

THE GODFATHER

PART III

Screenplay
by

Mario Puzo
and
Francis Coppola

FOR EDUCATIONAL
PURPOSES ONLY

FIRST DRAFT
May 10, 1969

CAST OF CHARACTERS

MICHAEL CORLEONE

KAY CORLEONE

TOM HAGEN

CONNIE CORLEONE

VINCENT MANCINI

TONY CORLEONE

MARY CORLEONE

AL NERI

PHIL DEVITO

DON ALTOBELLO

RUSSO BROTHERS

WILLIE CICCI

ARCHBISHOP GRAZIADEI

LUCIO VANNI

FREDERICK ENTE

DON TOMMASINO

CARDINAL LAMBERTO

LORENZO VIDUCCI

FADE IN:

A passionate strain of MUSIC interrupted before it develops. Then a solo trumpet plays a solemn waltz. The MAIN TITLE is presented over BLACK; the familiar puppeteer's hand:

Mario Puzo's
THE GODFATHER
PART III

TITLE FADES OUT.

ARCHBISHOP (V.O.)

(Italian)

A gift of this magnitude, this
sweet spirit of charity, demands
a reward.

1 INT. MICHAEL'S SUITE/LIVING ROOM - DAY

The Archbishop raises a religious medal on gold chain.

ARCHBISHOP ROCCO GRAZIADEI from Palermo. Member of the Holy See, confidant of the Pope, and head of the IOR, the Istituto per le Opere di Religione, the Vatican Bank. The Archbishop speaks no English; perfect Italian, and sometimes Sicilian. He is accompanied by his secretary, MONSIGNOR ZIZOLA, who translates, and several young priests.

ARCHBISHOP

(Italian)

The Order of St. Sylvester,
degree of Knight Commander with
star, is bestowed upon Michael
Corleone for outstanding service
to the Church.

VIEW ON MICHAEL

approaching his sixties. His face reflects his sins; the face of a bulldog, but there is also a new warmth and humor.

MICHAEL

(Sicilian)

I am honored, Excellency.

ARCHBISHOP

(looking around)

What a splendid palace this is.
Of course the Holy Church does
not approve of gaming and the
love of money, but occasionally,
a small bet, in moderation...
(chuckles)

MICHAEL

(Sicilian)

Our family is selling the casinos, Archbishop. Now we are a Cultural Foundation. My associates and I were honored to deposit our money with the Catholic Bank of Signor Vanni. Now, for important business reasons, we must withdraw it, but we will leave the twenty million dollars to help the poor of Sicily. It's in the spirit of the Foundation of Vito Andolini Corleone that this gift is given.

ARCHBISHOP

(Sicilian)

Withdraw it immediately?

(pause)

The Church thanks you. We are in your debt. If one day we could do a small service for you? -

MICHAEL

(Sicilian)

Your blessing, Excellency.

The Archbishop blesses all in the room.

2 INT. AZURE-PALAZZO HOTEL BALLROOM - DAY

People dancing, music and excitement. The prosperity of the new Corleone hotel in Las Vegas is evident everywhere.

The crowds, the decor, the ebullient gaming rooms, showrooms, lounges and bars, and the "Showplace of Nevada:" the Azure-Palazzo Music Hall. Music and vitality abound.

VIEW TO STAGE

JOHNNY FONTANE, in his sixties, is singing a Neapolitan song in English.

3 INT. BARBERSHOP - DAY

WILLIAM the barber expertly finishes up his patron's haircut. A dandy with white smock.

WILLIAM

You got tickets to the fight?

MAN
Yes. What about you?

WILLIAM
(laughing)
Five hundred a pop, no way
brother.

A hand reaches into a pocket in the fine suit and slips William a ten, and then two tickets to the fight.

WILLIAM
Well thanks Mr. Hagen. You're a
gentleman.

He turns the chair around and we see TOM HAGEN. Seventy years old, dressed in a suit, as he has had during business hours for the last 45 years.

HAGEN
Thanks a lot, William.

WILLIAM (O.S.)
And happy birthday, Mr. Hagen.

We follow Tom Hagen as he leaves the barbershop moving to the main corporate offices of the Corleone hotels and businesses.

4 INT. CORPORATE OFFICES - DAY

Hagen passes through the glassed-in executive area.

SECRETARIES
Good afternoon, Mr. Hagen.
Happy birthday, sir.

HAGEN
Thank you, thank you all.

5 INT. MICHAEL'S SUITE/LOBBY - DAY

MOVE IN

We SEE MEN join the others already waiting, somewhat casually. Some are bodyguards. Tom Hagen joins them waiting to see Michael. People are congratulating him on his birthday. Some young paralegal types get them coffee and tend to them.

ENZO the baker, in his sixties, has been waiting. Hagen knows him and starts chatting about old times.

The door opens and Michael enters the lobby accompanying the Archbishop and his entourage. He sees Hagen, and goes immediately to him.

4.

..

MICHAEL
(embracing him)
Tom, good to see you.
(to Archbishop)
Excellency, this is my brother,
Tom Hagen. He will be in charge
of the new Foundation, the
transfer of funds, as well as
all the formalities.

ARCHBISHOP
A pleasure to meet you.

Hagen clearly knows little of what is going on. Michael takes him into the suite.

6 INT. MICHAEL'S SUITE/LIVING ROOM - DAY

MICHAEL
Tom, the best thing I ever did
was to throw you out of the
family business and hire you as
my legitimate lawyer.

HAGEN
I never took it personal. It
was only business.

MICHAEL
(embraces Hagen)
You've made more money for me
with your briefcase than as a
consigliere.

HAGEN
I did my best, Mike.

MICHAEL
Now we can sell the casinos.
That deal is almost done. So
all that's left between us and
taking over Societa Mobiliare is
the money we have on deposit
with the Vatican bank.

HAGEN
Societa Mobiliare?

MICHAEL
The biggest landlord on earth.
Real estate all over the world
worth over five billion dollars.
(MORE)

MICHAEL (contd.)

It's the Corleone Family's biggest deal. The Vatican bankers helped us in, but now we can take it over on our own. We'll leave them with twenty million for their trouble.

HAGEN

Which goes into the Vitc Corleone Foundation. And then you can run the money tax free.

MICHAEL

(reverently)

What a racket. But the Foundation will be legit. We'll help people.

HAGEN

(shaking his head)

Times change.

(pause)

Pop would have hated this idea. He loved doing it himself -- man to man.

MICHAEL

We learn from the philanthropists like the Rockefellers. Rob everybody then give to the poor.

(pause)

Tom, I want you to be CEO of the Foundation. We'll work together. This is the big step.

HAGEN

Mike, it's an honor.

MICHAEL

Still, going legit is dangerous. More and more we have to renounce old ways and associates. We won't use them any more. But others will.

HAGEN

So your enemies get strong on what you leave behind.

MICHAEL

(rubbing his eyes)

Yes. But soon they won't be able to touch us.

HAGEN

There won't be any of us left to touch. (laughing)
Of this generation at any rate.

MICHAEL

Happy Birthday, Tom.

7 INT. BANQUET ROOM - DAY

An extraordinary feast is lovingly displayed at the buffet, the finest Las Vegas can offer. Crowds are beginning to gather. Nicely dressed Italian-Americans. A third generation of grandchildren, great-grandchildren. Irish and German and American wives and an abundance of babies.

Some of the grandchildren are already in their teens, nice students, the sons and daughters of Corleones who are dentists, lawyers, professors, and small legitimate businessmen.

Cousins and nephews are excited to see each other on this grand family occasion in which they have all been brought to Las Vegas to participate in this major moment of the Corleone family by their godfather, Michael Corleone.

Flirtations going on, as a NEPHEW asks a NIECE of 17 to go off and have a drink together.

NIECE

...My mother says I can't go out with you -- your grandfather runs the world heroin trade.

The boy looks astonished and goes off dejected. He starts looking for cousins from New York.

NEW VIEW

From the group of striking young men with the unmistakable look of Corleones, emerges one in particular, VINCENT MANCINI. With his curly brown hair, his swagger and his way with girls, he reminds us of Sonny Corleone.

8 INT. BANQUET ROOM/ANOTHER AREA - DAY

We come upon ROSARY and ANNE MARIE CORLEONE, SONNY CORLEONE'S TWIN DAUGHTERS in their thirties, talking to relatives.

ANNE MARIE

...Mother has a new husband and a new life. She never talks about my father. My brother Santino won't either; he's a dentist and calls himself Sandy.

Vincent approaches them.

VINCENT
You two sure look alike...

ROSARY
Hi Vincent, is your mother here?

VINCENT
Yeah.

ANNE MARIE
(coldly)
Did you get a free suite, too?

VINCENT
No, just a room.

Anne Marie turns away coldly and continues filling her plate, ignoring him.

ROSARY
Vincent, I was dying to see you again. Maybe later on we can have something to eat together.

ANNE MARIE
We're not staying too long.

He goes.

ANNE MARIE
Don't have anything to do with him.

ROSARY
But he's our brother.

ANNE MARIE
Our bastard brother.

They turn away.

CONNIE (O.S.)
Vincent. Over here.

He turns and sees CONNIE CORLEONE, in a group of men. If we look carefully, we can see that they are bodyguards. Connie is nearing fifty and has changed. She is the keeper of the family ties, and has taken on some of the characteristics of a caporegime.

CONNIE
(reproachfully)
Vinnie, where you been?

He gives her a big hug and kiss.

CONNIE

You stick close by me. Today
I'm going to talk to Michael
about you. It's important.

VINCENT

(kidding around)
I wish you would have told me,
I'd worn a better suit.

9 EXT. AZURE-PALAZZO HOTEL - DAY

We SEE DON ALTOBELLO getting out of limousine in front of hotel with bodyguards. He is in his eighties, looks like an angel, very fragile. He looks up to the sky and sees a helicopter. He dawdles, he chats with his bodyguards. He chats with the doorman. He watches the sky.

10 EXT. ROOF OF HOTEL - DAY

A private Sigorsky helicopter hovers by Roman statuary on top of the hotel in Las Vegas. It lands. There is a moment's pause, and we see KAY MICHELSON, formerly Corleone, alight. She is in her early fifties. A handsome young man follows, ANTHONY (TONY) CORLEONE, in his twenties. Michael's only son. Also her husband, DOUGLAS MICHELSON, a lawyer with high political connections. They are met by hotel EXECUTIVES who welcome them, carrying flowers for Kay, which are whipped by the wind as the Sigorsky takes off.

EXECUTIVE

Mrs. Michelson, the Azure-
Palazzo welcomes you.

He escorts them to the doorway.

EXECUTIVE

Hi Tony, how's the new lawyer?

TONY

A law degree does not yet a
lawyer make. This is my stepdad
Douglas Michelson, he's the real
thing.

They shake hands and are escorted down into the hotel. They enter.

11 INT. MICHAEL'S SUITE/LIVING ROOM - DAY

Michael and Hagen are meeting with Don Altobello. Altobello holds a box of chocolates. They greet each other fondly.

MICHAEL

You look wonderful. Like a painting of the saints.

ALTOBELLO

I've lost all the venom, all the juice of youth. I lost the lust for women, and now my mind is clear, my duty to God is clear.

(pause)

I've come to pay my respects. And I have a great favor to ask of you. Could I attach my name to your father's Foundation, so I could be joined with you in name and spirit? One million dollars.

MICHAEL

(pleased)

You have a good heart, Don Altobello.

He escorts him out of room.

12 INT. MICHAEL'S SUITE/LOBBY - DAY

Guests waiting as Michael and Hagen enter with Altobello. A girl calls out:

GRACE

Oh, Mr. Corleone.

Her name is GRACE HAMILTON.

GRACE

Please, Mr. Corleone, can I speak to you one moment? I'm Grace Hamilton.

Michael disregards her after a look and walks back into his living room. AL NERI follows him.

GRACE

Johnny Fontane promised he'd call you about me. He said you'd see me.

13 INT. MICHAEL'S SUITE/LIVING ROOM - DAY

Michael and Neri.

MICHAEL
Did Johnny call about her?

NERI
Yes.

MICHAEL
Why should I see a photographer?

NERI
Because he screws her.

MICHAEL
Tell him not to pursue it.

Neri, surprised, jots down a note. He had not expected Michael to get that sore.

14 INT. KAY'S SUITE - DAY

Kay relaxes after the long trip from New Hampshire. Douglas is reading a paper. Tony is there. He is immediately lovable; big dark eyes, beautiful black hair -- a very sweet disposition.

TONY
Mom, stick by me.

KAY
That's why we're here.

TONY
Dad was surprised you came.

KAY
I haven't seen him for eight years.

TONY
At Grandpa Adams' funeral.

KAY
He was cold to me. Brrrr.

TONY
Did you talk to him?

KAY

I said, "Thank you Michael for coming." And he said to me, "I respect the loss of a father." He turned away and he left. He never said goodbye.

TONY

He's tough. He'll take it hard but he'll understand after a while.

KAY

You know what happens when he starts on the "rights" of the father.

TONY

Having you behind me is the difference.

KAY

I know.

TONY

Did Mary make it? Dad won't take it too well if she doesn't show up.

They laugh to themselves warmly when the name "Mary" is mentioned. The phone RINGS. Douglas answers it.

DOUGLAS

(on phone)

Yes... Hello. One second.

(turns to Kay)

It's Michael. He'd like to talk to you.

VIEW ON KAY

On the spot, not expecting him to be calling. She becomes emotional and hesitates.

KAY

Tell him... I'll call him right back.

Tony sees her embarrassment, and takes the phone.

TONY

(on phone)

Hi, Dad. Mom's taking a shower. I'll tell her to call you right away.

Having bailed his mother out with this white lie, he says goodbye and hangs up the phone.

15 INT. MICHAEL'S SUITE/LIVING ROOM - DAY

Michael hangs up the phone.

16 INT. AZURE-PALAZZO LOBBY - DAY

Grace Hamilton sitting dejectedly with her cameras around her Vincent comes up to her.

VINCENT

(very charming)

Hi. You work too hard. Let me show you around. I'll buy you some chips and teach you how to gamble to win.

GRACE

Can you get me an interview with Michael Corleone?

VINCENT

No. I'm a relative but I can't do that.

GRACE

(charmed)

Okay, let's gamble, but what do I do with my cameras? They won't let them into the casino.

VINCENT

Let me.

He sweeps up cameras and gives them to security guard at desk, with a twenty dollar bill. The guard knows him. Grace and Vincent go into casino.

17 INT. CASINO OFFICE - DAY

AL NERI, in his sixties, watching action through office wall peephole. He sees a man asking for credit and the credit manager shaking his head.

Neri picks up phone and calls pit boss who has refused credit.

NERI

Give Willie Cicci five thousand.

PIT BOSS

Al, we'll never get it back.
The collectors are scared of
him. He throws them out of
windows.

NERI

Give him the five thousand.

VIEW THROUGH PEEPHOLE

Willie Cicci happily playing roulette.

18 INT. CASINO/ROULETTE AREA - DAY

An enormous man, grotesque as he is large, sits at the roulette
table. His clothes are exquisitely tailored. He has a gold
tooth. This is WILLIE CICCI.

CICCI

Raise the limit, I press into
you. (he cackles)

The senior pit boss nods his head, and the play continues.
Vincent and Grace come over, buy chips. They bet and win.

GRACE

How do you know what numbers to
bet?

VINCENT

It's easy. If a 2 comes up,
then you bet the 4, 8, the 28.
If 0 comes up, you bet 10, 20,
30. If 5 comes up you bet 15,
25, 35.

They bet and Grace wins.

GRACE

It works.

VINCENT

All the time.

During this they are leaning all over each other, becoming more
intimate having fun. They are a very good-looking couple and
they appreciate each other.. They have huge stacks of chips.

VINCENT

And that's how you become a
winning gambler. With this cash
we can buy the best dinner in
town. Okay?

GRACE

Okay.

Willie Cicci, losing now, getting out of line. He's so big that no one really wants to confront him.

VINCENT

Hey, sit down.

VIEW ON CICCI

Turns, and puts his savage glare on Vincent.

Neri comes over.

NERI

Willie. What's up?

CICCI

Up? Nothin's up. I'm havin' a good time -- until this 'fedend showed up.

NERI

(quietly)

Willie. The family don't own the hotels anymore. In ten days NASDAC runs it. You gotta behave. 'Cheech, this is Vinnie Mancini, Sonny's boy.

Cicci turns and looks contemptuously at Vincent.

CICCI

I know who he is.
(Sicilian)
Bastard.

Vincent gives him a cold Mafioso look.

DANNY (O.S.)

'Cheech! What's goin' on?

VIEW MOVES IN on the RUSSO BROTHERS, DANTE (DANNY) and CARMINE. Two tough, colorful President Street thugs gone big time: Carmine is the muscle and looks it. Big and beefy, dressed like a peasant who has trouble knotting a tie, always with cigar in his mouth. Danny is conservative, slim, dressed in very good taste. Soft-spoken, always irritated by his brother.

19 INT. FIGHT TENT - DAY

Workers assembling the seats and other preparations for the fight. The Russo brothers push Willie Cicci in.

CARMINE

What are you doin', you dumb son-of-a-bitch? Makin' trouble and we're not even here yet.

WILLIE

Sorry. I was just horsin' around. That Mancini kid annoys me.

DANNY

The Corleones don't own the hotels anymore. Act normal. Don't make us scumbari.

20 INT. MICHAEL'S SUITE/LIVING ROOM - DAY

Connie, followed by Vincent, enters. She walks across the room, kisses Michael and wipes some spots away from his collar.

CONNIE

Michael, you remember Vincent Mancini, Lucy Mancini's boy.

MICHAEL

Sure, I remember Vincent.
(pause, as he looks)
You're bigger than your father.

CONNIE

Vincent could use more responsibility. I want you to make him a capo in Tessio's old neighborhood.

MICHAEL

I don't want him in the streets.

Vincent is listening actively, but he knows enough not to say anything.

CONNIE

The Russo brothers are taking over that territory. We need Vincent there. They don't want to pay anymore.

VINCENT

Mr. Corleone. Can I talk?

MICHAEL

Sure, Vincenzo.

VINCENT

I want to do what I can to help,
as a Corleone.

Michael looks at him; thinks about him, smiles.

MICHAEL

You bet on the fight?

VINCENT

Sure I did.

