUTION - GRAND LOBBY - DAY**

An architectural masterpiece. TELLERS stand behind ARCHED  
CAGES serving CLIENTS. **PAT SHEVELIN** (40s), a drone, a worn,  
defeated, mutton-chopped drone, waves over the next customer --

George, surveying every inch of this kingdom, while approaching.

**PAT SHEVELIN**  
Withdrawal or deposit?

GEORGE  
Deposit.

PAT SHEVELIN  
Cash, gold, or personal items?

GEORGE  
Personal items.

George reveals THREE DIAMONDS. Pat simply goes through the motions, placing the three diamonds in a deposit tray... Until George moves a diamond toward Pat. Now, *Pat is engaged.*

**INT. MANDELBAUM'S DRY GOODS' STORE - NIGHT**

Sophie slouches, defeated, counting cash. Dorcy enters.

SOPHIE  
We're closed.

DORCY  
Please. I need a ring. Fast.

SOPHIE  
This is a Dry Goods store.  
Bedsheets, silk, no diamonds.

DORCY  
Come on. I was referred here.

SOPHIE  
By whom?

DORCY  
Some orphan at Thieves Exchange.  
Said you have fair prices.

SOPHIE  
What's his name?

DORCY  
Ralph? James? I don't remember some  
fucking street kid.

SOPHIE  
Yet you trusted his recommendation.

DORCY  
Look, if I don't propose tonight,  
she's gone.

SOPHIE  
Aw. What a shame.

\*

\*

\*

\*

DORCY  
I'll pay a premium.

Dorcy DROPS a SACK on the counter.

DORCY (CONT'D)  
Directly to you. Unless you want to  
be a clerk at a pawn shop forever.

Beat. Dorcy opens to reveal: a STACK OF CASH. Sophie eyes it.

SOPHIE  
Suppose we did have diamonds and  
suppose I did do this under the  
table...

DORCY  
I wouldn't tell nobody. Not even  
your boss.

SOPHIE  
That's a given. But it's gonna cost  
you a decent amount.

DORCY  
Call it.

SOPHIE  
No. You call the price. And make it  
enough to... I don't know, "secure  
my future" at least for a few  
months.

DORCY  
I'll give you all of it if you give  
me your best and biggest rock.

Beat. She considers him, the deal behind Marm's back... Then, she pulls out a 2.5 Carat Diamond from behind the register. Dorcy nods. Sophie takes his sack and hands him the diamond.

SOPHIE  
Piece of advice? Let the diamond do  
the proposing. Good luck, fella.

But Dorcy doesn't leave. And Sophie grows impatient.

SOPHIE (CONT'D)  
I said we're done here. Good night.

Then, Dorcy shows his P.I. License. Sophie's stunned.

DORCY

Tiffany's reported a loss of two thousand in diamonds yesterday. Something tells me I can trace this rock right back to their store...

SOPHIE

Uh... No. A man came in with--

DORCY

This is no accusation. This is proof, Miss Elkins.

\*  
\*  
\*

Sophie freezes.

SOPHIE

How do you know my name?

\*  
\*  
\*

DORCY

I know lots of things. And either I can bring it to the precinct... or you can tell me all about Old Mother Mandelbaum and her operation.

\*  
\*  
\*  
\*

Off Sophie, completely fucked...

**INT. ELDRIDGE ST. POLICE STATION - HALLWAY/SHANG'S OFFICE**

Dorcy charges down a HALLWAY flanked by the SERGEANT from earlier. They BUST INTO Shang's office --

SERGEANT

You bastard!

The Sergeant SLAMS Shang's HEAD down onto his desk and breaks out the handcuffs. Shang is the one being arrested.

**INT. MANDELBAUM'S CLAPBOARD HOME - DINING ROOM - DAY**

George holds blueprints of the bank but Marm is distracted. Nervous. Paranoid like we haven't seen her...

GEORGE

Shang probably did himself in.

MARM

You realize what this means?

GEORGE

That we have to move on the bank quickly.

MARM

That we have a wolf among us.

GEORGE

Okay. So we'll move carefully.

\*

Sophie enters. Something seems off about her. She looks at George as if she wants to say more... But all she says is:

SOPHIE

I'm moving out.

Enter **NED LYONS** (30s) -- a burly redhead with a torn off ear.

MARM

With this brute?!

SOPHIE

Ned, yes. He bought me a house in Long Island. And before you say--

MARM

You are running from who you are again. And this man will fall very short of your expectations.

SOPHIE

He wants to get away from all of this, too. Start a family. Live a quiet, comfortable life...

Sophie looks at Ned. He nods.

MARM

How do we know he isn't the mole?

SOPHIE

Because Ned comes from a family of criminals. You know who doesn't?

Sophie points to George. George scoffs.

GEORGE

Please. Maybe you're the snake.

Marm rises, considers them both.

SOPHIE

Mother -- I would never--

GEORGE

This is exactly what she does when she doesn't get her way. She plays people's emotions to get them to do as she pleases.

SOPHIE

I do not.

GEORGE

Mother, look what's happening right now --

SOPHIE

What did you just call her?

GEORGE

-- She found the worst possible guy after you agreed to a job that she doesn't approve of.

SOPHIE

I don't approve of it because I'm looking out for her best interests.

GEORGE

You said yourself you have her wrapped around your finger.

Marm expects Sophie's denial... But instead, Sophie walks aggressively toward George --

SOPHIE

FUCK YOU, GEORGE! For fucking ruining everything --

And George shoves Sophie away. Then, Ned grabs George and TOSSES him into the CHINA CABINET. GLASS SHATTERS all over Marm's floor.

**MARM (V.O.)**

**Discipline. Choose a path or die in the middle. Don't let compassion create liabilities.**

Ned readies for a fight as George stands. But George backs off, respecting Marm's code. He covers his bleeding elbow.

**MARM**

***Of course I cared for Sophie. But a mother's sin is we care too much.***

Sophie pushes Ned into a corner. And Marm deadeyes Sophie.

**MARM (CONT'D)**

I'm through with your grade school behavior.

SOPHIE

Listen to me.

MARM  
No.

SOPHIE  
I swear I didn't rat on you.

MARM  
I don't want to see you anymore,  
Sophie. Do not ever come here again  
unless I send for you.

That lands on Sophie. Sadness lingering in the air. And  
Sophie quietly exits. Ned follows. LONG BEAT. \*

George just waits for Marm to gather herself. Then she puts  
on her mask of determination as she declares: \*

MARM (CONT'D)  
Cut ties with anyone we've ever  
worked with. We trust no one. We  
end every operation. It's all over,  
George. \*

GEORGE  
... Including Manhattan Savings?

MARM  
No. I need it now more than ever. \*

Relief washes over George's face.

MARM (CONT'D)  
So don't fuck it up.

Off Marm, grilling George... \*

**INT. MANDELBAUM'S CLAPBOARD HOME - JULIUS'S ROOM - MOMENTS LATER**

Marm enters to find Julius, looking out his window at Sophie.

JULIUS  
Where is she going?

MARM  
Long Island. Or so she says.

JULIUS  
Are we going to see her again?

Emotional beat. Marm doesn't respond. She sits beside Julius.

MARM  
I need your help. Just this once.

Julius slowly turns his gaze to his mother. Sparkling eyes.

**INT. MANDELBAUM'S WAREHOUSE - BANK REPLICA - NIGHT**

AN EXACT REPLICA of the Manhattan Savings Institution in Marm's WAREHOUSE. Marm stands in the "grand lobby" with George.

MARM

You used my money to build a replica?

\*

GEORGE

Practice is man's best friend.

\*

*(NOTE: this was the first  
replica ever used)*

Now, come. Check out the vault.

Marm follows George through the PRISTINE REPLICA LOBBY with ARCHED TELLER CAGES.

\*

They pass the JANITOR'S STAIRS and a WATCHMAN'S CLOSET on the right, a CONFERENCE ROOM on the left, and then arrive at --

\*

\*

The ORNATE CIRCULAR VAULT ENTRANCE, protected by TRIPLE DOORS -- open -- revealing TIN SECURITY DEPOSIT BOXES lining the walls -- all leading to -- AN IRONCLAD CHUBBS AND SONS LOCK AND SAFE, QUADRUPLE COMPARTMENT.

