

THE EXPENDABLES

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EXT. GULF OF ADEN - NIGHT

The MOONLIGHT reflects off the calm dark body of water. Way in the distance FAINT LIGHTS on shore indicate a hint of the PIRATE LAIR known as HARARDHERE. The outline of an anchored 25,000 ton CARGO SHIP (THE CHEMSTAR) is barely discernible.

CUT TO:

EXT. CHEMSTAR - NIGHT

A 25 FOOT POWER BOAT pulls along side the ship and TEN ARMED PIRATES aggressively scramble up several HANGING ROPE LADDERS.

INT. SHIP - NIGHT

The heavy DOOR to a large unit STORAGE ROOM swings open revealing the kidnapped crew. They are thoroughly exhausted and suffering from dehydration.

The SOMALIAN PIRATES charge into the room and loudly order the men to their feet. Some manage to rise and the ones that are too weak to comply are savagely kicked and jerked upright by KNOTTED ROPES that are wrapped around their necks.

CUT TO:

SHIP'S STAIRCASE

The DARK METAL STAIRCASE reverberates loudly as the BOUND HOSTAGES are kicked and shoved down toward the bowels of the ship.

CUT TO:

EXT. - SHIP

The only sound heard is the LAPPING WAVES that strike the ship's side. The TETHERED PIRATES' BOAT is seen in the foreground as a BLACK MILITARY ZODIAC silently drifts into view. On board the outline of FIVE MEN clad in DARK BATTLE ATTIRE is seen.

CUT TO:

INT. - SHIP

The BOUND HOSTAGES are being shoved and kicked into the center of the ship's HOLD. High above the HOLD are open CARGO DOORS that reveal the dark night sky. TWO PIRATES stand guard above the 'HOLD' watching the HOSTAGES being abused below.

CUT TO:

SHIP'S HOLD

The HOSTAGES are being dragged into the center of the METAL CARGO AREA. The PIRATES mock their pleas for 'help' and toss burning CIGARETTES at them. Several of the PIRATES pass around large joints of MARIJUANA.

CUT TO:

SHIPS UPPER DECK

Extreme CLOSE UP into the LENS of the newest installment of NIGHT VISION GOGGLES. The individual wearing them is not seen clearly.

NIGHT VISION POV

A SOMALIAN PIRATE leans against the ship's railing while having a CIGARETTE. The NIGHT VISION then pans to a second PIRATE drinking a BOTTLE OF BEER while keeping 'lookout' on the next DECK up.

The NIGHT VISION pans down to a PIRATE seated on the edge of the cargo hold observing the "HOSTAGE INTIMIDATION" action that's transpiring below.

CUT TO:

SHIP'S HOLD

The PIRATE LEADER bellows orders and the PIRATE CREW kick the HOSTAGES to their knees, while dragging them into a straight line. The LEADER orders another PIRATE holding a small VIDEO CAMERA to begin filming.

The LEADER paces behind the doomed HOSTAGES.

LEADER
(in Somali)
We had these men too long!
(MORE)

LEADER (cont'd)

Now someone has to pay. The company had time to pay! Three million! But you pay nothing yet - If you do not care, we do not care!

(to another pirate)

Hold out that one's hand!!

A PIRATE grabs the closest HOSTAGE and pulls his bound hands upward.

CUT TO:

SHIP'S DECK

The NIGHT VISION IMAGE moves forward until it's inches away from the SMOKING PIRATE leaning against the railing. The PIRATES eyes bulge as a KNIFE is driven into his back.

WIDE SHOT - An outlined image of a BLACK CLAD MERCENARY heaving the DEAD PIRATE over the railing.

CUT TO:

SHIP'S HOLD

The GAGGED HOSTAGE'S muffled cries for mercy fall on deaf ears. The PIRATE LEADER is playing to the PORTABLE CAMERA.

LEADER

A worker needs his hands! But you people don't pay! Does that mean you don't need this man anymore?

CUT TO:

SHIP'S DECK

The GREEN NIGHT VISION HUE pans around and settles on the PIRATE on the SECOND DECK, which is thirty yards away. We see the PIRATE pass to the ship's super structure and a very TALL FIGURE clad in BLACK seizes him by the neck and easily snaps it.

The NIGHT VISION POV swings to the PIRATE sitting on the edge of the CARGO HOLD.

CUT TO:

INT. - CARGO HOLD

The PIRATE LEADER has stepped in front of the cowering HOSTAGE. His temper is beyond the boiling point.

LEADER

(to camera)

We have nothin', we want what others have, you have, all you devils have!! You will now pay or their blood is on you! You!! - Hold up his hands!

The LEADER takes a huge MACHETE from another PIRATE. Glowering at the HOSTAGE, he raises the BLADE to chop off the man's hand.

CUT TO:

EXT. - SHIP'S DECK

The PIRATE sitting on the edge of the ship's HOLD is suddenly enveloped in the GREEN HUE of the NIGHT VISION GOGGLES. THREE BULLETS explode into his back, thus catapulting him over the edge.

CUT TO:

SHIP'S HOLD

The MACHETE is about to descend when the GUNFIRE startles all present. Snapping their attention upward, they see the riddled PIRATE'S BODY crash heavily against the HOLD'S steel floor.

The PIRATE with the PORTABLE CAMERA pans upward as GUNFIRE erupts from above. While dashing for shelter, some of this event will be haphazardly recorded and used in a later scene.

The PIRATES regain their senses and fire upward through the CARGO HOLD OPENING. Instantly TWO M-18 colored SMOKE GRENADES are tossed from above. The Room is instantly enveloped into a billowing hell.

HOSTAGES run and crawl in every direction seeking safety.

TWO MERCENARIES (HALE CAESAR, African American and KONG KAO, Chinese) repel down a pair of ROPE tossed over the CARGO HOLD'S edge.

A THIRD and FORTH MERCENARY who are LEE CHRISTMAS and team leader BARNEY ROSS, lay down cover fire killing TWO MORE PIRATES then quickly repel over the side into the thickening smoke.

STAIRWELL

TWO MORE PIRATES attempt to flee up the steel steps and are blasted back by a FIFTH MERCENARY charging towards them. This is GUNNAR JENSEN, a large, instable, old school MERCENARY who lives for these violent encounters. He like all the other MERCENARIES has a TATTOO on his FOREARM. It's a RAVEN perched on a SKULL around which is the word EXPENDABLES.

CUT TO:

THE MERCENARIES

HALE CAESAR and KONG KAO move stealthily through the blinding smoke, which now begins curling through the CARGO OPENING above.

CUT TO:

KONG KAO

leaps out of the haze and catches a PIRATE off guard and crushes him with a savage kick and a finishing blow with his fist.

CUT TO:

CHRISTMAS

Heaves his KNIFE at a PIRATE who is firing randomly in the fading haze.

CUT TO:

BARNEY ROSS

slides from behind a STACK OF CARGO CRATES and slips a GARROT around another PIRATE'S neck, slamming him headlong into the ship's hull.

CUT TO:

GUNNAR

blows a PIRATE away with his FORTY FIVE, but is shot in the chest by the PIRATE LEADER. Luckily his life is spared by a protective VEST. Dropping to one knee, he returns fire but the PIRATE LEADER is gone.

CUT TO:

KONG

Chases a FLEEING PIRATE up the stairwell.

CUT TO:

HALE CAESAR

Shoots another ARMED PIRATE who has been cornered.

CUT TO:

BARNEY

kills a PIRATE who is about to fire on the helpless HOSTAGES with a MACHINE GUN.

CUT TO:

KONG

On deck chases the FLEEING PIRATE out of the staircase opening. Suddenly pivoting, the PIRATE whips around and empties the remainder of his clip. KONG slips behind a METAL STRUCTURE, then charges out after the PIRATE who leaps over the railing and begins to descend the ROPE LADDER.

CUT TO:

SHIP'S DECK

Thoroughly enraged, GUNNAR drags the PIRATE LEADER out by the throat. The PIRATE'S FACE has taken a pounding.

CUT TO:

INT. SHIP'S HOLD

Though having been dropped by one of the PIRATES, the PORTABLE VIDEO CAMERA is still functioning.

The haze has cleared. HALE CAESAR, BARNEY, and CHRISTMAS have secured the area.

HALE CAESAR
(to hostages)
This all of you?

CHRISTMAS' attention is drawn upward. Overhead is GUNNAR, wrapping the repelling rope around the semi-conscious PIRATE LEADER'S neck.

CHRISTMAS
What's he doing!?

BARNEY snaps his head toward the HOLD ENTRANCE high above them.

CHRISTMAS
Hey!

GUNNAR ignores him while continuing to wrap the repelling rope around the PIRATE LEADER'S neck.

CHRISTMAS
He's out of it!

BARNEY
Gunnar!

CUT TO:

EXT. - SHIP'S DECK - NIGHT

KONG has dispatched his PIRATE and from twenty yards away can make out the FAINT OUTLINE of GUNNAR and the doomed PIRATE LEADER.

CUT TO:

BARNEY AND CHRISTMAS

are riveted on GUNNAR.

BARNEY
Let 'em go! It's over!

GUNNAR
- Not yet. Not quite.

CHRISTMAS
We shoulda shot 'im last year.

GUNNAR yanks the PIRATE upright and turns him face forward, like a man on a gallows.

GUNNAR
(loudly declares)
For committing the crime at sea,
pirates are hung! Everybody knows
that!

BARNEY
Let 'im go!!

GUNNAR
Just doing what the law won't!

GUNNAR tenses his grip on the PIRATE as he prepares to shove him over the CARGO HOLD LEDGE. At the last possible second GUNNAR is blind-sided by a arcing KICK from KONG that nearly drops him to his knees. GUNNAR'S eyes fill with rage and he tosses the PIRATE aside.

CUT TO:

BARNEY AND CHRISTMAS

observe what just transpired and rush toward the staircase.

CUT TO:

GUNNAR

Attacks KONG who lands a crushing KICK to the knee and an ELBOW to the eye that splits the big man's BROW open.

With startling speed, GUNNAR turns the tables by parrying KONG'S next blow, then seizing him by the throat, smashes him to the ground. Instantly there's a COMBAT KNIFE pressed against KONG'S throat. BLOOD streams along the side of GUNNAR'S face.

GUNNAR
What were you thinkin'?

As GUNNAR presses the KNIFE against KONG'S throat, a PISTOL is jammed against the back of his head.

GUNNAR
 (coolly)
 That you, Barney?

BARNEY
 Yeah - Back off, Gunnar.

GUNNAR holds fast. He touches the BLOOD from the wound.

GUNNAR
 I'll need stitches.

BARNEY
 Could be - Let 'im go.

GUNNAR
 Sure, after I kill this chink -
 Wanna watch?

CHRISTMAS pulls back the hammer on his PISTOL.

Suddenly KONG slams a knee into GUNNAR'S GROIN and sweeps the razor sharp BLADE away from his throat, then leaps to his feet.

GUNNAR prepares to likewise leap to his feet, only to find BARNEY jamming a PISTOL BARREL under his chin.

GUNNAR
 (smiles)
 Back again?

CHRISTMAS
 His brain's cooked.

BARNEY reaches into GUNNAR'S pocket and pulls out a SMALL PLASTIC CELLOPHANE POUCH of METH.

GUNNAR
 ...Bad habit.

BARNEY
 No more chances - You're done.

GUNNAR
 How about if I clean up?

BARNEY
 That's not going to happen.

GUNNAR
 I know.

GUNNAR almost gently removes the BAG of METH from BARNEY'S hand.

GUNNAR
(mock surprise)
For the trip home - Hey, old
friend, let me up I won't hurt
anyone - Wait! That's not true,
I'll kill everyone.
(gestures towards Kong)
Especially Mighty Mouse.

GUNNAR gestures to CHRISTMAS, who is dying to take another crack at the big man.

GUNNAR
Better tie me up, Christmas.

BARNEY
Do it.

CHRISTMAS steps forward to put on the PLASTIC HAND CUFFS. At this moment the PIRATE LEADER begins to regain consciousness and weakly removes the ROPE from around his neck.

GUNNAR'S eyes shift over to the PIRATE LEADER and with a slight expression of bemusement, snaps out his LEG catching the degenerate PIRATE flush, thus sending him over the edge of the CARGO HOLD.

GUNNAR
Couldn't resist.

CUT TO:

SUPERIMPOSED: CIA HEADQUARTERS - LANGLEY, VA

WIDE SHOT OF A DARK SCREEN.

We hear the formal, cut and dry, sardonic voice of AGENT DIANE LICKSON.

Now appearing on the darkened screen is basically the prior scene only now filmed with a cheap video camera in a very AMATEURISH fashion.

AGENT LICKSON (V.O.)
This rough footage was taken by one
of the kidnapers who didn't manage
to survive.

(MORE)

AGENT LICKSON (V.O.) (cont'd)
The private contractors seen here
are believed to be Americans
according to the rescued French
crew.

CUT TO:

ON SCREEN

The SHIP'S CAPTIVES kneel in the foreground, the ARMED PIRATES behind them. The LEADER speaks directly at the camera while clutching a MACHETE.

AGENT LICKSON (V.O.)
What you see is pretty self-
explanatory. The leader's
threatening to dismember one of the
hostages if his demands are not
met, how original -

The LEADER leans forward to cut off a HOSTAGE'S hands. Suddenly GUNFIRE from above and a DEAD PIRATE drops into view.

Now the footage becomes FRENZIED as the 'video cam' pans upwards catching a glimpse of the MERCENARIES who fire at the PIRATES below. The 'video cam' is dropped to the ground and lies at an ODD ANGLE while continuing to roll.

PANIC! Smoke GRENADES explode! PIRATES fire their WEAPONS in the direction of the assault.

MORE BULLETS, screams! CURSES!

The CARGO AREA fills up with SMOKE.

AGENT LICKSON
Fast Forward please -

The TAPE speeds along until the SMOKE begins to disperse. Stepping into view is BARNEY ROSS. We hear his voice, but because of the cavernous cargo hold, it is not very distinct.

BARNEY
...Let him go! We're done here!

GUNNAR'S voice is heard OFF SCREEN.

GUNNAR
Not yet.

BARNEY
Let him go!

GUNNAR

He hangs!

This is when KONG attacks GUNNAR and BARNEY starts to run out of the shot.

AGENT LICKSON

Freeze it!

(dryly)

Now that's entertainment -

A THIRTY FOUR YEAR OLD FEMALE AGENT named DIANE LICKSON removes her GLASSES and faces SEVEN FELLOW AGENTS approximately the same age, seated around a boardroom TABLE. The lights still remain dimmed.

AGENT LICKSON

Even though the Hostages were French Nationals, we believe the Marseille shipping company hired American mercenaries to do the job - And therein lies the problem.

She faces the unclear IMAGE of BARNEY on screen.

AGENT LICKSON

With local governments unable to stop piracy flaring up along the coast of Kuala Lumpur, Nigeria, and of course the hell hole of the moment, Somalia, there's no shortage of employment for mercenaries willing to go to these places.

LICKSON begins to pace in front of the screen.

AGENT LICKSON

Well, for this country the 'wet work' is about to end thanks to the new U.N. Mandate declaring all American contractors engaging in violent clandestine operations on foreign soil will cease and desist, and if caught in violation, will face serious prison time. Since this operation led to twelve upstanding Somalian pirates being permanently dispatched, this group of mercenaries here will be at the forefront of our investigation.

(MORE)

AGENT LICKSON (cont'd)
We've already run the 'facial
recognition program,' but because
of the tape's poor quality, none of
the men have been positively
identified as of yet - So just stay
on it.

AGENT WILL (WILLY) SANDS, (50) is an 'out of the box'
thinker, who's always been at odds with the establishment,
mainly because he has a heart. Simply put, he's CONFLICTED.
His eyes are RIVETED to the image of BARNEY ROSS. His mind
churns.

AGENT LICKSON
Senior Agent Sands will oversee
this investigation, so all reports
should go directly to his desk
first - Thank you.

The SEVEN AGENTS rise to exit. They glance at WILL then at
one another. WILL is an unknown relic to them.

LICKSON approaches WILL, who continues to stare at the image
of BARNEY.

WILL
Thanks.

AGENT LICKSON
For what?

WILL
Bringing me on board.

AGENT LICKSON
It's been what, seven years since
you've been out in the 'field?'
When this assignment crossed my
desk, I thought of you - Why
wouldn't I? You've helped me when I
first got here - Call it even.

WILL
(gestures to the screen)
...This guy cost me a lot.

LICKSON
I know the history -
(gestures to the screen)
So you think it's him?

WILL rises beside LICKSON.

WILL

(nods)

Yes - His name is Ross -

LICKSON

Well they've been lucky or smart because there's been no reports on their activities for three years.

They both head to the exit.

LICKSON

Time to pick up where you left off.

CUT TO:

EXT. APARTMENT BUILDING - NIGHT

CHRISTMAS pulls up on a beautiful HARLEY DAVIDSON 'Night Rider' and dismounts. He removes a BOTTLE of high end CHAMPAGNE tucked in his jacket and approaches the building.

CUT TO:

STAIRCASE

With a sense of purpose CHRISTMAS bounds off of the stairs and strolling along the balcony, arrives at a familiar door.

He removes a SMALL BLACK RING BOX from his jacket and flips it open and studies the 3 CARAT RUBY RING. He knocks.

A moment later he hears the familiar voice of his girlfriend LACY.

LACY

(through door)

Yes - Who is it?

CHRISTMAS

(seductive and playful)

...Christmas is here.

There's an unsettling pause.

LACY

Lee?

CHRISTMAS

Yeah -

LACY
 ...I didn't expect you - I look terrible.

CHRISTMAS
 Hey, you never looked bad.

LACY barely opens the door. She's in her late 20's. She's a good soul, pleasantly attractive in a very natural way, a North Dakota transplant.

LACY
 (awkwardly)
 You said you called? - I look terrible.

CHRISTMAS
 You look great to me and I left a message.

LACY
 That was three months ago.

CHRISTMAS
 Look what I found.

He holds up the CHAMPAGNE.

CHRISTMAS
 Rose flavored - So let me in so we can let the 'welcome home' celebration begin.

VISITOR (O.S.)
 Lace -

In the background, a THIRTY-ISH, clean-cut MAN steps into view wearing pants and a white T-shirt.

VISITOR
 ...Everything good?

LACY
 (low)
 Yes...he's a friend.

VISITOR
 (at Christmas)
 Need anything?

LACY
 No, everything's alright.

CHRISTMAS locks stares with the VISITOR. For a man who is a natural fighting machine, the fight seems to drain from his body. Leaning against the railing, he almost gently places the BOTTLE OF CHAMPAGNE on the ground...

LACY glances back at the VISITOR and gestures for him to back off. LACY steps outside and stands directly behind the crestfallen man.

LACY

I'm sorry.

CHRISTMAS

(softly)

...I thought everything with us was good?