MICHAEL

Who you on, Holmes?

Vincent is naturally defiant.

VINCENT

No, I'm for Spinks.

MICHAEL

(warmly)

Talk to me before you bet on a
fight. Now let me think about
your future; we'll meet tonight,
after the party.

CONNIE

By the way, Kay called back,
said sorry she missed you the
first time.

MICHAEL

She called... good.

21 EXT. TAXI STAND - DAY

A pretty Italinatate young woman of 22 struggles with her colleg
suitcases, clothing bags, etc. and tries to get into the cab.
This is MARY CORLEONE.

MARY

Get me to the Azure-Palazzo
fast, I'm so late my goose is
cooked if I'm not there in five
minutes.

DRIVER

Hang on sweetie.

The cab roars off, actually blowing Mary's hat out the window.

MARY

Wait, my hat!

The cab stops, she gets out, retrieves her hat dangerously in the face of oncoming traffic.

22 INT. MICHAEL'S SUITE/LOBBY - DAY

The Russo brothers enter like big shots; Willie Cicci is deflated, tries to make himself unnoticed as he slides into the room. Neri greets them.

NERI

Danny, Carmine -- welcome to the Azure-Palazzo.

BROTHERS

It's a pleasure to be here.

NERI

You guys comfortable, luxury suites okay?

CARMINE

You can lose the chocolate candy on the pillow. Last night I slept on it. I woke up, I thought it was shit on the sheets.

Neri barely cracks a smile.

DANNY

We're surprised and honored that Michael invited us. It's the best way to work things out.

CARMINE

I heard the Pope was here. Willie, wanna meet the Pope?

NERI

Just some priests, there's no Pope in Vegas, boys.

Connie opens the door. Michael is alone inside.

CONNIE

Mike says okay now.

Willie goes up to the door first, glances in. Notices Vincent.

WILLIE

The Mancini kid's in there.

NERI
 (indicating Willie
 Cicci)
 What about him?

CARMINE
 He can wait out here.

NERI
 Better like that.

Then he nods and the Russo brothers enter. Connie enters with them. They close the door.

23 INT. MICHAEL'S SUITE/LIVING ROOM - DAY

CONNIE
 You ought to put a muzzle on
 Cicci.

CARMINE
 He looks out for us.

MICHAEL
 What is going on with you guys?
 Are you crazy? You're going to
 put us back thirty years.

DANNY
 I don't know what you're talking
 about Mike.

MICHAEL
 Don't make the biggest mistake
 of your lives.

DANNY
 What mistake, Mike?

MICHAEL
 Don't think the Corleone family
 hasn't been noticing what's
 going on.

DANNY
 Mike.

MICHAEL
 (pause)
 You know Vincent?

We see the bad blood between them.

CARMINE

We know all the punks in the neighborhood.

MICHAEL

He's going to be Caporegime of the old Tessio family. It comes from me. Not my sister.

CARMINE

Forget that territory, for God's sakes Michael.

DANNY

Sure, you're too big for that territory now, Mike.

MICHAEL

We let you grow because Hyman Roth wanted it. A great man, but that Jew was more Sicilian than us. He was double-crossing me all along. Any understanding we had is off now. You pay us. When you owe you pay.

DANNY

The Corleones are moving out; money but no muscle.

MICHAEL

I have a soft spot for you boys. I'm sentimental. I always loved my uncles and the old mustache Petes. But you are incurable dumb fucks. Money is muscle.

CARMINE

We'll work these things out .. later at the meet.

24 INT. BALLROOM - NIGHT

A photo being posed professionally. We SEE the groups of the family emanating out from the key members of the family. Connie seems to be in charge. Michael enters and the family picture is taken. Then with the rest of the relatives in the groups they represent by the family tree. Michael gets Vincent and brings Vincent into the picture, putting him at his side. Some of the family are shocked.

25 INT. BALLROOM/STAGE - NIGHT

A big crowd dining and dancing. Full dance band, show. Johnny Fontane on stage, loaded, telling jokes. He sees Michael enter.

JOHNNY
I'd like to sing something for
my Godfather.

The audience is thrilled, the orchestra comes UP, and he sings "Passione," with English lyric, and throws in a little Italian.

26 INT. BALLROOM - NIGHT

MOVE WITH MICHAEL

walking and listening to Johnny's song, receives a series of requests from RICH-LOOKING TYPES.

1ST MAN
My friend, you know him, will
make a good judge. He will make
a great contribution.

MICHAEL
(smiles)
We need good judges.

Lobbyists coming to curry favor with Michael Corleone, the Vito Corleone Foundation with its hundreds of millions to give away to support culture, Italian-American culture, and patriotic causes.

2ND MAN (BLACK)
Michael, we need a good
undersecretary in Health and
Welfare. Can you help?

MICHAEL
See me tomorrow.

27 INT. BALLROOM/STAGE - NIGHT

Johnny Fontane finishes the song. The guests and relatives applaud rhythmically until Michael steps up to Johnny by the microphone. Big hand. Johnny moves to Michael.

MICHAEL
Thanks, Johnny.

Michael hugs Johnny and walks off, but Johnny drunkenly follows him.

28 INT. BALLROOM - NIGHT

MOVING SHOT
Michael and Johnny.

MICHAEL
Johnny, don't drink so much.
Don't gamble so much. The
casino has 200 grand of Fontane
markers.

FONTANE
I'll work it off.

MICHAEL
I know you will. But if you go
on the wagon and cut out
gambling, I'll get the company
to tear them up.

FONTANE
Thanks, Mike. But I'll work
them off.

29 INT. BALLROOM/TABLE AREA - NIGHT

Michael walks toward his family through the smiling crowd. He
shakes hands and greets friends, as he's being shown to a table
honoring Tom Hagen. Michael joins Tony. Mary hasn't arrived.
Michael kisses his son, and sits down.

MICHAEL
Where's Mary? I don't see her.

TONY
You know Mary, she'll get here
the last second. Did Mom call
you back?

MICHAEL
We kept missing each other.

TONY
There she is.

Michael looks.

MICHAEL'S POV:
There, approaching the other side of the dais, is Kay followed
by her husband. Kay, not seeing Michael, stares at the world
he has created to which she is completely alien.

Connie greets her, other relatives. Then Kay looks up and sees Michael looking at her. People are talking to her, kissing her.

VIEW ON MICHAEL
watching.

VIEW ON KAY
trying to gesture to him that she called him back.

Michael smiles and nods.

VIEW
Johnny Fontane at the microphone. He clinks whiskey glass with spoon.

FONTANE

Folks, folks. Here he is,
seventy years young, our own Tom
Hagen.

The crowd clinks their glasses. The band breaks into "Happy Birthday" and everyone joins in, rising to their feet.

Michael and Tony standing and singing. Michael looks away for a moment, and when he looks back, there's Mary too, singing for her uncle, as though she's been there all the time. She winks to her brother Tony.

VIEW ON KAY
singing along warmly for Tom, who returns her smile a bit embarrassed.

There is clinking of forks against glasses, and cry of "speech." Tom is goaded to the microphone. There is a spurt of applause from all generations, who stay on their feet. A little Italian ad-lib from the crowd.

HAGEN

Come on, sit down. I'm not a
hundred!

Laughter.

HAGEN

Well, what a surprise.
(wind)

As he's talking two or three stagehands bring in an enormous, gift-wrapped present. Hagen doesn't believe his eyes at its size.

MICHAEL

Happy birthday Tom, from the
Corleone family. Open it.

Hagen moves to the gigantic gift, he pulls the wrapping off, ad-libbing his feelings. The orchestra begins to play.

VIEW ON HAGEN UNWRAPPING THE PRESENT
The stagehands help a bit.

Some of the faces of the various generations of the family, fascinated with the unwrapping. There are spurts of applause as it reveals: Vito Corleone's original DESK and CHAIR. On it is an exceptional pen set with gold engraved plaque: "On his seventieth birthday, fifty years of service, TOM HAGEN -- FROM A LOVING FAMILY."

The Archbishop rises from his table and blesses the desk and the entire Corleone family.

Tom is very moved. He gets up and dances with his wife of many years. The WALTZ plays and builds. Excitement builds.

CUT TO:

30 INT. MICHAEL'S SUITE/LIVING ROOM - NIGHT

Kay and Michael in a serious discussion. Tony and Mary wait outside.

KAY

He's afraid to tell you.

MICHAEL

(smiling)

Afraid of what?

KAY

Of you, of your reaction.

MICHAEL

When have I ever been unreasonable? Now what's this about not taking the bar exam?

KAY

He loves music. He wants his life to be in music. He has talent.

MICHAEL

Talent has nothing to do with this. Music is fine. I love music too. What does music have to do with his taking the bar?

KAY

He has a law degree. If he passes the bar he'll be a lawyer.

MICHAEL

Kay, I don't understand. He's finished law school. He's that close. He should finish what he began.

The door opens and Tony comes in.

MICHAEL

(cold)

I hear you never wanted to be a lawyer.

TONY

I gave it a try. Because you were so much for it. But yes, I'm not going to take the bar. I wanted to tell you myself.

MICHAEL

Your mother prepared me.

TONY

(smiling)

So you wouldn't be angry.

MICHAEL

When have I ever been angry with you?

TONY

Never. You didn't have to be.

MICHAEL

What does that mean?

TONY

(pause)

It means that though I love you, I don't want to be in the family business.

MICHAEL

Anthony, I'm preparing to hand over the whole family business to you. It's all legal. You'll be one of the most powerful men in the world. And you can pursue your music. You can have everything you want.

TONY

You're my father and I love you.
I'm grateful for everything
you've given me. But I'm going
my own way.

MICHAEL

Does that mean I can't help you?

TONY

(laughing)

Sure you can. I'll need all the
help I can get. But either I
have talent or I don't. The
public will decide and you with
all your power can't help in
that.

He pauses for a moment and then says very quietly:

TONY

I don't want to live your life.

MICHAEL

I don't want you to live my
life. I want to give you a
chance to be a great man. To
have your children become the
leaders of this country. To
have that chance.

TONY

No.

KAY

That he got from you. That no.

CLOSE UP
Michael's face.

31 INT. FIGHT TENT - NIGHT

The fight in progress. The punches, hard and violent.

VIEW

The audience. Johnny Fontane surrounded by beautiful women.
Vincent explaining the action to Grace. Rosary and Anne Marie,
cheering.

CLOSE SHOTS of MAIN CHARACTERS

32 INT. MICHAEL' SUITE/LIVING ROOM - NIGHT

Present are Michael, Neri and Hagen on one side. Also present are: Don Altobello, the Russo brothers, LEO CUNEO, FRANK ROMANO, the West Coast Mafia chief, MATTY PARISI who controls the Southern states and ALBERT VOLPE who controls the Midwest

A television in the b.g. shows the boxing match, volume down. Michael gets up, addresses the gathered leaders.

MICHAEL

Many years ago my father made an agreement with your families that he would provide the legal protection for your activities in the drug trade. Against his better judgment. You know with what results finally. A terrible war. Since then we have made up our differences. We have cooperated and we all have prospered. Now I am going to retire.

ALTOBELLO

But we have all invested our good hard-earned money in your plan to take over the Societa Mobiliare. How do you leave that?

MICHAEL

That is a legitimate enterprise and we will go on together in that.

CUNEO

What if that fails? We hear there is trouble.

VOLPE

We had no business getting mixed up with the priests in business. There are rumors --

MICHAEL

Everything will all be resolved. I know that I am responsible for your investments. When have I ever failed you? We have made a great deal of money together, legitimate money that you can pass on to your children without the Internal Revenue declaring it illegal. Keep your faith in me.

PARISI

And when will we get our money from our legal investment in the Societa Mobiliare venture? Michael, you have always been a moneymaker for us over the years. But this --

MICHAEL

When this deal is completed, we will control five billion dollars of real estate, most of it in Europe, beyond the reach of our authorities here in America. All legal. For such a prize risks must be taken and patience learned. Leave all this to me. I will take full responsibility.

ALTOBELLO

Well said. We rely on you absolutely. It is in your hands completely. But when do we see some money?

MICHAEL

I ask you to wait two months at the very latest. And within a year all of you can retire safely in any country you choose.

There are champagne bottles in ice buckets on the table and glasses before everybody. Now Neri and Hagen fill the glasses of everyone. Michael picks up his glass and raises it on high.

MICHAEL

I ask you to bear with me.
A toast to our success.

They all raise their glasses. Don Altobello comes to Michael and kisses him on the cheek.

33 INT. FIGHT TENT - NIGHT

The fight is won. The winner is declared. Big climax to the entire weekend in Las Vegas.

FADE OUT.

FADE IN:

34 EXT. NEW YORK APT. BLDG. - NIGHT - ESTABLISHING

35 INT. NEW YORK APT. - NIGHT

Vaguely outlined are Vincent and Grace Hamilton sleeping. There is a faint sound like the tinkling of glass. Vincent comes instantly awake. He shoves Grace who wakes up.

GRACE

What is it?

VINCENT

I heard a noise.

GRACE

Jesus.

She gets out of bed and goes into the living room where the light has been left on. She sees nothing but the curtain over the balcony door is fluttering. As Grace stares at it two hands close over her mouth. She is jerked against the wall with great force. Another man comes out of the kitchen and he is holding a gun. Both are wearing stocking MASKS.

1ST MASK

(whispering)

Don't scream or I'll cut your throat.

2ND MASK

Hold her, I'll get him.

2nd Mask goes softly down the hall to the bedroom. The door is closed but there is a light shining through the crack. He kicks the door open and rushes in with gun ready.

Vincent has been just behind the door holding his own gun. He hits the man in the side of the head with his gun and when the man sags, relieves him of his gun then jerks him to his feet. Pushes him out in the hall and marches him into the living room. Vincent sees 1st Mask holding a knife on Grace's throat. She is absolutely terrified.

Vincent has his prisoner in front of him. His gun is at the man's neck.

VINCENT

Let her go.

2ND MASK

Cut her throat.

Vincent clubs 2nd Mask to the floor and tears off his mask.

1ST MASK

Throw your gun down or I cut her throat.

VINCENT

(laughing)

You must think I'm crazy. I hardly know this broad.

Grace looks at him with horror.

1ST MASK

Throw your gun down and we'll leave. Nobody gets hurt.

VINCENT

(contemptuously)

Stop fucking around. You hurt her and I'll kill you both. Give up the knife and I'll let you go.

1ST MASK

You have no choice. This lady will be dead.

2ND MASK

Cut her. Show this bastard some blood.

Vincent looks down at him with almost thoughtful kindness, then he speaks to 1st Mask.

VINCENT

I'm going to do something to convince you. Don't get frightened. Don't make any sudden movement or you'll be dead. Now watch.

Vincent pulls his prisoner halfway to his feet by the hair of his head. Then he puts his gun in the man's face and pulls the trigger. The screen fills with a spray of blood and facial tissue. 1st Mask watches in horror as his partner lays dead on the floor with his face blown away.

VINCENT

Let her go, or that's how you'll look.

1st Mask throws his knife away and pushes Grace toward Vincent. She runs past him into the bedroom. Vincent looks at 1st Mask very coldly and points his gun.

VINCENT

Who sent you?

1ST MASK

Nobody. I swear, nobody --
(frightened)
Cicci... it was Cicci.

Vincent walks toward him. 1st Mask holds out his arms to ward him off. Vincent shoots him through the palm of one hand and the bullet hits the man in the neck. Vincent stares down at him for a moment then goes down the hall to the bedroom and kicks the door open. Grace is sitting on the bed holding a pillow to her mouth. She looks at him with fear.

GRACE

You didn't care if he killed me.

VINCENT

That's gambling. Call the police.

GRACE

You shot the other man too?

VINCENT

He tried to get my gun. Call the police. Lovely, a true case of justifiable homicide.

36 INT. MICHAEL'S NEW YORK APT. - MORNING

It is dawn and we can SEE the sun rising through the windows. Maybe play part of it on a balcony with some breakfast on the table. Michael and Hagen.

MICHAEL

If Altobello and the others don't get results from Societa Mobiliare promptly they'll hold me responsible.

HAGEN

And they will come after you?

MICHAEL

In the Family business, in all the Families, you only hold your power if you are a moneymaker. That's the highest compliment you can pay to the head of a Family. He makes money. Not so different from the corporations. Just a little more naked.

HAGEN
Can you get their money?

MICHAEL
I really don't know.

They hear some disturbance o.s.

MICHAEL
Excuse me.

Michael gets up, goes into living room. Hagen stays, listening to o.s. conversation with Connie.

37 INT. LIVING ROOM - MORNING

CLOSE SHOT ON MICHAEL
Angry. Connie stands up to him. Vincent waits tensely.

MICHAEL
... I told Vincent minimum force, and then he goes and kills these two guys outright.

CONNIE
He did the right thing. He got Cicci's name.

MICHAEL
I don't want anything to do with Cicci. He's a pazzo.

CONNIE
All right. Now they fear you.

Pause. Michael looks at her.

MICHAEL
Maybe they should fear you.

Michael turns to Vincent compassionately.

MICHAEL
Vincenzo, old Bonasera worked all night to piece my brother Sonny together. So my mother could look at him. I didn't want you to be like him.
(big pause)
... But, call yourself Vincent Corleone.

VINCENT
Thank you, Mr. Corleone.

MICHAEL
No, call me Michael.

Vincent is moved; awkwardly he bows his head.

VINCENT
(moved)
Michael.

FADE OUT.

FADE IN:

38 EXT. NEW YORK - MICHAEL'S APT. - DAY

MUSIC up. "Michael's Theme" segueing into "Kay's Theme."
Michael exits his car, says goodbye to his driver. He enters
his apartment building.

39 INT. ELEVATOR - DAY

Michael is thinking.

DISSOLVE TO:

40 EXT. NEW HAMPSHIRE/MICHELSON HOUSE - DAY

Kay and her husband Douglas walk to get the newspaper with
their dog.

DISSOLVE TO:

41 INT. MICHAEL'S APT./DEN - DAY

Michael relaxes in a comfortable chair. There are pictures of
his father, his children. There is an aquarium with tropical
fish. He looks through some pictures in an album. Stops at
one: the four of them together, when Tony and Mary were little.