\*

\*

And inside the vault is: Pat Shevelin and Julius.

GEORGE (CONT'D)

My 3 man army. Meet Mr. Shevelin.

Pat looks at Marm, dryly. He's not very good at greetings.

GEORGE (CONT'D)

Mr. Shevelin goes inside the vault every day. And he's going to install the little joker so we don't have to break in twice...

PAT SHEVELIN

And Mr. Shevelin will be paid three thousand dollars for his services.

Marm eyes him.

GEORGE

Don't mind him. He's quirky.

MARM

I would have preferred an inside man who wasn't.

*(then, to Julius)*

Have you been hired, yet?

\*

JULIUS

Yep. Get my janitor's uniform  
tomorrow. Been practicing my  
mopping, too.

\*

\*

Julius beams. Marm just stares at him with a ruthless glance.

\*

MARM

Get to work.

**INT. MANDELBAUM'S WAREHOUSE - BANK REPLICA - MONTAGE - NIGHT**

Marm observes from the lobby as George lies inside the vault,  
listening to each turn of the safe's dial with a STETHOSCOPE.

Meanwhile, already mid-action, Julius rushes to transfer mock  
jewelry from the 50 DEPOSIT BOXES to Pat's WOOL BAG. Just as  
they finish the 50th BOX, George hears a CLICK in the safe --

And he POPS OPEN THE SAFE. Julius and Pat stand tall as George  
rushes to check the clock above the vault: striking **9:23pm**.

GEORGE

Pathetic!

Julius and Pat sink. George paces like a Drill Sergeant.

GEORGE (CONT'D)

34 seconds for 1 deposit box. 28  
minutes and 30 seconds for all 50.  
But we wouldn't have even gotten  
that far because Pat decided to  
stand in the only spot where the  
top of his empty skull can be seen  
from anyone out on the street!

George indicates the DUMMY-WINDOW in line with Pat's position.

GEORGE (CONT'D)

But his gravest mistake was  
installing my Little Joker  
backwards. How could I possibly get  
the right combination when it's  
showing me the wrong numbers? That's  
why I had to use a stethoscope like  
I'm diagnosing fucking Small Pox.

PAT SHEVELIN

I'm sorry.

GEORGE

That's what prisoners say.

Pat looks away, moves back to the Janitor's room for square one. But George physically stops Julius from walking there.

GEORGE (CONT'D)

Sweet buggy-eyed Julius... If I have to knock eight times on the janitor's door -- instead of the agreed upon seven -- I'm going to kick you off this job and leave you begging for a suckle of your mother's teet. Do you hear me?

Julius looks to Marm -- for her defense.

MARM

Don't look at me. Every one and every thing has a function. The janitor's entrance is the cleanest way into the bank. One thing goes wrong, every thing goes wrong. Do it right or we will find someone else who can mop.

\*  
\*  
\*  
\*  
\*

Julius drags to the Janitor's office. Then, George settles.

GEORGE

Sorry about the bug eyes thing. He's very handsome. I just... this needs to be perfect.

George fusses with a CLUNKY WOODEN CHAIR, inching it over.

GEORGE (CONT'D)

And it will be perfect.

George re-locks the safe. SMASH into A RAPID FIRE SEQUENCE...

**INT. BANK HEIST MONTAGE - DAY/NIGHT**

**JANITOR'S DOOR** -- George knocks SEVEN times. Pat waits on the stairway. Julius opens the door. Too long. George shakes his head. Again. George shuts the door. George knocks SEVEN times. Julius opens. Too quick. Again. George shuts the door.

**REAL MANHATTAN SAVINGS BANK** -- Behind his teller cage, Pat hands George deposit paperwork. George slides cash -- and the LITTLE JOKER over to Pat -- unseen by any eye in the joint.

**OFFICE ACROSS REAL MANHATTAN SAVINGS BANK** -- George sits in an empty office, staring at the bank across the street. You can see Pat's head through the window like he said. He studies the BANKERS closing down process... IRON SHUTTERS BEING SHUT...

**WAREHOUSE REPLICA//MANHATTAN SAVINGS BANK** -- ONE screen grows into SIX split screens:

-- Now with CLOSED IRON SHUTTERS, the crew navigates the lobby.

-- Julius opens the Janitor Door on time.

-- Pat dodges Marm's attempt to trip him.

-- While running, Julius drops jewelry because he's got too much.

-- George cracks the replica safe.

-- Pat installs the LITTLE JOKER in the real bank's safe.

WE MERGE BACK INTO ONE SCREEN WHICH CRASHES US INTO:

**INT. MANDELBAUM'S WAREHOUSE - BANK REPLICA - NIGHT**

Lit by ONE lantern in a COMPLETELY DARK WAREHOUSE, Marm watches the trio -- mere movements in the shadows -- carrying out the heist without light... CLICK...

The vault opens. George rushes to the CLOCK -- STRIKING **9:15pm**.

GEORGE  
Gentlemen... We just mugged the  
Manhattan Savings Institution!

Julius and Pat fall in exhaustion. George looks to Marm... who cracks a smile. Off their celebratory embrace --

**INT. SATAN'S CIRCUS CASINO - NIGHT**

It's a party. Onyx pillars, oil paintings, silk curtains; glitzy Vegas in Old New York. A *very tipsy* Julius and George play POKER with DRUNKARDS. DEVIANT WOMEN on all their laps.

JULIUS  
We're going to live in fucking  
infamy!

Julius slides in CHIPS and reveals TWO ACES. George responds with a STRAIGHT. The Drunkards groan.

JULIUS (CONT'D)  
GOD DAMN IT, GEORGE!

And George takes the pot, adding it to his BIG STACK.

SHANG (O.S.)  
Room for one more?

They look up to find Shang heading over with his wife, **BABE**  
**DRAPER** (30s, a firecracker before her marriage) -- \*

GEORGE  
Shang. Holy shit.

George rises to hug him. But Shang just takes a seat. Awkward.

GEORGE (CONT'D)  
What are you doing here? I thought  
they gave you five years.

SHANG  
A cop's got powerful friends.  
Trade off is I can't be a cop no  
more.

GEORGE  
Good trade off.

SHANG  
No. I got no more paycheck. I'm  
back to being "Shang" at this dump.

GEORGE  
I thought you liked it here.

SHANG  
I did.

Awkward. Shang offers the DEALER cash. Dealer deals to the  
players. George tries to make it better, indicating to Babe.

GEORGE  
Hey, at least you've got a lovely  
lady to keep you company.

SHANG  
My wife. Had her then, too.

GEORGE  
Nice to meet you, Mrs. Draper.

SHANG  
That's enough, George.

Tension. Shang puts out a blind... And George matches it.

SHANG (CONT'D)  
What's Marm up to these days?

GEORGE  
Called it quits after you got  
pinched.

SHANG  
Do I look like a bitch?

GEORGE  
Huh? No. No. Of course not.

SHANG  
'Cause I didn't say a God-damned  
word in there. I could've. And I'd  
still be a cop. But I'd be a snake,  
too. And I don't like snakes.

\*

George just nods. Shang's eyes piercing through his skin.  
Drunkards match the blind, if only to stay and watch. That  
leaves Julius. He matches it, too. But Shang still glares --

SHANG (CONT'D)  
What do you think? Does she trust me?

JULIUS  
She should. I do.

SHANG  
Then maybe she has one last job to  
make things right between us?

GEORGE  
Shang, come on. I said she's done.

SHANG  
I want to know what he says. If he  
can drink in Satan's Circus, he can  
speak for himself. Right, Julius?

JULIUS  
... Right.

\*

GEORGE  
Sophie sang on you. Okay? If you  
got a bone to pick, find her.

SHANG  
Actually, that's why I came here.  
See, someone dug up shit on me --  
and I wanted to know who it was --  
so I did digging on everyone around  
me. Including my wife. I started  
with Sophie and she checked out...  
But you? I'm not so sure about.

GEORGE  
You're turning this on me now?

SHANG

Yeah. 'Cause no one ever quite knew  
why you were running... But I found  
out. You were being chased.