LACY

Maybe for you, Lee, you're never around enough... You never really got into my life, you didn't, not the way people who are serious about each other do - You just come and go, you're never there when people need you - It gets lonely spending holidays by myself. I don't mean to make you feel bad because deep down, I believe you're a good guy, but time is moving, Lee, I need to make a life for myself.

A beat. CHRISTMAS digs deep into his pride.

CHRISTMAS

- Y'know, maybe I've done a lot of things wrong - Maybe it's payback for acting like a fool.

LACY

You're not a fool - It's just the way you are.

CHRISTMAS

So we can get through this.

LACY

It won't work this time.

LACY is locked in turmoil.

CHRISTMAS
A little talking can't hurt?

LACY
I can't.

CHRISTMAS
How'd ya know till we give it a
try?

LACY
Can't.

CHRISTMAS
Why?

LACY
...I'm pregnant.

CHRISTMAS is crushed. His life force drained.

LACY
...You were never around.

CHRISTMAS
Yeah - You're a good girl, Lace.
(gestures to the
champagne)
If you don't mind I'll leave that.

CHRISTMAS descends the steps and fades from view.

EXT. GRAND HOTEL - DAY

SUPER: SAN DIEGO, CA

We see BARNEY entering the opulent establishment.

INT. GRAND HOTEL

BARNEY crosses the lobby and approaches LEE CHRISTMAS.

BARNEY arrives. CHRISTMAS snaps out of his pensive mood when he spots BARNEY. He removes his IPOD EARPHONES and gestures towards a pair of MEN seated in the BAR. As they move off, BARNEY senses his friend's dark mood.

BARNEY
Who died?

CHRISTMAS
We'll talk later -

CUT TO:

BAR

One of the MEN seated in the well-appointed bar is MR. CHURCH. He's 60 YRS OLD and corporate in appearance. The other MAN, who is seated a table AWAY, is physically GERMANIC and in his LATE 40's.

BARNEY
Mr. Church?

CHURCH
Yes.
(rising)
You're not easy to contact, Mr. Ross. Care to sit? Mr. Church isn't my real name, but you don't need to know my name. Seated over there is my assistant, you don't need to know his name either.

BARNEY
Alright - What do we need to know?

CHURCH
(eyeing Christmas)
It's alright to talk?

CHRISTMAS
Go ahead - I don't speak English.

BARNEY
(to Church)
It's alright.

CHURCH reaches into his jacket and withdraws a PHOTO, which he hands over to BARNEY. He looks at BARNEY'S FOREARM and eyes the 'EXPENDABLES' tattoo of the RAVEN on a SKULL.

BARNEY eyes the photo. It is the image of a dead-eyed, pock-marked, MIDDLE-AGED HISPANIC man wearing a GENERAL'S MILITARY UNIFORM. He passes it to CHRISTMAS.

KAREN, an attractive, RAVEN-HAIRED WAITRESS comes over.

KAREN
(cheerfully)
Hello, can I help you?

BARNEY
Bookers neat.

KAREN
Anything for you?

CHRISTMAS
(dully)
Ah, three beers.

KAREN
Three beers it is...

The WAITRESS stares intently at CHRISTMAS who's oblivious.
BARNEY notes this.

KAREN
Anything else?

CHRISTMAS, still not looking at her, dully shakes his head.
KAREN starts off.

MR. CHURCH removes a PHOTO from his jacket pocket.

CHURCH
Now that's a photo of -

KAREN unexpectedly turns and returns to the table.

KAREN
(to Christmas)
You don't remember me, do you?
Karen?

CHRISTMAS is perplexed. BARNEY sighs. He's been through this many times before.

KAREN
(struggling to stay
composed)
We went out about ten times.

CHRISTMAS
You sure?

KAREN holds up her hands. On one of her FINGERS is a small but pretty BUTTERFLY RING.

KAREN
You gave me this, then you
disappeared. I'm just curious, what
did I do wrong?

Everyone present has become incredibly uncomfortable.

CHRISTMAS

How long ago was this?

KAREN

...Unbelievable -

(to Group)

Sorry but I've been waiting a long time to tell him off, but it's not worth it.

KAREN moves off.

BARNEY

Where were we?

CHURCH

(handing over a photo)

That's a picture of General Ruben Garza, Leader of Corza, which is a small, barely developed island nation due east of Cuba.

Church lays out a map of the region...

BARNEY

(to Christmas)

Ever heard of it?

CHRISTMAS shakes his head 'No.'

CHURCH

Not many people have. Two years ago, General Garza overthrew the government and made himself Headman, and the island has been a human rights graveyard. Since Corza has nothing economically to offer, our government has never gotten involved and never will.

Church slides another photo across the table, this one of a SMILING YOUNG MAN in his early 20's.

CHURCH

His name's Bill Parker, my grandson, my daughter's only son. He loved Corza and it's people, and travelled there whenever he could, I guess hoping to make some sort of a 'humanitarian' difference.

Church passes over a final PHOTOGRAPH.

The same YOUNG MAN. DEAD. Clothes torn to shreds, filth caked across his pale body. He lies in a muddy DITCH, eyes nearly as wide as his exposed jugular.

CHURCH

On his last visit, he was killed -
The locals say Garza's soldiers
were responsible.

This has visibly affected BARNEY. CHRISTMAS takes a look, but his mind is elsewhere.

BARNEY

Was he stirring people up?

CHURCH

He wasn't like that -

BARNEY

(distantly)
- How'd you get this picture?

The WAITRESS sets down the THREE BEERS for CHRISTMAS, who takes a long sip.

CHURCH

I hired a private investigator who
went to Corza, found his body, and
took photos as proof of death. He
couldn't bring the remains home,
without risking his own life - His
mother's taking this badly - Do you
have a child?

BARNEY studies the PHOTO.

BARNEY

I have a seaplane.
(to Christmas who's
daydreaming)
How's the view from space?

CHRISTMAS

(shedding the fog)
How long was your grandson missing?

CHURCH

Least a week or more.

CHRISTMAS slips back into silence.

BARNEY

That's it?

CHRISTMAS nods 'yes.'

KAREN the waitress arrives and sets down the DRINKS.

KAREN

(to Barney)

Bookers for you - And three beers
for the man who wastes your life.

She moves off. BARNEY angrily eyes CHRISTMAS, who is truly embarrassed.

BARNEY

So what do you need, Mr. Church?

CHURCH

I want Garza assassinated -

CHURCH stares straight into BARNEY'S eyes.

CHURCH

(barely holding it
together)

I want his palace destroyed, his
government destroyed, his people to
pay - You're probably thinking: 'If
Garza's out, who will replace him?'

BARNEY

It crossed my mind.

CHURCH

If he's still alive, the ousted
President, Miguel Fuentes, should
be reinstated, and if he isn't,
then the people should choose who
they want - Either way, they're
better off with Garza gone.

BARNEY sips his drink and exchanges glances with CHRISTMAS.

CHURCH

You look skeptical - I understand,
but from all the research I've
done, the success rate of your
operations has been very high and
I'm ready to pay whatever it costs
to get Garza back.

BARNEY

It's not just about money.

CHURCH

With 'mercenaries' I thought it was only about the money.

BARNEY

It's about one rule.

CHURCH

What is it?

BARNEY

(simply)

...They gotta deserve it.

BARNEY picks up the PHOTO of GARZA and stares at it intensely.

INT. PRESIDENTIAL PALACE (CORZA) - NIGHT

A JEEP and a TEN WHEELER ARMY TRUCK grind past the MASSIVE GATES and swing into the courtyard.

The PALACE is old and solid, and has a forboding aura. Large LIGHTS shine down from the BARBED WIRED walls that surround this horrible structure.

Standing on the PALACE steps is a very large AMERICAN OPERATIVE named, PAINE. Beside him, are TWO OTHER RAW-BONED AMERICAN OPERATIVES. These MEN are basically professional killers. With dead eyes they watch the FOUR PEASANT PRISONERS thrown roughly off the rear of the truck. The pitiless SOLDIERS kick the helpless men into a single line.

The FRONT DOOR to the PALACE opens and a PAIR OF GUARDS pass into view followed by GENERAL GARZA. Short, PARANOID and withdrawn, he studies the men as if they were worthless insects, then nervously scans the surrounding area. His reptilian behavior has everyone on edge. All dialogue is in SPANISH.

GENERAL GARZA

(calmly)

You know why you're here?

PRISONER

...We did nothing.

Another PRISONER tries to object and is kicked by PAINE.

GENERAL GARZA
You're still loyal to the old
president, yes?

PRISONER
No.

GENERAL GARZA
Don't lie. All of you are telling
the truth?

PRISONERS
(together)
Yes!

GENERAL GARZA
...Thank you.

Emotionless, GARZA 'pats' one MAN'S head then takes a large
PISTOL from PAINE'S SHOULDER HOLSTER, and fires point blank
into another PEASANT'S head.

GENERAL GARZA
(handing back the pistol)
Not everybody tells the truth.

CUT TO:

EXT. NAVAL AMPHIBIOUS BASE (CORONADO, CALIFORNIA) - NIGHT

BARNEY'S dark 1956 F-100 FORD PICK UP TRUCK is parked on
Highway 75 directly across the base's entrance.

In the passenger seat is CHRISTMAS. Still in a pensive state,
he listens to his IPOD. The song 'INTO THE NIGHT' by Benny
Mardones leaks out from his EARPHONES.

BARNEY'S growing impatient as he observes CHRISTMAS, who's
lost in thought. The overly dramatic music swells in
intensity as it drifts from CHRISTMAS' earphones.

BARNEY taps his friend.

BARNEY
Hey -

CHRISTMAS
(mildly startled)
What?

They rise and walk away from earshot of the other men.

BARNEY

Where are you?

CHRISTMAS

It's nothin' - It's
my problem.

BARNEY

When we're workin,' it's my problem
too.

CHRISTMAS

This one was bad. Why can't I keep
a relationship going? It's starting
to mess with my mind; seriously.

BARNEY

You pick the wrong women.

CHRISTMAS

That's not it, it's me.

BARNEY

How do you figure?

CHRISTMAS

I'm a front runner - I start out
strong, but I'm never there in the
end - It's like a bad habit.

BARNEY

So you feel worthless.

CHRISTMAS

No, I didn't say 'worthless.'

BARNEY

But you thought it.

CHRISTMAS

You love stickin' it to me when I'm
down.

BARNEY

No, when you're feeling sorry for
yourself.

CHRISTMAS

Who should I feel sorry for? This
truck? I just need to forget about
meeting a new woman for a while,
just enjoy my own company.

BARNEY

That's not you.

CHRISTMAS

Seriously, don't you think the guy who's probably gonna get along best with women, is probably the guy who can get along without 'em.

BARNEY

Not really.

CHRISTMAS

This talk's been a waste of time.

BARNEY notices something out of the corner of his eye.
HULKING MARK approaches

They both direct their eyes to a large uniformed FIRST
LIEUTENANT NAVY SEAL approaching from the base's entrance.

MARK

How you doing, Chief?

BARNEY

Good, Captain - Thanks for your time, Mark.

HULKING MARK

Hey, Christmas -
(Christmas shrugs)
Heard you guys dumped Gunnar Jensen?

CHRISTMAS

Drug head.

BARNEY

No, the 'life' just got to him.

CHRISTMAS

Didn't get to us -

BARNEY

- Give it time.

HULKING MARK

So what can I do for ya?

BARNEY

We've gotta replace Gunnar - Ex-Seals are always a safe bet, so if you've got someone you've worked with closely, someone you've deployed on important operations -

CHRISTMAS

- Someone you can friggin' trust with your life -

BARNEY

Someone gay -

CHRISTMAS

Excuse me?

BARNEY

Relax - Have a line on anybody who fits the bill?

HULKING MARK

There's a guy who came over with an advanced team of Brazilian commandos that we then trained for South American counter insurgency deployment.

BARNEY

You personally trained them?

HULKING MARK

Yeah - This one guy, who's the type you're looking for, quit the service an' works here and there.

BARNEY

Can you run him down?

HULKING MARK

Probably - What're you cooking up?

BARNEY

Can't discuss it -

HULKING MARK

I respect that - Alright, if I find 'im, I'll send 'im around.

(moves off)

CHRISTMAS faces BARNEY, who puts the TRUCK in gear and pulls away.

CHRISTMAS

A gay, bilingual mercenary - What
are you writing a musical?

BARNEY

Can you keep your mouth closed?

CHRISTMAS

Let's hear it.

CUT TO:

EXT. HALE CAESAR'S KILLER TACOS - NIGHT

This is a colorful, two-story BAR and RESTAURANT, owned by mercenary HALE CAESAR. Along the length of the building is a colorful SIGN that reads "HALE CAESAR'S KILLER TACOS," beneath this is an inscription in script: "That Which Does Not Kill Us Makes Us Stronger."

Over a wide shot of the colorful establishment, we hear:

BARNEY (V.O.)

...So I've checked out as much as I
can from the outside, but we got to
get up close to see if this is a
'do-able' op.

CUT TO:

INT. HALE CAESAR'S - DAY

BARNEY, KONG, CHRISTMAS and HALE CAESAR sit together drinking at the rear of the restaurant. LATIN TECHNO MUSIC plays in the background. The SIX PARROTS are on their elaborate PERCHES.

A PARROT screeches.

CHRISTMAS

Why do these birds gotta be so
loud?

HALE CAESAR

People like 'em.

CHRISTMAS

Then put 'em on the menu.

KONG disapprovingly studies a TACO resting in his plate. On his FOREARM and likewise HALE CAESAR is the 'EXPENDABLES' TATTOO of the RAVEN sitting on a SKULL.

KONG
Why this place, 'Corza?'

BARNEY
Maybe it won't be Corza, but we need to put some boots on the ground and check it out, and see if it's worth the risk.

KONG
Nothin' is worth the risk. Always travelin' - Always bad places -
(eyes the taco)
Always bad food. Gets boring.
(to Hale Caesar)
I don't like your food.

HALE CAESAR
Why? 'Cause it ain't movin'?

BARNEY
What's your problem, Kong?

KONG
My son is going bad.

KONG takes the 'despised' TACO and puts it on the floor beside him. HALE CAESAR bristles.

CHRISTMAS
(to Kong)
What's 'bad' mean?

KONG
(ignores Hale Caesar)
'Bad' means bad - He's not growing up 'normal.' We're stupid because we spend more time helpin' 'strangers' than helpin' our families.

HALE CAESAR
I hear that -

CHRISTMAS
- You don't have family - You have birds.

HALE CAESAR
You have zero, Cabrone.

The DOOR opens and RICHARD enters. He's tall, very well built, and mysterious, a Latin James Dean reincarnate.

HALE CAESAR
That him?

CHRISTMAS
Think so.

HALE CAESAR
(to Christmas)
That's replacin' Gunnar?

CHRISTMAS
(points to Barney)
His call.

RICHARD'S extraordinary looks have definitely gotten the MEN'S competitive attention.

HALE CAESAR
Pretty boys can't fight.

BARNEY
You're ugly and can't fight either,
so what's your point?

RICHARD arrives at the TABLE.

RICHARD
Hey, sorry I'm late - No parkin'
around here.

BARNEY
Sit down - Everybody, this is
Richard De La Fuego - Over there's
Lee Christmas,
(pointing)
Kong Kao, and Hale Caesar, who owns
this death trap - Let's finish up.

HALE CAESAR
Yo, where you from?

BARNEY
It doesn't matter -

HALE CAESAR
I'm askin' a simple question -
Don't he have a voice?

RICHARD is taking it all in stride.

CHRISTMAS

Maybe Big Dick's feelin' shy around
this group?

RICHARD

(extremely calm)
No - But you can call me Richard.

HALE CAESAR

'Richard?'

RICHARD

...If you don't mind.

CHRISTMAS

You got a problem with the name
'Big Dick'?

RICHARD

(smiles to himself)
No, I have no problem with Big Dick
at all, but I like Richard.

KONG

Who'd you work for?

RICHARD

That's not your business.

KONG

(indignant)
Not my business?
(standing)
You got something to hide?

CHRISTMAS

Stand on a chair. He'll think
you're a giant.

KONG

(to Christmas)
Hey!
(to Richard)
We don't have secrets here.

RICHARD

(nonplussed)
...Everybody has secrets -

HALE CAESAR

Not here - But tell us what we want
to know or we'll be takin' turns
kickin' your ass.

RICHARD

You can try.

HALE CAESAR eyes CHRISTMAS challengingly. Suddenly a PARROT'S
high decibel SCREECH pierces the room.

CHRISTMAS

Jesus! It's like a needle in your
brain!

RICHARD

...They yell like that when they're
not nesting - I raised birds
growing up.

This stops everyone dead, especially CAESAR.

CHRISTMAS shakes his head in dismay. HALE CAESAR begins to
laugh.

BARNEY

If the official 'ball-breaking's
done, lets get back to business.

KONG

How many soldiers does this island
have?

BARNEY

It's a small place - wouldn't take
more than a few hundred good ones
to control the island.

KONG and HALE CAESAR look skeptical.

CHRISTMAS

We'll check it out - Maybe it's not
as crazy as it sounds.

HALE CAESAR

Don't sound crazy to you 'cause you
are crazy.

BARNEY

Right now we don't know that much, except they've got a half-assed dictator who's takin' the place down and had his men kill a young American who was helpin' out the locals.

KONG

So what?

CHRISTMAS

(to Barney)
He's not listening.

KONG

I have my own problems.

BARNEY

(to Kong)
Let's hear it.

KONG

My son is growin' up all wrong. The hair, the talk, the clothes, what he likes is not normal.

BARNEY

And you're 'normal?'

KONG

Yes - I'm normal.

CHRISTMAS

Since when?

KONG

We are successful at what we do, failures at everything else - we are the 'half people.'

CHRISTMAS

Seriously, stick to kicking people.

BARNEY

Kong, we've been hearin' this for years. Let your kid be who he's gonna be and stop tryin' to make him you, you're a one-off. And what's normal? Look at Hale Caesar. A black man named after a bad weather report, who thinks he's Mexican, normal? Not really.

(MORE)

BARNEY (cont'd)
 Christmas? Normal? He falls in love
 more than Pepe Le Pew.

BARNEY
 And me, a walking billboard on how
not to live your life, if you want
 to have a life - I had to wear a
 name tag around my kids - So what's
 normal? That said, this team
 doesn't work without you an' that's
 too bad cause lately you've become
 a huge pain in the ass, but we love
 you.

KONG
 (smiles)
 ...Don't say that.

BARNEY smiles and pats KONG on the shoulder.

BARNEY
 (gestures to Christmas)
 Let's travel.

CUT TO:

SERIES OF SHOTS OF CORZAN LIFE

MONTAGE

- CORZAN WOMEN work in the fields.
- A STARVED DOG roams the muddy streets, looking for scraps.
- General Garza's khaki-clad, hostile SOLDIERS patrol the town square.
- Children play in the gutters.
- Peeling POSTERS of GENERAL GARZA are on every structure.