42 EXT. NEW HAMPSHIRE/MICHELSON HOUSE - DAY

Kay picks up the mail from the mailbox, and they start to walk
to the comfortable house in the suburbs of New Hampshire.
She looks at a letter: "Mrs. Kay Michelson." The sender is
"M. Corleone." She opens it as they enter the house.

43 INT. MICHELSON HOUSE/STUDY - DAY

Kay sits down in the study, as she reads:

MICHAEL (V.O.)

Dear Kay, today I gave my okay to Tony. I decided he should do what he wants.

Seeing you again after so many years marks a new period of harmony, and I hope from time to time we will see each other at family functions.

I am planning a small birthday myself, family only, and since I know Mary and Tony are coming, I hoped that you and your husband would also come. Michael.

Kay sits down by her desk, takes out personalized stationary, and begins a reply.

KAY (V.O.)

Dear Michael...

MUSIC ends.

DISSOLVE TO:

44 EXT. MANHATTAN BANK BLDG. - DAY

MUSIC up.

MOVING VIEW

Archbishop Graziadei, Monsignor Zizola, and the business entourage exit some cars and proceed into the bank building.

45 INT. BANK BLDG. LOBBY - DAY

ROCCO LAMPONE waits by the elevator for the papal emissary to take them to Michael.

46 INT. BANK CONFERENCE ROOM - DAY

The Archbishop sits down with his two bankers, one Italian and the other Swiss. These are LUCIO VANNI and FREDERICK ENTE. Vanni is the contact, go-between who arranged this meeting.

Michael is with Tom Hagen, several young yuppie lawyers and foundation executors and the foundation's lawyers. Ente carries large volumes of documents in his briefcase. A young woman attorney for the foundation serves coffee to the group.

Vanni steps forward and shakes Hagen's hand.

VANNI
Lucio Vanni. My pleasure.

HAGEN
Tom Hagen.

ENTE
Frederick Ente.

HAGEN
Pleasure.

The meeting gets started. The Archbishop seems uneasy, under pressure.

ARCHBISHOP
(Sicilian)
The cash your foundation offers to help the people in south Italy, many good things, but the Church bears so many woes of the world. We need to keep the money you have on deposit a little longer. Alas, we cannot pay.

Michael and Hagen look up.

ARCHBISHOP
Of course, your money is fully collateralized by securities and other instruments issued by major US companies. 600 million.

HAGEN
You'll pledge six hundred million fully secured by major securities?

The Archbishop smiles. He knows Hagen understands Sicilian. The Archbishop understands English, though he pretends not to. Michael catches on to this.

ARCHBISHOP
We have one billion dollars in securities invested with ten banks in Italy and two in Switzerland. All belong to Ente and Vanni's banks. It would cost too much to sell. Those banks will verify the Vatican Bank owns those securities.

MICHAEL
So you're asking for a loan. And you're responsible?

ARCHBISHOP
I answer to no one except Rome,
and to God. (pause) The
Church plays many roles in many
countries. It needs money.
You can't run the Church on Hail
Marys.

VIEW ON HAGEN
listening. He looks at Michael, who doesn't like this, but
remains calm.

MICHAEL
What do you think, Tom?

Hagen and Michael exchange glances.

ARCHBISHOP
(indicates Vanni)
Signor Vanni is well ahead of
his time as far as banking
matters are concerned.

HAGEN
The securities in question.
The Vatican has them?

VANNI
They are held by banks
controlled by myself and Ente.
But the Vatican banks will give
letters of comfort.

HAGEN
Letters of comfort? I've never
heard of them.

ARCHBISHOP
A guarantee by the Pope himself.

HAGEN
Could we get the certificate
numbers to see that they're not
hot? (laughing)

VANNI
Certainly.

HAGEN
Could they be shipped to the
United States to be checked?

VANNI
Impossible. Too involved, we
can't let them out of our hands.

ARCHBISHOP
 Let me resolve this dilemma. I will take a random sampling of ten million dollars worth of securities. I will ship them to you, on my own responsibility, to be tested.

HAGEN
 Then it's okay.

ARCHBISHOP
 Beh. I have a plane to catch.

He gets up, as does Zizola. Michael and Hagen escort them to the door. Vanni and Ente remain. When the Archbishop is gone

MICHAEL
 Now that the Archbishop is gone we can talk business without worrying about being blasphemous. How come the Vatican Bank has suspended payment of our money?

VANNI
 I assure you it is only for a short time. You know the Pope is very ill; there is great disorder in the functioning of the Papal administration. It is merely a matter of shuffling papers. The matter of a month or two.

MICHAEL
 I need that money. Right now.

ENTE
 We know. You are trying to control the Societa Mobiliare.

MICHAEL
 And you don't want me to?

ENTE
 Our banks have an interest in that organization. We welcome you as one of the partners. We do not welcome you as the shark who will swallow us up.

MICHAEL
 And that's why you have stopped payments from the Vatican Bank on my loan to you.

VANNI

You must have patience.

ENTE

That is true. Unless you want to go through lawsuits that will take years.

MICHAEL

I can't wait years. I deposited the money with you, we have a contract that you pay. Now you don't pay. And you say next month. Next month and next month and next month. I'm telling you now, I hold both of you personally responsible if I don't get that money.

HAGEN

Michael, take it easy. This is a legal matter. It would take time.

ENTE

(smiling)

That is true.

VANNI

But not too long. Be patient.

MICHAEL

(very coldly)

I have always run my businesses on a very personal level. I regard my most important business dealings as personal relationships. I say this to both of you very clearly. You have betrayed me on a very personal level. Do you understand what I am saying?

Michael regards them with his cold Godfather eye and the bankers are very nervous.

ENTE

It is not personal, it is only business.

MICHAEL

Very well. You want to do business? I will do business with you.

Hagen turns away. He knows what this means and he is worried.

ENTE

(not understanding)

Good.

VANNI

(frightened;
understands)

Be patient. We will resolve
this.

MICHAEL

I'll give both of you some good
advice. Don't come to this
country again. Unless you have
the money in your hand. Now you
can leave.

The bankers exit.

HAGEN

(thinking)

I want to check something out.

DISSOLVE TO:

47 INT. HAGEN'S HOME/STUDY - NIGHT

HIGH ANGLE MOVING CLOSER

to Tom Hagen alone in his study, going through some old
records. Finds what he wants, files he had kept on a Phil
DeVito. He looks through them.

INSERT - OLD CLIPPING

In the fifties, DeVito sent up for counterfeiting.

Hagen finds a number in a book he has taken out of a small
safe, and dials a number.

HAGEN

Hi, Phil? Tom Hagen. Yes.
Yeah, long time no see. Maybe
you can help me out. Can I come
see you?

48 EXT. WOODSIDE, NEW YORK - NIGHT

Hagen's lone car makes its way up the eerie, night-lit alleys
of this urban industrial neighborhood just outside the city.
He parks the car, locks it and moves through the still, hostile
landscape. He sees a light on by the "Eagle Manufacturing Co."
and moves there.

49 EXT. INDUSTRIAL BLDG. - NIGHT

Hagen moves up past the steel mesh and knocks quietly. The door opens and PHIL DEVITO, in his fifties, answers it.

DEVITO

Come in, Tom.

50 INT. INDUSTRIAL BLDG. - NIGHT

They sit quietly in the workroom. DeVito gets some cordial and pours for the two of them.

HAGEN

Phil, you told me to call, that if you could ever help me, you would.

DEVITO

Absolutely, Tom. What you done for me could never be repaid. But you know I'm not a button anymore. I can't do that.

HAGEN

No, no, just a question, Phil. How hard is it to forge a U.S. security certificate... say like, Coca-Cola company, big companies.

DeVito seems distracted by the question.

DEVITO

Why do you ask, Tom?

HAGEN

(doesn't notice)

Something that happened; a business, a big legit business deal. What about the hot list?

DEVITO

Well, the hot list red flags stolen securities, they got the numbers. But securities no one knows exists wouldn't be on the hot list. See what I mean? Are you conning me Tom, I'd never do anything against the Corleones.

HAGEN

What do you mean, conning you?

DEVITO

(nervous)

Well, I can't speak, Tom. But yes, securities is like a good \$20 bill. It can be printed -- but it's expensive. Look Tom, I owe you. But don't let anybody know I talked to you. Huh?

HAGEN

Phil, what are you scared of... I've been a legit lawyer for twenty years, I don't know what's going on between the families...

DEVITO

Don Altobello... he's got a big deal, bankrolling the Russo brothers. Big money.

He pours himself another drink. Hagen wasn't expecting this.

HAGEN

(whistles)

Jesus.

DEVITO

Tom, when I got sent up, it was you who came personally to visit my wife and kid. And they were taken care of.

HAGEN

That was the old man.

DEVITO

But you came, personally.

HAGEN

I enjoyed it.

DEVITO

Now we're doing very well. I owe you, though I put my life on the line. That Carmine Russo is crazy. He's got death in his eyes.

HAGEN

(frustrated)

What the hell is it, DeVito?

DEVITO

Come on... I'll show you.

DeVito leads Hagen to another part of the Eagle Manufacturing Co.

51 INT. INDUSTRIAL BLDG./SECURITIES AREA - NIGHT

DRAMATIC SHOT

DeVito reveals to Tom a thick stack of securities: "Coca-Cola Bottling Co. of Los Angeles." Other stacks: "IBM," "General Motors," etc.

DEVITO (O.S.)

... Every decent printer or plate maker is working on it here and in the Midwest.

HAGEN

Altobello's behind this?

DEVITO

Big deal, big money.

HAGEN

How big?

DEVITO

About sixty million dollars. Ten percent, if the ten percent of the deal goes the whole order is one billion two hundred million.

HAGEN

Who's buying them?

DEVITO

(shrugs)

All I know is Altobello is behind it.

HAGEN

(shaking his head)

That son of a bitch just gave a million dollar donation to Mike for the Foundation.

He takes a security certificate.

HAGEN

Let me borrow one.

DEVITO

Tom, my life is in your hands.

HAGEN

(warmly)

Give my regards to your wife and family. And I appreciate those beautiful business cards you send me every Christmas. Thanks, Phil.

52 EXT. NY RESTAURANT - NIGHT

Hagen parks and leaves his car with the doorman. A sign reads "CLOSED - PRIVATE PARTY."

53 INT. NY RESTAURANT - NIGHT

A nice intimate family party given with the help of a friend's restaurant. Michael is there, with his children Tony and Mary. We see a few other close friends, Al Neri, Hagen's wife and children.

Michael's closest family in a restaurant setting gives a degree of formality, so Kay and her husband will also feel comfortable. Connie is the hostess, and serves her mother's memory well.

Mary gives her father an elegant, stylish shirt and tie.

MICHAEL

Thank you, Mary. It's very bright.

(laughs)

Tony, looking wonderful, a real favorite of the family, turns to his father.

TONY

Dad... Dad. I have a present for you.

Michael is happy to be with them.

MICHAEL

A present for me. Go ahead.

Tony moves to the little combo that has been playing for them, takes the guitar. Kay looks on approvingly from her table.

He begins to play a Sicilian love song.

TONY

(strumming guitar)

It comes from the town of Corleone. I learned it for you.

He begins to sing, to his father, in a clear, soft tenor voice

TONY

Parla piu piano e nessuno sentira;
... Il nostro amore lo viviamo
lo e te. Nessuno sa la verita...

CLOSE ON MICHAEL

Everyone is charmed, but Michael has an emotional reaction.

MICHAEL

No. It's nothing. I know the
song. Go on, Tony. Sing.

Tony goes on. The guests are moved.

VIEW ON TOM HAGEN

A preoccupied Hagen enters the party, greeting people happy to see him, but making his way to see Michael under pretense of not wanting to disturb the song.

TONY

Neppure il cielo che o guarda da
lassu... Insieme a te lo restero
amore mio, sempre cosi.

Tony happily finishes the song, it is very beautiful and all there are very moved. Hagen approaches Michael.

HAGEN

Mike, can I talk to you?

MICHAEL

Did you hear Anthony sing?

HAGEN

It was beautiful. Mike, I need
a minute. ..

Michael accomplishes that.

MICHAEL

Sure, Tom. What is it?

HAGEN

All this activity from the Russo
brothers has to do with a big
Altobello move into counter-
feiting securities. Over six
hundred million worth of them.

MICHAEL

This is reliable?

HAGEN

I saw them. I've got a forged certificate in my briefcase.

MICHAEL

(angry)

This guy Vanni... the banker.
Check him out.

Seeing Tony, looking on for approval.

MICHAEL

Tom, take care of this for me.
Go talk to the Archbishop, warn him.

(turns to Tony)

Tony, I'm proud of you.

TONY

So it's okay?

MICHAEL

It's okay.

They embrace.

Hagen's wife and family center around him. Everyone's happy.

CLOSE ON HAGEN

He greets them, and has a glass of wine with them, but his mind is somewhere else.

DISSOLVE TO:

54 EXT. WALDORF HOTEL - NIGHT

MUSIC up.

Tom Hagen parks his car with the doorman, and enters.

55 INT. WALDORF SUITE - NIGHT

Hagen is received by Monsignor Zizola and another young priest in bathrobes. He is led to a room where the Archbishop is seated, waiting in his robe, having just been awakened. He sits, amusing himself making shadow figures on the curtain. He stops as Hagen comes in.

ARCHBISHOP
(in Sicilian)
You said it was urgent. Have
you come to confess your sins?

HAGEN
I'm afraid it's bad news.

ARCHBISHOP
But why not speak Sicilian with
me?

HAGEN
I would rather give you bad news -
in plain English. There is a
possibility that some of your
certificates may be forgeries.

ARCHBISHOP
Vanni and Ente are God's
bankers. They are beyond
suspicion.

HAGEN
They could be deceived.

ARCHBISHOP
No, no, they are meticulous.
Ente is Swiss, you know.

Hagen opens his briefcase, takes out certificate, and hands it
to the Archbishop.

ARCHBISHOP
Have you had another opinion?

HAGEN
No.

ARCHBISHOP
Oh, you haven't shown it to
anyone.

HAGEN
Only to you, in strict confidence.

CLOSE SHOT
The Archbishop looking at the certificate carefully, under the
light.

ARCHBISHOP
It looks authentic to me. But
I'm not really a banker. And
you say this is forged.

HAGEN

Hot from the press. And six hundred million worth just like it will soon go on sale.

The Archbishop for the first time becomes worried. Stands up

ARCHBISHOP

This is terribly serious. Oh what a burden the church has laid upon me. Truly the sins of the flesh are simple. But money -- What do you recommend?

HAGEN

Send all the securities to be tested.

ARCHBISHOP

Vanni and Ente say that can't be done. I will send the random sampling as we agreed. I will take drastic steps when I return to the Curia.

Hagen is tired, he hasn't done this kind of leg work for years he is seventy and gone legit and soft.

HAGEN

Thank you, Excellency.

ARCHBISHOP

Once again, our thanks are yours.
(quoting last verse of "Inferno.")

"Alas Constantine, how much misfortune you caused. Not by becoming Christian, but by thy dowry which the first rich Father accepted from you."

We HEAR the echo of Zizola's translation as Hagen retreats into the shadows.

FADE OUT.

FADE IN:

56 EXT. NEW YORK OFFICE BUILDING - DAY

MED. VIEW

An office building. Tom Hagen exits glass door. A mounted policeman is making his rounds.

MOVING CLOSE ON HAGEN

Hagen walking down the steps, when he HEARS the sound of hoofbeats coming closer to him. He looks up, turns around.

A MOUNTED POLICEMAN COMING AT US

Suddenly, he holds out his arm rigidly and fires his revolver directly at Tom Hagen. Hagen is hit and falls, almost getting trampled. He tries to get back inside, blood splattering on the glass.

CLOSE SHOT

Hagen's bloody briefcase in the street. A hand snatches it from the street and throws it to the gunman on the horse, who takes it and manages to gallop through the stalled traffic.

57 INT. MICHAEL'S APT./OFFICE - NIGHT

Al Neri knocks on the door.

NERI

We're not retired yet. They shot Hagen.

MICHAEL

Is he alive?

NERI

They rushed him to the hospital, that's all we know. I got him covered there. I called Rocco's people.

MICHAEL

But why? Tom had nothing to do with anything illegitimate.

(pause)

Get my car, I'm going to the hospital.

58 INT. MICHAEL'S CAR - NIGHT

On the way to the hospital with Connie and Vincent.

CONNIE

Why would they shoot Tom?

MICHAEL

I don't know yet. But I have an idea.

(to Vincent)

We know you're as brave as your father; now we'll see if you're smarter than him.

59 EXT. HOSPITAL - NIGHT

Michael's car pulls up.

60 INT. HOSPITAL HALLWAY - NIGHT

Hagen's wife and children there with Rocco Lampone and ..
bodyguards. They look up, but the bodyguards are not alarmed.
Michael enters. Kisses Theresa.

THERESA

He's alive. It's going to be
okay.

MICHAEL

(warmly)

Teresa. I'm sorry.

61 INT. HOSPITAL ROOM - NIGHT

Michael enters Hagen's room. Hagen looks very bad, weak.

HAGEN

The bullet was nothing. That
fucking horse got me.

MICHAEL

Do you know who did it?

HAGEN

Those pazzi... the Russo brothers?

MICHAEL

Stones in my shoe.

HAGEN

The Russo brothers have
Altobello behind them. He has a
big contract. Big money. He's
got every plate maker and ink
house from the Midwest to New
Jersey working on it. Those
securities are phonies, Mike.

MICHAEL

So, after all these years,
you're a consigliere again.

62 INT. CHIPS BAR - NIGHT

Storm, windy outside. The figures of Carmine and Danny Russo
move toward us. Don Altobello is there.

CARMINE

He's still alive. Fuck. It makes things so much more complicated.

ALTOBELLO

You young people. For a hundred million dollars you can't kill one man. Shame.

CARMINE

Our man panicked. He was supposed to empty the gun.

ALTOBELLO

Things have now gone too far. The Corleones will not forgive, no matter what they pretend.

DANNY

Michael will never go to war. We outgun him ten to one.

ALTOBELLO

Ah, but he has ten times more money. Guns do not work for love. Better not to wait. We must put this to sleep.

CARMINE

Cicci is ready. He hates the Corleone bastard.

ALTOBELLO

Ah, Vincent. That is one of the old breed. What he would do for a hundred million gives me nightmares. Tell Cicci to be careful.