George's leg begins BOUNCING under the table. A THICK CROWD  
begins to form as Shang speaks very loudly --

SHANG (CONT'D)

Three million were called to duty  
for the Union. Half came back  
maimed, wounded, or not at all.  
But not you. 'Cause Daddy paid to  
for you to dodge Lincoln's draft.

Silence falls. In this day, you're a patriot or a traitor.

SHANG (CONT'D)

Your city hated you. They all  
sacrificed someone but you  
sacrificed \$300. So you came to a  
city too big to know you, too big  
to hate you... But I am sure there  
are men here right now who hate a  
man who don't serve his country...

AYE! Men shout in agreement. The woman on his lap stands to  
go. Angry gazes cover George. Including Julius. And then:

GEORGE

My father paid without me knowing.

George stands, leaving his pot behind.

GEORGE (CONT'D)

Keep the pot. For your paycheck.  
But I ain't no fucking rat.

Shang nods to a BIG IRISHMAN who STEPS in front of George AND  
SHOVES HIM BACK into his seat.

THEN -- A BEER COMES FLYING at George's chest. Alcohol DOUSING  
his clothes. CHEERS for blood!

Still, George keeps it cool, looks to Julius.

GEORGE (CONT'D)

Let's get out of here.

George stands. But Shang stops Julius from standing, too.

SHANG

Sit, boy.

IRISHMAN  
Come on, you fucking greenback!

GEORGE  
I'm not going to fight you, man.

IRISHMAN  
Hit me, you fucking twat!

The Irishman gets right in George's face, taunting him. THEN FROM OUT OF NOWHERE, SHANG THROWS AN ELBOW at the Irishman!

The Irishman falls.

The crowd makes a CIRCLE as Shang mounts him, CRUSHING his skull with ELBOW after ELBOW. BLOOD SPURTS onto Shang's face.

George is SHOCKED. Julius, too. As they watch Shang throwing blow after blow to the Irishman's EYE. BREAKING THE BONE.

BABE DRAPER  
That's enough, Tomas!

But Shang can barely hear her over the violent cheers. He PULLS OUT COPPER BRASS KNUCKLES, places them on, and POP! POP-POP! Shang nails the Irishman in the nose. The bone breaks.

He's a fucking mush of flesh, bone, and blood --

JULIUS  
You're going to kill him!

GEORGE  
Shang, enough!

FINALLY -- George pulls at Shang. Shang dismounts. He catches his breath -- and smiles as blood drips down his face.

SHANG  
Someone get the mick help --

MEN come haul off the Irishman -- groaning and grumbling. Shang indicates for Babe to towel him off with a rag. As she does, he keeps his eyes on George --

SHANG (CONT'D)  
I want in on her last job. And if not, I don't like to hurt people, but when a man loses his livelihood, you know, it's tough.

Off George fearful, shamed, and flicking his eyes to Babe...

\*

**EXT. HORSE STABLE - NIGHT**

HANDS LEAN ON A STACK OF HAY. Babe holds her balance as George plows into her. Moans. Passion. CLIMAX. George plops beside her in the blue moonlight. Babe catches her breath. A beat.

BABE DRAPER  
... It was you, wasn't it?

GEORGE  
How could you ask me that?

But she waits for the answer.

GEORGE (CONT'D)  
(pointed)  
Look, I ain't no two timer.

BABE DRAPER  
I know what I am. I'm a notch on a frightened man's belt. What does that say about you?

GEORGE  
You think I did this because of... whatever happened at the casino?

BABE DRAPER  
Why else would you do it?

GEORGE  
(lying)  
Because Shang isn't treating you right. Because I would.

BABE DRAPER  
Oh, so you're here to save me, eh?

GEORGE  
Don't be an ass.

BABE DRAPER  
Prove it then. Let's runaway... Out of New York to some paradise.  
(then, threatening)  
Far away from Shang. So he never finds out what we did tonight...

Off the veiled threat, George smiles to keep her happy.

GEORGE  
When you fixen to leave?

**INT. MANDELBAUM'S CLAPBOARD HOME - DINING ROOM**

Marm and George sit at the marble table.

MARM

You said you could do it with three.

GEORGE

I was so focused on the heist, I  
wasn't thinking about a way out.

MARM

I was. We have a horse to carry  
everything to my warehouse.

GEORGE

And while we're inside, who's  
going to keep watch outside? You?

MARM

I don't get my hands dirty.

GEORGE

But Shang does.

MARM

Shang?

GEORGE

He's out. And he didn't say a peep.  
He's the only other person we could  
trust to be our fourth man.

Julius enters like he's seen a ghost. Neither Marm nor George  
were expecting him. And George is worried what he'll say...

JULIUS

It's Sophie. She needs your help.

**INT. SING SING PRISON - HALLWAY OF CELLS - DAY**

Marm follows a GUARD down a hall of cells. They come upon  
Sophie's cell... Sophie won't even look up. Marm scowls.

MARM

That's her.

The Guard opens the cell and Marm enters. There's a distance  
between them. No eye contact. Marm still sits across from her.

Then, the Guard locks them inside before walking off.

Marm waits for Sophie to look her in the eyes. But Sophie still  
hangs her head. Ashamed. So Marm speaks first:

MARM (CONT'D)  
What do you want?

SOPHIE  
(muttering, ashamed)  
You were right about Ned.

MARM  
Of course I was. But you knew you  
were dancing with the devil.

SOPHIE  
Now I'm suspected of ending that  
dance with a bullet to his brain.

Sophie looks up through a swollen eye. Marm softens.

SOPHIE (CONT'D)  
He gave me everything a woman could  
want. All with an honest  
construction job out in Montauk.  
But when the job ended, money ran  
dry and that's when he got cruel.  
Went back to the life, you know? So  
I made him choose. Well, Ned don't  
like to be forced into nothing. So  
things spiraled and I guess I  
didn't shut up like he told me to,  
so... So-- I just left...

Marm studies her for a moment.

MARM  
Sophie. Either you tell me the  
whole truth for once or I leave.

Beat. Sophie indicates her belly and the tiniest of baby bumps.

SOPHIE  
I didn't want to put someone else  
through what I went through.

Marm immediately moves to comfort Sophie. A temporary truce  
that stretches beyond any bad blood.

SOPHIE (CONT'D)  
You're right. I run. And I'm good  
at it. So when Ned got, you know...  
That's what I did. But I never  
killed him. I swear to you. All I  
did was leave.

Marm takes Sophie's head into her arms. And it's exactly what  
Sophie needed. She grows immediately vulnerable like a child.

SOPHIE (CONT'D)

Why does this always happen to me?  
What am I doing wrong? I want to  
stop running. I have to before...  
ya know... But how do I stop, Marm?  
(then)  
How did you stop?

\*

MARM

I never started.

\*

Sophie looks at Marm, sympathetic but also challenging:

SOPHIE

No. No. You said yourself we are  
all a prisoner of some memory...  
Why did you come to America? What  
were you running from?

\*

\*

\*

\*

MARM

That's none of your business.

\*

SOPHIE

And that's why I never asked. But  
now I need to know how I can do  
what you did, how a broken girl can  
be a good mother, too...

\*

A pregnant pause. Marm struggles with her words...

MARM

My mother... let my father and his  
friends do... unspeakable acts...  
But the strong only run until they  
reach their destination. Mine was  
New York, where I could start over.  
And here I am. Surviving...  
(a moment to steady herself)  
Now, it's your turn.

Marm flicks her eyes back to Sophie:

MARM (CONT'D)

My lawyers have an alibi: You were  
out stealing when Ned was murdered.  
We've got a store owner from my  
synagogue who'll say he caught you.

\*

\*

\*

\*

SOPHIE

And then I'll be jailed for  
thievery.

\*

\*

\*

MARM

No. They're going to say you're  
what's called a kleptomaniac.

(NOTE: the first time in  
history this was used)

We don't want to know if you really  
killed Ned. Just repeat every word  
they give you and say it like you  
mean it. You'll be out tomorrow.

The sincerity lands on Sophie. Tears well in her eyes.

MARM (CONT'D)

I made you a promise. That I'd  
never be like your mother. Now you  
promise me the same.

(re: Sophie's belly)  
That you won't be, either.