In the background are CORZA'S formative mountains that are lush with dense foliage.

A large GRUMMAN UF-26 ALBATROSS SEAPLANE swoops into view. OCEAN SPRAY arcs beside the plane's large PONTOONS as it powers down.

CUT TO:

EXT. CUSTOMS OFFICE

A near dilapidated CUSTOM'S OFFICE comes into view as BARNEY'S SEAPLANE rumbles into view. He cuts the engines.

INT. SEAPLANE

BARNEY adjusts the controls, as CHRISTMAS eyes the bleak surroundings.

CHRISTMAS
...Nice place.

INT. CUSTOMS OFFICE - DAY

BARNEY and CHRISTMAS stand in front of a sunken-eyed CUSTOMS AGENT. On the wall is a LARGE PHOTO of GENERAL GARZA. Nearby, TWO RAWBONED SOLDIERS lounge in a pair of worn CHAIRS. A CEILING FAN overhead is barely spinning at two revolutions per minute.

An UNSHAVEN CUSTOMS AGENT eyes the men's PASSPORTS.

AGENT
(heavy accent)
Why you here?

BARNEY hands over a BUSINESS CARD.

BARNEY
Looking at land development
properties.

AGENT
How long are you here?

BARNEY
Maybe a day.

The AGENT hands them back their PASSPORTS.

BARNEY and CHRISTMAS move off as the CUSTOMS AGENT eyes the SOLDIERS, then reaches for the phone.

CUT TO:

EXT. CITY - DAY

BARNEY and CHRISTMAS wander the streets of the main city. A pair of LOCAL SPIES, men in their late 20's, attempt to inconspicuously trail the TWO MERCENARIES.

EXT. STREET - DAY

CHRISTMAS and BARNEY move closer to what could be considered the CENTER of the depressed city.

The pair of LOCAL SPIES continue to trail BARNEY and CHRISTMAS.

BARNEY and CHRISTMAS pause in front of a WEATHERED STOREFRONT, and in the shop's window see the reflection of the SPIES observing them from the opposite side of the street.

BARNEY
Gotta take 'em out.

BARNEY and CHRISTMAS move off in opposite directions.

CUT TO:

SPIES

Seeing this, they split off and follow BARNEY and CHRISTMAS, SEPARATELY.

CUT TO:

BARNEY AND CHRISTMAS

Halfway down the nearly deserted street, they both CROSS to the other side of the street. They now have managed to FLANK the trailing SPIES, and proceed to approach one another, thus having the SPIES caught in the middle.

CUT TO:

SPIES

They attempt to maintain nonchalant attitude as BARNEY and CHRISTMAS approach them from opposite directions.

CUT TO:

CLOSE UP

As BARNEY passes by, a MINI SYRINGE in his hand jabs into the first SPY'S leg. The spy barely feels the puncture as BARNEY casually moves on.

CUT TO:

CHRISTMAS

now passes his target, and also secretly jams his syringe's point into SPY #2's side.

CUT TO:

BARNEY

slows his pace as CHRISTMAS pulls along side and they move off. BARNEY checks his WATCH.

BARNEY
...Twenty seconds.

CHRISTMAS
Thirty.

CUT TO:

SPIES

The drug is rapidly taking effect as one SPY slumps semi-consciously against a crumbling STUCCO WALL. Sliding to the ground, he draws very little attention.

CUT TO:

SPY #2

enters a SMALL STOREFRONT and once inside collapses.

EXT. CITY STREETS (CENTER OF TOWN) - DAY

Loud HONKING. TWO MILITARY JEEPS followed by an open back MILITARY TRUCK crammed with 20 HARD-CORE SOLDIERS rumble along the narrow main street. CORZAN FLAGS fly from the corners of the hoods of all the vehicles. Though slightly obscured, we see BARNEY and CHRISTMAS pass into view.

Across the street is a STATUE of GENERAL GARZA on a TEN FOOT PEDESTAL.

The intimidated LOCALS jump aside as the CONVOY approaches an intersection. An OLD MAN struggling to push a RICKETY CART full of junk out of the way, passes in front of the MAIN CAR. HORNS blare. The OLD MAN stands petrified. This disrespect is definitely not tolerated.

TWO LARGE AMERICAN OPERATIVES, dressed in khaki, leap from the LEAD JEEP and berate the OLD MAN.

Stepping out of the SECOND JEEP is PAINE. The big man is wearing a conspicuous SHOULDER HOLSTER. In his thick hand is an equally thick, short BLACK CLUB attached to a LEATHER STRAP.

PAINE motions to the SOLDIERS who pour out of the TRUCK and commence to shoving people aside, then SMASHING the OLD MAN'S cart.

The TWO AMERICAN OPERATIVES push the OLD MAN and send him sprawling to the sidewalk as the SOLDIERS RE-BOARD the TRANSPORT TRUCK. The LOCALS share in the man's pain, but are terrified to show any outward emotion. PAINE climbs back in his JEEP and the motorcade is GONE.

CHRISTMAS

They sound American.

An OLDER WOMAN suddenly starts to yell curses at the departing motorcade CAR. A group of patrolling SOLDIERS rush forward and commence to roughing her up. ANOTHER WOMAN, (SANDRA,) naturally attractive, (20's,) implores the guards to release the poor woman.

One soldier is about to drive a RIFLE BUTT against her head, when the SERGEANT OF THE GUARD grabs her and flings her against the wall, curses her nose to nose, then moves off.

All the intimidated BYSTANDERS quickly move off.

Without hesitation, CHRISTMAS approaches SANDRA.

CHRISTMAS

You alright?

She looks confused by the Americans' presence. BARNEY eyes the departing SOLDIERS, then joins CHRISTMAS and SANDRA.

CHRISTMAS

(in Spanish)

I said, are you alright? You need help?

SANDRA
(Latin accent)
I am good - Thank you - You are
Americans?

BARNEY
Yes.

SANDRA
So why are you here?

CHRISTMAS
She doesn't waste words.

BARNEY
We're looking at real estate -
We're developers.

SANDRA suspiciously eyes them.

SANDRA
Developers?

CHRISTMAS
That's right.

SANDRA
There's not much to see.

BARNEY
You never know - Let's go.

CHRISTMAS
You know, we could use someone to
show us around. Someone who knows
the place like she does.
(to Sandra)
What do you think? Have some time
to give us a tour?

SANDRA
You can pay for gas?

CUT TO:

EXT. SANDRA'S PICK UP TRUCK - DAY

Dust kicks up from the partially paved road as SANDRA drives her terribly rundown mini PICKUP TRUCK towards the outskirts of town.

CUT TO:

INT. SANDRA'S PICK UP TRUCK - DAY

SANDRA drives while BARNEY sits in the middle and CHRISTMAS rides shotgun.

SANDRA

Not many Americans come here - Not now - They used to - Now there's nothing right in Corza.

CHRISTMAS

(charmingly)

I wouldn't say that.

BARNEY leans over to CHRISTMAS and speaks so only his friend can hear.

BARNEY

We're here to work.

CHRISTMAS

I know that.

BARNEY

She's not your type.

CHRISTMAS

How do you know?

BARNEY

Stay focused.

CHRISTMAS

(shrugs)

No problem.

BARNEY shows SANDRA the photo that was given to him by MR. CHURCH. His thumb covers the image of BILL, the murdered YOUNG AMERICAN'S body.

BARNEY

We want to see this place first.

SANDRA

Why here?

BARNEY

We want to see the view.

SANDRA

There is no view.

BARNEY

Let's see it anyway.

CUT TO:

OUTSKIRTS OF TOWN - DAY

BARNEY, CHRISTMAS and SANDRA ride in SANDRA'S MINI-PICKUP TRUCK. They rock uncomfortably down a pot-holed road. The extreme poverty affects BARNEY.

SANDRA

How long do you stay here?

CHRISTMAS

Depends -

BARNEY

- One day -

SANDRA

(shakes her head at the
irony)

You do like all the rest - Just
come an' go 'cause nothing is here
worth staying for.

CHRISTMAS

(double entendre)
Maybe there could be.

SANDRA

Yes, 'maybe' if Fuentes was still
here.

CHRISTMAS

Who's Fuentes?

BARNEY

Miguel Fuentes - the former president.

SANDRA and CHRISTMAS are impressed.

BARNEY

Where's Fuentes now?

SANDRA

Some soldiers have said he's dead. Some say he's in prison - No one knows. He was the last chance this place had.

BARNEY

How's that?

SANDRA

He tried to make things better - When he was president, he had people come to invest - People from Europe came here to see if there was anything of value in Corza to help the people live better.

BARNEY

What were they looking for?

SANDRA

Gas - Oil - Like what was found near Cuba last year - They were still looking when Garza took over and many people were killed - Now we are what you see, a dying place.

A group of SOLDIERS have pinned several YOUNG MEN against a wall. They are being interrogated.

CHRISTMAS

They act like this all the time?

SANDRA

Most are scared - Garza's killed many soldiers he thought were loyal to Fuentes - Now they try to show how loyal they are to him.

BARNEY looks out the window as their VEHICLE passes filthy, bare footed CHILDREN carrying BUCKETS of brackish water and joyless adults clad in near thread bare RAGS slump against crumbling HOUSE/SHACKS.

SANDRA
 Nobody should have to live like
 this -

CHRISTMAS
 (sympathetically)
 No, they shouldn't...Anyway, ever
 been to the states, Sandra?

SANDRA
 No.

CHRISTMAS
 You'd like it -

SANDRA
 Yes, but this is my country - It's
 bad now, but I still love it.

CHRISTMAS
 I understand - But if you can have
 a shot at a better life, why not
 take it?

BARNEY
 Focus -

CHRISTMAS
 Relax -
 (to Sandra)
 "Tienes che encontrar un hombre qhe
 siempre se quedara despierto solo
 para verte dormir."

SANDRA eyes him and turns away embarrassed.

BARNEY
 (to Christmas)
 What'd you say?

SANDRA
 He said - "Someday I will find a
 man who will be happy to stay awake
just to watch me sleep."

BARNEY
 ...Jesus.

CHRISTMAS
 It's a compliment.

SANDRA

Maybe - But when men talk like that
to a woman they do not know, they
sound -
(searching)
'tonto.'

CHRISTMAS

Don't know that word.

SANDRA

(not mean spirited)
Ah - Tonto - Foolish? - Like a
fool.

CHRISTMAS

(tightly)
Of all the words -

SANDRA

(pleasantly)
I don't think any serious person
talks like this and means it, do
you? You can't.

CHRISTMAS

(dry)
Pull over.

SANDRA

What?

CHRISTMAS

You heard - Just pull over!

SANDRA pulls to the side of the dirt road and CHRISTMAS gets
out of the TRUCK.

BARNEY

What're you doing?

CHRISTMAS

(walking)
'A fool?' Is it me that's messed up
or the world?

BARNEY

C'mon, get in.

CHRISTMAS

Rather chew my arm off, seriously -
See you back at the plane.

BARNEY realizes he's not changing his friend's mind and re-enters the truck.

SANDRA
I'm sorry - I did not mean anything bad.

BARNEY
It's alright - Are we close?

SANDRA
...Yes.

BARNEY
Let's go.

EXT. OUTSKIRTS - DUSK

BARNEY and SANDRA stand beside a BERM along the barely discernible dirt road.

SANDRA
This the place you wanted to see?

BARNEY
Yeah.

BARNEY holds up one of the PHOTOGRAPHS of CHURCH'S slain GRANDSON. The PALACE'S TOWER looms in the picture's background.

SANDRA
Who are you both really?

BARNEY walks off the road and holds the picture up again. He steps over a low DIRT BERM.

BARNEY
(taking pictures)
Did you know about the American that was killed here?

SANDRA is extremely uncomfortable and remains silent.

SANDRA
(awkwardly)
No.

BARNEY
He spent a lot of time in Corza -

SANDRA
I don't know about him.

Suddenly they're alerted by the GROANING ENGINE of a large MILITARY TRUCK that quickly pulls into view. EIGHT ANGRY SOLDIERS pile out.

SANDRA
Oh God - Please, don't say anything wrong - Let me talk.

LEADER
(in Spanish)
What're you doing here? Stay where you are!

The EIGHT SOLDIERS surround BARNEY and SANDRA.

LEADER
(in Spanish)
I said - What're you doing here!?

SANDRA
He wants to know what you're doing.

BARNEY
Just taking pictures.

SANDRA
(in Spanish)
He's just a tourist.

The SARGENT LEADER steps uncomfortably close to BARNEY.

LEADER
(in Spanish)
You're lying! Give me the camera!!
Now!

SANDRA
He wants the camera -

The LEADER smacks SANDRA to the ground.

LEADER
(in Spanish)
Shut up, Puta - You're next!

As BARNEY faces SANDRA, the LEADER blind-side punches him. BARNEY STAGGERS, but remains upright. The CAMERA falls to the ground.

LEADER
(in Spanish)
They move, shoot them!!

Not knowing how to open a digital camera, the LEADER SMASHES it against a rock.

SANDRA
(in Spanish)
Please - He's leaving today. We didn't do anything!

LEADER
(in Spanish)
Lying bitch!

The LEADER again goes to strike Sandra, but BARNEY blocks the blow, then is blind-sided with a rifle butt to his side, which drops him painfully to the ground.

LEADER
(in Spanish)
Get them!! Take them both!! Now!!

Being restrained by one of the SOLDIERS, SANDRA struggles for her life. She manages to break free.

LEADER
Get her!

Suddenly BARNEY rockets his fist into the LEADER'S groin. The LEADER buckles in half and BARNEY breaks his windpipe with a vicious chopping blow. Ripping free the LEADER'S SIDEARM, he puts a bullet through the NECK of SOLDIER #2.

Rolling to one knee, he blows a hole through SOLDIER #3 and #4's chests.

BARNEY then wheels around and fires upward, hitting SOLDIER #5 directly under the chin.

BARNEY
Run!!

Nearly frozen in terror, SANDRA now runs for her life. SOLDIER #6 races after her.

BARNEY is out of AMMO and SOLDIER #7 takes aim.

Suddenly, a slicing sound cuts through the air and a THROWING KNIFE buries itself into SOLDIER #7's chest.

As SOLDIER #8 turns in the direction the knife came from, a SECOND THROWING KNIFE buries itself into the man's HEART.

The throaty engine of the TRANSPORT TRUCK roars to life as CHRISTMAS races into view.

Without breaking stride CHRISTMAS tears the THROWING KNIFE out of DEAD SOLDIER #8'S body, then races through the foliage attempting to intercept the truck.

CUT TO:

MILITARY TRUCK

is building speed as it descends the DANGEROUS WINDING ROAD that borders a STEEP, nauseating drop off.

SOLDIER #6 stands on the truck's FLATBED with SANDRA'S HAIR seized in one hand while his AUTOMATIC WEAPON is held ready in the other.

The truck's frantic DRIVER yells into a WALKIE-TALKIE.

CUT TO:

CITY - DUSK

A bearded LIEUTENANT monitors the truck driver's panicked transmission on his WALKIE-TALKIE. Around him are SIX SOLDIERS.

The LIEUTENANT angrily bellows to the SOLDIERS and they instantly pile into an oversized JEEP-TRANSPORT CARRIER.

CUT TO:

JUNGLE GROWTH

CHRISTMAS tears through the DENSE FOLIAGE like an enraged animal, until he arrives at an ELEVATED OVERHANG. The fleeing truck is just about to pass ten feet below.

CHRISTMAS leaps high into the air and drops feet first onto the startled SOLDIER, instantly breaking his neck.

The startled DRIVER attempts to remove his PISTOL as CHRISTMAS heaves his THROWING KNIFE. But the truck's TURBULENT motion causes the KNIFE to miss it's intended target and imbeds itself up to the hilt in the truck's thick WINDSHIELD.

CHRISTMAS lunges forward and latching onto one of the truck's bare METAL ROOF'S STANCHIONS, knees the DRIVER squarely in the temple, knocking him unconscious and out of the truck.

The DRIVERLESS truck swerves toward a sheer 300 FOOT drop off. CHRISTMAS rushes to SANDRA and seizing her arm, pulls her off the doomed truck.

The TRUCK begins it's long descent into the STEEP CHASM, until it's finally shattered against the jagged rocks below.

CHRISTMAS and SANDRA have barely managed to land on the road's outermost edge.

CUT TO:

BARNEY

wheels SANDRA'S TRUCK into view and skids to a precarious stop as CHRISTMAS and SANDRA leap in and they roar off.

INT. SANDRA'S TRUCK - DAY

The small TRUCK is barely able to negotiate the dangerous curves as BARNEY, CHRISTMAS and SANDRA speed down the treacherous road.

CHRISTMAS

(to Barney)

She stays here she's dead!!

(to Sandra)

You're comin' with us.

SANDRA

How?

CHRISTMAS

We have a plane.

SANDRA

No - But I can't leave! I have no passport! Nothing!

CHRISTMAS

Do you have family here?

SANDRA

No -

CHRISTMAS

Then you're going.

GARZA'S PALACE - DAY

The MAMMOTH GATES swing open and a JEEP roars out, occupied by the American Operative PAINE and his TWO OTHER HENCHMEN.

CUT TO:

EXT. SEAPORT - DAY

The TRUCK speeds towards the SEAPLANE MOORING.

As they approach, the island's CUSTOMS SHACK comes into view.

BARNEY skids the TRUCK nearly into a TREE and cuts the engine.

BARNEY

Fire it up! I'll take care of them.

CHRISTMAS

Gimme a thirty second lead!

CHRISTMAS and SANDRA sprint away as BARNEY anxiously checks the sweeping SECONDS HAND of his watch.

CUT TO:

STREET

In the JEEP the BEARDED LIEUTENANT and his MEN barrel wildly down the narrow street nearly slamming into the many poor VENDORS and PEDESTRIANS, who leap from the thundering vehicle's path. The incensed LIEUTENANT is yelling into a hand held RADIO as the jeep's HORN blares at an oncoming TRUCK that veers violently onto the sidewalk, and crashes into a STOREFRONT.

CUT TO:

EXT. STREET

PAINE and the TWO AMERICAN OPERATIVES race their JEEP at breakneck speed through the city.

CUT TO:

EXT. SEAPLANE - DUSK

CHRISTMAS jumps onto the PONTOON and whips open the huge planes' SIDE DOOR.

CHRISTMAS
C'mon, get in!!

SANDRA balks. CHRISTMAS heaves the MOORING LINES free.

CHRISTMAS
Jump! Get in!!

SANDRA takes a step forward grabbing CHRISTMAS' hand, then she suddenly pulls it free.

CHRISTMAS
What the hell are you doing!?

SANDRA
You go!

She starts to backpedal.

CHRISTMAS
C'mon, jump on! We'll get you out!!