63 INT. RESTAURANT - DAY

Vincent waiting; he's as sure as ever, and his younger, though serious buttonmen are standing guard over him. But there is a nervousness in him that we haven't seen before. He smokes a cigarette to the end, lights a new one. His main bodyguard is JOSEPH (JOE) ALESSI.

JOE

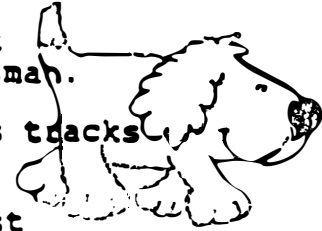
Sit down, I never seen you this nervous. It makes me nervous.

VINCENT

She's late.

JOE
 Maybe she won't come. It happens to the best cocksman.

One look from Vincent stops him in his tracks.



JOE
 Me, I'm not nervous. Just precautious.

Vincent is relieved as he sees someone... after a while, she enters, Mary Corleone.

MARY
 Hi, Cousin Vincent. Well, I'm here.

He's happy she's there.

MARY
 (looking around)
 So you were raised in this neighborhood.

VINCENT
 Yep. Went to school three blocks up.

MARY
 I went to Catholic school until I was fourteen. Then all of a sudden, we were sent to live with my mother and stepfather. That's when I became Katherine Hepburn.
 (pause)
 It's exciting to visit you here.

VINCENT
 (his come-on style, but kidding)
 Sure, I'm an exciting guy. So now that you finished college, what next?

MARY
 Work. Maybe in the fashion industry. Become a millionaire on my own.
 (pause)
 Isn't it odd we never saw each other?

VINCENT
 I missed growing up with my cousins. I never knew you but I missed you.

A long electric pause.

MARY

I missed you, too. I'd hear my mother talk about you and my father.

VINCENT

I'm in the family now.
(pause)

If your father ever finds out you came here, he'd be really sore. I'd be in big trouble.

MARY

I wanted to come.

VINCENT

Well maybe sometime we'll go out somewhere.

MARY

Give me a call. Be careful.

They look at each other, tempted to kiss. Then he pulls her softly and kisses her on the cheek.

VINCENT

Good night cugina.

MARY

(breathlessly)
Good night. I love you, cousin.

She rushes out.

63A THROUGH WINDOW

She gets into an Alfa sportscar that some college girlfriend is driving.

Joe rushes into the restaurant, goes to Vincent.

JOE

They blew up Phil DeVito's car.
Got his family.

CUT TO:

64 EXT. DEVITO'S STATEN ISLAND HOUSE - DAY

DeVito's Mercedes blown to smithereens. Detectives and press all around, area taped off. Ambulances present, red light blinking.

VIEW ON DEVITO

In shock. Burned, but alive. They carry away the bodies of his family.

65 INT. MICHAEL'S APT./OFFICE - NIGHT

Michael, Hagen and Neri. Hagen is weak, uses a cane. He is broken up over the news.

HAGEN

No one knew anything about Phil.
I never mentioned him, even to you, Mike.

MICHAEL

You had a certificate.

HAGEN

I showed it to the Archbishop.
I asked him not to mention it to Vanni.

Michael thinks, his eyes bother him.

MICHAEL

We are back with the Borgias.

Turning to Neri.

THE VIEW STARTS TO MOVE IN.

MICHAEL

This is what I want you to do.
Create an extra regime and give it to Vincent. And for Vincent's regime get the Twins.

NERI

(smiling)

The two best bodyguards.

MICHAEL

We'll need them.

NERI

How do we play it now?

MICHAEL

Neri, you and Vincent have to protect me as I make my way out of this life. But nothing on the aggressive side. Protect ourselves but don't strike back.

HAGEN

Easier said than done.

MICHAEL

That's it for now. We can change. Altobello never was this smart, not in the old days. Or operated on this high a level. Something's wrong. He can't be doing this alone. We have to get people to Sicily and find out what's going on.

66 EXT. MICHAEL'S APT./GARDEN - DAY

Michael and Vincent.

VINCENT

I say we go after the Russo brothers and Cicci.

MICHAEL

If we do it's all out war. They will go after you first.

VINCENT

I'll be careful.

MICHAEL

I feel responsible for you. You know that. Your father, my brother, we were opposites. We used to argue and fight. But I never doubted he loved me. He'd do anything for me. Anything. But his temper clouded his reason. I don't want you to make that mistake. Your father, too, had a way with women. And that could be dangerous.

67 INT. MICHAEL'S APT./DINING ROOM - DAY

Michael, Vincent, Neri, Connie, Hagen, and Rocco Lampone all having dinner together. Michael doesn't seem well.

MICHAEL

This close to getting out. I don't want to be pulled back in. Tom, you'll have to act as consigliere.

(MORE)

MICHAEL (contd.)

Arrange a conference with the "commission." I want to talk to Altobello face to face, in front of their eyes. With the Russos. With the five families. Without violence. Tell them that I'm getting out.

HAGEN

Right. But we shouldn't be careless.

VINCENT

Everybody will be covered.

MICHAEL

Vincent, be careful. Nothing drastic. It's always better to use reason than force.

VINCENT

The Russo brothers only understand one language.

MICHAEL

That's why we're calling the conference. The other families will see reason. They'll persuade the Russos.

HAGEN

And Altobello?

MICHAEL

He'll agree. Then we have to watch him.

During the conversation, a large spider floats down from the ceiling, suspended by a single thread of its web. After a moment the men see the spider, are startled, gasp, and move away in horror.

MICHAEL

Jesus.

Connie sees it, takes off one of her high heel shoes.

CONNIE

Oh, you men.

She marches up and kills it mercilessly with her high heel. All laugh.

FADE OUT.

FADE IN:

68 EXT. UPSTATE NY - SMALL AIRPORT - DAY

A small Mohawk Airlines prop plane lands at the rural airstrip. Three well-dressed men in their 60's get out, are met by a ca

69 EXT. UPSTATE NY - ROADS - DAY

Two big cars wind up a country road.

70 EXT. ALTOBELLO'S HOUSE - DAY

Massive stone mansion in the country. Private, imposing. Several cars are parked roadside. Others arrive.

71 INT. ALTOBELLO'S HOUSE - DUSK

Michael and Don Altobello speak privately for a moment.

ALTOBELLO

Michael, it gives me joy to see you again. Like old times we'll make these people see reason.

MICHAEL

They don't listen to me. I'm sure they will listen to you.

ALTOBELLO

I will ask nothing for myself. Only peace for my old age. That is my dream.

MICHAEL

Call off the Russo brothers. Get Cicci out of my shoe.

ALTOBELLO

It is done. And Michael, I have a little favor to ask of you. Don't meddle in affairs that don't concern you. And perhaps it will be to your profit. After all, we must accept whatever rewards are given us here on earth.

MICHAEL

Be more specific.

ALTOBELLO

(smiling)

About what? You want to know everything.

Michael gets up, and they join the others. He addresses the gathered leaders.

MICHAEL

This is my final meeting with all of you. Now I am retired. The Corleone Family will be run by my nephew, Vincent Mancini. I hope you will all agree and cooperate. Then no troubles will arise.

The Mafiosi murmur to themselves.

MICHAEL

Be loyal to the man who will take my place in the Corleone Family.

All these old Mafia chiefs look at Vincent with disdain.

DON ALTOBELLO

You have all our loyalty, and so will your nephew, Vincent. But I'm sure he will listen to our advice, he is young and he can profit from our experience.

MICHAEL

Like my father and myself, he is a reasonable man.

Michael picks up his glass and raises it.

MICHAEL

A toast to the new head of the Corleone Family, Vincent Mancini Corleone.

They all raise their glasses to Vincent who smiles at them. It is a deadly smile. Don Altobello comes to him and kisses him on the cheek.

DON ALTOBELLO

My dear son.

72 EXT. BALCONY - DUSK

Michael and Vincent talking privately.

MICHAEL

How do you think the meeting went?

VINCENT

They don't love me.

MICHAEL

You'll make them call you Don.

VINCENT

Is that what you want?

MICHAEL

Some day.

VINCENT

I understand part of it. I'm the front man, you really still run the Family. Right?

MICHAEL

For a while. Things are too dangerous to leave you standing alone. But Vincent, I don't want anybody else to know except Hagen and Neri. Not even Connie. I want everybody to think I'm out. That I'm clean.

VINCENT

Maybe we should strike first.

MICHAEL

No, I don't want that. Someday I want us all out of this. You too, Vincent.

VINCENT

I don't want out.

MICHAEL

Nobody does what I want them to do.

VINCENT

I like this life.

MICHAEL

You're your father's son.

VINCENT

Yes. I'll do everything you want me to do. I want only one reward. When you really retire, you help me keep the Family. That's all I want.

MICHAEL

I'm telling you it's the wrong thing.

VINCENT

For you, not for me.

MICHAEL

You don't know what it costs.

VINCENT

I'll pay.

MICHAEL

You're saying that is one of the prices I have to pay.

VINCENT

No. I do this because of what I am. I want to fight them all. I want the power.

MICHAEL

(resigned)

A man has only one destiny. Maybe my father was right. Okay, we all have to do what we have to do. I promise you the Family.

DISSOLVE TO:

73 EXT. ALTOBELLO'S ESTATE - DUSK

It is raining. Ten parked Cadillacs, Chrysler Imperials and Lincolns on the apron in front of the garage, another twenty parked on the field. A police car pulls up. The trooper looks at all the parked cars. He looks at his partner.

74 EXT. ALTOBELLO HOUSE/SCREENED PORCH - NIGHT

Rain. Occasional lightning. Thick steaks are sizzling on the barbecue. The men are in various groups. Others around the huge stone barbecue pit in the screened porch between the summer house and the four car garage. Some of the conversation is in Italian. Others, old friends or relatives talk and laugh.

among themselves while they eat and drink. They are dressed in immaculate light suits of Italian silk, white on white shirts and highly polished shoes of soft leather. The majority are their late sixties and early seventies. Dignified, pompous.

75 INT. ALTOBELLO HOUSE - NIGHT

Several men burst in breathlessly.

MAN

Some police are taking down numbers of the cars parked out there.

ANOTHER

That's just a state cop. He bothers us once in a while, but he's harmless. They think this is a business convention.

VIEW ON VINCENT

walking in from the outside, he bends over and whispers to Michael. Michael rises, then hears voices by the barbecue.

OLD MAN (O.S.)

Road block. State police.

Michael sits back down and shakes his head. He looks very ill.

MICHAEL

Go quickly, Vincent. I'm sick. Leave me here. Get Tom Hagen.

Vincent hesitates.

MICHAEL

Don't wait. Go!

VIEW BY THE BARBECUE

OLD MAN

They're stopping everybody. They're all over the place!

The men start putting down their steaks and drinks. There is panic on every face. Some head out directly for their cars. Cuneo, a prosperous gentleman, puts on his expensive camel's hair coat.

MOVING VIEW

The panic begins. The old men start making it out of the big glassed-in rooms. Well-groomed, aging crime bosses scurrying out of windows and down hallways.

NEW VIEW

The Russos, and others bolting through the back doors.

76 EXT. ALTOBELLO'S ESTATE - NIGHT

Huffing and puffing, the aged bosses make their way through bushes and shrubbery.

NEW VIEW

State Troopers pursuing them, arresting them. The old Mafiosos are scampering like cowards.

77 INT. ALTOBELLO'S HOUSE - NIGHT

Rain-beats on the windows. Michael sits in Don Altobello's best chair, fuming over the betrayal. Altobello is the only other Mafioso who has not run away. He has a secret smile on his angelic face. Obviously it is he who has informed the police of this gathering.

ON MICHAEL

He can't breathe. He unloosens his collar and tie.

MICHAEL

Give me water.

He fumbles and brings out a bottle of pills. Can't open them. He is obviously without coordination. He drops the pills and stares at everybody. Altobello rushes to help him. Michael pushes him away. Don Altobello rises up from the floor with the bottle of pills. Suddenly he is not so frail or angelic.

ALTOBELLO

Get him a doctor.

Michael gazes at him blankly -- he can hardly stand.

MICHAEL

Traitors. Cowards.

ALTOBELLO

Rest. You're ill.

78 EXT. FOREST - NIGHT

MOVING VIEWS - MEN

hurrying into the woods. Their fine shoes are covered with mud; thorns and burrs catching on their immaculate clothes.

VIEW

Cuneo trying to get his camel's hair coat from the limbs of a tree. A trooper rounds him up with the others.

79 INT. ALTOBELLO'S HOUSE - NIGHT

Thunder and lightning.

MOVING VIEW ON MICHAEL

He looks at the angelic face of Don Altobello.

MICHAEL

(really angry, yet very ill-looking)

What are you doing?

(seeing the men running)

Run at thunder. Thunder can't hurt; harmless noise, bullshit. I pay Pezzonovante... The wind is blowing... A string I forgot to pull? Oh, my eyes...

He slumps back in his chair. Everyone there is astonished and intimidated by his rage. He seems dazed, uncoordinated.

DISSOLVE TO:

80 INT. POLICE BOOKING AREA - NIGHT

The clock reads 7:00 as some 40 members of the Commission have been detained and packed into various rooms of the small substation.

The teletype is chattering and the phones ringing. Several of the dons are watching the ash trays and carefully empty them into wastebaskets when they become too full. No one complains, no one asks for coffee.

The troopers look with awe at the men as one by one they are summoned to the SERGEANT'S desk.

SERGEANT

All right, please count out your money.

Cuneo lays \$8,000 on the table.

SERGEANT

What is your occupation?

CUNEO

I've been unemployed for 20 years.

SERGEANT

Would you mind telling me why
you were at Mr. Altobello's?

CUNEO

Looking at real estate.

One by one the men, with brambles and foliage in their hair are
questioned as to their reason for being at Altobello's mansion.

CRIME BOSS

I had brake trouble on the road.
I remembered my friend had a
house in the area and I stopped
to make a phone call.

Michael is seated in a chair.

VIEW THROUGH MICHAEL'S EYES

Hazily he sees the Russo brothers being searched. Carmine is
bloody. He has obviously put up a struggle. They search him
and find three small guns. One at the spine of his back, one
in an ankle holster, and one strapped to his left forearm.

POLICE INTERROGATOR

I thought nobody was allowed to
come to these meetings
personally armed.

CARMINE

I have permits for those guns.

POLICE

From the authorities maybe. But
not from your buddies meeting
here.

CARMINE

They got wild animals up here.
I'm afraid of bears.

Police continue to search, and find two bags of drugs in
Danny's pocket. The police interrogator sticks a finger in one
bag, puts finger in mouth.

POLICE INTERROGATOR

Lovely stuff. You'll get at
least five years.

CARMINE

(softly)
Maybe we can make a deal.

VIEW ON MICHAEL

It sinks in through the haze. Then he is surrounded by Hagen and lawyers and taken to the sergeant's desk. It reminds us of Ellis Island.

OFFICER

Your name?

MICHAEL

Michael Corleone.

OFFICER

Sign here.

81 EXT. NY STREET - DAY

Mary and Kay walking, shopping.

MARY

So did you ever meet Vincent Mancini?

KAY

Only in Las Vegas last month.

MARY

Is it true what people say?

KAY

Yes, he looks a lot like Sonny Corleone.

Kay stops, her face whitens, and she steps back and picks up a newspaper.

INSERT -- HEADLINE

"Big Roundup Implicates Top Mobster Michael Corleone." Another headline: "Russo Brothers Face Indictment."

MARY

Mom, what is it?

Kay hands the paper to Mary.

MARY

(reading, frightened)

How is this possible?

KAY

Your father has many enemies. All powerful men do.

MARY
 How can they call him a
 racketeer? He's a great man, an
 honored man.

KAY
 No, no... honey, they have to
 prove it first.

Kay sees the irony of comforting her daughter with these words
 while knowing the accusations are true.

82 INT. NY HOTEL - DAY

They are in their hotel room. The TV news is on.

ANNOUNCER (V.O.)
 ... has been under investigation
 for several months (etc.)

Kay turns the TV off.

MARY
 I thought that was all over
 years ago.

KAY
 That's what your father always
 said. Through all the years of
 our marriage, that it would be
 over. I waited and waited and
 it never was.

MARY
 But why did you leave?

KAY
 He's your father. I can't tell
 you that.

MARY
 I'm grown up now.

CLOSE VIEW
 Kay and Mary.

KAY
 He always said it was business.

MARY
 What does that mean?

KAY

When Connie's husband was killed. When his brother Fredo was killed. That was business.

MARY

My father would never have done those things.

KAY

I never understood. I loved him and I still do. But I came to feel, I still feel, it was being in love with the devil. How he could love me, our children, love his family and then do acts of cold-blooded murder. How is that possible? I never could answer that.

MARY

How do you know he did those things? Did he admit it, did you have proof?

KAY

It's almost like a wife knowing her husband has a mistress. There are all those little signs. But most of all, there is the big hole that grows and grows in the middle of your love for each other. And then there's nothing left. He's guilty.

83 INT. POLICE HOSPITAL ROOM - DAY

Michael in bed. Hagen and a DOCTOR are there. Connie enters. She greets Michael with a kiss, Michael looks at her. Hagen and the doctor are about to leave.

HAGEN

The formalities are taken care of Mike, they can't hold you. It's a PR job now, we'll handle it.

DOCTOR

I'll arrange transfer to the hospital.

Hagen and the doctor go, leaving Michael alone with Connie.

CONNIE

What a mess.

MICHAEL

Did you find out what I asked
you to find out?

CONNIE

The Russo brothers have been
indicted for drug trafficking.
One of them will talk.

MICHAEL

The old story again.

CONNIE

What do I tell Vincent and Neri?

MOVE IN ON MICHAEL

Michael looks at her for long moment, then nods his head.

84 INT. ROOM - DAY

Vincent, Neri, and Connie. Many framed photographs. Neri has
a blackboard and chalk in room. He makes an "X." This is the
Federal Building where the Russos will testify tomorrow to the
Grand Jury.

NERI

It's impossible to kill the Russo
brothers. They're testifying to
the Grand Jury this whole week,
FBI follow them around, police
cruisers follow them wherever
they go. And keep their houses
under surveillance. And Cicci
always rides in their car. It's
impossible. You'd have to kill
them in view of a million people
and a hundred cops.

He shows him on the blackboard.

VINCENT

Not impossible.

NERI

How would you do it?