Sophie nods and HUGS Marm as if she never wants to let go.  
But Marm is done with her now and pulls away --

MARM (CONT'D)

Goodbye, Sophie.

Just as she rises --

SOPHIE

Wait. I need to get something off  
my chest.

Sophie rises, too. Eye level with Marm.

SOPHIE (CONT'D)

Some investigator came into your  
store after you agreed to the  
heist. I wasn't thinking clearly.

Marm goes to speak but Sophie stands, puts her hand on her lips.

SOPHIE (CONT'D)

But I never once told him anything  
about you. Or your school. Shang.  
Any of it. I refused. I gave him  
dirt on one name... George Leslie.

Marm wasn't expecting that. Confusion, concern settles in...

SOPHIE (CONT'D)

And then Shang got arrested instead.

Off Marm, running it over in her head, as RAGE takes form.

**INT. MANDELBAUM'S CLAPBOARD HOME - JULIUS'S ROOM - NIGHT**

ANGLE ON: Julius sleeping like an angel.

MARM (O.S.)  
Why did George suddenly want to  
bring on Shang?

He wakes to his mother standing over him, lit from beneath  
with her lantern, looking like a fucking demon.

JULIUS  
I don't know.

MARM  
Tell me the fucking truth, you  
spineless twerp!

JULIUS  
Mother?

Julius sits up, terrified. Marm towering over him --

JULIUS (CONT'D)  
Shang got violent... But--But George  
swears he trusts him.

MARM  
Because he's protected!

JULIUS  
What?

MARM  
Get up.

JULIUS  
Why?

MARM  
I ought to kick you out on the  
streets for keeping this from me!

JULIUS  
I'm sorry... Please--

MARM  
Don't beg with me, boy.

JULIUS  
What do you want me to do?

Marm RIPS OFF his blankets.

**INT. OPIUM DEN - CHINATOWN - NIGHT**

A room of rugs, privacy curtains, and bunk beds. PROSTITUTES lie with some of the men. George lies on the floor, smoking some Shanghai Sally across from Dorcy. Sober. Determined.

DORCY

What's taking so long?

GEORGE

She isn't exactly a walk in the park to deal with...

\*  
\*

DORCY

Do you think you have the leverage here, George?

\*  
\*

GEORGE

I'm handing Marm to you on a silver platter: Catching her red-handed in the biggest robbery in the United States. So yes, I call that leverage, Mr. Dorcy.

\*  
\*

DORCY

More like empty promises.

GEORGE

Come again?

DORCY

I've seen nothing so far but a smug prick who should be in jail taking his sweet ass time to deliver.

\*

GEORGE

Do you doubt me?

DORCY

Of course I doubt you.

GEORGE

So you don't think I can pull this off?

\*  
\*

DORCY

Or you won't. I haven't decided.

Off the challenge, George puts the pipe down.

GEORGE

When I heard about Grady's Mandelbaum problem, I offered to help him.

(MORE)

GEORGE (CONT'D)

Said I'd get close to Sophie,  
bring her to the store, and then  
his crew could swoop in... I'd  
play hero, gain Marm's trust, and  
boom -- I'd give Grady her schemes  
and contacts.

DORCY

But you flipped on Grady instead.

GEORGE

Right. He was my way in to the  
underworld. But he wasn't the fence  
who could make my dreams come true.  
Marm was. Now, 'cause of Sophie's  
loose lips, I need a way out. So  
Marm is Grady. And she will be  
jailed. And you are Marm. Except  
you will be the hero of the NYPD.

**EXT. OPIUM DEN - NIGHT - SIMULATANEOUS**

Julius eavesdrops by a SEEDY ENTRANCE concealed by a curtain.

GEORGE (O.S.)

*So I am going to need you to--*

THRASH. Rats fight between garbage cans. FUCK. The talking  
inside stops. His cover is blown. He steals himself, and...

**INT. OPIUM DEN - MOMENTS LATER**

Julius passes through the curtain to find George. Alone.

JULIUS

Hey.

GEORGE

Hey? What're you doing here?

JULIUS

Looking for someone to smoke with.  
What're you doing?

GEORGE

Having a smoke.

JULIUS

Alone?

GEORGE

Yeah. Why? You fixen to kill me?

George laughs. Julius echoes it while checking around.

GEORGE (CONT'D)  
You want a pipe?

Then, Julius spots BOOTS behind the CURTAIN of the next room.

JULIUS  
Uh... em... No thanks.

GEORGE  
But you said you came to smoke.

JULIUS  
Right.

Julius nervously laughs. Then, George takes a glance at the two boots behind the curtain. Not sure what Julius saw.

GEORGE  
Or... perhaps you think you saw  
something Mama wouldn't be fond of.

JULIUS  
Like your opium?

GEORGE  
Sure. Something like that.

Julius looks George dead in the eye and takes a seat:

JULIUS  
Even if I did, "brothers are  
different"... Remember?

Julius takes the pipe and hits it. George smiles at his mark.

GEORGE  
Indeed they are.

And behind the curtain, we watch Dorcy as he slips out the back.

JULIUS (PRE-LAP)  
Sophie wasn't lying...

**INT. MANDELBAUM'S CLAPBOARD HOME - DINING ROOM - EARLY MORNING**

The sunrise peeks through the window. Marm sits across Julius.

JULIUS  
The heist is a double cross. We  
scam the law. George scams us. You  
get arrested.

MARM  
Dorcy's letting him rob the bank?

JULIUS

In order to catch you in the act.  
Undeniable proof with an army of  
cops present. And George goes free.

Julius takes out a CRUMPLED LETTER and gives it to Marm.

JULIUS (CONT'D)  
His love letter to Babe Draper.  
They're skipping town right after.

Beat. Marm reads, her concern and fury rising as we hear:

**MARM (V.O.)**  
*A single-mother is, perhaps, the  
busiest job in the world and George  
took advantage. He made me into a  
fool... Or at least he tried to.*

\*

Marm hands the letter back and looks at Julius, intensely.

MARM  
He needs to be taken care of.

JULIUS  
Mother... We don't do that.

MARM  
I don't intend to do anything. You  
give this little love note to  
Shang. And we'll see what happens.

Off the death sentence, the burden on Julius's shoulders...

**INT. BROTHEL - NIGHT**

A BLONDE-HAIRED-HEAD bobs up and down. George enjoys a blowjob from someone who is not Babe Draper. In full ecstasy, he leans back, looking up at the ceiling --

And Shang steps up. Red with fury. The door wide open.

SHANG  
BURN IN HELL, RAT FUCK!

Shang presses a GUN to George's forehead... **CLICK...**

**INT. MANDELBAUM'S CLAPBOARD HOME - MASTER BEDROOM - NIGHT**

*ECHOES OF A GUN SHOT bleed over as Marm peeks through the curtains. She spots a HORSE, lit by lantern, riding up the street. Its driver: Shang. He stops. They locks eyes...*

Then, Shang nods. The deed is done. And Marm shuts the curtain.

She paces in her room. ERRATIC. Waiting to burst. Then, she sees the pillow she suffocated her husband with. The only other time she was responsible for murder. The moment that led her here. And she grabs it, STUFFS her face into it --

And SCREAMS. Like a muted lion. After a few moments, she sets it down, straightens herself and gently calls out:

MARM  
Julius, dear?

After a moment, Julius enters with RED EYES. Marm shuts the door.

MARM (CONT'D)  
Tell Shang he needs to leave town.  
Tonight. And give him this... for  
all he's done for us.

Marm hands Julius an envelope of CASH.

**INT. FUNERAL HOME - DAY**

ANGLE ON: George, a flicker of fear frozen on his face as he lies in his COFFIN. The morticians did a shoddy job of covering up the bullet hole in his forehead. FIFTY FUNERAL GUESTS fill the room; CRIMINALS from New York, SNOBS from Cincinnati.

AND WAY IN THE BACK: Marm stands beside Julius. They both gaze longingly at George's corpse.

MARM (V.O)  
Adaptation. Survival is change.  
George forced me to pivot on my  
code and pounce. This sin was on  
his soul. Not mine.

Dorcy enters. Julius immediately tenses.

JULIUS  
Holy shit. Is he here for us?

MARM  
No. We were careful.

Marm watches carefully as Dorcy approaches GEORGE'S PARENTS.