SANDRA
You go! You don't belong here!

SANDRA turns and runs off. Having no choice, CHRISTMAS leaps inside.

CUT TO:

EXT. LARGE MILITARY JEEP - DUSK

The BEARDED LIEUTENANT and his SQUAD continue to dangerously wheel their vehicle wildly through the narrow streets. The PORT now comes into view.

The LIEUTENANT snatches up the HAND MIC of the Jeep's CB RADIO.

CUT TO:

INT. CUSTOMS SHACK - DUSK

The TWO SOLDIERS, who had been playing cards, are momentarily startled as the Seaplane's ENGINES roar to life. They don't hear BARNEY entering through the REAR DOOR.

EXT. SEAPLANE - DUSK

The sound of the huge ENGINES and thundering PROPS resound throughout the port area.

INT. CUSTOMS SHACK - DUSK

The startled SOLDIERS leap to their feet.

In that split second, BARNEY smashes the first SOLDIER with a CHAIR as the SECOND SOLDIER is knocked unconscious by a .45 PISTOL that BARNEY pulls from the small of his back. The CUSTOMS OFFICIAL attempts to flee, but BARNEY fires a SHOT into the back of his leg, dropping the man instantly.

CUT TO:

INT. SEAPLANE

Wiping the sweat from his eyes, CHRISTMAS anxiously looks for BARNEY.

CHRISTMAS
C'mon, you insane Bastard!

CUT TO:

EXT. DOCK - DUSK

As the rumbling SEAPLANE powers along the SHORT DOCK, it's whirling PROPS kick up a MASSIVE wall of SPRAY.

CUT TO:

BARNEY

bursts out of the SHACK, dashes to the PIER and leaps through the blinding spray landing on the plane's MASSIVE PONTOONS.

CUT TO:

INT. SEAPLANE - DUSK

Seeing this, CHRISTMAS jams the throttles and the metal beast explodes with unbridled horsepower that violently shakes the plane's entire structure. Struggling against the hurricane force of the PROP WASH, BARNEY manages to pull himself inside.

CUT TO:

SANDRA

who is partially hidden behind the corner of a nearby structure, observes this then rushes toward her TRUCK.

CUT TO:

INT. SEAPLANE

Completely drenched, BARNEY swings into the copilot's seat.

BARNEY
Where's the girl?!

CHRISTMAS
She wouldn't leave!

Leaning out of the side COCKPIT WINDOW, BARNEY sees the JEEP TRANSPORT roar into view.

BARNEY
It's gonna be close!

CUT TO:

SANDRA

reaches her truck just as the SOLDIER'S JEEP rolls past.

CUT TO:

JEEP

Skidding to a stop the SOLDIERS pile out and fire wildly.

CUT TO:

INT. SEAPLANE - DUSK

BARNEY and CHRISTMAS are at the controls.

BARNEY
(to plane)
Climb, Girl, climb!

CHRISTMAS manages a rapidly shrinking glimpse of SANDRA speeding away.

CUT TO:

DOCK - DUSK

PAINE and the TWO OTHER AMERICAN OPERATIVES speed towards the soldiers and slide to a shattering stop.

CUT TO:

PAINE

leaps out then viciously rips a SOLDIER'S RIFLE out of the startled man's hands, and begins FIRING at the rising PLANE.

CUT TO:

INT. SEA PLANE

Just when it appears they're out of harm's way, PAINE'S bullets rip through the rear of the plane's fuselage.

BARNEY
Bankin'!

MORE BULLETS tear into the plane as BARNEY SNAPS the STEERING WHEEL hard. The old SEA PLANE tilts drastically on it's side.

CUT TO:

PAINE

Out of AMMO and enraged, he snatches another SOLDIER'S RIFLE and FIRES until the CLIP is empty.

PAINÉ
Son of a bitch!

CUT TO:

EXT. SEAPLANE - DUSK

Banking at an almost impossible angle, the soaring SEAPLANE curves around the island's protective cliffs.

CUT TO:

INT. SEAPLANE

The PLANE is still severely BANKING as CHRISTMAS stares out the SIDE WINDOW to see the last portion of the PORT disappear.

CHRISTMAS
Why're we still 'banking?'

BARNEY
Didn't say goodbye.

CHRISTMAS
Yellow shower?

BARNEY
Yeah.

CUT TO:

EXT. CLIFFSIDE - DUSK

The MASSIVE SEAPLANE suddenly bursts into view over the towering cliffs.

CUT TO:

EXT. DOCK SIDE

The sound of THUNDERING ENGINES startled the SOLDIERS and PAINE, who were in the process of departing.

The SEAPLANE now proceeds to DIVE BOMB directly toward the dumbfounded SOLDIERS.

CUT TO:

INT. SEAPLANE - DAY

Through the COCKPIT WINDSHIELD the SOLDIERS are seen frozen in confusion. CHRISTMAS unbuckles and struggles against the MOUNTING G-FORCE.

BARNEY

Ready?

CHRISTMAS

Got it.

CHRISTMAS reaches for a FLARE PISTOL that's attached to the BULKHEAD.

CUT TO:

EXT. SEAPLANE - DUSK

Having reached it's maximum speed, the SHUTTERING plane swoops down along the length of the dock.

CUT TO:

EXT. DOCK SIDE - DUSK

The PETRIFIED SOLDIERS now run for their lives. PAINE defiantly stands his ground.

PAINE

(to the fleeing soldiers)

Stay! They have no weapons!

CUT TO:

INT. SEAPLANE - DUSK

FLARE PISTOL in hand, CHRISTMAS pulls open the SIDE DOOR.

CHRISTMAS

Go!

BARNEY pulls a HANDLE situated on the floor beside his seat.

CUT TO:

EXT. SEAPLANE

GAS begins to drain from the large auxiliary FUEL PODS fastened beneath each WING.

CUT TO:

EXT. SEAPLANE - DUSK

The fleeing SOLDIERS freeze when they see a thick whirling YELLOW CLOUD of mist about to descend on them.

CUT TO:

INT. SEAPLANE - DUSK

CHRISTMAS leans out and fires the FLARE GUN at the drenched dock. Several BULLETS fired by PAINE tear holes in the plane just above CHRISTMAS' head.

CUT TO:

EXT. DOCK - DUSK

The RED HOT FLARE collides against the OLD WOODEN STRUCTURE and a mammoth curling FIREBALL erupts with colossal force.

CUT TO:

SOLDIERS

leap into the water as the wave of destruction envelops everything in it's path. The curling FLAMES sweep over the JEEPS, blowing them sky high. The burning wreckage crashes into the water, nearly crushing SEVERAL SOLDIERS.

CUT TO:

EXT. SEAPLANE

The PLANE is barely avoiding a catastrophe as the swirling GAS WAVE threatens to reach up to the plane itself.

CUT TO:

INT. SEAPLANE

Leaning from the plane's SIDE DOOR, CHRISTMAS nervously observes the FLAMES nearly curling up to the WINGS and GAS PODS.

CHRISTMAS

Bail!!

BARNEY sharply cuts the WHEEL then twists the GAS VALVE shut.

CUT TO:

EXT. SEAPLANE - DUSK

The TIDAL GAS WAVE ceases inches from the PLANE, which now ARCS gracefully out to sea.

CUT TO:

EXT. DESTROYED DOCK - DUSK

With the dock engulfed in FLAMES, PAINE, along with traumatized SOLDIERS, swim wearily to shore.

CUT TO:

INT. SEAPLANE - DUSK

CHRISTMAS returns to the COCKPIT. BARNEY stares stoically straight ahead. CHRISTMAS suddenly pounds the side of the FUSELAGE.

CHRISTMAS

Why would anybody stay in this hell hole?!

BARNEY

Guts.

CHRISTMAS

Think they'll find her?

BARNEY

Probably.

CHRISTMAS

We're coming back.

BARNEY

No we're not.

CHRISTMAS

We met this girl, used her, now we're responsible. Seriously, I'm coming back one way or another.

BARNEY studies CHRISTMAS' resolute expression. Reflectively he glances out the side window.

BARNEY

Y'know, maybe we could take this place down.

CHRISTMAS

How?

BARNEY

...Let me think about it.

CUT TO:

EXT. SEAPLANE - DUSK

The DRONING ENGINES now slowly fade into a TRANQUIL HUM as the AIRCRAFT glides gracefully into the SUNSET.

CUT TO:

EXT. GARZA'S PALACE - NIGHT

A WIDE SHOT depicts great activity in the COURTYARD as SOLDIERS are being loaded onto TRANSPORT TRUCKS while another TRUCK loaded with SOLDIERS, rumbles out of the MASSIVE GATE.

CUT TO:

PALACE COURTYARD - DUSK

The BEARDED LIEUTENANT and the other SIX SOLDIERS that were useless in stopping BARNEY and CHRISTMAS escape, are bound and gagged as they stand trembling before GENERAL GARZA.

In front of the MEN is a SQUAD of SOLDIERS with their RIFLES trained on the BEARDED LIEUTENANT'S SQUAD. Beside GARZA is PAINE.

GARZA
 (in Spanish)
 You let them kill and get away? Two
 of them?
 (grabs the bearded
 lieutenant by the beard)
 (to soldiers)
 You are a bad leader - Maybe it is
 the beard.

GARZA nods to SEVERAL SOLDIERS and the BEARDED LIEUTENANT'S SQUAD is dragged off.

GARZA
 No more beards -
 (to Paine)
 You work for me, find the girl!

He shoves PAINE who bristles. He'd like to smash this man into a tiny wet spot. PAINE moves off.

GARZA
 (puts pistol to Paine's
 head)
 I am so mad I can't feel my hands -
 (cocks pistol)
 Yes, you work for me.

PAINE glares at him then moves off.

CUT TO

EXT. CORZA (SANDRA'S HOME) - NIGHT

This modest crumbling STRUCTURE is on the OUTSKIRTS of the city. SANDRA'S partly observed TRUCK is parked out of view.

The SIDE DOOR swings open and SANDRA appears with a CLOTH SACK crammed with provisions. Rapidly entering her TRUCK, she is gone into the night.

CUT TO:

EXT. HALE CAESAR'S - EARLY MORNING

The SUN is barely up. We hear MR. CHURCH'S VOICE over the WIDE SHOT.

CHURCH (O.S.)
How did it go in Corza?

CUT TO:

INT. HALE CAESAR'S - DAWN

The establishment is dark except for the early RAYS OF
SUNLIGHT that angle through the LARGE SKYLIGHTS.

BARNEY sits at a ROUND TABLE with CHRISTMAS, KONG, HALE
CAESAR and RICHARD. Most of the men still look half asleep.

BARNEY
No problem.

CHRISTMAS smirks.

BARNEY
But we think Garza could be under
the agency's protection. We saw
some personnel there that fit the
bill.

CUT TO:

CHURCH

The imposing man is seated behind a LARGE DESK in a
CLASSICALLY DECORATED OFFICE.

CHURCH
Why would the CIA be involved with
Garza?

CUT TO:

BARNEY AT HALE CAESAR'S

BARNEY
Your grandson ever mention anything
about American personnel on the
island?

CHURCH
No - Does all this mean you're
passing?

BARNEY remains silent.

CUT TO:

CHURCH'S OFFICE

BARNEY
(overriding)
- The fee's five million.

CHURCH is momentarily taken aback.

CUT TO:

BARNEY

BARNEY
Plus expenses - Half to be
deposited in two separate off shore
accounts today - In or out?

CHURCH
What if it is the agency that's
over there?

BARNEY
Our problem - In or out?

CHURCH
In.

BARNEY
You'll be sent the account numbers.

BARNEY hangs up and faces the GROUP.

BARNEY
Alright, we need weapons.
(gestures at Christmas,
Richard and Kong)
Our usual armor got busted, but
made arrangements to get what we
need from the new supplier.
Christmas knows the locale of the
supplier in Tijuana.

HALE CAESAR
Hate that place.

BARNEY

Don't worry about it, you're not going.

KONG

How do you know we can trust this new 'replacement?'

BARNEY

We don't - But he says he's got what we need and it's untraceable.

CHRISTMAS

(to Kong)

If it smells bad, we're outta there.

BARNEY

You guys get moving - Richard, your first assignment, enjoy.

RICHARD smiles and rises.

KONG

What're you doing?

BARNEY

Covering our asses.

BARNEY rises and holds up a CD ROM and motions to HALE CAESAR.

BARNEY

I wanna show you something.

CUT TO:

SUPERIMPOSED: CIA

LANGLEY, VA

INT. CIA VIDEO ROOM

PAINE leans over a bank of monitors. A seated TECHNICIAN toys with the controls.

On the SCREEN is a bad SECURITY CAMERA recording from the CUSTOMS SHACK.

Standing directly behind PAINE is FEMALE SENIOR CHIEF INTELLIGENCE OFFICER, B.W. MONROE, (50's.) She's not seen clearly yet, but we sense an ominous presence.

MONROE (O.S.)
Go in closer.

The technician does. BARNEY'S face is seen but too hazy for clear identification. CHRISTMAS' face is blocked behind BARNEY.

PAINE
Their equipment's ancient.

MONROE (O.S.)
...I see that.

New FOOTAGE appears. It's a SKIP-FRAME recording of BARNEY knocking the CUSTOMS SOLDIER UNCONSCIOUS and FIRING a shot at the CUSTOMS AGENT, who's OFF screen. Monroe now steps into view

MONROE
(to technician)
We need this person identified as soon as possible, that means yesterday - Enhance the hell out of it - Step out, please.

The TECHNICIAN exits.

MONROE
Was the girl that was with them ID'd? - Who was she? You have a name yet?

PAINE
Sandra Campas, a local, she'll be in custody soon if Garza doesn't kill her first.

MONROE
Just go back and pacify that paranoid bastard. Tell him he has our commitment. Nothing like this will happen again and I need to know what this Sandra Campas knows.

CUT TO:

INT. SANDRA'S HOUSE - NIGHT

A HALF DOZEN SOLDIERS holding powerful HALOGEN FLASHLIGHTS tear through the house.

CUT TO:

EXT. SANDRA'S HOUSE - NIGHT

As the SOLDIERS pour out of the dwelling, we see that SANDRA'S NEIGHBORS have been pulled from their homes and are being brutally interrogated.

CUT TO:

GARZA'S PALACE - NIGHT

We see a WIDE SHOT of the oppressive walled structure. The SOUND of HEAVY FOOTSTEPS reverberating on stone is heard over the PALACE'S image.

CUT TO:

INT. PALACE BASEMENT

THREE SOLDIERS lead GENERAL GARZA down an incredibly bleak and mildewed mortar CORRIDOR.

CUT TO:

BASEMENT CELLS

Arriving at a ROW of heavily rusted STEEL DOORS, the CELL GUARD immediately jams a KEY into the LOCK of the CENTER CELL.

The DOOR groans open revealing FORMER PRESIDENT MIGUEL FUENTES, a slender, unhealthy man of FIFTY FIVE. TWO SOLDIERS rush in and yank him upright.

GENERAL GARZA enters and calmly approaches FUENTES. With a baleful expression, he GLARES into the hopeless man's eyes.

GENERAL GARZA
(in Spanish)
You brought them?

MIGUEL

Who?

GARZA'S patience has reached it's limit. Bellowing in rage, he raises his fist.

CUT TO:

CELL CORRIDOR

GARZA'S guttural yell reverberates down the hallway followed by the THUD of FUENTES' BODY hitting the cell floor.

INT. HALE CAESAR'S BACK OFFICE

BARNEY and HALE CAESAR sit riveted to images of CORZA that are being displayed on a LARGE COMPUTER SCREEN. These are PHOTOS that BARNEY has taken. He stops at an image at the locale of the murder of the YOUNG AMERICAN.

BARNEY

See it?

HALE CAESAR

No - What am I suppose to be seeing?

BARNEY magnifies the image.

BARNEY

Bottom left -

HALE CAESAR

The cigarette butt?

BARNEY

Yeah, the name on the filter says Oberst - See it?

HALE CAESAR studies the PHOTO, baffled.

HALE CAESAR

Yeah.

BARNEY

Oberst is a first class European cigarette. There's no way Garza's men would be smokin' that brand. I need to get a list of any European visitors to Corza say in the last three months.

(MORE)

BARNEY (cont'd)
The best place to start would be
private plane manifests.

CUT TO:

INT. CIA HEADQUARTERS (HALLWAY) - DAY

WILL and LICKSON stride down the fairly active and endless hallway. WILL eyes a slightly enhanced STILL SHOT of BARNEY taken from the SURVEILLANCE CAMERA in CORZA.

WILL
Where'd you get this?

LICKSON
From a friend in surveillance. A
C.O.O. intel officer named Monroe,
who's working up front for the
Special Activities Division wants
it ID'd.

WILL
They must've 'made' Ross, planning
a new op is the only explanation.

LICKSON
Thing is, if they don't know who he
is, how'd they know to put "eyes"
on him?

WILL
Because they weren't watching him,
and were watching over another
company target and he walked into
it by accident - This is good.

INT. PUBLIC STORAGE LOBBY - DAY

BARNEY enters with a cardboard DOCUMENT BOX.

PUBLIC STORAGE CLERK
Can I help you?

BARNEY
I need a unit, please.

BARNEY slides a CREDIT CARD across the counter. The clerk reads the name, MICHAEL AVERMAN.

INT. ELEVATOR - DAY

CHIEF OPERATIONS OFFICER MONROE enters the lift. As the doors close, a HAND juts in and WILL enters.

WILL
Sorry - You're Chief Operations
Officer Monroe?

MONROE
Yes?

WILL
I'm Agent Will Sands, currently
assigned to off-shore Operations.

The doors close and the elevator LURCHES into motion.

WILL
Can I have a few minutes of your
time?

MONROE
(pleasantly)
Of course, but not much more.

WILL
Our division was issued a mandate
from the Deputy Director's office
to start shutting down private
contractors working abroad.
This man's been 'off and on' our
radar for several years, so we need
to know where this was taken.

WILL hands her the hazy photo of BARNEY. She fights off her
annoyance.

WILL
Word has it this photo started
circulating from your office.

The doors open and they step into...

THE INNER SANCTUM OF CIA HEADQUARTERS. Monroe strides through
rows of cubicles.

WILL
I thought maybe we could've been
surveilling another target when he
wandered into the picture by
accident?

MONROE

Have you crossed paths with this man before?

WILL

Yes - A few years back.

MONROE

(pulls up short)

Really? Then you must know his name...You must have it on file, right?

MONROE'S cool demeanor makes WILL hesitate.

WILL

No - We just have aliases. Look, I know about inner agency rivalry, but I can help here, I know how he operates and you know the locale he might be targeting next --

Monroe reaches a CLOSED OFFICE DOOR.

MONROE

Look, here's the problem, Will, we really don't care about how he operates, we only care about keeping him away from classified company operations that are underway, but if you come across information, any information that'll assist in identifying him, that would be appreciated. I wish I could tell you more, but like everyone else, I have orders to follow. Nice meeting you, Agent.