VINCENT

I need a hundred men. And at
least twenty great drivers.

NERI

The important thing is no
civilians get hurt.

VINCENT

Guaranteed.

(pause)

Is this what Michael would want?

CONNIE

He's too sick to decide. We
have to act for him.

VINCENT

Al?

NERI

Connie is right. We have to
do it.

FADE OUT.

FADE IN:

85 EXT. NY FEDERAL BLDG. - DAY

The Russo brothers move out door, surrounded by bodyguards,
cops, etc., into car in which Willie Cicci sits in the
passenger seat.

Other police, FBI and cops get into a number of cars, escorted
by NYC police.

86 EXT. STREET - DAY

Two school buses stop, cutting off the police cars.

EXT. ANOTHER STREET - DAY

MOVING VIEW

The guarded entourage makes its way through city traffic.

INT. RUSSO CAR - DAY

Willie Cicci is a human blockade for the brothers, who relax in
the back seat.

ANGLE ON FBI CAR

Agents following the Russo car.

EXT. STREETS - DAY

A garbage truck backs into another car. Cuts off the street horns honk, and the drivers get out of their vehicles.

MOVING VIEW

The Russo brothers' car without protection.

EXT. 46TH STREET - DAY

A car slows, stops, drives off, having dropped Vincent off. Vincent walks.

INT. RUSSO CAR - DAY

Willie Cicci laughs at the cops and feds. The brothers feel safe as long as Cicci's with them.

EXT. 46TH STREET - DAY

MOVING VIEW ON VINCENT

Stops. Buys a cigar, lights it up.

MOVING VIEW ON RUSSO CAR

Danny is short and cocky and thinks he looks like Richard Widmark. Sharkskin suits, monogrammed cufflinks, the works. Carmine is smoking a cigar.

EXT. RESTAURANT - DAY

We can read the sign: "JOE AND MARY'S ITALIAN RESTAURANT." Vincent is one block away from the restaurant. We see a guy in a nearby doorway who sees Vincent. He's got a walkie-talkie.

NEW VIEW

A tank truck swings in front of the Russo car and hits it.

CICCI

Jesus!

A spurt of flame from the tank truck.

EXT. STREET - DAY

Enraged, Cicci a giant in the middle of the street roaring curses. Men appear from vehicles and blow him away with an enormous amount of automatic fire. A woman throws her coat over her ten-year-old daughter. Others throw themselves on the ground. The other bodyguard, the driver is wounded and is not particularly good with his pistol.

VIEW INTO STREET

Several of the gunmen run down 46th Street toward a getaway car. One speaking into a walkie-talkie.

EXT. RUSSO CAR - DAY

Danny steps out.

CLOSE VIEW DOWN

Gunshots ring out just as his \$200 loafers touch the cement. Vincent shoots both Russo brothers, just as Danny is fumbling with a gun.

VIEW

The police cars are catching up.

VIEW ON VINCENT

He throws down the gun. He takes a few steps as a car shoots up side street, making a wall of cars seal off his escape route.

Traffic stands still on E. 46th Street and horns blare as gaping motorists and pedestrians block traffic.

VIEW ON THE RUSSO BROTHERS

in a pool of blood on the concrete. The cigar is still in Carmine's teeth. MUSIC up.

FADE OUT.

FADE IN:

87 INT. HOSPITAL SUITE - DAY

CLOSE SHOT

A big brass shield: "Vito Corleone Pavilion."

A very opulent penthouse hospital suite. Millions of flowers with get well cards. We discover Michael in bed but getting into silk bathrobe and pajamas. He looks terrible. Connie is putting slippers on his feet. He can stand up but he cannot walk without help.

Vincent appears in FRAME and Michael puts his arm around him and walks very slowly to an armchair.

The VIEW WIDENS and we see Neri and Joe Alessi and Rocco Lampono. Also Hagen. Michael in armchair. He is in great pain but he smiles. Seems to be having trouble with his vision.

MICHAEL

Who would have thought after my life that the real enemy was inside my body?

CONNIE

Do you have enough pain medication?

MICHAEL

No, I won't take it. It scrambles the brain. Now listen all of you, I have what they call adult diabetes amyotrophy. A couple of weeks here on their drugs and I'll be okay. But they tell me I have to avoid pasta and stress.

HAGEN

Don't worry, we'll handle everything.

MICHAEL

I've decided. Vincent takes my place. His orders are my orders.

CONNIE

He's too young.

MICHAEL

(short; the diabetes makes him irritable)
And you're a woman.

HAGEN

You make Vincent a big target.

MICHAEL

Neri, I know the job should be yours but I have my reasons.

NERI

You're my boss. I obey.

CONNIE

Vincent's too young, too hot-blooded --

(seeing Vincent rise beyond her)

She hesitates. Michael gives her a Godfather look. She steps.

HAGEN

We're in the middle of this
Vatican bank business.

MICHAEL

In two weeks, I'll be better.
I'll make myself better. Then
we all go to Italy. We wind up
the Vatican bank affair in Rome
and then we go to Palermo to
hear Tony sing.

(making a joke)

And then I retire and live an
unstressful life.

CONNIE

Do you know that Vincent sees
Mary on the sneak?

MICHAEL

Connie. No stress, remember.

CLOSE ON VINCENT AND MICHAEL

VINCENT

We're just friends.

MICHAEL

That is not relevant here. Now
listen to me. I'm retreating
into civilization, into normal
life. But I leave too many
enemies behind. Vincent you and
Neri and Alessi are my rear
guard. Keep me safe.

HAGEN

And the Vatican bank deal?

MICHAEL

You and I have to front that.
But Vincent and the others back
us. After that you and I
retire. It's Vincent's Family.

Bodyguards at the door allow nurses to bring in more flowers.
They take Michael's temperature and pulse. They leave.

MICHAEL

Neri, old friend. Be loyal.
I'll reward you.

NERI

Just get well.

CONNIE
He's not ready.

MICHAEL
(final)
That's it, then. Alessi?

JOE
Get well, Don Corleone, that is
all I wish.

MICHAEL
Good. That's done. In two
weeks all will be as before. We
will meet in Sicily.
(pause)
Vincent, help me to bed. I want
to speak to you alone for a
moment.

The others leave. Vincent helps Michael take off his slippers
and bathrobe.

MICHAEL
I didn't want to tell you this
in front of the others. I
didn't want them to think I
lacked confidence in your
judgment. I didn't want to
lessen your authority.

Vincent sits on the bed and waits calmly. He knows what
Michael is going to say.

MICHAEL
You made the wrong move killing
the Russos and Cicci. It was
not what I wanted.

VINCENT
You were too sick to make a
decision. I had the okay from
Neri and Hagen and Connie.

There is a long pause.

MICHAEL
Connie?

VINCENT
It was the right decision.

MICHAEL

It was not what I wanted. But now we have to go on. Vincent, listen to me. Our world is coming to an end. Our resolutions to problems are no longer the answers. We have to change, I've been working for twenty years to make that change. And then you kill three people right in the middle of a million people. In the street of the biggest city in the world.

VINCENT

(angry)

But look at the provocation. First they tried to kill me. Then they hit Hagen. Altobello tipped off the cops about the big meeting and got you arrested. We didn't know what they would do next. So I figured, just stop them in their tracks. By the time they could react I figured you'd be well enough to take over.

MICHAEL

It was too much. It was too out in the open. That's not the way to operate now.

VINCENT

I had to protect you and the Family.

MICHAEL

And Neri and Connie agreed.

VINCENT

Yes.

MICHAEL

(sighing)

It's done. But from now on, no more of these preventive strikes, do you understand?

VINCENT

Okay.

He does not really like this command.

MICHAEL
We'll protect ourselves, but no
more outright war.

Vincent is silent but obviously resents the criticism.

MICHAEL
Vincent, listen to me. I've
been through what you are going
through. I made decisions that
were wrong. Maybe not so wrong
then but wrong for what I am.
Do you understand?

VINCENT
My decisions are not wrong for
me.

MICHAEL
(sees there can be no
persuasion)
Well, just obey my orders as
long as I am alive.
(long pause)
If something should happen to
me, don't take vengeance.
Protect the Family, make a deal.
There's enough money for
everybody to live the lives they
want. You're taken care of,
too. It will be all over.

Vincent doesn't answer.

MICHAEL
Do you understand.

VINCENT
I understand.

He arranges the covers of the bed carefully over Michael.

VINCENT
I'll stay here and watch.

MICHAEL
No. Go home.

VINCENT
I'll watch over the Family.

MOVING VIEW

Vincent and Mary walking in Little Italy. They are like the scores of other tourists, buying knick-knacks and having cappuccino in the Italian neighborhood that has become, like everything, a business. Every once in a while, we SEE a bodyguard, or a car, etc.

Vincent stops and points upward.

VINCENT

Look.

Mary looks up.

WHAT THEY SEE:

The windows of a Little Italy industrial building. The gold paint is still visible on the 6th floor: "Genco Olive Oil Company."

VINCENT (O.S.)

Genco Olive Oil Company.
That was Grandpa's. This is
where he was shot.

They walk on.

MARY

Do you remember your father?

VINCENT

Santino, my mother always called
him Santino. He was killed
before I was born.

MARY

My mother always called him
Sonny.

VINCENT

He was the legend of the old
days. I've heard a million
stories about him.

MARY

What about my father, what did
you hear about him?

VINCENT

Michael was like any other son,
he inherited his father's
business.

They part. Vincent remains with the inevitable bodyguards.

89 INT. HOSPITAL SUITE - DAY

Bodyguards outside. Michael is much better. Mary comes in to visit him. She has a beautiful new bathrobe and pajamas for him. Michael kisses her.

MICHAEL

They are beautiful, but I'm getting out soon.

MARY

You can wear them at home.

Michael puts on bathrobe, walks by himself to armchair.

MARY

You're so much better.

MICHAEL

The drugs, the bed rest.
(smiles)
And no stress.

MARY

Did Mom come to see you?

MICHAEL

Yes.

(pause)

You're a very warm-hearted girl, you always were. I hear you're fond of all your relatives, especially your cousin.

MARY

Oh, Vincent, yes. I love him.

MICHAEL

He's a first cousin. You can't marry.

MARY

Marriage? I mean, I just love him. I like him.

MICHAEL

He's a dangerous man to love.
He's a dangerous man to be with.

MARY

So were you.

MICHAEL

And you know what happened.
Your mother. We ruined each
other's lives.

MARY

She doesn't feel that way.
She's happy now.

MICHAEL

(irritated)

Fine. It's you I'm worried
about. Don't see Vincent
anymore.

(it's an order)

MARY

No.

MICHAEL

He's not for you.

MARY

You're my father and I love you
and I read all these stories
about what you did. Horrible
stories. And I still love you.
You'll always be my father. You
say Vincent is dangerous, but
he's no danger to me. If I can
love you why can't I love him?

Michael sighs and then smiles.

MICHAEL

Do what you want then. I have
to take what I can get. Are you
coming with us to Sicily?

MARY

I'm dying to see it, where the
family came from.

MICHAEL

And how is Tony?

MARY

He's doing well... everyone's
saying he's going to be the next
Caruso. He wanted to fly back
to see you. I told him you
wouldn't want that.

MICHAEL

Good.

He hugs her and she leaves.

MICHAEL
(to himself)
In Sicily.

90 EXT. LA GUARDIA AIRPORT - DAY

Michael, Hagen, Vincent and Neri are standing beside a small passenger jet ready to board when a car pulls up and Phil DeVito, carrying a very plump bag gets out. DeVito has become a quiet, dangerous man; a man with nothing to lose. He has scars from the burns on his face. Tom Hagen shakes his hand and introduces him to Michael Corleone. They shake hands. They all board the plane.

91 INT. PLANE - DAY

Already inside are two men who are Michael's BEST BODYGUARDS. They are tall and powerfully built and handsome. They are dressed very elegantly in the Roman style. Perfectly tailored and perfectly barbered. Elegant shoes. They could be mistake for nobility. But there is something very feral about both of them. They are twins. They nod politely and wish Michael a good day. Michael gives them a smile.

The plane has a small conference table like a diner's booth at which Michael, Vincent, Neri, Tom Hagen and Phil DeVito sit. They are silent as the plane takes off.

CAMERA is on the conference table.

MICHAEL
You can determine absolutely whether the securities are counterfeit?

DEVITO
With the equipment I got in my bag, yes.

MICHAEL
Tom, when you checked them out did they look good?

HAGEN
Perfect. And they are not listed as hot or stolen.

DEVITO
I tested the batch of securities Tom brought to the States.
(MORE)

DEVITO (contd.)

They were all good. No counterfeits. So maybe you're bringing me all the way over here for nothing.

MICHAEL

It's worth the cost to be absolutely sure. Now DeVito, you know the job. You are going to check six hundred million worth of securities, stock in big American companies like Coca Cola and General Motors. These securities are owned by the Vatican Bank and are to be used as collateral. I want to be sure that my money is safe.

DEVITO

You think the Vatican Bank would knowingly defraud you?

MICHAEL

Not the Bank but the bankers. The Archbishop is supposed to direct them but they have to know more about banking than he does.

HAGEN

The Archbishop himself gave me the securities we tested here. He said it was a random sample of the billion they held.

DEVITO

I don't understand. They have to all be good. Unless they got them from Altobello, and the Archbishop himself is in on it. Is that possible?

MICHAEL

We'll find out in Rome. With a very simple test. The Archbishop said he couldn't ship the securities to New York. Okay. But we ask him to let you test the securities. He has no time to prepare. If he makes an excuse and refuses permission, we know he is in on it.

(MORE)

MICHAEL (contd.)
 If he lets you test, then even
 if you find they're fake, we
 know the Archbishop is in the
 clear. Then it's those God's
 Bankers who are swindling the
 Vatican bank they are handling.

DEVITO
 They have no idea I'm coming?

HAGEN
 I told them we're bringing an
 - advisor on how to structure the
 loan. Not who you really are.

VINCENT
 I guarantee you'll be safely
 back in the United States
 tomorrow night.

DEVITO
 No. I'll stay. I'll be the
 button.

They all lean back. One of the Best Bodyguards comes over and
 asks them what they will have to drink and serves them. They
 watch as the plane comes over Rome and we SEE the dome of Saint
 Peter's Cathedral.

DISSOLVE TO:

92 EXT. ROME - VATICAN MAIN GATE - DAY

The main gate of Vatican City inside Rome. This main gate is
 manned by SWISS GUARDS in fancy uniforms. Through these gates
 come Michael and his group in a car.

Michael sees how sober everybody is, listening attentively to
 portable radios.

MICHAEL
 (to guard, Italian)
 What is it?

GUARD
 (Italian)
 Pope Paul is very ill.

They enter the building where they will have their meeting.

CAMERA goes to one of the side gates where the poor people of working personnel enter Vatican City. Through this gate come Altobello with his bodyguards. The Swiss Guards here are in sober black uniforms.

CUT TO:

93 INT. ARCHBISHOP'S OFFICE SUITE - DAY

Michael and his party being ushered into the Archbishop's office suite. They are ushered in by a young priest.

The Archbishop is not in ceremonial dress. Some sort of informal clerical garb but with something a little outlandish like a funny beret or maybe a half clerical shirt that is not quite appropriate. He greets Michael, he is happy to see the

Already in the suite are Monsignor Zizola and Vanni and Ente. They are charming but a little tense. The Archbishop sees that everyone is comfortable in armchairs and sofas.

ARCHBISHOP

I was delighted that the securities I sent proved to be genuine. You had me a little worried, I admit. And who are your friends?

Michael introduces DeVito, Neri and Vincent. The Archbishop greets them with great cordiality. The bankers are uneasily eyeing the plump black bag DeVito has at his feet, and his burned, scarred face.

MICHAEL

Excellency, I hope you'll be free to attend my son's debut performance in Palermo Saturday night.

ARCHBISHOP

I thank you for the tickets you sent. Regretfully, I must attend to my duties here in Rome. With your permission, the tickets will be given to the poor priests who need bread more but will be happy with music.

MICHAEL

Of course.

ARCHBISHOP

And are we prepared to go forward with our business?

MICHAEL

-Yes.

VANNI

(opens briefcase. He
is tense, eager)

I have all the necessary papers.
Already signed by everyone but
you.

He hands Michael the papers. Michael hands them over to Hagen.
Hagen studies them.

MICHAEL

Before I sign, one final
precaution. Mr. DeVito is an
expert on counterfeit
securities. That black bag of
his has instruments to test the
authenticity of ink and paper.
If he says the securities are
genuine, I'll sign the
agreement. The Vatican Bank
keeps the 600 million.

ENTE

That will take weeks. Time is
of the essence now. That is an
outrageous impudence. It is
impossible.

HAGEN

I find your attitude most
unprofessional.

ENTE

(scornfully)

You will never be a real banker...

Vanni is alarmed, calms Ente down.

VANNI

The Archbishop has already sent
a random sampling to the United
States and they have been
declared genuine.

ENTE

(really angry)

You question the very integrity
of the Archbishop. What
blasphemy.

MICHAEL

(chuckling)

Perhaps Signor Ente has heard the old adage: "The best way to steal from a bank is to buy one." I apologize. But strange things can happen. I would never question the integrity of the Archbishop. But he is after all, a holy man, a guider of souls, a shepherd of sheep. He is not an expert in finance.

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(on the spot)

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VANNI

Excellency, I strongly advise against it. We will find other financial institutions that will gladly loan the money. These people are not serious.

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(very steely and cold)

Signor Corleone is doing a service for the church. Faith is our metier, after all.

(to Michael)

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MICHAEL

Yes. Thank you.

Ente plucks the papers out of Hagen's hand.

ENTE

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Michael and his party leave after shaking hands all around.

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ALTOBELLO

(angelic smile)

No. At my age one knows so few people.

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Will they pass?

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Those forgeries are perfect. But they won't stand up to the chemical tests. Then the whole deal is dead.

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How did he ever suspect?

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ENTE

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CUT TO:

94 INT. BANK OFFICES - DAY

The God's bankers, Vanni and Ente, and Don Altobello.

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(angelic smile)

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He's a Corleone.

ENTE

There is a more dangerous problem. The investigating magistrate, Lorenzo Viducci.

ALTOBELLO

How close is he?

ENTE

Monday. Something must be done.

ALTOBELLO

I have very dear friends who will help us. Before Monday.