MARM (CONT'D)  
He's here to talk to anyone George  
knew to get as many details as  
possible to bring us down...

JULIUS  
So what do we do?

MARM

We take Manhattan Savings.

JULIUS

Wait. You still want to do this?

MARM

Tonight. It's our only chance to  
reap the rewards. Dorcy is  
distracted.

Marm feigns tears as she grabs a tissue and dabs her eye.

MARM (CONT'D)

Out the back. Act like you need  
fresh air.

Julius follows and whispers as they walk toward an exit:

JULIUS

We don't even have a crew. Me and  
Pat can't do it without--

MARM

I'll fill in for George.

JULIUS

And what about the fourth man?

**EXT. MANHATTAN SAVINGS INSTITUTION - BROADWAY ENTRANCE - NIGHT**

HORSE HOOVES trot down the street before coming to a stop off the command from its driver: Sophie. Marm gets out the back with Pat. Before they go, Marm indicates to Sophie's belly.

MARM

That comes first. If anything  
happens out here, just go.

Sophie nods. Marm leads Pat toward...

**EXT. MANHATTAN SAVINGS INSTITUTION - BLEECKER ENTRANCE**

Marm and Pat toe into the alley, toward the side entrance. Marm KNOCKS on the door. Seven times. Like they planned. And then, Julius opens the door in janitor's gear. They enter.

**INT. MANHATTAN SAVINGS INSTITUTION - JANITOR'S ROOM**

Surrounded by janitorial tools, Julius hands out supplies; WOOL BAGS, LANTERNS, KEYS... But Marm notices his hand is shaking.

MARM

Are you okay, son?

JULIUS

Yeah. Yes. Yeah. Of course.

Julius grabs his shaky hand to try to steady it.

JULIUS (CONT'D)

Let's fucking do this.

Marm and Pat exchange a glance. Julius takes a step forward.

**INT. MANHATTAN SAVINGS INSTITUTION - GRAND LOBBY**

They've entered the lobby. Just like George's replica; they pass the ARCHED TELLER CAGES, the WATCHMAN'S CLOSET on the right, CONFERENCE ROOM on the left...

And Marm leads the way to the CIRCULAR VAULT...

Once there, Pat turns the SPINDLE (looks like a Ship's Captain's Wheel) in three distinct directions. **THE FAÇADE DOOR OPENS. That's one.**

Now, they stand before a **SECOND RECTANGULAR STEEL DOOR** enforced by RODS. Marm pulls at it herself, but there's no give. Before she can ask -- CLICK -- the door UNLOCKS.

Pat points to the CLOCK above the vault -- striking 9:00PM.

PAT SHEVELIN

Timed. Every 6 hours.

That's two. Pat places his hand on **THE THIRD STEEL DOOR** while retrieving a KEY from his pocket. He inserts it. THEN:

NIGHT WATCHMAN (O.S.)

Mr. Shevelin?

Pat spins to find -- THE NIGHT WATCHMAN (20s, rugged).

PAT SHEVELIN

Nick? What're you doing here?

And HIS MISTRESS (20s, smeared lipstick) emerges from the closet.

NIGHT WATCHMAN

She likes banks. What about you?

PAT SHEVELIN

I forgot something at my station.

NIGHT WATCHMAN

Why's the janitor here? And who's the old lady?

JULIUS

My mother. She also likes banks.

Standoff. They're both being shady. But before Marm works her magic -- Julius whips out a COLT45 and aims it at the Watchman.

NIGHT WATCHMAN

No! Don't!

MISTRESS

Oh my, God!

MARM

Julius!

NIGHT WATCHMAN

I have kids!

MISTRESS

You do?

PAT SHEVELIN

He does.

MARM

Put the gun away.

JULIUS

I'm not going to jail because of this bastard's infidelity.

PAT SHEVELIN

He's right. Just shoot him.

NIGHT WATCHMAN

Pat? Please --

Julius is shaky, inching over. Marm moves to be the only thing between the gun and the young couple.

MARM

Let me handle this, Julius.

NIGHT WATCHMAN

I won't tell anyone. Listen to her--

JULIUS

I'm done listening to other people.

Julius SHOOTS a round at the Watchman's feet. But his aim is WAY OFF as the bullet DINGS off a MARBLE PILLAR!

The Watchman DROPS to the ground in fear. Mistress shrieks as Julius raises the pistol to aim and shoot again --

But Marm grabs his arm!

MARM  
You are not going to kill anyone.

Mother and son both hold the gun, danger brewing between them.

MARM (CONT'D)  
We'll lock them in the closet. No  
one's going to jail.

A stare down. Both refuse to let go.

MARM (CONT'D)  
(to the Watchman)  
Slide your gun over here.

NIGHT WATCHMAN  
I don't have a--

MARM  
Boy, now is not the time to lie.

JULIUS  
See! He'll burn us. So let go.

A tiny beat. Watchman takes his gun off his waist and slides it to the other end of the lobby. A sign of peace.

MARM  
Pat, get his cuffs and chain them to something sturdy in the closet.

Pat walks to the Night Watchman and takes the handcuffs off his waistband. The Watchman and Mistress both stand, shaky.

MARM (CONT'D)  
I highly suggest you don't try anything funny. Understood?

They nod profusely. Pat leads the way to the closet. The couple follows. But Marm and Julius both still hold the gun.

MARM (CONT'D)  
What the hell are you thinking?

JULIUS  
I'm playing the game --

MARM  
Oh, no you are not. Give it to me.

JULIUS  
It's mine. I bought it.

\*

\*

\*

That lands on Marm. Fury. Fear. But no time for either.

MARM  
Julius -- GIVE. ME. THE. GUN.

Beat. Marm stares, intensely. Finally, Julius hands it over.

MARM (CONT'D)  
Start on the deposit boxes. We're  
running out of time. And now I have  
to go find your fucking bullet.

Julius, ashamed, moves to the vault. Marm tucks the gun in her  
waistband and begins searching on the ground for the bullet...

**EXT. MANHATTAN SAVINGS INSTITUTION - BROADWAY ENTRANCE**

A FAINT BANG from inside. Sophie checks her pocket watch.  
**9:15pm.** Where are they?

THEN, a HORSE & CARRIAGE trots up with a SKEEZ driving it.

SKEEZ  
You okay over there, Ma'am?

Fuck. Sophie straightens herself, sneaks a glance at the bank.

SOPHIE  
Yes. Fine. Sir.

SKEEZ  
I could... come over there and...  
help you. If you're interested.

He grins. She cocks her head.

SKEEZ (CONT'D)  
These streets are dangerous, and,  
you know... I could keep you safe.

SOPHIE  
Maybe that's the reason you  
shouldn't come any closer.

SKEEZ  
Pardon?

SOPHIE  
If we're going to speculate, let's  
speculate. The streets could be  
dangerous because I am the danger.

SKEEZ  
A purdy lady like yourself?

SOPHIE

Sure. Perhaps this lady put a bullet in a man's brain before.

He considers her. Not sure what to make of that.

SOPHIE (CONT'D)

You ever look into the eyes of someone who knows he's gonna die?

Pure fear. Pathetic. Yet heartbreaking. At least for me.

'Cause last time I did it that man put a bump in my belly, too... See?

(re: her belly, then)

And I still pulled the trigger on that weak son of a bitch. Hope my baby boy ain't too upset about that in there.

A dark beat. Sophie holds her stomach. The Skeez remains.

SOPHIE (CONT'D)

Whatcha waiting for, big boy? Come on over here.

Sophie moves her hand to her waistband, ready to draw her weapon... And he senses she's dead ass serious.

SKEEZ

You be safe out there.

He turns to trot away on his horse. THEN --

We see Sophie's hand, holding nothing. She was bluffing and he was conned by the master. She grabs her belly from the baby kicking... And then she looks to the bank, impatiently...

**INT. MANHATTAN SAVINGS INSTITUTION - VAULT**

ANGLE ON: JEWELRY DUMPED into a WOOL BAG. Pat holds the bag, and Julius scurries back to OPENED SECURITY DEPOSIT BOXES.