MONROE offers a polite nod and moves off leaving a frustrated WILL in her wake.

CUT TO:

EXT. CORZA - DAY

In a WOODED AREA down a slight BERM, a PAIR of SOLDIERS come across SANDRA'S TRUCK, which has been covered in BRANCHES and PALMS.

The TEN WHEEL TROOP TRUCK pulls SANDRA'S TRUCK into clear view as the SQUAD LEADER speaks into the ARMY TRUCK'S CB MICROPHONE.

CUT TO:

INT. GARZA'S CHAMBERS - DAY

A WALKIE-TALKIE rests in GARZA'S hand. Standing on the BALCONY, GARZA stares blankly into the distance.

SQUAD LEADER (O.S.)
 (in Spanish)
 ...We have found the woman's truck -
 We will look north now, over.

GARZA'S jaw muscles tighten.

CUT TO:

INT. - AGENT LICKSON'S OFFICE

Another MALE AGENT stands in front of LICKSON'S DESK. She reads a MEMO in her hand.

LICKSON
 Good work - But I want all info
 sent to his office first.

CUT TO:

INT. WILL'S OFFICE - DAY

WILL's at his desk in a very unspectacular windowless office as an extensive list of RANDOM NAMES scrolls up his computer's screen. It finally locks on to the name: MICHAEL AVERMAN. WILL is charged. LICKSON enters.

LICKSON
 You called?

WILL
 Yeah, one of the known aliases that Ross has used in the past has come up - He must be getting careless because he used to rent space in a storage facility in San Diego. It's definitely worth checking out.

LICKSON
Then check it out.

CUT TO:

EXT. UNITED STATES/MEXICO BORDER - NIGHT

A plain VAN carrying RICHARD, KONG and CHRISTMAS pass the local CUSTOM AGENTS and cross into MEXICO.

EXT./INT. VAN - NIGHT

Passing through Tijuana's main business district, the VAN finally turns onto a poorly lit side street.

CHRISTMAS spots a fairly bland looking TWO STORY BUILDING. A SIGN hanging out front reads in Spanish "THE HORSE CLUB."

KONG
I have bad feelings.

CHRISTMAS
Relax. Experience Mexico.

RICHARD pulls the VAN to the curb, which is lined with a fair amount of VEHICLES.

CHRISTMAS
Park it, then come inside.

KONG and CHRISTMAS jump out. RICHARD appears unhappy at being treated like an errand boy.

CUT TO:

EXT. THE HORSE CLUB - NIGHT

The faint sound of THUNDER is heard as a LIGHT RAIN begins to fall.

KONG and CHRISTMAS approach. Thudding music filters onto the deserted street. TWO PROFESSIONAL THUGS loiter out front. KONG and CHRISTMAS exchange perplexed expressions then enter.

INT. THE HORSE CLUB - NIGHT

The music leaps in decibels as KONG and CHRISTMAS enter the establishment.

Immediately they are taken aback. They are surrounded by MEN, all shapes and sizes. The boisterous PATRONS are dancing, drinking and mingling in a celebratory fashion. Welcome to one of the city's most infamous GAY CLUBS.

KONG
Wrong place?

CHRISTMAS
Right place.

The PATRONS begin to notice the new 'out of place' arrivals. KONG is growing anxious.

KONG
There's no guns here.

CHRISTMAS
It's the right place.

KONG
I'm leavin.'

CHRISTMAS
Hey, nobody wants you - C'mon.

They start to angle through the PATRONS who are now very aware of the strangers.

CHRISTMAS
The contact's name's Emanuel.

A LARGE, INTOXICATED, TANK-TOPPED HISPANIC MAN moves into their path. He SPEAKS RAPIDLY in SPANISH at KONG who looks totally confused.

KONG
What'd he say?

CHRISTMAS
Poor bastard must be blind.

KONG
What'd he say?

CHRISTMAS
He wants to dance - With you.

CHRISTMAS speaks to the man in Spanish and the MAN smiles and moves off.

KONG
What'd you say?

CHRISTMAS
You'd love to, maybe later.

CUT TO:

RICHARD

enters the CLUB. Instantly his mood darkens. He spots KONG and CHRISTMAS. His 'looks' have attracted a great deal of attention.

RICHARD
This can't be the place?

CHRISTMAS
It is -

A COUPLE of MEN cruise past RICHARD. RICHARD tenses as his mind races. CHRISTMAS gestures to a BOUNCER standing at the BAR.

CHRISTMAS
We need Emanuel...
(to Richard)
Richard, go ask goon #1.

RICHARD sighs and heads off to the thick-necked BOUNCER (GOON #1.)

CUT TO:

EMANUEL

A sullen-faced 45 YEAR OLD sits in a guarded PRIVATE BOOTH at the back of the CLUB. Beside him is a young HUSTLER sporting STREAKED HAIR.

RICHARD, CHRISTMAS and KONG warily approach behind GOON #1. RICHARD speaks rapidly to a BODYGUARD who turns to ANOTHER GUARD who leans towards Emanuel and conveys RICHARD'S message. During this, RICHARD eyes the BODYGUARDS' concealed PISTOLS.

EMANUEL nods while staying riveted on RICHARD, who shifts uncomfortably.

EMANUEL
(in Spanish)
...I'm expecting you - Richard,
yes?

RICHARD
 (shocked)
 Yes.

EMANUEL
 (gesturing to Kong and
 Christmas)
 Who are they?

RICHARD
 (in Spanish)
 I'm with them.

EMANUEL
 (in Spanish)
 You mean they're with you?

EMANUEL unexpectedly snaps at the MALE HUSTLER seated beside him.

EMANUEL
 Get out - Go!

The MALE HUSTLER tenses with indignation. Snapping like a rabid animal, EMANUEL seizes the HUSTLER'S hair in his powerful grip and roughly shoves him out of the BOOTH.

EMANUEL
 (in Spanish)
 I have your order - You have the
 money?

RICHARD is about to translate.

CHRISTMAS
 I understand - The money when we
 get what we came for.

EMANUEL grimly smiles.

EMANUEL
 (broken English)
 Of course - Drive around back.

RICHARD, KONG, and CHRISTMAS start to move off. EMANUEL firmly grips RICHARD'S arm in the booth.

EMANUEL
 (to Richard)
 You stay.

RICHARD eyes CHRISTMAS and KONG.

EMANUEL
 (hard)
 Keep me company.

CHRISTMAS
 We got it.

EMANUEL
 (in Spanish)
 Take them out back -
 (to Richard)
 You sit here.

Barely able to mask his loathing, RICHARD sits beside the repulsive MAN, as CHRISTMAS and KONG are guided away by a BODYGUARD.

EMANUEL gestures to the array of BOOZE displayed on the TABLE.

EMANUEL
 (in Spanish)
 Drink sometimes - Whatever you like
 - It's all free.

RICHARD
 I'm working.

EMANUEL
 So am I - Drink? I don't like to
 say things twice.

CUT TO:

EXT. WAREHOUSE - NIGHT

The RAIN has picked up as the VAN moves down an ALLEYWAY located behind the CLUB. The faint sound of MUSIC emanating from within the club, drifts outdoors. Up ahead an ARMED GUARD slides open the WAREHOUSE DOOR and gestures for the VAN to enter.

CUT TO:

INT. THE HORSE CLUB

The place is jumping. In the PRIVATE BOOTH, EMANUEL is plying RICHARD with incessant seductive chatter. RICHARD feigns interest while his eyes register the positions of the HALF DOZEN BODYGUARDS that are placed throughout the club.

CUT TO:

INT. WAREHOUSE

Entering, CHRISTMAS and KONG follow the glow of the VAN'S HEADLIGHTS as they travel into the recess of the dilapidated building. RAIN leaks through the porous ROOF.

Finally the VAN'S beams reveal a pair of PICKUP TRUCKS surrounded by SEVEN MEXICAN GANG MEMBERS.

KONG

They're going to try to kill us.

Sensing the tension, CHRISTMAS tries to suppress his mounting anxiety.

CHRISTMAS

Seriously -

KONG

What?

CHRISTMAS

- I hate when you take that 'crap' out of your head and put it in mine.

CHRISTMAS and KONG exit the van and extend their arms and are patted down by TWO GANG MEMBERS.

The GANG MEMBERS nod that they are 'clean.'

LEADER

(in Spanish)

Show them.

Two of the MEN hop into the truck bed and whip off a TARP, revealing a PAIR OF CRATES.

KONG climbs up to inspect the CADRE OF WEAPONRY.

LEADER

Have the money?

CHRISTMAS

(points)

In the van.

CHRISTMAS watches as one of the GANG MEMBERS approaches the van. Reaching into the front seat, he withdraws an ENVELOPE OF MONEY. CHRISTMAS locks eyes with KONG. Something's off. A flash of MOVEMENT catches KONG'S eyes.

The 'MOVEMENT' is from the outside GUARD, who has been sneaking forward. He fires at CHRISTMAS. The round tears into his body shield, but he doesn't go down.

KONG SPINS behind one of the GANG MEMBERS and snaps his neck. He and CHRISTMAS SPRINT for cover. The GUARD fires away as the rest of the GANG MEMBERS pull PISTOLS from their trucks.

CHRISTMAS and KONG disappear behind mounds of DEBRIS that are piled nearby.

LEADER
(in Spanish)
Get 'em!

A GANG MEMBER is startled by CHRISTMAS who explodes out of the shadows. He crushes the man's NECK with the sharp edge of his FOREARM.

The wall behind CHRISTMAS erupts as bullets rip out concrete in large CHUNKS. CHRISTMAS snatches up the dead GANG MEMBER'S WEAPON, and diving to the ground, avoids gunfire then blows the GANG MEMBER away.

As a GANG MEMBER passes a pillar, KONG smashes his foot into the man's head with incredible force. KONG retrieves the dead man's GUN and bolts away.

Holding the money, the LEADER, along with a GANG MEMBER pile into their TRUCK and fire it up.

CUT TO:

PICKUP TRUCK

As the LEADER speeds toward the exit door, CHRISTMAS sprints toward the fleeing truck on a sharp angle.

The GANG MEMBER riding in the passenger seat fires at Christmas through the front WINDSHIELD.

CHRISTMAS fires back and empties his clip into the GANG MEMBER.

Appearing out of nowhere, KONG leaps onto the back of the veering truck and snatches a GRENADE from the weapons stashed on the truck's FLATBED. Pulling the PIN, he tosses it through the passenger side window and leaps.

The truck's cabin EXPLODES ripping the roof skyward, until it collides with the factory CEILING sending down a torrent of CEMENT and DUST.

The last remaining GANG MEMBER bolts out of the WAREHOUSE with CHRISTMAS in hot pursuit.

CUT TO:

INT. THE HORSE CLUB

The REAR DOOR bursts open as the terrified GANG MEMBER charges through. Immediately he's slammed into the wall by a HUGE BODYGUARD. The GANG MEMBER yells that a 'CRAZY AMERICAN' is going to kill him. He no sooner finishes the statement when CHRISTMAS appears. The BODYGUARD tosses the GANG MEMBER aside and reaches for the PISTOL in his WAISTBAND.

Still charging forward, CHRISTMAS whips a THROWING KNIFE that is concealed in a custom SHEATH at the base of his NECK. The KNIFE impales itself into the BODYGUARD'S cheek. CHRISTMAS then pulls the man's PISTOL free and FIRES at the fleeing GANG MEMBER.

INT. MAIN ROOM

The terrified GANG MEMBER races into the CROWDED ROOM. TWO BODYGUARDS see this and pull out their WEAPONS as the GANG MEMBER stumbles past.

CUT TO:

RICHARD

spots the commotion before EMANUEL does. The TWO BODYGUARDS are suddenly blown off their feet by bullets fired by CHRISTMAS who now roars into view. The hysterical CROWD charges toward the front exit.

RICHARD lunges forward and grabs the PISTOL of the TABLE BODYGUARD who is now taking aim at CHRISTMAS. RICHARD swivels the WEAPON towards EMANUEL who is pulling his PISTOL while hurling wrathful expletives.

With the PISTOL still in the BODYGUARD'S hand, RICHARD fires THREE ROUNDS into EMANUEL, who slumps face forward sending the array of LIQUOR BOTTLES crashing to the floor.

RICHARD pulls the PISTOL free and shoots the TABLE BODYGUARD point blank then blasts TWO MORE BODYGUARDS away that come at him head on.

CHRISTMAS dives behind the bar and leaping up, blows the last charging BODYGUARD away.

With their blood boiling, both RICHARD and CHRISTMAS rapidly scan the room for any more ATTACKERS. No threats left, only the chaos of the fleeing PATRONS.

But suddenly, the fatally wounded BODYGUARD that CHRISTMAS impaled in the face, rumbles into the room with CHRISTMAS' KNIFE now raised high for the kill.

To avoid hitting CHRISTMAS, RICHARD leaps to the side and fires. But just as the BULLET hits the mark, the startling visual of KONG appears soaring onto the BODYGUARD'S NECK with his LEGS clasped in a vice-like grip.

Like a steer wrestler, KONG uses all his momentum and violently somersaults the THUG forward until the man's NECK snaps brutally against the floor.

KONG rises and eyes CHRISTMAS.

KONG
'Experience Mexico'

CHRISTMAS shrugs and retrieves his knife.

CHRISTMAS
The weapons okay?

KONG nods. CHRISTMAS faces RICHARD who looks agitated.

CHRISTMAS
Let's go -
(they start off)
You saved my ass, Richard.

RICHARD
(dryly)
...Yeah.

CUT TO:

INT. PUBLIC STORAGE UNIT - NIGHT

WILL SANDS stands before the CLERK that issued BARNEY ROSS his unit.

WILL displays his BADGE and PHOTO CREDENTIALS.

WILL

You leased a unit to a 'Michael Averman' - I need to see it.

CLERK

(hesitates)

Without a warrant, I need two more forms of I.D. - State law.

WILL sighs and reaches for his wallet.

INT. PUBLIC STORAGE UNIT - NIGHT

The door swings inward. A thin FILAMENT glued to the top of the door starts to pull tight, it's other end anchored to the door frame.

WILL slides in through the opening door, and only at the very LAST SECOND does he spot the filament, now nearly TAUGHT several inches above his head.

Instinctively, he reaches up, to where the filament connects to the door frame. There, it is tied to a GRENADE, which it has pulled HALF WAY OUT OF THE TIN CAN that is nailed to the door frame. The can, acting as a sheath, holds the grenade's STRIKING LEVER in place.

WILL grasps the grenade and eases it out of the can. Pulling down a long section of FILAMENT. He wraps the GRENADE'S HANDLE safely down and sets it beside the door. Carefully, he enters the room.

Standing in the center of the cold unit, lit only by a dangling bulb, WILL stares at the only object in the unit: A LARGE TELEVISION SET that sits in the corner.

As he runs his fingers across the top of the set, a panel comes loose. WILL lifts the ENTIRE TOP OF THE TV OFF. The television is HOLLOW. Inside is BARNEY'S cardboard DOCUMENT BOX.

Opening the box he sees it's full of FILES. Judging by the condition/color of the manila tabs, one of them is MUCH NEWER than the others. WILL reaches for it...

CUT TO:

INT. GARAGE - NIGHT

CHRISTMAS and KONG are unloading the recently acquired WEAPONS. At the far end of the dimly lit room, RICHARD is angrily confronting BARNEY.

RICHARD

You didn't hire me for what I could do, my skill! - You hired me because you didn't know the kind of man you were dealing with. Why did you send me there? To distract him? Seduce him? What?

BARNEY

Look, I heard about how this guy 'is' and I thought it wouldn't hurt having somebody on the team who would know how to handle 'people' like that.

RICHARD

Like it takes one to know one?!
We're not from a different planet.
I'm the same as you.
(gesturing to Kong and
Christmas)
And them!

CHRISTMAS

(gestures towards Kong)
Maybe him, Mate, not me.

BARNEY

(sheepishly)
We needed these weapons - Exactly on time - I didn't know what to expect from this guy.

RICHARD

Now that you got them, am I finished? You want someone 'normal' now?

BARNEY

You're the real deal, Richard, I apologize for keeping you in the dark - Won't happen again.

RICHARD

Good, just remember I'm a soldier first and a fag second, okay?

BARNEY

That's easy to follow.

RICHARD extends his hand and BARNEY shakes it.

BARNEY

Sorry, Kid.

CHRISTMAS lowers a CRATE of EXPLOSIVES then he glances over at RICHARD and BARNEY shaking hands.

CHRISTMAS

(good-naturedly)

Why don't you two kiss and make up and let a couple of real men finish their work.

BARNEY

Go kick his ass, Richard.

RICHARD

...He might like it too much.

INT. CIA INNER SANCTUM - MORNING

CHIEF INTELLIGENCE OFFICER MONROE strides through the office, ignoring the various greetings and enters her office.

INT. MONROE'S OFFICE - DAY

MONROE finds herself staring at...

...A LARGE TOPOGRAPHIC MAP OF CORZA tacked to her wall. WILL looks over his shoulder at MONROE, then returns his gaze to the MAP.

MONROE

What're you doing in here?

WILL

That photo I asked you about was taken in Corza.

MONROE

Have you lost your mind? One phone call, that's all it'll take and what's left of your half-assed career is over.

WILL turns to face MONROE.

WILL

Could be, be that as it may, I'd like to know what's so important on that island that would attract you and mercenaries?

MONROE

If what you're looking for is redemption, you've definitely stepped into the wrong office.

WILL

What're you talking about?

MONROE zero's in on WILL like a snake facing down her prey.

MONROE

You know what I'm talking about, Agent - I read your file. It's sad, very very sad, because at one-time you were actually a functioning part of this agency - Intimate with the way we do and do not do the craft of intelligence, then eight years ago the wheels came off when you were assigned to track down 'mercenaries' lead by a man named Ross, ring a bell? It should, then for some insane reason, maybe just inborn ignorance, you let these bastards get away with breaking into not one, but two sanctioned agency detention centers in Poland and Romania and free targeted political detainees, "detention centers" that were sanctioned by the Secretary of Defense himself!

WILL

People were being taken in the middle of the night without any evidence and thrown into a hole for years -

MONROE

You're not 'the good shepherd' - You failed, Will!

WILL

Even the head of this agency condemned it!

MONROE

We 'spun' it that way because of you! You made Ross the 'good,' and us the 'bad'!? So your career goes down the toilet, the marriage follows and the bottle's your only drinking buddy. You covered up for a mercenary who couldn't give a crap about freeing political prisoners, he would've freed Hitler for the right price! So he's living the high life and you're in the basement analyzing data no one in this organization really cares about.

(softening)

You made a mistake, don't make a second one - Here.

MONROE opens her desk drawer and produces a BLACK AND WHITE PHOTO.