ENTE

That is in your field of competence.

ALTOBELLO

Unhappily, yes. But since we are all in this together, I think you should tell me one thing. Is the Archbishop -- a friend?

VANNI

(looks at Ente)

He knows the securities are forgeries. Nothing else.

ALTOBELLO

An Archbishop? Why?

ENTE

Because of his bad investments the Vatican Bank stands to lose a billion dollars. If that comes out he will be a bishop of some village in Australia.

ALTOBELLO

Such a holy man. A saint. It must be hard for him.

Vanni and Ente smile. Altobello notes the smile with an angelic look.

95 EXT. COURT OF JUSTICE - DAY

Official building of the Court of Justice in Rome. Guarded by armed soldiers and police.

96 INT. COURT OF JUSTICE - DAY

Michael, Hagen and DeVito enter the building. They are escorted to the office that bears the name of MAGISTRATE LORENZO VIDUCCI.

97 INT. MAGISTRATE'S OFFICE - DAY

This office is very different from the other offices. Sort of scraggy. They are shown into the office by a young woman who gives them a bright smile.

MAGISTRATE VIDUCCI is a man of about forty. Very intense and sincere looking. He speaks English.

VIDUCCI

Now, Michael Corleone, how may I help?

HAGEN

We are involved in a deal with the Vatican Bank. We have heard that you are investigating some of the banks owned by the bankers who are advisors to the Archbishop Graziadei. The men who are called God's Bankers.

VIDUCCI

Whoever calls them that has a sense of irony. You understand that a magistrate in Italy is also investigator and prosecutor. That has been my job for the past three years. To investigate those "God's Bankers." In a few weeks I will present formal charges. The banks they own are near collapse. Only pressure from my political superiors has kept me from doing so until now.

MICHAEL

How?

VIDUCCI

These bankers advise the Archbishop Graziadei to lend their banks money. It is all lost, the money has disappeared. The banks will fall unless Vanni pulls something out of his heaven.

MICHAEL

My money has been siphoned off to the other banks? To prop them up?

VIDUCCI

And then it will vanish.

MICHAEL

But there is a Letter of Comfort from the Vatican Bank. Surely that cannot fail.

VIDUCCI

(smiling)

The Vatican is a sovereign state. They do not come under our jurisdiction. You can have letters signed by St. Peter and whistle for your money.

MICHAEL
In any case they will be charged
in two weeks?

HAGEN
That's why they were in a hurry.

VIDUCCI
Always beware in legal matters
when people are in a hurry.

MICHAEL
Is the Archbishop also guilty?

VIDUCCI
I will never know in court. But
here -- (he taps his heart)
and here -- (he taps his head)
I know he is guilty.

HAGEN
Why won't you know in court?

VIDUCCI
Because the great politicians of
this country will never allow it
to happen. Also the Vatican is a
foreign state. If the Archbishop
is guilty, they will have to try
him. He embezzled their money.
And that they will never do.

HAGEN
And if a new Pope has new ideas?

VIDUCCI
Popes are like magistrates...
neither is indispensable.

MICHAEL
(rising)
Thank you for your help.

They all shake hands and Michael and Hagen leave.

98 EXT. ROME - DAY

They walk for a while. People are gathering, crying. The news
is spreading through the press and people: "Pope Paul VI is
dead."

FADE OUT.

FADE IN:

99 EXT. PALERMO - DAY

"Intermezzo." Early morning MONTAGE:

The city of Palermo on a bright sunny day. The camera travels over its cathedrals, the Greek and Arabic architecture of its buildings, the opera house. Then the camera rests on a villa just outside the city limits.

DISSOLVE:

100 EXT. VILLA OF DON TOMMASINO IN SICILY - DAY

Michael and DON TOMMASINO are seated under the tree that is in front of Don Tommasino's house. The house in which maybe Michael lived in when he was in exile in Sicily.

They are seated at a wooden table which holds a bowl of olives and other huge wooden bowls and platters holding a variety of food, also some bottles of wine. Don Tommasino is in his nineties, in a wheelchair. He is eating with a hearty appetite for a man so old, but he is also listening intently. Michael sips wine but doesn't eat much though Don Tommasino urges him on. Off in another part of the garden we can see the two Best Bodyguards and Vincent walking the perimeter of the garden. The conversation is in Sicilian.

MICHAEL

You see the fix I'm in. I know those bankers and the Archbishop are lying, but who can I go to? The other pezzonovantes of the Church will never hear anything against one of their own.

DON TOMMASINO

I know one man. He is a saint on earth.

MICHAEL

And who is that?

DON TOMMASINO

Cardinal Lamberto. He is the Cardinal of Venice. A wise and good man.

MICHAEL

Can you arrange for me to see him?

DON TOMMASINO

We were boys together, we both grew up in the same little village in Sicily. Alas, our paths separated. But he will remember. He will see you.

MICHAEL

You'll arrange it then?

DON TOMMASINO

Of course. Michael, why don't you buy a farm like me and live this life. Here I am, a man almost ninety, and I'm happy and healthy.

MICHAEL

(smiling)

I wish it were that easy.

CUT TO:

101 EXT. PALERMO COUNTRYSIDE/MOSCA'S VILLA - DAY

MUSIC from "Cavalleria Rusticana." A car drives up to a substantial villa and farmhouse. There is a flock of sheep on a nearby hill. Servants work the land doing chores etc. Outside the big villa waits a tall heavy man with a big round cheerful face. Very strongly built and carrying a Lupara in his hand. He is dressed in the old style of peasant rich landowner. He could be right out of Cavalleria Rusticana. He waits for the car door to open, his Lupara dangling from his arm. But he is alert.

Out of the car steps Don Altobello. They greet each other warmly and we learn the man's name is DON MOSCA.

102 EXT. MOSCA'S GARDEN - DAY

He leads Altobello not inside but to a huge round wooden table underneath some lemon trees that give a shaded area in his garden. A servant brings huge jugs of wine and a platter of cold sausage and ham and cheeses. Don Mosca whips out a knife, reaches over his head for some lemons hanging on the tree, slices them and throws them into a jug of wine. He serves his guest with wine and food. Then on to business. The conversation is in Sicilian.

ALTOBELLO

This is my dream. To live peacefully in Sicily. How beautiful it is here.

MOSCA

I'm honored you've come this long way from Palermo to pay me a visit. It's been some time since we've done business. And I hear you've been busy. How is it that you've never called on my services? Have I grown too old and fat?

He says all this in a very jovial way with backslappings.

ALTOBELLO

Don Mosca, I've been saving you for something important. You are my ace in the hole as we say in America. I have a big stone in my shoe. I hope you can remove it.

MOSCA

Only one stone?

ALTOBELLO

It's dangerous. You will have to take precautions.

MOSCA

If it were easy, how could I make a living?

(smiling)

Tell me your problem. Then I will tell you my price.

ALTOBELLO

(in ecstasy)

Ah, what bread, olives in their virgin oil. Only in Sicily.

He pours oil and vinegar over the bread and eats with gusto.

LONG SHOT of them talking under the trees and then Mosca escorting him to his car. For the first time the big round cheerful face is grim and thoughtful.

103 INT. MOSCA'S HOUSE - DAY

Mosca goes into the house. He goes up to the bedroom and unlocks a closet with his key. In this closet is a rack of costumes. He takes some out. One is of a Hotel doorman, another a business suit with homburg, another of a policeman, etc. He looks at them thoughtfully and shakes his head.

Then he takes out the soutane of a priest with accessories and then the round black hat with the brim all around. He puts on the hat, holds the soutane against his chest and smiles at the mirror with admiration.

DISSOLVE TO:

104 EXT. VENICE CANAL - NIGHT

Michael stands in a solitary speedboat moving through the mist in Venice. With him is Don Tommasino.

105 EXT. VENICE CLOISTER - DAY

Don Tommasino and Michael are admitted into the cloister.

106 INT. CLOISTER/LIBRARY - DAY

They are led into a small library where CARDINAL LAMBERTO is waiting for them. He is in the garb of a country priest and he greets them in the warm way of a fellow villager, not a prince of the church. He speaks English.

CARDINAL LAMBERTO

Don Tommasino, when will I hear your confession?

DON TOMMASINO

Ah, I'm too old to sin.

CARDINAL LAMBERTO

But not too old for virtue, eh? It is never too late to redeem yourself. And this young man, who is he?

MICHAEL

Michael Corleone. An old friend of Don Tommasino. He requested this interview as a favor to me.

CARDINAL LAMBERTO

Let's go out to the garden. Soon I will have to go to Rome. I will be imprisoned in stone. Who knows when I will be able to plant my garden again. Come. Come.

He leads them out into a beautiful garden with statues of saints and Greek fountains. They sit in stone chairs, or maybe marble. The garden is full of flowers.

CARDINAL LAMBERTO
Speak. If I can help you I will.

LONG SHOT

as Michael tells his story of the Archbishop and the Vatican Bankers. We do not hear them. Then we come in CLOSE on the Cardinal. He seems not to be listening but is playing with the flowers that grow around him.

CARDINAL LAMBERTO
If what you say is true, there will be a great scandal.

MICHAEL
I will do all I can to prevent anything from being made public.

CARDINAL LAMBERTO
And I will not. I am called to Rome, the Pope is dead and we must elect a new Pope. I will personally look into this matter. And I thank you for bringing it to my attention.

Michael is in some distress. He unloosens his collar and he is very pale. The Cardinal notices this.

MICHAEL
Is it possible that I could have a glass of orange juice or anything sweet? I have a little trouble with diabetes. My blood sugar goes too low.

CARDINAL LAMBERTO
Certainly.

He rings bell and a young priest appears. Cardinal gives him an order and the priest immediately brings glass of orange juice and some candy bars on tray. Michael gulps the orange juice and his symptoms immediately disappear.

MICHAEL
(apologetically)
When I am under stress this sometimes happens.

CARDINAL LAMBERTO

I understand.

MICHAEL

To come to you on such a delicate matter, an accusations against your archbishop. It was difficult.

CARDINAL LAMBERTO

How long have you been ill?

MICHAEL

The doctors tell me for many years. But only lately has it become so severe.

CARDINAL LAMBERTO

The mind suffers, the body cries out.

(smiles)

We have had some saints who when their minds suffered, flagellated themselves to make the body cry out. But that was in less civilized times. Now the body cries out without such help.

MICHAEL

(gazes intently into the Cardinal's face)

That may be true.

CARDINAL LAMBERTO

(to Don Tommasino)

Could you leave us a few minutes alone together?

Don Tommasino is wheeled out by one of the young priests. The Cardinal and Michael are alone except for the young priests by the door and out of earshot.

CARDINAL LAMBERTO

Would you like to make your confession?

MICHAEL

Your Eminence, I haven't made a true confession for thirty years. It would take up too much of your time.

CARDINAL LAMBERTO
(smiling)
I always have time to save souls.
Just because I wear a red hat
doesn't mean I'm still not a
priest.

MICHAEL
(also smiling)
I'm beyond redemption.

CARDINAL LAMBERTO
That is the sin of pride. God
always calls, only pride refuses
his forgiveness. If you cannot
behold the living God without
hatred, then your hell is
voluntary.

The Cardinal rises from his chair and leads Michael to another
part of the garden.

108 EXT. CLOISTER GARDEN/ANOTHER AREA - DAY

Here there are two chairs with a screen of plants between them
a weird approximation of the confessional box in church.

CARDINAL LAMBERTO
I sometimes hear the confessions
of my young priests here.
Sometimes the desire to confess
is overwhelming and we must
seize the moment.

He hands Michael a candy bar he has palmed from the tray.

CARDINAL LAMBERTO
Maybe this will help you.

Michael is amused by this approach. He sits in one of the
chairs.

MICHAEL
What is the point of confessing
if I don't repent?

CARDINAL LAMBERTO
You suffer, that is enough for
now.

He sits down in the other chair.

MICHAEL
It's useless.

CARDINAL LAMBERTO

Do it to help me, if I save a soul, heaven will give me a credit. I hear you're a practical man. What have you got to lose?

Michael unwraps the candy bar and takes a bit. He speaks almost insolently.

MICHAEL

I betrayed my wife.

CARDINAL LAMBERTO

(staring away from Michael)

Go on my son.

MICHAEL

I betrayed myself.

The Cardinal bows his head.

MICHAEL

I have killed men and ordered men to be killed.

There is a long pause.

CARDINAL LAMBERTO

Go on my son.

MICHAEL

I ordered the death of my brother. He injured me. I killed my mother's son. I killed my father's son.

Suddenly Michael is weeping. His voice breaks. The Cardinal stares away impassively. Michael takes out a handkerchief and wipes his eyes.

The Cardinal murmurs a prayer and makes the sign of the cross.

CARDINAL LAMBERTO

God will forgive you, never doubt that. Your sins are terrible and it is just that you suffer. Your life could be redeemed but I know you do not believe this. You will not change. But remember this, your sins will be forgiven somewhere in eternity.

The Cardinal rises briskly to his feet as if he had heard the most banal of confessions.

CARDINAL LAMBERTO

You see, you haven't lost anything. And you feel better now. Another glass of orange juice?

MICHAEL

No. I'm all right. Thank you.

109 EXT. PALERMO AIRPORT - DAY

(Note: Palermo has a very spooky small airport completely surrounded by mountains so that it looks like a plane could never get in or out.) A small private plane lands.

110 EXT. PLANE - DAY

Michael getting off the plane. The two Best Bodyguards have already gotten out and are waiting.

DISSOLVE TO:

111 EXT. PALAZZO GARDEN - DAY

Behind the palazzo there is an enormous garden enclosed by a round curving wall and in that garden there is a huge party going on. Large tables covered with brightly colored huge umbrellas seat at least eight people at each table.

On a great marbled terrace of the palazzo sit the important characters of our story. The terrace is shaded by a great awning with green and white stripes. The terrace holds two tables. At one is seated Michael Corleone and his family. These include: Tony, Mary, Kay, Connie, Tom Hagen and his wife and Johnny Fontane. There is also Vincent who sits a little apart from the others but next to Connie. DeVito and Neri sit with Vincent.

On the side of the garden against the wall is a platform on which a SMALL ITALIAN BAND plays opera selections. The band gives a flourish and the people in the garden stop talking. Michael Corleone gets up and addresses the people in the garden as he raises his wine glass.

MICHAEL

I want to introduce to you Don Tommasino, my protector many years ago here in Sicily. And the man I most admire, respect and love.

VIEW

Don Tommasino is seated under a tree in the garden. He raises his glass of wine to acknowledge the compliments. His introduction is a mere formality. He knows most of the people present.

VIEW ON MICHAEL

MICHAEL

I have invited you here to celebrate my son's first appearance in an opera house. Two days from tonight, he will sing in the Teatro Massimo. Cavalleria. You will all receive tickets. I hope you will be able to attend. To tell the truth I never wanted him to be a singer, until one day I heard him sing. Then I wished it with all my heart. Tony.

As Tony gets up to go to the platform everyone in the garden applauds. Tony grabs his sister Mary by one hand and Johnny Fontane with the other. He takes them both through the garden and up to join the orchestra.

TONY

I'd like my sister Mary to help out, sing the hard parts because I have to save my voice for the performance. And my godfather, Johnny Fontane, who was my first and best teacher in music.

As the three of them sing a medley of songs, including "Be My Love," Michael motions to Vincent to join him and they go to Don Tommasino's table.

MICHAEL

Don Tommasino, allow me to introduce my nephew, Vincent. He is the son of Santino.

DON TOMMASINO

A handsome fellow.
(smiling)
If you ever need a place to hide, come to my home. Eh, Michael?

MICHAEL

No place better.

DON TOMMASINO
 Congratulations. Your son
 singing in the Teatro Massimo.
 What an honor. And you, my
 young Vincenzo, do you sing too?

This is good-humoredly sardonic. The Don knows very well what Vincent does.

VINCENT
 No, I help with the family
 business. I'm a business man.

In true Sicilian style he kisses the hand of Don Tommasino.

VINCENT
 I kiss your hand, Don Tommasino.

DON TOMMASINO
 Bless you. Bless you.

They get up and go back to the terrace.

At a small table just below the terrace are seated Michael's Bodyguards. The Bodyguards are watching everything very carefully. They stand up casually as if to stretch their legs by walking around the garden.

CAMERA ON TABLE ON TERRACE: Only Connie, Vincent and Hagen are at the table. Kay and Hagen's wife have left and are mingling with guests.

CONNIE
 Are those two men as good as
 they look?

VINCENT
 Better. The best. They won't
 let Uncle Michael out of their
 sight no matter where he goes.

CONNIE
 They sure don't look like the
 men my father had when I was a
 kid. Old fat Clemenza, Tessio,
 Luca Brasi.

VINCENT
 (smiling)
 Times change. Images change.

HAGEN
 Connie, I know you have a lot of
 bad memories.

(MORE)

HAGEN (contd.)

But those days are over. Now we deal with the Vatican and big bankers. We have the Foundation and deal with the most respectable people in the world. It's a whole new empire.

CONNIE

(very coolly)

We still have to watch out for Michael.

VINCENT

Don't worry.

Michael comes back to the terrace where Tom Hagen, Vincent and Connie are waiting.

MICHAEL

(to Vincent)

Altobello still says he's our friend. He's coming to the performance. Have you got people who will cover him from the moment he leaves his hotel?

VINCENT

All taken care of.

HAGEN

Go slow.

MICHAEL

Yes. Vincent, you've instructed those bodyguards, no show of force unless absolutely necessary? I don't want Kay to be... I don't want her to remember.

VINCENT

They'll be like ghosts.

MICHAEL

(joking)

Good ghosts.

VINCENT

(grave)

Yes.

Michael touches Vincent's head affectionately.

MICHAEL
You look just like your father.

CONNIE
(affectionately)
Yes, you do.

MICHAEL
(to Connie)
You look like your father, too.
I see some of Lucy in Vincent.

CONNIE
Not at all.

They sit back and listen to the singing. Kay and Tom Hagen's wife come back to the table. They all listen. A SERVANT brings a phone to Kay.

SERVANT
Telephone, Signora.

Kay picks up the phone. She moves a slight distance away.

CLOSE ON MICHAEL
watching her.

KAY (O.S.)
(on phone)
Oh darling, when does your plane arrive?
(listens)
Oh that's terrible. It would have been so much fun to have you here. Yes, I do understand. I love you, I'll call you tomorrow.