Meanwhile, Marm pops off the SAFE'S DIAL KNOB, revealing the LITTLE JOKER. She REMOVES the device and analyzes the indentations on its tin wheel. Then, she replaces the dial. She compares the Joker's indentations to the dial numbers and enters: **80-9-25 (the real combination)**... CLICK.

The door opens.

She opens it wider and a GOLD GLOW emerges on her face a la PULP FICTION. But we get to see what's inside:

BARS OF GOLD. STACKS OF CASH. CLUMPS of JEWELRY.

JULIUS  
It's.... real.

PAT SHEVELIN  
It's a fortune.

MARM  
It's ours.

Marm grasps TWO STACKS OF HUNDREDS and DUMPS THE STACK OF CASH into one of the wool bags. She motions for Pat to hold the bag and Julius to assist. Together, Mother and Son race to steal all SEVENTY STACKS and transfer them into another bag.

Once the cash is emptied -- Marm digs into the gold:

PAT SHEVELIN  
We don't have time for that.

MARM  
We are NOT leaving gold.

Pat nervously checks the clock. Marm nods to Julius. He helps her transfer all FIFTY BARS OF GOLD from safe into the bag.

Then, Pat hoists his bag up --

MARM (CONT'D)  
Not yet. The right compartment --

Marm fusses with a lock inside the safe to another compartment. \*

PAT SHEVELIN  
It's just securities.

MARM  
Of all the fat cats in New York.

JULIUS  
We have enough.

MARM  
They have enough.

Marm begins SLAMMING the inside door to the extra compartment. Pat and Julius exchange a look. \*

PAT SHEVELIN  
We'll have a hard time selling 'em  
anyway --

MARM  
Shut up and help me!

JULIUS

Mother... Please. We've already been  
in here too long.

Beat. Marm studies her son, a scared little boy. And she stops.

MARM

Haul the bags out.

PAT SHEVELIN

What about the watchman?

MARM

I'll handle it.

Marm wears a stoic gaze, as they run out with bags of loot...

**EXT. MANHATTAN SAVINGS INSTITUTION - BROADWAY ENTRANCE**

Sophie holds the reigns. BAGS OF LOOT between Julius and Pat in the back. They're still waiting for -- MARM who bursts through the Broadway Entrance. She's delighted to see Sophie.

MARM

You waited.

Sophie smiles. Marm hops in -- with her own bag.

SOPHIE

What's in the bag?

PAT SHEVELIN

You took the securities?

MARM

(eyeing Julius)

Bullet. Shell. Gun. Our only trace  
and it'll be dumped in the river.

(then, to Sophie)

Now take us to my warehouse.

Sophie SHAKES the reigns and the horse races them off into night.

**INT. MANHATTAN SAVINGS INSTITUTION - VAULT - THE NEXT MORNING**

VAULT CLERK goes through the motions as he steps into the open vault. Wait. OPEN? The safe emptied, security boxes gone.

VAULT CLERK

Oh. My. God.

**INT. NEW YORK STREETS - MORNING**

NEW YORKERS HUDDLE around newsstands carrying the (real) headlines: "MANHATTAN SAVINGS ROBBED OF 3 MILLION!!" "MOST SENSATIONAL HEIST IN HISTORY!" "THE KING OF BANK ROBBERS STRIKES!" George's coveted legacy now attributed to Marm. CROSSFADE INTO:

**EXT. MANDELBAUM'S DRY GOODS' STORE - STREETS - DAY**

Marm, in her flamboyant hat, plasters a **SOLD** SIGN on the window. IMMIGRANTS, ORPHANS, and WHORES watch. Proud.

**EXT. THIEVES EXCHANGE - NIGHT**

Marm walks by the new criminals of the day. No one protests her being there. In fact, a thick pack forms around her.

MARM

Friends. It's your lucky day. I am having a going out of business sale and I have enough loot to supply an army... Who's interested?

Off the shouts of offers and waves of cash --

**INT. PINKERTON AGENCY - INTERROGATION ROOM - DAY**

The Night Watchman sits across Dorcy.

NIGHT WATCHMAN

No. I didn't see this Miss Mandel- whatever that night.

DORCY

Bullshit.

NIGHT WATCHMAN

Sir, I've already lost my job for this. If I saw someone there, I would've said it by now.

DORCY

She paid you off, didn't she?

NIGHT WATCHMAN

(yes)

No.

Dorcy sees past it. The Night Watchman fusses in his seat. \*

NIGHT WATCHMAN (CONT'D)

I don't need to sit here and deal with accusations from some wannabe cop.

\*  
\*  
\*  
\*

DORCY

Actually, the NYPD is working with me on this one. So you do. Now explain to me how the watchman misses a break in.

NIGHT WATCHMAN

Because the thief was in and out like a ghost.

(then, an idea forming)

Wait. You ever find the one who took Dexter Bank?

Dorcy clocks the cover story, nearly excited by the lie.

DORCY

No. We didn't.

NIGHT WATCHMAN

Maybe it's the same guy?

Dorcy stands, places his hand on his shoulders to play nice guy.

DORCY

Listen Kid, I found a bullet graze on one of the pillars...

The Watchman's leg begins bouncing under the table.

DORCY (CONT'D)

And I'm trying to help you here. Because if you didn't hear gunfire, and you didn't see anybody... perhaps you were the one who robbed the Manhattan Savings Institution.

#### EXT. MANDELBAUM'S DRY GOODS' STORE - NIGHT

Marm hands over the STORE KEYS to a YOUNG WHITE MAN. He cheerfully walks inside. Marm gives her former store one last look and walks away. After several strides, she passes a STREET DWELLER in the ALLEY. She doesn't pay him mind...

BUT THEN MARM IS TACKLED TO THE GROUND. As she struggles, a HOOD IS FORCED OVER her HEAD... **and our POV GOES BLACK.**

#### INT. PINKERTON AGENCY - INTERROGATION ROOM - NIGHT

Silence. Marm sits across Dorcy. The CLOCK ticks. Ticks.

MARM

Do you really believe a fifty year old woman is capable of taking the Fort Knox of banks?

DORCY

Yes. Yes. I do.

MARM

Under what pretense? My record is clean and I have good standing within my community.

DORCY

People talk when you offer them money.

MARM

Is that a confession of bribery?

DORCY

Do you have proof of your accusation?

Beat. Dorcy smirks, strokes his BATON.

MARM

I want my lawyer.

DORCY

What happened to George Leslie?

MARM

You tell me. Word is that you were the one working with him.

DORCY

Does that concern you?

MARM

It should concern you. Perhaps all your information died with George.

DORCY

Why did you kill him?

MARM

Really, Sir?

(then)

Look, I could cry if it makes you feel better about letting me off.

Give me a moment. It's been a while... Wait. Here it comes.

As Marm face scrunches up -- Dorcy SMASHES HER WITH THE BATON. She CRASHES down to the floor.

DORCY  
Will ya look at that. Motherbird  
got her egg scrambled.

ANOTHER SWIPE TO HER JAW. Marm spits BLOOD. Dorcy mounts her. As she re-orientates herself, she sees Dorcy through hazy vision:

MARM  
Flaunting power while risking  
nothing. How manly of you.

WHACK. Dorcy smacks her. She SPITS OUT BLOOD, clenches her eyes. ANOTHER POP to her nose. SHE SQUEALS. BLOOD SPURTS.

DORCY  
Go on. Start talking.

MARM  
Do what you will. Violence is your weapon. But strength is a mother's.

Marm braces for another whack --

DORCY  
You know what, you're right.

But Dorcy surprises her by calming down. He stands.

DORCY (CONT'D)  
But when you use someone strength  
against them, you find their  
weakness... Bring him in!

TWO COPS walk in, ushering in a handcuffed -- JULIUS.

MARM  
Julius!

JULIUS  
MOTHER?!

DORCY  
I told you I had something. The kid  
shot off his gun that night. And I  
got a witness who's willing to  
testify in court...

Marm is horrified. She struggles to get to her son but Dorcy keeps his foot on her neck. And Julius pushes to get to his mother -- but he's restrained.

JULIUS  
I WILL FUCKING KILL YOU!

DORCY

Now... who murdered George Leslie?

Dorcy raises his BATON toward Marm. Julius opens his mouth --

MARM

I DID.