It is an aged long lens PHOTO of a BEARDED MAN in his late 50's. She passes it to WILL.

MONROE

That's Hashim Al Tais - You know who he is?

WILL

The middle east's not my expertise.

MONROE

He's one of the high ranking but low profile remaining officers in Al-Qaeda. You asked why we're monitoring Corza -

MONROE paces.

MONROE

He's on Corza and using the island, we believe, as a sanctuary to rebuild the organization's chain of command. Within a year we expect this cell's potential to pose a serious threat to National Security.

WILL

If you know that then why are you waiting to take him down?

MONROE

Because we're still gathering information. Corza's small, a hard place to blend in, so we need to court General Garza, which would allow us to conduct strict surveillance in exchange for political privileges, protection and financial compensation.

(beat)

We can't afford anything less than 100% success on this op.

WILL is taken aback by this information.

MONROE

I'm being straight with you - If you know anything of real value and care about this country, you'll share it now.

WILL struggles for a moment.

MONROE

Do you want to be remembered like you are or could be?!

WILL

...An assassination is being planned.

MONROE

By who?

WILL

Ross and his men.

MONROE

Against Al-Tais?

WILL

No names are mentioned, but the 'course of action' strategy is laid out in detail, I read it myself.

MONROE

When?

WILL

Three days.

MONROE

Christ - they really don't have a 'code' when it comes to money. Excuse me I have to get on this while there's still some time.

WILL starts towards the door very conflicted, he pauses.

WILL

I think I know the best way to stop 'em.

MONROE

How?

WILL

(weakly)

We had a similar situation in that part of the world in '99.

MONROE

And?

WILL

Corza falls under the operational umbrella of Seal Team One that's still stationed at the Naval Amphibious Base in Coronado. If the assault team is deployed at least a day before Ross' group arrives, that'll be enough time for them to position themselves and remove the mercenaries before your operation with Al-Tais has been compromised.

MONROE

(lifts her phone)

Get me Johnson at N.C.S.

(to Will)

What you've done will be known by the 'right' people.

WILL admits an exhausted sigh and exits.

CUT TO:

EXT. CORZA - COUNTRY SIDE - NIGHT

TEN SOLDIERS have assaulted a FARMER who lies beaten to the ground. Begging for mercy, the FARMER'S WIFE states she's seen SANDRA and frantically points towards her whereabouts.

A SOLDIER heaves a MOLOTOV COCKTAIL at the tiny FARMHOUSE, while the other TROOPS quickly pile into the TRUCK.

INT. MONROE'S OFFICE - NIGHT

MONROE sits behind her cleared desk. A single LIGHT SOURCE creates a sinister atmosphere.

MONROE

We've learned that you once worked with this group.

VOICE (O.S.)

I was part of 'em - Six years.

MONROE

Why'd you leave, Mr. Jensen?

VOICE (O.S.)

That's my business.

MONROE

Yes it is.

We now see GUNNAR JENSEN sitting in the darkness. Leaning forward, his lifeless eyes drift out of the shadows.

MONROE

Can you find Ross? Quickly that is.

GUNNAR JENSEN

I can find him.

MONROE

He's become a security danger.

GUNNAR

Spare the bull shit.

MONROE

The compensation is agreeable then?

GUNNAR nods almost imperceptibly.

MONROE

(rising)

Good. He treated you badly, now
it's only right he gets what he
deserves.

GUNNAR rises and stares down at her in an intimidating
fashion.

GUNNAR

If I didn't need the money, you'd
'deserve' to go before him.

With that said GUNNAR steps into the darkness leaving a
shaken MONROE in his wake.

EXT. GARZA'S PALACE - DUSK

An ARMY TRUCK occupied with EIGHT SOLDIERS rumbles through
the gates. PAINE and the other TWO AMERICAN OPERATIVES stand
firm as the vehicle grinds to a halt directly in front of the
menacing men.

SANDRA is roughly pulled into view and thrown to the ground.

CUT TO:

INT. CELL - NIGHT

The CELL DOOR is open. TWO GUARDS flank the doorway. Inside
SANDRA is bound to a chair. Scared to death, she tries to
compose herself.

With no warning GARZA appears in the CELL DOORWAY. He calmly
approaches SANDRA and gazes into the helpless woman's eyes.

GARZA

(soothingly)

Be afraid.

GARZA'S expression softens into an almost warm smile,
whereupon he savagely BACKHANDS her knocking her unconscious.

CUT TO:

INT. GARAGE - NIGHT

Working under a single light source CHRISTMAS wipes the sweat that runs down his forehead as he meticulously assembles small but powerful EXPLOSIVE DEVICES.

EXT. HALE CAESAR'S RESTAURANT

The streets are fairly deserted in front of the colorful eatery.

CUT TO:

INT. HALE CAESAR'S

In the confines of his office HALE CAESAR toils in front of his computer as he's in the process of gathering DATA on CORZA.

CUT TO:

EXT. TATTOO PARLOR - NIGHT

Through the storefront window RICHARD is seen in the rear of the PARLOR being tattooed.

CUT TO:

INT. TATTOO PARLOR

The camera pans down to RICHARD'S FOREARM. We see a RAVEN perched upon a SKULL being tattooed onto his forearm.

CUT TO:

INT. BAR - NIGHT

WILL sits at the MID-SCALE BAR. The place is dully lit and at this late hour has TEN OTHER CUSTOMERS. WILL motions to the BARTENDER to refill his GLASS. The man appears lost in deep thought. His CELL PHONE rings.

BARNEY (O.S.)

Will Sands - that's your name?

WILL

Who's this?

BARNEY (O.S.)
What's the agency want with me?

The hairs on WILL'S neck rise.

WILL
Ross?

BARNEY (O.S.)
Why were you going through my
property, Will?

WILL
I think you know the answer.

WILL rises and moves to an ALCOVE near the MEN'S ROOM.

BARNEY (O.S.)
How long have you been following
me?

WILL
Long enough.

BARNEY (O.S.)
Now what?

WILL
We have enough to indict you and
your friends.

BARNEY
Why would you want to do that?

WILL
The truth? You're no better than
run-of-the-mill murderers.

BARNEY
That's debatable, Willy.

CUT TO:

EXT. STREET - NIGHT

BARNEY stands in a PUBLIC PHONE BOOTH located in a seedier
section of the city...

We CROSS-CUT throughout the scene.

BARNEY

Think the world's getting better or worse?

WILL

What's that mean?

BARNEY

Answer the question or I'll hang up.

WILL

Hang up.

BARNEY

Called my bluff - Again, think the world's getting better or worse? Humor me.

WILL

Worse.

BARNEY

We remove those hard to get at stains, Will.

WILL

You're not making sense.

BARNEY

We kill 'killers.'

WILL

For money.

BARNEY

Gotta eat, but all the 'targets' have gotten what they deserve - That's the 'rule.'

WILL

Now you have 'rules?'

BARNEY

Only one.

WILL

Your distorted ethics aside - What you do is just wrong.

BARNEY

'Wrong?' You mean like working for an agency that arms third world death squads led by insane dictators to overthrow democratically elected governments.

WILL

We have 'right' on our side.

BARNEY

You don't have 'right,' you have 'power.'

WILL

You're gonna get caught in the middle and get taken out.

BARNEY

By you?

WILL

Man, I've helped you more than you know - I used to think most of what you did was right. But you have no code - You work against your own country.

BARNEY

Now you don't make sense.

WILL

Maybe this does - Stay away from Corza! I don't know who's paying you, but give it back. We'll take care of Al-Tais, not you.

BARNEY

(slight laugh)

You've got to get out more.

WILL

Think this is funny?

BARNEY

Yeah - Al-Tais is dead.

WILL is speechless.

BARNEY

He was shot outside of Kabul four days ago by one of my competitors - Listen, Will, choose a side, or move aside.

BARNEY hangs up. WILL slowly closes his PHONE as he struggles to make sense of it all.

EXT. STREET - NIGHT

BARNEY walks to his truck and enters. KONG is sitting in the passenger seat.

BARNEY

What'd you want to talk about?

KONG

My life.

BARNEY

That shouldn't take long.

BARNEY fires up the engine and pulls away.

CUT TO:

EXT. CITY - NIGHT

A high angle shot of BARNEY'S TRUCK driving along the fringes of the city.

BARNEY (O.S.)

So what's wrong with your life?

KONG (O.S.)

I want a raise.

CUT TO:

INT. BARNEY'S TRUCK - NIGHT

BARNEY flips on the RADIO to an OLDIES station.

BARNEY

Why do you deserve a raise?

KONG

I been with you longest - I work harder than the others.

BARNEY
What makes you say that?

KONG
They're taller - Everything is more
work for me.

BARNEY
(sighs)
C'mon -

KONG
When I get hurt, the wound is twice
as big -

BARNEY
- 'Cause you're smaller.

KONG
(nods 'yes')
When I travel I have to go farther
because -

BARNEY
- You're smaller.

KONG
(nods)
And I'm Chinese.

BARNEY
So?

KONG
So I'm smarter - Smarter's worth
more.

BARNEY
You're getting ridiculous.

KONG
We're smarter.

BARNEY
No.

KONG
Have highest I.Q.
(Barney shakes his head
'No.')

Who's smarter?

BARNEY
Technically Western Jewish
descendants.

KONG
Bull shit -

Suddenly the rear window of BARNEY'S vehicle shatters and a blizzard of tiny glass shards blast through the car. More shots and the front windshield is blown to pieces.

BARNEY and KONG whip around and see an SUV charging toward them. BARNEY floors it.

KONG
It's Gunnar!

BARNEY
Should've shot 'im when I had the
chance.

CUT TO:

GUNNAR

is behind the wheel of the SUV and is bearing down hard on BARNEY and KONG. BARNEY swings his truck onto an intersecting highway and roars towards an older industrial part of the city.

The highway is nearly deserted but there are enough vehicles present to cause a half dozen near misses as BARNEY and GUNNAR weave through the oncoming cars. All the while, KONG and GUNNAR exchange sporadic gunfire.

BARNEY tears down a wide alley barely keeping several lanes ahead of GUNNAR who manages to get off several shots.

In the near distance he spots a FREIGHT TRAIN moving in the opposite direction. He races towards it with GUNNAR in hot pursuit.

BARNEY floors it as his truck is getting dangerously close to intersecting the monster FREIGHT TRAIN. The RAILWAY CROSSING LIGHTS begin to flash, but BARNEY barrels ahead.

KONG
What are you doing?!

CUT TO:

SUV

Again, GUNNAR attempts to draw a bead on BARNEY while keeping an eye on the freight train, but the road's too rough to get a clean shot.

CUT TO:

BARNEY'S TRUCK

Streaks across the TRACKS missing the train by at least 50 YARDS.

GUNNAR is also going to make it safely across, but to his horror, he sees BARNEY from the other side of the tracks, whipping the truck into another 180 DEGREE TURN. BARNEY grabs the PISTOL from KONG and fires headlong at GUNNAR'S SUV.

CUT TO:

SUV

GUNNAR involuntarily SLAMS on the breaks, bringing the SUV to a skidding stop nearly in the center of the tracks.

GUNNAR'S EYES bulge as the immense FREIGHT TRAIN rams into the rear QUARTER PANEL of the SUV, sending it PIN WHEELING 50 YARDS off the tracks and past BARNEY and KONG, then capsizes over an embankment.

BARNEY and KONG leap from the truck and charge over the EMBANKMENT. Cautiously moving forward, BARNEY checks the AMMO in his PISTOL'S CLIP.

CUT TO:

SUV

With it's HEADLIGHTS still on, the badly damaged vehicle lays on it's side, STEAM pouring from under the hood. BARNEY and KONG approach and notice the driver side door is open.

BARNEY motions for KONG to swing wide while he approaches the SUV. BARNEY approaches from an angle that permits him to see fully inside.

Suddenly the GUNSHOTS rip through the silence and the rear passenger window explodes inches away from BARNEY'S HEAD.

He dives to the ground as more BULLETS tear into the car's metal.

CUT TO:

GUNNAR

BLOODY and badly shaken up, he puts his pain aside and rushes forward. Suddenly BARNEY rolls from his position and FIRES back, but GUNNAR holds his ground and returns FIRE. Suddenly the high caliber PISTOL is KICKED from GUNNAR'S hand and falls a short distance away.

KONG rushes into view and commences to ferociously attack GUNNAR with all his fury. Completely caught off guard GUNNAR is dazed and staggers against a clump of TREES. KONG goes in for the kill, but GUNNAR rises and strikes KONG with an arching back fist delivered by his MASSIVE ARM. Now it's GUNNAR'S turn to attack.

CUT TO:

BARNEY

flips the door mounted AUTO SEARCHLIGHT into the darkness and the BEAM settles on GUNNAR who kicks KONG with such brute force, KONG is sent flying, and collides in a semi-conscious state.

GUNNAR glares into the stark white BEAM of the AUTO SEARCHLIGHT. BARNEY sees GUNNAR in his sights and is about to shoot.

KONG
No!! He's mine!

KONG attacks GUNNAR who again dominates with his incredible strength and grabs KONG by the throat in a similar fashion as the first scene.

KONG cracks GUNNAR against the EYE which frees him up. KONG now zeroes in on his stunned opponent and proceeds to rally back. Badly weakened by the barrage, GUNNAR'S knees are repeatedly assaulted until the huge man drops to one knee. Glinting in the car beam is his PISTOL only a foot from his hands.

BARNEY
(aiming)
Gunnar it's over - Don't move!!

GUNNAR seizes the PISTOL and KONG leaps on him. But in a last burst of barbaric strength, kicks KONG aside and trains the PISTOL dead into KONG'S face.

BARNEY squeezes off a SHOT and GUNNAR collapses to the ground. KONG glares at his foe and backs off as BARNEY approaches. They pass each other while looking straight ahead.

KONG
I would've won.

BARNEY
(walking straight past)
Maybe.

GUNNAR is moments away from death. Blood seeps from a fatal CHEST WOUND.

GUNNAR
I tried.

BARNEY
Came close.

GUNNAR
Needed money.

BARNEY
Should've asked me.

GUNNAR
(soft revelation)
Shit - I'm dyin.'

BARNEY
- Looks that way - Who hired you,
Gunnar?

GUNNAR weakly shakes his head.

BARNEY
You're not telling.

GUNNAR'S eyes indicate he's remaining silent.

BARNEY
An asshole to the end.

GUNNAR'S eyes slowly shut. He's moments from death.

BARNEY

You know you're dying - So what difference will it make - I'd tell you - I'll pay for your funeral and scatter your ashes right before the next battle, fair enough?

GUNNAR'S eyes slightly open and his BLOODY HAND weakly rises and seizing BARNEY'S shirt, slowly pulls him forward.

CUT TO:

KONG

Leaning against the DAMAGED SUV, the SEARCHLIGHT'S BEAM is directly over his shoulder as he watches the moment between BARNEY and GUNNAR play out, then respectfully angles the SEARCHLIGHT to the ground.

CUT TO:

INTERROGATION ROOM (CORZA) - DAY

Shafts of LIGHT manage to seep through the overhead flooring. SANDRA has taken quite a battering. PAINE observes from the background.

GARZA

She says she was paid to show 'em around - Says she never saw them before.

MONROE

She's lying - You get her family?

GARZA

No, no family - I want her dead.

MONROE

No, I've secured clearance for a SEAL team to arrive early morning the day after me and I need you to make sure your soldiers are told to stay the hell out of their way. General, I need to find out everything, keep the girl alive.

MONROE hangs up just as her SECRETARY knocks and enters holding a sealed 8 X 10 MANILA ENVELOPE.

SECRETARY

This just arrived -

MONROE

Leave it.

The SECRETARY nods and exits. With her mind still preoccupied, MONROE opens the ENVELOPE and sees a WALLET. Opening the object, her eyes narrow as they come to rest on GUNNAR JENSEN'S DRIVER'S LICENSE. Clipped to the back is a NOTE.

"ONE ACT OF VENGEANCE DESERVES ANOTHER - LOVE, B."

MONROE'S heart sinks.

CUT TO:

INT. HALE CAESAR'S - DAWN

BARNEY'S team is seated around the empty restaurant enjoying a "hearty" breakfast of left-over Mexican food.

HALE CAESAR is flipping through a THICK FOLDER that lies in the center of a LARGE TABLE.

HALE CAESAR

In the past six months only four men have flown to Corza with European passports and they're all with the same company.

CHRISTMAS

Smarter than you look.

HALE CAESAR

But you're not.

BARNEY

C'mon, keep going -

KONG

(pained)

I can't eat this stuff.

HALE CAESAR

Then don't, Pinche! Who cares?

KONG tosses down a taco and covers it with a PLATE. HALE CAESAR is highly insulted.

BARNEY

Enough.

HALE CAESAR

Don't like tacos, but eatin' rats
an' cats is cool?

KONG

We don't eat cats!!

BARNEY

(raising his fist)
Somebody's going to be eating this.
(to Hale Caesar)
Go on, damn it.

EXT. CIA PARKING LOT - SAME

MONROE is being driven away when WILL appears and steps in front of her car.

CUT TO:

INT. MONROE'S CAR

The DRIVER faces MONROE, who's face is reddening.

DRIVER

You know him?

MONROE

(exiting)
Stay in the car.

WILL approaches MONROE.

MONROE

What do you want? Is there a
problem?

WILL

There's no Al-Tais, there's no
terrorist cell, there's nothing! So
you tell me, what's there!?

INT. HALE CAESAR'S RESTAURANT - KITCHEN - DAWN

BARNEY is paging through the DATA that HALE CAESAR has compiled.

HALE CAESAR

Renaissance Holdings, LP. It's this German multinational company out of Munich that deals in shipping, land and -

BARNEY

Oil -

HALE CAESAR

Yeah, oil.

CHRISTMAS

- There it is.

HALE CAESAR

Here's some pictures of some of the Board of Directors - The Chairman is this dude here, Helmut Ernst, he's the main man, and the CEO of the whole thing.

(hands over a photo)

That's him.

BARNEY'S eyes darken as he stares at the photo. HELMUT ERNST was the German-looking fellow who supposedly was MR. CHURCH'S "ASSISTANT."

BARNEY

Christ -

CHRISTMAS

(picking up another photo)

Looks good for a 'dead' guy. Check it out.

CHRISTMAS hands the PHOTO to BARNEY. It is a picture of the supposedly MURDERED GRANDSON, standing with CHURCH, HELMUT ERNST, and several OTHER MEN, now looking quite alive.

FLASHBACK:

A close-up of the PHOTO of CHURCH'S "Grandson" laying murdered in a ditch.

BARNEY

Got a name for him?

HALE CAESAR

No - Probably some flunky.

CUT TO:

BARNEY angrily tosses the pictures on the table.

EXT. CIA PARKING LOT

MONROE's face is contorted with anger.