She hangs up phone. Turns to Michael.

KAY
Douglas' jury trial will go another week. I'm sorry.

MICHAEL
Would you like to take a little walk through Palermo tomorrow?

KAY
Will you have time?

MICHAEL
Sure.

They smile at each other.

The singers finish singing. Everybody in the garden stands up to applaud. Tony and Mary and Johnny Fontane take bows.

VIEW

Connie. She has put her arm through Vincent's as if locking them both against the rest of the family.

FADE OUT.

FADE IN:

112 EXT. PALERMO - DAY

The next morning. Kay and Michael are walking down an avenue lined with sidewalk cafes, their tables and chairs filled with people having their early morning coffee. Michael and Kay are chatting pleasantly like two not so close friends. Far off, down near the end of the avenue, we see a motorcycle and RIDER in helmet - only a spot really - except we hear the motorcycle roaring.

Michael and Kay are walking in the direction of the motorcycle. About twenty yards behind Michael and Kay a long black car is following them slowly. One of Michael's CHAUFFEURS is driving it. Beside him is Al Neri.

KAY

I see you still always have Al Neri guarding you. Even after all these years of respectability. Do you still need him?

MICHAEL

(smiling)

I'm getting old. I need somebody to help me out of the car. To carry my briefcase.

KAY

(smiling)

Oh, Michael, you're still such a liar.

MICHAEL

(deadpan)

No, seriously, watch me walk.

Michael then does an amazing transformation. He is an old man walking with a shuffling gait, he takes out a handkerchief and blows his nose, his hands trembling.

Kay watches him gravely. Suddenly, Michael straightens up and then quickly tries to stand on his hands like a young boy. Kay bursts out laughing. Michael can't make it and sits on the pavement. Kay helps him get up. He may or may not be wearing a hat, which has fallen off and which he picks up.

MOVING SHOTS

At that moment the motorcycle starts coming toward them. We see Neri in the car instantly alert but the motorcycle goes slowly by, up the avenue and passes Michael and Kay and continues on up the avenue. Neri relaxes. But now behind the far up the avenue we see the motorcycle make a turn to come back down the avenue and then come to a stop.

Kay and Michael keep walking.

MICHAEL

I've planned everything out for you and Mary and whoever else you want to sightsee with. You have a car and driver and a couple of guides.

KAY

Are you as excited about Tony's debut as I am?

MICHAEL

Yes.

KAY

Are you pleased? Are you really happy?

MICHAEL

Yes, I am.

At that moment there is the roar of the motorcycle as it is speeding down the avenue so quickly that Neri has no time to react. The motorcycle zooms past and the driver leans over and neatly cuts Kay's purse strap and rides away with it.

Now everything happens very fast. We see one of the two Best Bodyguards down the avenue who has obviously been sipping coffee at one of the coffee tables get up. In one motion he hurls his chair into the path of the oncoming motorcycle which brings it crashing to the ground. Its driver is sprawled in the avenue, stunned.

At the same time we see the other Best Bodyguard standing behind Kay and Michael, his gun drawn. Michael sees him and motions him to put his gun away before Kay sees it.

Meanwhile, the car with Neri is speeding down the street after the motorcycle, but slows when it crashes.

MICHAEL
 (reassuring Kay)
 Just a purse snatcher. Happens
 all the time.

Meanwhile, the first Best Guard who threw the chair is lifting
 the rider off the ground and pulls off his helmet.

It is just a young kid. The guard gives him two very gentle
 slaps on each side of his face while smiling at him. This
 should be done to show the containment of ferocity. The slaps
 must be very gentle as you would give an infant.

FIRST GUARD
 Give the lady back her purse
 and beg her forgiveness.

Kay and Michael approach. The boy returns the purse to Kay and
 apologizes. The Best Bodyguards have miraculously disappeared
 as he does so. Neri is out of the car and angry.

Kay is disarmed by the youthfulness of the thief and relieved
 that this is just an ordinary street crime.

KAY
 Michael, just let him go.
 He's so young.

Michael smiles at the boy while patting Kay on the shoulder.

MICHAEL
 (Sicilian)
 Go get your bike and go home to
 your mother. And do an honest
 day's work for your petrol.
 (translates for Kay)

Kay and Michael watch the boy wheel his bike down the Avenue.

MICHAEL
 After Tony's performance, can
 we go out one night for dinner?

KAY
 We'll see.

CUT TO:

113 EXT. ROME - COURT OF JUSTICE - DAY

We SEE armed soldiers around the building.

114 INT. VIDUCCI'S OFFICE - DAY

The office of the Magistrate Viducci. He is in a state of great excitement, a sheath of documents in his hand. Also present are three AIDES and secretary.

VIDUCCI

We have them now, those God's bankers.

(to secretary)

Send a courier at once to the palazzo of the Corleones. Tell him I have all the evidence we need and that I will proceed against Vanni and Ente immediately. The politicians can never stop me now.

The secretary leaves the office.

FIRST AIDE

You will be in danger. We should take precautions.

VIDUCCI

They would never dare.

He goes to window. Looks out the window into the courtyard below.

VIDUCCI

I have a hundred soldiers guarding me already.

SECOND AIDE

This will make your career.

VIDUCCI

Or end it. we need some air in here.

With a typically vigorous gesture he opens the window. There is a tremendous explosion. His body goes sailing out of the window. In the room itself we see the incriminating documents fill the air and then the room is burning and the documents with them.

CUT TO:

115 INT. VATICAN CHAPEL - EVENING

MED. CLOSE VIEW

The conclave of CARDINALS sitting in rows of chairs in the chapel. The results of the fourth ballot are read:

CARDINAL
99 votes for Lamberto, 11 for
Siri, 1 for Lorscheider.

As the totals are announced, there is a tremendous burst of
applause from the gathering. The doors of the Chapel open and
various masters of ceremonies enter, accompanying the
CAMERLENGO.

CAMERLENGO
(to Lamberto)
Do you accept your canonical
election as supreme pontiff?

All eyes upon Cardinal Lamberto. He hesitates.

CARDINAL LAMBERTO
May God forgive you for what you
have done in my regard.
(pause)
Accepto.

CAMERLENGO
By what name do you wish to be
called?

CARDINAL LAMBERTO
(pause)
John Paul the First.

The voting cards are stuffed into the antiquated stove, and the
bianco (white) handle is pulled.

116 EXT. VATICAN - DAY

VIEW from St. Peter's Square. White smoke comes from the
chimney. Bells RING. A new Pope has been elected.

FADE OUT.

FADE IN:

117 EXT. PALERMO - DAY

Mary and Vincent are walking through a little street fair.
Vincent is buying her little funny gifts. They are a beautiful
couple and attract attention.

118 EXT. CAFE - DAY

They sit at the table of an outdoor cafe.

MARY

It's been such a wonderful day.
Didn't we have fun?

VINCENT

Yes, we did. Will you meet me
in Paris after this is all over?

MARY

Vincent, I don't know. I do care
for you but I don't know whether
it's just a cousinly affection.

VINCENT

I'll take any kind.

MARY

Don't spoil the day by making me
answer. I just love being with
you.

VINCENT

Okay, but I have one final
treat. I've been saving this.
Something really weird. But you
have to promise you won't get
all girly and faint.

MARY

I promise.

CUT TO:

119 EXT. CEMETERY JUST OUTSIDE OF PALERMO - DAY

Vincent and Mary get out of car that holds driver and
bodyguard. Another car with two other bodyguards behind them.
Vincent and Mary go into the Capuchin Convent.

120 INT. CONVENT - DAY

A MONK leads the way after Vincent gives him money. They go
down into the catacombs.

121 INT. CATACOMBS - DAY

There in a vaulted chamber are the mummified bodies of those
who have been the most powerful people in Sicily. The mummies
are attired in costumes of their day. A prince of the church,
a Cardinal in full regalia. Beautiful women in elegant gowns.
Some are encased in glass coffins or glass boxes, young women,
young men. It is a startling sight.

VINCENT

Do people still do this? Have themselves buried this way?

MONK

No, not anymore. But people still come to see their ancestors. To pay their respects.

MARY

Vincent, let's go.

They leave.

122 EXT. CONVENT - DAY

They sit together on a stone bench in the convent grounds.

VINCENT

I'm sorry. I thought you'd like it. The real Sicily.

MARY

Vincent, I can't go with you to Paris.

VINCENT

Why not?

MARY

I don't want to be part of your life, as you live it. You really loved that room down there. You really loved the whole idea of it.

VINCENT

Yes, I did. I thought you'd like it.

MARY

Vincent, I love you. But I don't want to share these things, your bodyguards, the way you love Sicily.

VINCENT

(emotionally)
Mary... I...

MARY

Please...

VINCENT

Well, we did have one beautiful day.

MARY

Yes, we did. I'll always remember it. And I guess I'll cry when I do.

123 INT. VATICAN DRAWING ROOM - NIGHT

The Archbishop sits quietly in the dark room. A guest we cannot see enters the room and sits down.

VIEW ON THE ARCHBISHOP'S HANDS

He raises his hands and begins to make shadow-figures on the curtain. A lion changes into a fox.

ARCHBISHOP

(making the figures)

... The lion cannot protect himself from traps, and the fox cannot defend himself from wolves. One must therefore be a fox to recognize traps, and a lion to frighten wolves.

The VIEW MOVES, revealing who his guest is. It is Altobello.

ALTOBELLO

Those that wish to be only lions do not understand this.

124 EXT. PALAZZO GARDEN - EVENING

The whole family is dining al fresco. There is a long table. Michael is seated at the head of it. Kay at his left, Connie at his right. Tony and Mary further down. Vincent facing him. Hagen and his wife at the bottom of the table.

It is a joyous occasion. Tomorrow night Tony will be singing, making his debut. Johnny Fontane is sitting on the other side of Tony. He gets up and raises his glass.

FONTANE

Here's to Tony. To his success tomorrow night. He going to be where I always wished I could be. On the stage of an opera house in Sicily. Tony, knock 'em dead.

Everybody raises their glasses to drink.

MICHAEL

And to Kay, who encouraged him
while I was trying to make a
lawyer.

They all drink to Kay who nods her acknowledgement.

CONNIE

And to Michael, who made all
this possible.

She's a little jealous that Kay gets attention. Kay is after
all the outsider in the family. But now they are all eating
and drinking and the conversation becomes general.

Hagen and Michael speak privately.

HAGEN

Viducci dead. Where does that
leave us?

MICHAEL

Even in the old days, we never
dared to kill a prosecutor.
Maybe Vincent is right.

HAGEN

Vincent has a lot of his father
Sonny in him. A lot of temper.

He is worried. Michael gets up, moves over to Kay.

Michael in a low voice to Kay.

MICHAEL

Tomorrow, I'd like to take you
on a picnic. We'll go see the
countryside. Visit Don
Tommasino and take a look at the
town of Corleone. Maybe you'll
understand the family history a
little better.

KAY

(dryly)

I understand it well enough.

MICHAEL

Your plane to the States leaves
on Monday. There's nothing much
to do here.

He smiles at her to show there are no hard feelings.

125 EXT. OUTSIDE MICHAEL'S PALAZZO - MORNING

A car is parked outside waiting. An open touring car. In the driver's seat is a man dressed in Sicilian peasant style. Cap on head, rough clothes, red bandana around his neck. He waiting patiently.

Servants come out of the house to put picnic baskets and wine in the trunk of the car. Kay comes out dressed in picnic clothes. She looks younger than in previous shots. With her are her children, Tony and Mary. They are all next to the ca

KAY

I'll be back for dinner.
Where's Michael?

At that moment the driver lifts his cap and turns his head to the camera.

MICHAEL

At your service, Signora.

Kay and Mary and Tony laugh as Michael goes into an imitation of a Sicilian servitor, respectful but proud. Deferential yet haughty.

MARY

Have a good time.

Tony, his throat wrapped in a scarf, waves goodbye. Michael and Kay drive away in the snazzy touring car with its top down. Kay looks back and waves.

126 INT. CAR - DAY

They are in the countryside and Kay takes a long look behind them. She is thoughtful. Michael looks at the mountains, the sheep grazing, the colorful flowers, the lemon trees.

MICHAEL

Beautiful.

KAY

Michael, we're really alone.
I don't see any bodyguards.

MICHAEL

(laughing)

I sneaked away. I wanted to have one day, just you and me like it was before the family troubles.

NOTE: All through this day Michael and Kay spend together the audience should be reminded that Michael is in danger. A priest appears, we think it's Mosca but it's just a country priest. We see a band of men with Luparas but they are only hunters etc. The threat is always underneath the romanticism of the scenes.

KAY

Isn't that dangerous?

MICHAEL

Kay, I'm finally out of everything. Too late for you and me but finally I'm out.

127 EXT. ROAD - WEDDING - DAY

They come to a little village and they come upon a peasant wedding in progress. Michael stops the car for the procession and then drives on. A priest on a bicycle appears in the distance pedaling furiously toward them. We cannot see his features under his hat. There is a long sheath on the handlebars which could be a gun.

The priest approaches them on a narrow road. One of his hands picks up the sheath and suddenly we see it is a long bouquet of flowers which he waves at them in greeting as he passes by. He is obviously on his way to the wedding in the village.

128 INT. CAR - DAY

Michael and Kay.

KAY

Did you have a wedding like that when you were married in Sicily?

MICHAEL

Something like that.

They drive on without looking at each other.

129 EXT. LEMON GROVE - DAY

Then Michael parks the car beneath a grove of lemon trees. They get out of the car. Michael takes the picnic basket out of the trunk and leads Kay to a place deeper in the orchard where there is a marble fountain.

130 EXT. FOUNTAIN - DAY

Running water and flowers growing all around. There is also Greek statue, almost in complete ruin but still beautiful.

KAY

Oh, Michael, it's lovely.

Michael unpacks the picnic basket, throws aside his cap.

MICHAEL

That's why I remembered it after all these years.

KAY

Did you come here often?

MICHAEL

Yes, I used to go for long walks with my bodyguards and we rested here.

They arrange themselves on the ground to eat and drink the bottle of wine that Michael has also brought.

KAY

Why did you get married here? Were you madly in love?

MICHAEL

I didn't know if I would ever be able to go home. I didn't know if I would ever see you again. I was sure you would never want to see me. And I was lonely.

KAY

Was she beautiful?

MICHAEL

Yes.

KAY

You told me she died. Was that true?

MICHAEL

Yes.

KAY

Was she ill or was it an accident?

MICHAEL

Somebody planted a bomb in my car. She drove it before I did.

KAY

It's such a beautiful country and so violent.

MICHAEL

Yeah, they have more killings in one little village here than in the whole state of New Hampshire in its history. New Hampshire, I always loved that we knew each other when I was in college.

KAY

I remember when your biggest worry was passing your exams.

MICHAEL

I was really worried.

They are both silent. Then Michael accidentally spills some food on his clothes. Kay laughs. Michael takes off his shirt and goes to the marble fountain. Very carefully he washes his face and arms and scrubs his shirt. Then he comes back to where Kay is sitting and watching.

MICHAEL

Clean enough?

KAY

It will have to do.

MICHAEL

The town of Corleone is only a half hour from here. Would you like to see it?

KAY

Where it all began?

MICHAEL

Yes.

KAY

(smiling)

Okay. Sure.

They gather up the picnic stuff. Make this in some way intimate.

KAY

Back in New Hampshire, on a Sunday we couldn't call it a picnic. We called it eating lunch on the grass. Baptists.

CUT TO:

131 EXT. TOURING CAR - DAY

Kay and Michael going through Sicilian countryside until finally they come to the town of Corleone.

132 EXT. CORLEONE - DAY

Michael parks the car in the town square. He gives money to a group of urchins to guard the car and promises them more when he returns. This could be comical and touching. Michael could have been the grandfather of one of these children. Now Michael leads Kay by the hand and takes her through the crooked narrow streets of Corleone. As he does he recounts the family history. How his father was smuggled out of the town in a donkey basket.

They come to the villa of the old murderous Don and he tells her how his father came back to avenge himself. Then they are out in the countryside where the older brother of Vito Corleone was murdered.

Finally the tour is over and they start back to the square. Kay is very thoughtful. She doesn't say anything. They turn into the square and the children are still guarding the car. But also there is a band of about six men with Luparas standing near them. Michael is instantly wary. He comes up to them. They greet him courteously. He responds.

MICHAEL

(Sicilian)

Are any of you related to the Andolini family?

One of the men steps forward.

FIRST MAN

Who wants to know?

He is distinctly less courteous. Such a question is impolite. In Sicily.

MICHAEL

(hesitates)

My name is Michael Corleone. My father was called Vito Andolini.

Another man steps out of the crowd.

ANDOLINI

My name is Dante Andolini.
I saw you when you were a child,
when your family came to Sicily
for a visit. We are cousins.

Michael embraces him and shakes hands with the other men. He introduces Kay and they acknowledge her with extreme courtesy

ANDOLINI

You must have a drink with us
before you go. And if you
have the time, I invite you
to my house for dinner. We
have been hunting and there
will be fresh rabbit.

MICHAEL

A drink certainly. But I must
be back in Palermo for dinner.

133 EXT. CORLEONE CAFE - DAY

They go to a nearby cafe and they all drink together.

ANDOLINI

To your health and good fortune.
Just think, if your father had
not gone to America, you would
be shooting rabbits with us for
your meat.

They drink and Michael tries to pay the cafe owner but they refuse to let him pay. They escort him and Kay to the car and wave them on their way.

CUT TO:

134 INT. TOURING CAR - DAY

Michael and Kay in the open touring car.

MICHAEL

I'd like to make one more stop
before we go back to Palermo.
Okay?

KAY

Where?

MICHAEL
I want to visit Don Tommasino.

KAY
We have to be back in Palermo
for dinner.

MICHAEL
We will.

They drive on into the hills of Sicily until they come to the guarded villa of Don Tommasino.

135 EXT. DON TOMMASINO'S VILLA - DAY

Guards at the gate of the villa recognize Michael and let him through. Inside the gates on the steps of the villa, they are greeted by another more well dressed GUARD who also recognizes Michael and greets him with a warm hug. Michael introduces Kay

GUARD
Don Michael. What a surprise.
Unfortunately Don Tommasino is
out but he will return in an
hour. Will you wait?