JULIUS

NO!

MARM

And I took the bank. I'm the fence... My son doesn't know how I earn my money. None of my kids do.

Marm looks at Julius, desperate.

MARM (CONT'D)

I love you, baby. Don't say a word.

And Julius stays silent. Dorcy nods for them to take him away.

DORCY

I'll be back with your confession.

Dorcy leaves, too. As Marm is a bloody mess on the floor.

MARM (V.O.)

*Sacrifice. My ninth virtue.*

She rests her head in her own pool of blood. Off her defeat --

**INT. BILL HOWE'S LAW OFFICE - DAY**Marm sits across Bill Howe in an elegant office. She's focused on NEWSPAPER HEADLINE: "**REDEMPTION: STAN DORCY, JR. NABS MOST CORRUPT WOMAN IN NEW YORK!**" accompanied by (the real) offensively drawn caricature of Marm appearing guilty. \*

BILL HOWE

We're looking at forty years.

MARM

I'm too old for that, Bill. What's your other option?

BILL HOWE

I'm afraid there isn't one. I could get your sentenced reduced if you give up the names of your accomplices. \*

MARM

I had none.

BILL HOWE

Marm, you didn't do this alone.  
Perhaps there's an inside banker?

MARM

You know how I feel about loyalty.  
Come on, we've been evading prison  
for quite some time...

BILL HOWE

Right. But this is different. We're  
lucky Judge Donahue's bail held up.

MARM

Don't ever call me lucky.

BILL HOWE

Look, as your lawyer, I'm trying to  
get your affairs in order.  
Detective Dorcy is your police  
escort until sentencing. There's no  
way out of this. It's over, Marm.

Marm considers her options, her reality. And she tears up...

BILL HOWE (CONT'D)

Don't do this. It's unnecessary.

But it's real. Marm is crying because she realizes it is  
over. Her career, her life. Bill hands her a tissue.

MARM

Get your pen out.

BILL HOWE

Why?

MARM

Because I want to give a statement.

BILL HOWE

To whom?

MARM

New York.

Beat. Bill takes out a pen. Marm considers her words. And he  
begins writing as she speaks:

MARM (CONT'D)

Have corrupt Presidents gone to jail? Profiteers off the Civil War? Slave Owners? The elite who pay pitiful wages or incite hatred between Italians and Irish, Germans and Jews, unemployed and freed slaves -- anything to keep us against each other? No. None of them. I'll tell you who's gone to jail this year: Susan B. Anthony for unauthorized voting. This world gives people like me two options: beg or lose. And when you beg in America, you lose anyway. Because life is free but living is not. So I created a third option. Do it on my own terms. The front door was locked, so I opened the back. I understood the American system -- you get what you pay for -- and I paid to play. And you know what? I have not one single regret.

Bill shifts in his seat, uncomfortable.

MARM (CONT'D)

Have every newspaper print every word. Not one edit. No one's ever told me how to live my life. And it's not gonna start now.

INT. MANDELBAUM'S CLAPBOARD HOME - DINING ROOM - NIGHT

This time it's NOT bursting with energy. It's Marm and her four children eating dinner. CLANGS of silverware. It's gloomy. Quiet. Resentment fills the air.... Marm looks at Julius.

MARM

What did you say to them?

GERTIE

Secrets kill families, right?

SARA

He told us the truth.

ANNA

That you're going to prison.

JULIUS

But it should be me. A man should face his own consequences.

\*

MARM

Thank you all for your input. Now  
eat. All of you.

But the children have stopped eating. They are unified.

GERTIE

It's your turn to listen. A mother  
shouldn't abandon her children.

MARM

What?

SARA

You cared more about kids on the  
street than you did for us.

MARM

That is not --

ANNA

We were just your excuse to do  
what you did. But it wasn't for  
us... You did it for yourself.

And that one tagged Marm the wrong way --

MARM

I haven't done a thing for myself  
since before I killed your father!

\*

An atomic bomb. The children are too stunned to cry, to  
emote... But Marm feels no sympathy. They asked for this.

MARM (CONT'D)

Not because I wanted to. Because he  
begged me to. He couldn't watch you  
suffer anymore. So he left me to do  
it -- alone. For that, I will never  
forgive him. But I would suffocate  
him over and over and over and over  
if I was given the chance. Because  
that's the only way he could die in  
peace. The only way we could keep  
our promise... Children first.

Finally, Marm makes eye contact with each of them:

MARM (CONT'D)

And in spite of my flaws and all  
the things that people will say  
when I'm gone, I am a woman of my  
word and I always will be.

The room is dead silent. But Marm's facade is brave. She doesn't cry because she has no regrets. No doubts. No shame.

MARM (CONT'D)

Now, I promise on my word -- on my everything -- I will be okay. You will be okay. So everyone just-- STOP with your God-damned opinions.

(then, vulnerable)

Please. Please just stop.

A tense beat. Julius runs to hug his mother. He sobs into her arms like a child... The daughters all follow suit and hug her tightly... And as Marm embraces them, it's clear: a mother needs her child as much as a child needs their mother.

MARM (CONT'D)

Oh, my sweet babies. I will miss you. Dear God, how I'll miss you...

As we slowly pull away from this portrait of a family once shattered... but now united...

**EXT. MANDELBAUM'S CLAPBOARD HOME - EARLY MORNING**

Marm exits her home, head-scarf, flamboyant hat, covered in a lot of garb. She gets into a HORSE & CARRIAGE driven by Dorcy, wearing a crisp POLICE UNIFORM.

MARM

Don't you look handsome.

DORCY

Where are we going?

MARM

Synagogue.

DORCY

You and God got some talking to do before prison.

\*

MARM

Sure do. He's a good listener.

\*

But then, Marm feels her HEART RACING for a moment. She physically holds her chest and lets out a NASTY cough. Just as Dorcy registers it, she covers any weakness. In pure defiance.

DORCY

Are you... okay?

MARM

That's sweet. On our merry way,  
shall we?

Dorcy eyes her. Marm rubs her chest to work out the kinks.

MARM (CONT'D)

Just a little stressed out as you  
can imagine. Now, please.

Marm indicates for Dorcy to go... And he ruffles the reigns.

**INT. CONGREGATION TEMPLE RODEPH SHOLOM - DAY**

The Carriage comes to a HALT. Marm gets out. Dorcy waits. But as she begins walking... She WOBLES. She stops for a moment. Steadies herself. Then walks into the synagogue.

Dorcy checks in the alleys: A POLICE CARRIAGE in each one. He makes eye contact with its officers, all on high alert...

**INT. CONGREGATION TEMPLE RODEPH SHOLOM - LATER**

Time has passed. Dorcy is just as astute as before, eyeing the synagogue, waiting for Marm... He checks his POCKET WATCH. Hm. And then he clocks the COPS watching in the nearby alley. No one has seen anything. Time seems to be moving slowly. Until --

Rabbi Schmidt BURSTS through the doors --

RABBI SCHMIDT

She's having a heart attack!

Dorcy looks through the open doors and sees Marm lying down, labored breathing, clutching her chest...

RABBI SCHMIDT (CONT'D)

Send for a doctor!

DORCY

What happened?

RABBI SCHMIDT

She needs a medical carriage!

DORCY

I'll take her!

RABBI SCHMIDT

What?

DORCY

We CAN NOT let her die. Load her in.

**INT. HOSPITAL - DAY**

A MAKESHIFT GURNEY CRASHES through the doors. Rabbi Schmidt steers it. Dorcy on his tail. Marm lies on it; eyes fluttering, lungs GASPING, GRUMBLING IN PAIN...

Dr. Schmidt meets his Rabbi brother by the doors.

RABBI SCHMIDT  
Jacob! I think it's her heart.

\*

Dr. Schmidt looks at Marm, incredulous. He does a quick check of her pupils, they're spinning out of control.

DR. SCHMIDT  
She needs morphine.

Dr. Schmidt takes the gurney and begins STEERING aggressively down the hall, leaving Rabbi Schmidt behind...

But Dorcy follows the Doctor as the gurney flies by SICK PATIENTS in a Gilded Age Emergency Room. And then, Marm's CHEST STOPS RISING. She is NOT BREATHING. DEAD.