MONROE

Come on! Open your god damn eyes!
What's the one thing in this world,
that our agency would protect to
make sure that we're never at the
mercy of any other country? A major
find - a couple hundred miles off
our shores and you don't think our
government should control that?

WILL

It's not the government, it's you
using the agency as a front!

MONROE

You're an agency 'turncoat,' a
walking joke, who nobody would ever
believe, so stick to chasing bottom
feeders like Ross and his losers!
No, forget that, thanks to you the
'Seals' have other plans for them,
so back the fuck off, or it's over
for you too!

MONROE turns and re-enters her VEHICLE.

MONROE

(to driver)
Let's go!

CUT TO:

INT. HALE CAESAR'S

The GROUP is still gathered around the table as BARNEY paces.

HALE CAESAR

This Church guy was fronting for
this 'Renaissance' Company 'cause
they were in with the last
president. But the agency must have
caught wind of what was goin' down
on Corza and backed a coup with
Garza, who they're controllin'.

(MORE)

HALE CAESAR (cont'd)

So how does Renaissance get back on track? Have us wack Garza, throw the place into chaos, then these shitheads come back in and pick up where they left off -

KONG

What do you want to do?

RICHARD

Do? We're ready - We should go.

HALE CAESAR

I say hell with it - They're all thieves, let 'em kill themselves off. Why we going and maybe get shot up?!

CHRISTMAS

'Cause we're paid to go!

HALE CAESAR

'Cause some girl you're feeling sorry for?

CHRISTMAS

Then stay back.

HALE CAESAR

Yo, any man willin' to get killed for some bitch he ain't known for one damn day is ignorant!

CHRISTMAS

(standing)

Don't call me ignorant!

HALE CAESAR

(rising)

Then don't make me get 'ignorant' on your ass!

BARNEY

Hey, both of you, back off! -

(to Caesar)

You out or in?

HALE CAESAR

And have all you all talkin' insultin' shit about me?

(to Christmas)

She better be fine.

CAESAR extends his fist and CHRISTMAS bumps it in a gesture of camaraderie.

CHRISTMAS
She's not bad.

BARNEY
...Let's go to war.

CUT TO:

INT. WILL'S OFFICE - NIGHT

The MAN is slumped behind his DESK. Though his body language appears lifeless, his EYES are incredibly alive. Hundreds of thoughts race through his mind.

CUT TO:

EXT. SEAPLANE - NIGHT

The PLANE is dock side. RICHARD, HALE CAESAR, and KONG are loading the large craft with CRATES of WEAPONS. CHRISTMAS guides a HAND TRUCK with what appears to be a large deflated ZODIAC RAFT.

CHRISTMAS
Somebody gimme a hand with this!

CUT TO:

BARNEY

is seated in the COCKPIT. He is presently on the PHONE. Through the cockpit WINDOWS, we see the MEN below loading the aircraft.

BARNEY
If we don't have the palace secured
by 05:00 hour, we're dead.

CUT TO:

EXT. MAYBACH BENZ - NIGHT

CHURCH is being driven by the YOUNG MAN, BILL, who was seen as the FAKE DEAD GRANDSON in the photo. Seated in the rear is CHURCH and his boss, HELMUT ERNST.

BARNEY (O.S.)
If we do, you can land there by
5:15.

CHURCH
Alright - Good.

CUT TO:

INT. SEAPLANE - NIGHT

BARNEY is seated in the COCKPIT.

BARNEY
There's one thing -

CHURCH (O.S.)
What's that?

BARNEY
The full amount's got to be doubled
and split between the account
numbers that you received - This
isn't negotiable.

CHURCH (O.S.)
Why double?

BARNEY
Take it or leave it.

CUT TO:

MAYBACH BENZ

CHURCH covers the MOUTHPIECE and faces HELMUT ERNST.

CHURCH
He wants double to continue.

HELMUT'S lips tighten. Then almost imperceptibly he nods his
consent.

CHURCH
Alright - Done.

BARNEY
For your grandson.

CHURCH

...Yes.
(hangs up)

CUT TO:

WILL'S OFFICE - NIGHT

Still immersed in thought, WILL'S expression begins to come to life. His EYES denote a revelation. Energized, he bolts upright and exits.

CUT TO:

EXT. SEAPLANE - NIGHT

In the moonlight the commanding SEAPLANE glides gracefully above the open sea.

INT. SEAPLANE

In the rear compartment, RICHARD, HALE CAESAR, and KONG sit among the CARGO, each lost in their own thoughts.

BARNEY and CHRISTMAS are in the COCKPIT.

CHRISTMAS

Think she's alive?

BARNEY

...Don't know - It's true what Caesar said, you barely know this woman.

CHRISTMAS

That's not the point.

BARNEY

What's 'the point'?

CHRISTMAS

The point is being where you're needed, even if you're not asked to be there, because it's the right thing to do.

BARNEY

So you're doing it for yourself.

CHRISTMAS
Don't complicate it, okay?

BARNEY pulls out a BOX of ASHES then opens the side COCKPIT WINDOW.

CHRISTMAS
What're you doing?

BARNEY
Spreading Gunnar - I promised him.

CHRISTMAS
...You just poisoned about a hundred whales.

BARNEY shrugs and pulls out a FIFTH of BOURBON and takes a slug. He passes it to CHRISTMAS who does likewise. This is a standard ritual before going to battle.

CHRISTMAS rises and faces the other MEN.

CHRISTMAS
Kong.

KONG steps forward and taking the BOTTLE, drinks then passes it to HALE CAESAR, who does likewise then RICHARD.

BARNEY
"...Do all the good we can, by all the means we can..."

The MEN join in.

EVERYONE
"In all the ways we can...In all the places we can...To all the people we can...For we will never pass this way again..."

CUT TO:

INT. AGENCY HALLWAY - NIGHT

WILL is on fire as LICKSON keeps pace with him.

WILL
If there was a chance the agency was involved, Ross knew which team we'd send because he was a C.O. with Seal Team One for ten years - Jesus! How'd I overlook that?
(MORE)

WILL (cont'd)

And that alias he used at the storage house with the fake attack data was planted, he wanted it found!

LICKSON

I got a hold on a company jet.

WILL

I set him up -

LICKSON

- It's alright, we'll be there before he is.

CUT TO:

EXT. ZODIAC SPORTS BOAT - LATE NIGHT

A SMALL GROUP OF HEAVILY ARMED NAVY SEALS peer into the night with their NIGHT VISION GOGGLES (NVGs).

SEAL POV:

Way in the distance, CORZA slowly comes into view.

EXT. BEACH - NIGHT

As the ZODIAC drifts to a silent landing, the SEAL team leaps out and moves quickly inland.

EXT. TOWN STREET OF CORZA - NIGHT

With MILITARY ISSUE HATS pulled low and wearing full CAMMO MAKE-UP, the SEALS glide up the silent streets.

Rounding the corner they come upon a group of SOLDIERS. The SOLDIERS grip their weapons. The SEALS prepare to battle.

LEAD SOLDIER

(in Spanish)

They're the ones they told us were coming.

The LEAD SOLDIER waves them on.

EXT. PRESIDENTIAL PALACE - NIGHT

The powerful presence of PAINE moves down the shadowy hallway, and arrives at a DOUBLE-DOOR ENTRANCE flanked by TWO GUARDS. The guards stand aside as he rumbles past.

INT. GARZA'S OFFICE - NIGHT

The door opens. We see the arrogant body language of GENERAL GARZA, as he nervously paces while puffing on a CIGAR. SANDRA is seated in a chair, HANDS BOUND. Her face is BRUISED and her nose is BLEEDING.

MONROE

I understand what you're going through, but knowing this man, it'll get worse - It's the General's call. The General's the one who's at risk, and wants you 'gone.' That's wrong, no one should be tortured unless they're lying, and truthfully I think you are Sandra - I need the truth or I can't help you.

SANDRA

...I know nothing.

PAINE

(entering)
The SEALS are here.

GARZA glances over at MONROE, who is flushed with supreme confidence.

MONROE

(sips brandy)
All is good, General.

MONROE gestures to PAINE.

MONROE

(indicating Sandra)
We'll finish with her later.

CUT TO:

EXT. ROAD - NIGHT

The FIVE SEALS are seen jogging to the PALACE, which looms in the distance.

INT. BASEMENT (CELLS) - NIGHT

SANDRA is pulled roughly by a pair of GUARDS, who fling her into a DARK CELL. The METAL DOOR slams shut.

INT. GARZA'S OFFICE - NIGHT

GARZA'S eyes reveal great agitation, but his slow gestures are unsettling to MONROE.

GARZA

They will stop these men who come to kill me - You know this?

MONROE

They'll be 'removed', yes -

GARZA

If not, you will be -

MONROE

(patiently)

When you threaten me, you threaten the whole agency - That is not good business, General.

EXT. PRESIDENTIAL PALACE - SAME

The SEALS arrive at the towering gates, which are flanked by two GUARD TOWERS. As the gates begin to grind open, we now see clearly the 'SEALS' are BARNEY, CHRISTMAS, RICHARD, KONG and HALE CAESAR.

The GATE continues opening, revealing a CLUSTER OF CURIOUS SOLDIERS.

As the gates FULLY open, our boys behold a HUNDRED AND FIFTY soldiers spread out before them.

BARNEY eyes ADDITIONAL SOLDIERS on walls.

BARNEY gestures to CHRISTMAS then eyes the base of the guard tower rising beside CHRISTMAS.

The SOLDIERS part as PAINE and the other TWO AMERICAN OPERATIVES approach.

PAINE
Dan Paine, Head of General Garza's
security detail.

Even though PAINE has seen a picture of BARNEY before, the uniform and DARK CAMMO make-up make identification impossible.

HALE CAESAR
(stepping forward)
Sir, you aware of our orders?

PAINE
(nods)
Yeah - just take these Assholes
out.

HALE CAESAR
Where's the General now?

PAINE
(gestures)
His private quarters. He'll be
there until this is over.

PAINE points to the highest balcony where they see GENERAL GARZA'S outline standing at the railing. GARZA'S cigar smoke drifts like a ghost in the dead night air. The FAINT FIGURE of MONROE is seen standing off to the side.

HALE CAESAR
We need to inspect the 'kill zone'
from every vantage point.

PAINE
(tersely)
A couple of these monkeys will show
you around - Report back to me when
your done.

CHRISTMAS subtly places a SMALL RADIO DETONATE CHARGE on the inside leg of the GUARD TOWER as they move off.

INT. PALACE (GARZA'S CHAMBERS) - NIGHT

Sipping whiskey, GENERAL GARZA gazes at the PHOTO of himself. It depicts Garza atop a makeshift stage, addressing a large crowd in the center of the city. On both sides of him are heavily armed SOLDIERS.

GARZA
 (distantly)
 ...How long before the fight
 begins?

MONROE
 Within 24 hours give or take, but
 it won't be a fight, General.
 Everything's under control.

GARZA stares blankly into space - The man's fucking nuts.

EXT. PALACE COMPOUND - NIGHT

BARNEY, KONG, CHRISTMAS, HALE CAESAR and RICHARD move past
 SOLDIERS' BARRACKS, which are nothing more than row after row
 of TATTERED TENTS and DILAPIDATED SHACKS. The hefty guide,
 SERGEANT GOMEZ, dully gestures toward the area.

SERGEANT GOMEZ
 (in Spanish)
 ...This is where we all sleep -
 Over there we grow food.

RICHARD
 Is this guy stupid?

HALE CAESAR
 (stepping away)
 Looks that way.

The SARGENT takes offense as RICHARD translates.

CHRISTMAS
 (annoyed)
 Tell this idiot to move his ass or
 I'll kick his ass!

They start to move off, but the sound of a SLAMMING DOOR
 attracts their attention. HALE CAESAR steps to a large GRATE
 in the ground, and looks down.

HALE CAESAR
 Check it out.

The MEN cross over. Looking at least 15 feet down, they see a
 JAIL GUARD lighting a cigarette.

CHRISTMAS
 (anxiously)
 See anyone?

HALE CAESAR

Too dark.

SERGEANT GOMEZ

(in Spanish)

It's nothing! Come on!

(inflamed, to Christmas)

And you! I don't like the way you
talk like shit to me, I am a
Sargent -

A BLUR passes in front of the SERGEANT'S face as KONG kicks the chunky slob in the jaw. The man collapses in an inglorious heap.

CHRISTMAS

(gestures toward Kong)

Broke his neck.

KONG shrugs as BARNEY, HALE CAESAR and RICHARD drag the SERGEANT into a corner of the palace.

BARNEY

Check watches - 3:36 - All good?

Glancing at their WATCHES, they all nod in unison.

BARNEY

20 minutes to slice this place up -
You all know your sectors -
Now hit it fast and hard; good
luck.

KONG, HALE CAESAR and BARNEY start to move off, RICHARD pauses and feels for the Sergeant's pulse. There is none.

EXT./INT. COURTYARD - NIGHT

Pockets of SOLDIERS form themselves into groups.

INT. PALACE - NIGHT

A pair of GUARDS are stationed at the end of a long corridor. KONG comes into view. His SILHOUETTE is seen dashing across the hallway past the slumping guards...He places another RADIO ACTIVATED CHARGE against a SUPPORT COLUMN, then gracefully disappears.

CUT TO:

BASEMENT

HALE CAESAR enters a pitch black room and flips on his MINI-FLASHLIGHT. Placing an EXPLOSIVE next to several large well-worn GENERATORS, he's gone.

CUT TO:

GENERAL GARZA'S CHAMBER

The demented soul is pacing to and fro, as his anxiety mounts. More DRINKING. MONROE shines her WRISTWATCH, just biding her time.

CUT TO:

HALLWAY - FIRST FLOOR

RICHARD plants a rigged charge against an ARCHWAY.

CUT TO:

KONG

On the second floor, he places an EXPLOSIVE in another strategic locale.

CUT TO:

CHRISTMAS

A pair of GUARDS move down the dim hallway on the third floor. A FOOT flies out of the doorway knocking one guard ice cold. CHRISTMAS sweeps the second GUARD off his feet and puts him to sleep with an elbow to the forehead. He places an EXPLOSIVE and splits.

CUT TO:

BARNEY

Now in the basement, we see by the glow of his MINI-FLASHLIGHT the placing of a TIMED CHARGE next to BARRELS OF FUEL.

CUT TO:

HALE CAESAR

passes the doorway to an open office, and though dimly lit, sees a GUARD taking a leak from the second story window. Smash cut of an elbow to the side of the head. The GUARD drops while still in the act of relieving himself.

HALE CAESAR slaps a rigged charge on the wall and exits.

CUT TO:

KONG

moves cautiously down the hall. Behind a door, he hears heavy footsteps approaching. With cat-like agility, he leaps onto a large wooden hallway CHAIR, then bounds up to an overhead BEAM. A split second later, PAINE and the TWO AMERICAN OPERATIVES exit, passing directly beneath KONG. He places a charge on the BEAM and drops from view.

CUT TO:

CHRISTMAS

slips down the hallway, approaching GENERAL GARZA'S Chambers as he prepares to take out the two SENTRIES. PAINE and the TWO AMERICAN OPERATIVES turn the corner.

CHRISTMAS slips into an ADJOINING ROOM as the behemoths pass. Without hesitation, he places a CHARGE at the base of the wall, and exits out of the window.

CUT TO:

BARNEY

plants a charge against another portion of the palace's FOUNDATION. Checking his WATCH, he bolts off with a heightened sense of purpose.

CUT TO:

CHRISTMAS

is balanced precariously on a ledge overlooking a hundred and fifty SOLDIERS below. He starts to glide away when GENERAL GARZA'S enraged voice stops him cold.

GARZA

...It is your job, your work to
know these things! Who wants to
kill me!?

Eyeing the nearest WINDOW, he crosses the eight foot span and LEAPS just as the BALCONY DOORS violently swing open and GENERAL GARZA charges into view.

CUT TO:

CHRISTMAS

still being carried by the momentum of his leap, rolls to his feet just as a GUARD holding a FLASHLIGHT opens the door.

The LIGHT BEAM catches CHRISTMAS dead center, but without so much as a nanosecond of hesitation, he whips out his THROWING KNIFE.

CUT TO:

BARNEY

glides down the dark stone corridor. He pauses. In the distance, he sees the glow of a CIGARETTE belonging to a guard sitting in front of the dank cell occupied by the former President, MIGUEL FUENTES.

CUT TO:

GENERAL GARZA'S CHAMBERS - BALCONY

The GENERAL'S eyes are clouded over. PAINE and the TWO OPERATIVES just stare at the unpredictable dictator.

GARZA

Your government tries to trick me
and take it all!

MONROE

Not true, General.

GARZA

You are stupid - Maybe the people
hired these men to kill me - They
want their old leader back!? You
said "Don't kill him, don't make
him a martyr!"

(MORE)

GARZA (cont'd)
 (to Paine)
 Bring the woman back here now! She
 knows who is doing this! Bring her
 now!

MONROE realizes rational thought with GARZA is out of the
 question.

MONROE
 (to Paine)
 Get her.

CUT TO:

SERGEANT GOMEZ

is still slumped in his deceased mode. A pair of PALACE
 SOLDIERS discover the BODY.

CUT TO:

CELL GUARD

A SILENCED SHOT blows the GUARD off his chair.

CUT TO:

CELL DOOR

swings open and the emaciated ex-president, MIGUEL FUENTES is
 terrified by the feral image of BARNEY in full battle ATTIRE.

BARNEY
 (smoothly)
 Miguel Fuentes?

MIGUEL
 (in Spanish)
 Who are you?

BARNEY
 Come with me -

BARNEY quickly pulls MIGUEL forward. He gestures to a nearby
 CELL.

MIGUEL
 There is another here -

BARNEY unlocks the CELL DOOR, sees it's SANDRA and pulls her upright. Looking into BARNEY'S menacing camouflaged face, she is terrified.

SANDRA
(in Spanish)
No! Who are you!?

BARNEY
You know me - Let's move.

SANDRA
...You?

BARNEY
C'mon!

BARNEY leads her out.

CUT TO:

COASTLINE

THREE NAVY SEAL ZODIACS traverse silently through the moonlight water. In the distance, a few faint LIGHTS from the city appear against BLACK TERRAIN.

CUT TO:

PALACE BASEMENT HALLWAY

BARNEY, MIGUEL and SANDRA move down a large tunnel, which is dully lit by several LOW WATT hanging bulbs.

Suddenly BARNEY is blind-sided by the butt of a black AX HANDLE, and drops. PAINE steps from his concealment behind an ALCOVE. MIGUEL and SANDRA turn to flee, but slam into OPERATIVES #1 and #2.

PAINE
Pull him up!!

OPERATIVE #2 grabs the dazed BARNEY in a lethal choke hold and yanks him upright.

PAINE roughly wipes the cammo make-up off BARNEY'S face.

PAINE
Son of a bitch!