DR. SCHMIDT (CONT'D)  
FUCK.  
(looking around, then)  
MOVE.

Dr. Schmidt PUSHES Dorcy aside and grabs a nearby NURSE --

DR. SCHMIDT (CONT'D)  
STEER THIS.

She does as Dr. Schmidt hops on top of Marm, and begins compressions. Repeatedly. UP. DOWN. UP. DOWN.

They take a hard LEFT DOWN ANOTHER HALL -- nearly CRASHING into another GURNEY FLYING in the OPPOSITE DIRECTION. Dr. Schmidt barely holds on, continuing his compression...

As Dorcy gets lost in the shuffle, he watches as Dr. Schmidt and the Nurse lead a coding Marm into an OPERATING ROOM...

**INT. HOSPITAL - WAITING ROOM - EVENING**

Silent. Rabbi Schmidt and Dorcy wait. Impatiently. For different reasons. Rabbi Schmidt doesn't want to lose his friend. Dorcy can't lose his 800 pound gorilla.

Finally, Dr. Schmidt emerges. They both stand.

DORCY  
Where is she?

RABBI SCHMIDT  
How is she?

And Dr. Schmidt removes his hat.

DORCY (CONT'D)  
No. No!

Rabbi Schmidt grows emotional.

DORCY (CONT'D)  
I need to see her.

DR. SCHMIDT  
Sir, we ask for some decency --

Dorcy SHOWS his NYPD BADGE --

DORCY  
Dead or alive. Now.

Dr. Schmidt exhales. Dorcy pushes past, and heads down the hall. And once he's gone, for the briefest of moments, Dr. Schmidt and Rabbi Schmidt exchange an odd look --

RABBI SCHMIDT  
She said... She said forgives you.

Dr. Schmidt absorbs that. A moment of relief between the two brothers before Dr. Schmidt turns to follow Dorcy...

**INT. HOSPITAL MORGUE - MOMENTS LATER**

In a room full of corpses, Dorcy towers over ONE CORPSE as Dr. Schmidt pulls the sheet, revealing: **AN UNKNOWN WOMAN'S CORPSE.**

DR. SCHMIDT  
The cyanide must've killed her in  
her cell. Nothing we could do.

Dorcy is shocked. Confused. ANXIOUS.

DORCY  
That isn't Mandelbaum.

DR. SCHMIDT  
I thought you were waiting for the  
prisoner. Marm left hours ago.

\*

Dorcy begins looking around, erratically pulling off sheets of every corpse in sight. None of them are Marm.

DR. SCHMIDT (CONT'D)  
It wasn't a heart attack. Just  
stress. I recommended bedrest --

Dorcy GRABS Dr. Schmidt's lapels and SLAMS HIM on the wall.

DORCY

YOU MOTHERFUCKER! You're aiding and  
abetting a felon--

\*

DR. SCHMIDT

Sir, it is not my responsibility to  
monitor healthy patients after they  
are discharged --

\*

\*

DORCY

WHERE THE FUCK IS SHE?!

**INT. TRAIN - EVENING**

A FRAIL OLD MAN with a SUITCASE sits on a MOVING TRAIN. Sophie steps up with her OWN SUITCASE and sits beside him.

FRAIL OLD MAN

How are you feeling?

SOPHIE

(re: her stomach)

She won't stop kicking.

The Frail Old Man touches Sophie's stomach. It's warm. And as we look closer, we realize the OLD MAN is MARM in DISGUISE.

SOPHIE (CONT'D)

How are yours doing?

MARM

Oh, you know. Lots of tears. But they're in for a treat when my lawyer delivers the boxes I left. Diamonds. Legal, too.

(then, proudly)

My babies are millionaires now.

SOPHIE

Wait, what? How?

MARM

Thieves Exchange helped me liquify my assets. Judge Donahue never signed the liens. And the bondsman forgot to file his paperwork. Oh and the jeweler was a wonderful recommendation from my Rabbi. No one did anything illegal. Just a bunch of minor mistakes in the community that add up to, well, a fortune.

SOPHIE  
And Detective Dorcy?

MARM  
He'll be accused of being crooked  
for my escape. Lose his badge.  
Might even be jailed. The world is  
fair sometimes, eh?

Marm smirks, satisfied, at peace. Sophie's impressed.

SOPHIE  
One last con but this time the  
Government is your mark.

MARM  
No. My last con was on you.  
You're not coming to Montreal.

Sophie's heart drops. Marm swaps suitcases with Sophie.

MARM (CONT'D)  
You're going to England with enough  
cash to start over.  
(off Sophie's apprehension)  
Canada is too risky if I'm there.  
And I can't leave you in New York  
with your old friends. This is the  
destination you need... You are  
going to be a great mother, Sophie.

Sophie finds solace in Marm's confidence. She looks up and  
grabs Marm's hand.

SOPHIE  
... Thank you, Marm.

MARM  
(French accent)  
Actually, it's Madame Fuchs now.

Off their embrace, with America fading further away through  
the train window, we CROSSFADE TO:

**EXT. COTTAGE - CANADA - SUNSET**

THE SUN RISES over a GRASSY MEADOW. This is NOT New York. It's  
peaceful. Serene. On an idyllic porch, Marm rocks on a chair.  
Years have passed. She's wrinkly, frail, in deep thought --

**MARM (V.O.)**  
*Wealth, my final virtue. It drives  
you to be bigger than what anyone  
says you're capable of.*  
(MORE)

\*

\*

**MARM (V.O.) (CONT'D)**

*Be greedy for wealth. But not riches. Wealth isn't a fancy horse, house, or a number in a bank account. It's the ability to live how you choose regardless of a society, of a rigged system, of any individual. That wealth is real freedom. Not the American scam.*

Marm flicks her eyes down to a HANDWRITTEN LETTER. She begins writing what she just said as we notice that EACH VIRTUE is WRITTEN in the letter. At the top is the addressee which reads:

"My dear Julius,"

MARM

*Times are different for you now. New York has changed. But I hope my letter reminds you of where we came from. So your son will always know what the Mandelbaums stood for and who they stood against... I really wish I could meet him because, well, I think I'd be one hell of a grandmother, too. Maybe one day. Let him be your greatest profit, Julius. Let him change your life. Let him know that his Oma loved him before she even met him.*

Marm signs: "LOVE, MOTHER" and stuffs it into an envelope.

MARM (CONT'D)  
(French accent)  
Barbara?

A FEMALE CARETAKER (40) comes out of the house --

CARETAKER  
Yes, Madame Fuchs?

Marm hands over the envelope.

CARETAKER (CONT'D)  
To your friends in New York again?

MARM  
(French accent)  
Yes. I miss 'zem very much.

The Caretaker offers a polite nod and takes her envelope inside. Marm returns to rocking, daydreaming about her family.

A NEIGHBOR passes. Marm waves. They wave back. It's endearing. Not one Canadian suspects this sweet old lady for being the Most Wanted Criminal in America...

**EXT. THE STATUE OF LIBERTY - 1886**

We watch the STATUE OF LIBERTY as its first erected... The symbol of America, Immigration, the New York that we know today -- and it's a woman.

**CHYRON SCROLLS OVER THE IMAGERY:**

When her eldest daughter died, *Marm* snuck back into New York to attend the funeral. After the services, she fooled authorities once again, by evading arrest and fleeing back to Canada.

*Marm* died in 1894. Her casket was sent back to New York, but rumors ran rampant that she faked her own death to come back home in one final scam. At her funeral, wealthy attendees reported major losses due to pick-pockets, further supporting the theory that she was offering one last gift to her loyal criminals.

“BLACK” LENA and “SHANG” DRAPER died in prison.

“TRAVELING” JOHN GRADY was murdered on the streets, but a falsified autopsy prevented further investigation. His death was ruled “a freak accident.”

SOPHIE ELKINS and her son battled in court in an attempt to get the other arrested. Sophie won. She was murdered at 75 years old. Her perpetrator was never found.

FREDERICKA “OLD MOTHER” MANDELBAUM, a fence who handled over \$270M (*based on inflation*), and the mastermind behind the biggest bank robbery in U.S. History, was never jailed, killed, or a victim of crime.

Marm lived on her terms and died on her terms. *She did it her way.*