CUT TO:

RENDEZVOUS POINT

RICHARD, HALE CAESAR, KONG and CHRISTMAS have dropped to one knee. Their anxiety mounting.

RICHARD

Times up - What's your call?

CHRISTMAS

We're goin' back in - Give us 10 minutes - If we're not back, try to save your own ass.

They bolt off as HALE CAESAR checks his WATCH.

CUT TO:

PAINE

His fists slam into Barney's mid-section with colossal force, followed by a blow to the jaw that buckles his knees.

PAINE

Who hired you?!

PAINE blasts him again.

PAINE

Give me answers now, or you're dyin,' right here!

Another BODY BLOW sags BARNEY'S knees. Glancing up, he sees movement through the OVERHEAD GRATE. It's CHRISTMAS and KONG

PAINE

(fist clenched)

Who hired you!? I will pull you inside out! Who?

BARNEY

(barely a whisper)

You're mother.

Enraged, PAINE draws back his CLUB for the kill shot. KONG drops through the overhead GRATE and brutally sidekicks PAINE against the head. PAINE crumbles to one knee, then KONG nails AMERICAN OPERATIVE #2.

CHRISTMAS drops down next, slamming a potent heel kick into OPERATIVE #3's midsection.

THE BATTLE IS ON!! WHAT ENSUES IS A REMARKABLY SAVAGE EBB AND FLOW BATTLE. TO DESCRIBE THE ACTION DESIGNED FOR THIS SCENE WOULD TAKE MANY PAGES, SO TRUST ME, IT'LL BE LIKE NOTHING SEEN BEFORE.

Just when this extraordinary battle scene appears over, a band of TEN SOLDIERS charge into the cavernous corridor. They instantly OPEN FIRE.

Lethal chunks of MORTAR and STONE are ripped from the walls as the torrent of bullets rain down on OUR BOYS.

PAINE and the OPERATIVES hug the floor for dear life.

BARNEY pulls MIGUEL FUENTES out of the line of fire.

CHRISTMAS pulls SANDRA into a RECESS in the cement wall, he whips out his NINE MILLIMETER and returns fire, but takes a SLUG in the forearm. His PISTOL drops to the ground. But, in a brazen act of bravery, SANDRA drops low and retrieves his PISTOL.

Flushed with confidence, the SOLDIERS move boldly toward their pinned victims.

CHRISTMAS
(putting in a fresh clip)
Ready?

KONG
(pistol up)
- Ready -

BARNEY
(pistol up)
-Now!

Totally prepared to die in a blaze of glory, BARNEY, KONG and CHRISTMAS swing into the line of fire.

Suddenly the BLAST of supremely SUPERIOR GUNFIRE roars down the CORRIDOR and Garza's SOLDIERS are torn to shreds.

With their WEAPONS still smoking, RICHARD and HALE CAESAR step into view.

BARNEY
Drop!!

RICHARD and HALE CAESAR are completely caught off guard by SIX OTHER SOLDIERS who charge into view.

As they hit the ground, CHRISTMAS, KONG and BARNEY unload their WEAPONS on the SQUAD of SOLDIERS, dropping them all.

CUT TO:

EXT. BAY FRONT - NIGHT

The THREE NAVY SEAL ZODIACS have now landed. The LEAD SERGEANT is stopped dead by the sight of a FOURTH ZODIAC a short distance away. He pulls off his NVGs.

SERGEANT

What's that?

He calls out to his SQUAD LEADER.

SERGEANT

Captain, you see this!?

The SEAL CAPTAIN angles through his men. It's HULKING MARK. The SERGEANT touches the SEAL insignia on the 'STRANGE' ZODIAC.

HULKING MARK flips down his NIGHT VISION GOGGLES. Scrawled on the Zodiac side is: "The early bird gets the country."

INT. CORRIDORS

BARNEY, KONG, CHRISTMAS, RICHARD, MIGUEL FUENTES and SANDRA race toward a thick peeling wooden door located at the end of the hallway.

With PAINE and the TWO OPERATIVES' hands bound behind their backs with PLASTIC CUFFS, they are shoved along by HALE CAESAR.

EXT. COURTYARD - NIGHT

The heavy OAK DOOR swings open onto the PALACE COURTYARD and the men pour out into the darkness.

Suddenly the men are hit flush with THREE intense SPOTLIGHTS.

BARNEY

(low to Sandra and Miguel)

...Move away from us.

As SANDRA and MIGUEL step to the side, a hundred SOLDIERS step out from the darkness behind the huge spotlights.

CUT TO:

PALACE BALCONY

GENERAL GARZA savors the visual of his enemies captured below. MONROE nervously paces in the background.

GARZA
(in Spanish)
Drop the weapons or you will be
killed now!!

HALE CAESAR
(translating)
...Drop the weapons or he'll kill
us.

CHRISTMAS
That's original.

CUT TO:

BARNEY AND GROUP

scan the area looking for survival options. There are none.

CUT TO:

GARZA'S BALCONY

MONROE
(to Garza)
They're finished - My men will take
it from here.

GARZA
(ignoring Monroe)
Three seconds to drop your weapons
or die!!

Our heroes remain defiant. PAINE is beginning to panic.

PAINE
He'll kill all of us!!

CHRISTMAS
Nobody cares about you, Asshole.

CUT TO:

MONROE AND GARZA

MONROE
- It's way too public.

GARZA
(ignoring her)
ONE!

CUT TO:

THE MERCENARIES BELOW.

PAINE
Drop the weapons!

CUT TO:

GARZA AND MONROE ON THE BALCONY

MONROE
(fighting panic)
Let me handle the situation!

GARZA
- TWO! -

MONROE
- The world press will hear about
this you stupid son of a bitch!

GARZA
- Three!

CUT TO:

BARNEY'S

fingers unfold. A REMOTE SWITCH is revealed in his palm. He flicks a secondary SWITCH and a tiny RED LIGHT appears.

CHRISTMAS sees this, who nods to KONG, who also spots the red light.

GARZA
FIRE!!!

EXTREME CLOSE-UP

Barney's thumb presses the IGNITION button. The PALACE ERUPTS.

EXT. WINDING ROAD - NIGHT

The real NAVY SEALS are double timing it up to the palace when they're startled by the tremendous explosions.

CUT TO:

PALACE EXPLOSIONS

The PALACE is being blown up in SECTIONS. Tons of mortar CRUMBLE straight down into smoking piles of RUBBLE.

CUT TO:

THE EXPENDABLES

charge into action and commence to unleashing all their fire power on the ENEMY.

CUT TO:

EXPLOSIONS

Behind the attacking 'EXPENDABLES' we see the PALACE being literally dissected by surgical-like detonations.

CUT TO:

BARNEY

cuts down THREE SOLDIERS as he sprints for cover behind arches along the COURTYARD WALL. TWO OTHER SOLDIERS flank him, but are blasted away by KONG.

CUT TO:

KONG

aims high along the COURTYARD and picks off a PAIR of SOLDIERS that crumble into the curled BARBED WIRE.

CUT TO:

CHRISTMAS

rolls beneath the TROOP TRUCK and fires at a GROUP of SOLDIERS who are using the vehicle for cover. FOUR TROOPS drop to the ground in agony. CHRISTMAS pulls the pin on a GRENADE and rolls away from the TRUCK, which explodes sky high landing on TWO fleeing SOLDIERS.

CUT TO:

RICHARD

shoots out TWO of the HUGE SPOTLIGHTS. Now the COURTYARD is nearly enveloped in darkness.

CUT TO:

HALE CAESAR

stands beside the large remaining SPOTLIGHT and turns it on a GROUP of SOLDIERS firing out of the shadows. They fire at HALE CAESAR shattering the light. Returning fire, he kills two.

CUT TO:

PALACE

The structure continues to implode as the lethal charges continue to erupt.

CUT TO:

HALE CAESAR

kills ONE SOLDIER who tries to flank him, RICHARD kills ANOTHER that HALE CAESAR has in his sights.

CUT TO:

GENERAL GARZA AND MONROE

cover as the EXPLOSIONS approach them from OPPOSITE ends of the doomed palace.

CUT TO:

10 SOLDIERS

are caught in a crossfire set up by KONG, CHRISTMAS and HALE CAESAR.

CUT TO:

BARNEY

heaves a grenade at the FRONT GATES, blowing them open.

CUT TO:

RICHARD

he riddles the GUARD TOWER with AUTOMATIC FIRE, blowing TWO SOLDIERS over the side and onto a BURNING TRUCK.

CUT TO:

SANDRA AND FUENTES

Remain huddled behind smoldering debris.

CUT TO:

HALE CAESAR

Blasts TWO SOLDIERS, one of which crashes headlong into the FOUNTAIN.

CUT TO:

CHRISTMAS

ducking behind a corner in the courtyard wall, he spins around and catches TWO SOLDIERS by surprise and plugs them both with his .45.

CUT TO:

GATES

A GROUP of beaten, terrified and cowardly SOLDIERS flee through the damaged GATES.

CUT TO:

PAINE

has managed to free his hands and snatches up a DEAD SOLDIER'S WEAPON.

CUT TO:

KONG

FOUR SOLDIERS are heading toward the GATE when KONG jumps out with a .45 in each hand. Using his amazing kicking ability, coupled with the .45's, in what seems no more than a split second, FOUR SOLDIERS are gone.

CUT TO:

EXT. - AIRPORT - NIGHT

An 'agency' LEARJET is 50 feet above the pathetic runway. Below, several soldiers sprint across the tarmac, heading towards the chaos playing out at the palace.

CUT TO:

INT. - PLANE

WILL and LICKSON stare in dismay at the burning PALACE that glows in the distance.

WILL
(to pilot)
...Christ -

CUT TO:

BARNEY

watches as MORTAR explodes next to his head. Dropping to one knee, he sees PAINE approaching.

CUT TO:

PAINE

ducks behind a STONE STRUCTURE.

PAINE
C'mon - Let's finish this!!

PAINE fires at BARNEY, who fires back.

PAINE
C'mon, man to man!

BARNEY heaves an object at PAINE. PAINE hears a THUD at his feet. Looking down at the ROUND OBJECT, his eyes widen in sheer panic as the OBJECT EXPLODES.

CUT TO:

BARNEY

stepping forward.

BARNEY
...Man to grenade.

CUT TO:

TOWN

Many of the city's inhabitants dash from their homes and rush towards the blazing palace.

CUT TO:

GENERAL GARZA AND MONROE

Traumatized, they gaze numbly at the destruction below.

THE ONLY SECTION THAT REMAINS STANDING IS THE NARROW SEVEN STORY HIGH TOWER THAT IS THE GENERAL'S LIVING QUARTERS. THE WALLS ON BOTH SIDES OF THE TOWER ARE COMPLETELY GONE, EXPOSING THEM TO THE ELEMENTS.

CUT TO:

THE EXPENDABLES

BARNEY, CHRISTMAS, KONG, HALE CAESAR and RICHARD step from their battle positions.

CUT TO:

CHRISTMAS

goes to SANDRA and helps her up. RICHARD assists MIGUEL FUENTES.

CUT TO:

PALACE TOWER

BARNEY notices a FIGURE standing next to GARZA. He faces one of the BOUND AMERICAN OPERATIVES.

BARNEY
...Who's that with Garza?

AMERICAN OPERATIVE
Her name's Monroe.

BARNEY'S expression tightens.

BARNEY
Oh.

CUT TO:

GENERAL GARZA AND MONROE

They helplessly stare down SEVEN STORIES below. MONROE crosses to a jagged LEDGE and stiffens at the sight of a growing mob of citizens arriving.

CUT TO:

CHRISTMAS AND RICHARD

step forward with SANDRA and FUENTES. CHRISTMAS glances up at GARZA'S barely upright TOWER.

CHRISTMAS

- How'd we miss that?

MIGUEL

(to Barney)

...Thank you from myself and these people.

CHRISTMAS tightens the tourniquet on his wounded arm. SANDRA applies pressure. KONG looks unimpressed.

KONG

- Suck it up.

HALE CAESAR wipes the sweat from his forehead. He nods towards SANDRA.

HALE CAESAR

(coyly)

...How're you this evening, Mam?

A DEEP VOICE is heard off screen.

HULKING MARK

What the hell!?

BARNEY and the team swivel around.

HULKING MARK

You were the target?!

BARNEY

Yeah.

HULKING MARK

Did you know we were coming? How'd you know we'd be sent in 24 hours early? How?

BARNEY

Just did.

HULKING MARK

But you couldn't know for sure
you'd beat us here. How the hell
did you know our ETA!?

BARNEY glances at RICHARD.

RICHARD

We always trained to hit our
targets at 5 AM.

CUT TO:

FLASHBACK

EXT. BARNEY'S TRUCK - NIGHT

NAVY SEAL BASE

BARNEY and HULKING MARK

BARNEY

I want someone you've worked with
directly. Someone you've seen
operate.

HULKING MARK

- I got the guy -

PRESENT

HULKING MARK

Son of a bitch.

WILL (O.S.)

What happened here? What'd you do?

BARNEY turns and sees WILL arriving with LICKSON.

BARNEY

Amazing.

HALE CAESAR

Who the hell's he?

BARNEY

We go way back.

WILL

You're on foreign soil - illegally.
There's a mandate making all of you
subject to criminal arrest.

BARNEY

You have no jurisdiction over here.

LICKSON

(to Will)

He's right - Only on American soil.

BARNEY

(to Will)

You want to bring somebody in - a
guy named Church and his friend, a
German named Helmut Ernst, 'oil
boys' - He hired us to overthrow
the General and take over
themselves - Might have a case
there.

WILL

Where's the proof?

BARNEY withdraws a MICRO-RECORDER and presses the PLAY
BUTTON.

RECORDER

(Church's voice)

"...I want General Garza
assassinated, I want his palace
leveled -"

(clicks it off)

BARNEY

Kind of flimsy, but it's a start -
They'll probably be at the airfield
in about 15 minutes.

We hear MONROE'S voice calling out.

MONROE

If anyone can hear this -

CUT TO:

GENERAL GARZA'S BALCONY

MONROE

I'm not part of this - I'm an
American Government Official.

CUT TO:

WILL AND BARNEY

WILL

Is that Monroe?

LICKSON

Yes.

CUT TO:

GARZA AND MONROE

On the crumbling PALACE TOWER.

MONROE

(to Garza)

Say something for Christ's sake!

GARZA steps forward.

GARZA

(in Spanish)

Everyone - You know me! I am one of
you! One of the people who loves
this country, loves this land, and
will die before I will allow the
corrupt government of the United
States to enslave our people, like
this woman next to me who is trying
to steal our country!

MONROE

I understand Spanish, Bastard!

CUT TO:

BARNEY, SANDRA AND CHRISTMAS

BARNEY glances over at SANDRA'S very bruised face.

BARNEY

Sandra - What do you want to do
with Garza?

SANDRA is at a loss for words.

MIGUEL

He should be tried by the people.

BARNEY

I'm talking to her, Presidente.

CHRISTMAS

(to Barney)

Seriously, I have a hole in my arm.

BARNEY

Almost done.

LICKSON

There's a high ranking agency
official standing next to Garza -
Think this through.

BARNEY

Okay.

(to Sandra)

Want to blow Garza up? You earned
it.

WILL

What you'll do is leave them both
alive!! That's what you'll do! I'll
bring Monroe down for this!

CUT TO:

MONROE AND GARZA

MONROE is enraged and steps to the edge of the CRUMBLING
TOWER.

MONROE

I know there are American soldiers
out there, as well as mercenaries
who are here illegally and will be
dealt with - I'm being held here
against my will!! I need the SEALS
to come forward and take me into
protective custody now!

CUT TO:

BARNEY, WILL AND LICKSON

They observe MONROE yelling in the background.

LICKSON

They'll both be prosecuted back in
the states.

BARNEY

That'll never happen, Young lady,
but I'll leave it up to you both -
Fair enough?

WILL

...Deal.

BARNEY extends his hand. Though hesitant, WILL extends his
and they SHAKE.

MONROE

You have the right and
responsibility to escort me -

CUT TO:

CLOSE UP: BARNEY AND WILL'S HANDS

Unknowing, WILL squeezes the DETONATOR resting in BARNEY'S
palm.

MONROE

(continuing)

- Safely back to the United States
without any further-

B000M!!

A GIGANTIC EXPLOSION rips the bottom of the TOWER apart,
sending it thundering down on MONROE and GARZA.

HALE CAESAR

...Guess we're done here.

LICKSON

Oh, my God.

MIGUEL

(to Barney)

We wanted to turn him over to the
people.

KONG
 (walking past)
 Better get a mop.

CHRISTMAS
 Did he just blow up a "high ranking
 agency official."

BARNEY
 Apparently.

LICKSON
 (moves off)
 I'll be waiting in the plane.

WILL exhales heavily while idly removing his glasses, which he slowly wipes clean with the bottom portion of his tie.

WILL
 Now what?

BARNEY
 They'll bury it like everything
 else - Take care, Will.

WILL nods and stares at the crumbled TOWER.

WILL
 ...Yeah.

BARNEY hands SANDRA a SLIP OF PAPER.

BARNEY
 Follow the instructions, there's
 enough in the account to get things
 around here going.

BARNEY hugs SANDRA then faces MIGUEL FUENTES.

BARNEY
 Hey, watch who you do business
 with.
 (walks off)

SANDRA
 Why'd you come back?

HALE CAESAR
 (passing by)
 'Cause you got 'face,' Baby, if you
 were ugly, you'd be dead.

CHRISTMAS
Ignore the black guy.

SANDRA
You are 'tonto.' It was foolish to
come back.

CHRISTMAS
No it wasn't.

SANDRA
Where're you going now?

CHRISTMAS
Home - Here, put this on -

CHRISTMAS pulls out the THREE CARAT RUBY RING that he had
bought for LACY.

CHRISTMAS
Good - It fits.

SANDRA
But what does this mean?

CHRISTMAS
Nothing really - Maybe you'll be
nicer next time I come to visit -
Take care, Sandra.

She hugs then kisses CHRISTMAS and he jogs up to the
departing TEAM and together THE EXPENDABLES walk away from
the PALACE that SMOLDERS in the background until they
disappear into the darkness.

CUT TO:

EXT. HALE CAESAR'S - NIGHT

It's late when BARNEY exits. Moving toward his TRUCK that's
parked out front, he hears his name called.

VOICE
...Barney.

Turning, BARNEY observes a familiar presence approaching.

BARNEY
Tracking me again?

WILL
No - Nothing like that.

BARNEY
Any fallout over Monroe?

WILL
(shrugs)
...They buried it.

BARNEY
(nods)
You retire?

WILL
Quit - How's business these days?

BARNEY
Something on your mind?

WILL
I don't know - I've got a lot of
time on my hands.

BARNEY smiles and WILL returns the gesture.

BARNEY
...Let's walk and talk, Will.

The CAMERA cranes up as the one time adversaries meander off
into the balmy night.