MICHAEL
Kay?

KAY
We can wait a little bit. I
could use a cold drink.

GUARD
Certainly. Don Tommasino will
be heartbroken if he doesn't see
you.

They enter the villa.

136 INT. VILLA/SITTING ROOM - DAY

The guard leads them into a huge sitting room which has a large glass window through which we see the countryside. A woman servant brings in jugs of wine and glasses and a tray of Sicilian food appetizers.

The guard and servant leave. Kay and Michael are alone.

KAY
So this is the house you lived
in. It's quite charming.

MICHAEL

Would you like to see my room?
I spent a lot of time up there
dreaming about when I would get
home.

Kay gets up and Michael leads her upstairs and down a hall to the corner bedroom.

137 INT. VILLA/BEDROOM - DAY

It is quite large and full of light, the soft light of very late afternoon. Michael is overcome by memories of Appolonia.

Kay goes to the window to look out. Michael sits on the bed.

MICHAEL

I used to sit in this room night
after night thinking of you.

KAY

And then you got married.

MICHAEL

(quoting)
Better to marry than to burn.

Michael get up and stares out the window with Kay for a long moment.

MICHAEL

I never forgot you. I still
dreamed about you.

Kay is touched. She puts her arms around Michael and they gently kiss.

MICHAEL

Take a little nap, I'll go
downstairs and wait for Don
Tommasino.

Kay goes over to the bed, takes off her shoes and lies down. Michael lowers the shutters of the window so that the room is darker.

He goes over to the bed and kisses Kay gently on the cheek. She reaches up and holds him and finally they are in each other's arms. They lie down on the bed together and make love. The love scene should be more in remembrance of the tragedies they shared than anything else.

138 EXT. VILLA - DAY

Villa gates as they open and we see the guard who has gone to fetch Don Tommasino. He is returning alone.

139 INT. VILLA/LIVING ROOM - DAY

The guard enters the villa and finds Kay and Michael waiting for him in the living room.

GUARD
I'm sorry. I was unable to find Don Tommasino.

MICHAEL
That seems to upset you.

GUARD
He has vanished. He made none of his usual visits.

MICHAEL
Have him call me in Palermo when he returns.

GUARD
Yes, Don Michael. But I'm worried. Perhaps I should send some men with you back to Palermo.

MICHAEL
That's not necessary. Nobody knows where I am.

The preceding dialogue is in Sicilian so that Kay is again shut out and walled off from the family troubles.

140 EXT. VILLA - DAY

The guard escorts Kay and Michael to their car and the Villa Gates swing open. As Michael's car goes through we SEE two cars down the road. In it are the two Best Bodyguards who wait until Michael's car passes and then swing in behind it.

CUT TO:

141 EXT. MICHAEL'S PALAZZO - DAY

Michael and Kay getting out of the car in front of Michael's palazzo in Palermo. They get out and stand together.

MICHAEL
Maybe there's another chance.
Maybe we could start all over.

KAY
I can't. I can't. I can't
forget.

A pause.

MICHAEL
It's been wonderful to have you
back, even for such a short time.

KAY
Yes.

They walk into the Palazzo together, arm in arm.

142 INT. PALAZZO/LIBRARY - NIGHT

Michael, Hagen and Vincent are meeting.

HAGEN
We got the news just before you
arrived. They found Don
Tommasino in the mountains.

MICHAEL
Dead?

HAGEN
Yes. Shot.

MICHAEL
At the age of ninety? Christ.

VINCENT
When you were having your
meeting with the Archbishop,
Altobello came through the side
gate of the Vatican and had a
meeting with those bankers,
later on.

MICHAEL
The picture is getting very clear.

HAGEN
The Archbishop was just stalling.

VINCENT
I've got everything covered.
But we should hit first.

MICHAEL

No. I'm finally out of that thing. I want to stay out.

VINCENT

Maybe you can't stay out.

MICHAEL

(exasperated. With
a note of comedy)

I kept trying to go up in society. Where everything higher up would be legal. Straight. But the higher I go the crookeder it becomes. Where the hell does it end?

HAGEN

Once we get past this, you'll be in the clear.

VINCENT

And then what?

MICHAEL

Let's just be careful now. Vincent, have the opera house covered with a lot of your men. We don't want to spoil the occasion, so be discreet. And if anything happens use a minimum of force. We don't want headlines linking Anthony's performance with anything bloody.

VINCENT

I'll have everything covered.

143 EXT. PALAZZO GARDEN - DAY

The garden outside the house. Connie and Michael are sitting beside each other. Michael is looking very tired and ill. Connie is alive with energy.

CONNIE

Tom told me about Venice. That you met the new Pope and made your confession to him.

MICHAEL

It seemed a good idea. After all these years.

CONNIE

Why? It's not like you.
Michael, we all depend on you.
We always have. You don't have to
confess your sins to a stranger.

MICHAEL

There was something about him.
And somehow it seemed the proper
time.

CONNIE

Michael, what is it. Are you
that ill?

MICHAEL

No, I'm all right. I feel lousy
but that's the diabetes.

CONNIE

Then is there something else
wrong? Are you afraid of
something?

MICHAEL

Connie, we can't be lucky
forever.

CONNIE

You were lucky, I wasn't.

MICHAEL

Okay, then I can't be lucky
forever. As I said, he was an
impressive man. He helped me.

Suddenly Connie is weeping. She reaches over to embrace
Michael.

CONNIE

I forgive you. It took so many
years but I forgive you now.
And I felt guilty too. That I
married a man who betrayed the
Family. That I was used so that
they could kill Sonny. But we
can't weaken now. We can't let
Vincent, we can't let anything
happen to him. We can't let the
Family be destroyed. You can't
let your guilt weaken us.
Those were terrible times, maybe
it could have been different.
You did terrible things, I know.

(MORE)

CONNIE (contd.)
 But I forgive you my husband, I
 forgive you Fredo. Just be
 strong now.

Michael kisses Connie and then disengages himself from her
 embrace.

MICHAEL
 That's all done. Don't worry,
 I won't weaken.
 (laughs)
 I'll take care of everything.

Connie dries her tears. She is resolute again.

CONNIE
 I'll help you. Vincent will
 help you.

MICHAEL
 (smiling)
 Ah, Vincent. You know the old
 man was wrong about one thing.
 He said every man has one
 destiny. Now that is true about
 Vincent. But you know, a long
 time ago, I believed I had
 another destiny. A truer
 destiny. That Cardinal made me
 believe that again for one
 moment.

CONNIE
 That's all finished. We can
 make believe it all never
 happened. And now we can be
 happy. Our children are safe,
 and tomorrow we'll hear Tony
 sing, and we will all grow old
 together. And we'll just think
 of the times we were happy.
 That's all we have to do.

MICHAEL
 (laughing)
 It's a cinch.

144 EXT. TEATRO MASSIMO - NIGHT

Outside the opera house. Streets are jammed with people and
 cars. Camera SEES that cars filled with armed men are at each
 of the corners of the square.

Vincent goes to each of the cars to give last minute instructions. He is on foot and he keeps watching the people in the square. He is very alert. He goes to the final car which contains four men in police uniforms.

VINCENT

Remember, no shooting. Arrest them only and we'll get rid of them outside Palermo.

CARS ARRIVING

Don Altobello's car pulls up. He gets out, goes up the steps Vincent watches him closely.

VIEW

Michael, Kay, Hagen and his wife, Johnny Fontane, Connie and Mary get out of their long limousine. The driver of the limousine is also very alert. Michael leads his party up the steps of the opera house.

KAY

(to Michael)

I used to worry so that he'd never find anything in life he really wanted to do. I kept making plans for him to become a professor, or a lawyer or some kind of scientist. The one thing I never imagined him to be was an opera singer.

Connie waves at Vincent when she sees him in the street.

CONNIE

Vincent, hurry. The opera will start soon.

VINCENT

I'll be right in.

As he speaks, a flock of about TWENTY YOUNG PRIESTS come up the steps led by a big burly monsignor. We see that this is the hired killer, Mosca, who under the pretense of the young priests is giving the square a quick study. He sees the cars parked so that they block all the entrances of the square. He sees Vincent studying his face, suspicious of him so he hurries in, but he notes the four policemen get out of one of the cars to take up their posts on the steps of the opera house. The other police on duty already seem a little different from these four. Mosca enters the opera house with his flock of priests who are chattering with eager anticipation. They are obviously what they seem to be, not part of any plot.

CUT TO:

145 INT. TEATRO MASSIMO - NIGHT

People are settling into their seats. Michael and his party front. Vincent comes in to sit beside Connie. Two sections away Mosca is shepherding his innocent priests into their seats. But he is observing Michael. Mosca gives him a speculative look, then he sits down.

Vincent is seated so that he is guarding one end of Michael's row of seats. He leans forward to see the man seated at the opposite end of the row. Their eyes meet and Vincent leans back.

The opera, "Cavalleria Rusticana," begins.

Tony is singing Turiddu's opening solo, "Serenade to Lola." We watch the opening of the opera, shots of Michael, Kay and the rest of the family applauding. Shot of Mosca in his priestly garb. Then camera on Vincent as at intermission he slips out.

CUT TO:

146 EXT. TEATRO MASSIMO - NIGHT

There are only four policemen on the steps. Two cars pull up and FOUR MEN get out of each and start up the opera house steps. POLICEMAN stops them.

POLICEMAN

The opera is in progress. You can't go in there.

1ST MAN

We have our tickets. You have no right to stop us.

At this moment Vincent appears at the top of the steps. He gives a signal and four cars blocking the street pull up to the other cars. So now the intruders are faced with a hopeless situation. Four police in front of them and at least twelve men behind them who already have weapons ready.

147 INT. TEATRO MASSIMO - NIGHT

The performance. The villagers in the darkness, holding torches, intone "Hymn to the Savior".

148 EXT. TEATRO MASSIMO - NIGHT

Vincent comes down the stairs and addresses the intruders.

VINCENT

I know why you're here. And you're very lucky men. If it was my decision you'd already be dead. But I have orders to let you go in peace. With this warning. Don't try again. Now get back in your cars and I advise you to drive a long way from Palermo.

The eight intruders get back into their cars and drive away. Vincent goes back into the opera house.

CUT TO:

149 INT. TEATRO MASSIMO - NIGHT

THE PERFORMANCE ENDING with the cry: "Hanno ammazzato compare Turiddu." Big finale. Applause. Tony taking his bows with the other cast members.

Michael and Kay are applauding, their faces happy. Connie and Mary are weeping with joy. Johnny Fontane is yelling bravos. Tom Hagen and his wife are also applauding enthusiastically. Then Connie leans over and whispers to Vincent.

CONNIE

Is everything all right?

VINCENT

Everything is fine. Don't worry.

He applauds but he is watching the crowd of people milling to get out of the opera house. The two Best Bodyguards are also standing up and watching everything very carefully.

CUT TO:

150 INT. TEATRO MASSIMO/ROYAL BOX - NIGHT

CELEBRATION PARTY after the performance. Tony and other cast members are accepting the homages of their friends and relatives.

TONY

Well, Mom, what did you think?

Kay smiles and hugs him.

KAY

I'm very proud of you.

TONY

Dad?

MICHAEL

Yes, Anthony. Yes, I'm proud
of you too.

CUT TO:

151 EXT. STREETS OF PALERMO - DAY

Early Sunday morning. The streets of Palermo. Overview of the city and we HEAR the tolling of Cathedral Bells. Very little traffic.

We SEE a flock of priests on bicycles, about thirty of them riding through the streets with a big heavy priest in the lead. We SEE that this priest is Mosca.

CUT TO:

152 EXT. APARTMENT - DAY

Small apartment in old style palatial apartment building about a block from Michael's Palazzo.

153 INT. APARTMENT - DAY

In a huge ground floor apartment are the twin Bodyguards. One is shaving while the other looks out the window, watching his car parked in the small courtyard. Also watching Michael's Palazzo. He uses binoculars. In the binoculars he sees the flock of priests cycling toward him. They are such a curious sight that he smiles. But the twin instantly becomes alert when Mosca stops and lets the other priests go without him.

154 EXT. APARTMENT - DAY

Mosca gets off his bike. He leans against the courtyard wall. He is near the car in the courtyard. We can see that Mosca is in distress. He is staggering a bit and he takes a bottle of pills out of his pocket. He looks around and then comes into the courtyard. Slowly he comes up the door of the twins apartment.

155 INT. APARTMENT - DAY

The twin shaving puts down his razor. The twin at the window goes to the door of the apartment as the other twin covers him with a gun. The first twin opens the door.

MOSCA

Could I trouble you for a glass
of water. It's my heart, I must
take these pills.

FIRST GUARD

(at the door)

Come in Father. Sit down.

Mosca comes in and sits in one of the chairs. He is obviously in distress. The twin who has been shaving puts his gun away and fills a glass of water. He gives it to Mosca who takes his pill and swallows the water gratefully. He gives the glass back to the man and gets to his feet.

MOSCA

Thank you.

He reaches out his right hand to the First Twin who reaches out to take it. At the same time Mosca uses his left hand to draw a gun. He shoots the twin. The gun has a silencer. Then he whirls quickly just in time. The other twin has reacted quickly, dropped the glass he is holding and his gun is half-way out. Mosca shoots him and he falls. Mosca kicks the glass aside and then very quickly shoots the two fallen men in the head. He looks around the room and smiles. Then he goes out, shutting the door carefully behind him.

156 EXT. APARTMENT - DAY

Mosca goes to his bicycle and rides off in the direction of the cathedral.

CUT TO:

157 EXT. FRONT OF MICHAEL'S PALAZZO - DAY

MUSIC, "Te Deum." The Corleone family is going to church. They get into the waiting open touring cars. Michael, Kay, Connie, Hagen and his wife, in one car. Neri, Vincent, Mary, Tony and Johnny Fontane in the second car.

158 INT. VATICAN/POPE'S BEDROOM - DAY

We SEE a shadow move out of the room. Then a SISTER enters the room. She looks. The new Pope, Cardinal Lamberto, is dead. The sister rushes out crying.

CLOSE SHOT

The dead Pope, mouth open. His spectacles still on.

CUT TO:

159 EXT. STREETS OF PALERMO - DAY

The CAMERA FOLLOWS the two cars through the streets of Palermo. The streets are now filled with churchgoers. There is more traffic. The flock of priests on bicycles pass Michael's car and proceed to the Cathedral.

160 EXT. CATHEDRAL - DAY

The cars arrive at the Cathedral. Everybody gets out. They go up the steps. Vincent lags behind and his eyes search for the Bodyguards. Michael is at the top of the steps. He lets the others go by as he waits for Vincent.

We see Mosca in his priestly garb step from a waiting crowd. He takes out his gun and shoots Michael in the head. We see Michael stagger back and start to fall. Hagen comes to him and when Michael falls tries to lift him from the ground and at the same time shield his body.

NEW VIEW

Mosca has fled into the crowd. Vincent stares unbelievably after him. Then he runs up the steps to Michael and Hagen. He stares down at Michael.

Hagen lifts Michael in his arms and carries him into the cathedral. Kay and the rest of the family follow them inside.

161 INT. CATHEDRAL - DAY

Hagen lays Michael against a brilliant gold mosaic, light coming from the stained glass window. The others surround him.

CLOSE VIEW

Hagen holding Michael in his arms.

HAGEN

No, Mikey. We're out now.
You have to sleep, rest.

Kay leans over. Michael looks at her.

KAY

Michael, will you die?

MICHAEL

(pause)

No.

Michael is dead. Hagen, ever the true brother, weeps over him bitterly.

VIEW ON CONNIE

She looks at Vincent, he looks at her. Slowly she nods her head.

DISSOLVE TO:

162 EXT. PALERMO - DAY

The funeral procession is forming. A long line of horse drawn vehicles, the hearse containing the body, the wagons. We SEE the Corleone family, Connie, Vincent, Kay, Tony and Mary come out of the house. Then Johnny Fontane, Neri, Hagen and his wife. They get into different carriages or autos.

Funeral starts with black horses leading the way. Behind them come the people from the country with their painted carts. We see the funeral procession go to the Cathedral to be blessed by the Archbishop Graziadei himself.

CUT TO:

163 EXT. ROME - VANNI'S HOUSE - DAY

Vanni leaving his palatial home with DRIVER. He waves to his wife, he is in a cheerful mood. He gets into car and they drive off.

164 INT. VANNI'S CAR - DRIVING - DAY

Vanni gets busy with his briefcase checking papers. Finally looks up and is surprised to see an unfamiliar section of Rome that he does not recognize but it is obviously a slum.

VANNI

Driver, this is not the way
to the Vatican.

DRIVER

I thought you might like to
see where the poor live. The
ones your banks have robbed.

Vanni is amazed. Car stops. Immediately two cars pull up alongside. Four men get out. They open the door of Vanni's car and get in with him. We see a struggle as the men hold the banker and efficiently stab him to death. Then the men get out. So does the driver who throws his chauffeur's hat back.

CUT TO:

165 EXT. CATHEDRAL - DAY

Funeral winding its way to the Cathedral. The mourners are going up the steps of the Cathedral.

166 INT. CATHEDRAL - DAY

Mass is being said and ritual performed.

Vincent staring hard at the Archbishop. Connie and he exchange glances. They know the Archbishop is their enemy. Kay is there, dressed in black.

CUT TO:

167 EXT. MOSCA'S FARM AND VILLA - DAY

Mosca is outside as before with his Lupara ready when the long black car comes up. Then gunfire comes from the car and Mosca is riddled with bullets.

CUT TO:

168 EXT. CATHEDRAL - DAY

FUNERAL PROCESSION leaving Cathedral to go to cemetery. We have shots of the family and Kay.

CUT TO:

169 INT. ROME OFFICE - DAY

Elegant office of Ente. We see a typewriter and the paper in it. We SEE someone is typing a suicide note.

INSERT - THE NOTE: "I am truly repentant for my sins against my fellow man and the Vatican Bank. I take my own life out of remorse and to save my honor."

As more words appear the CAMERA CUTS TO:

ENTE HANGING FROM THE CEILING. A gold chain is his rope and a crucifix the hanging knot. The camera surveys the dead body very carefully, noting the perfectly tailored suit. Then the typewriter clicks again. Then we see a hand take the paper and put it in the dead man's hand.

CUT TO:

170 EXT. ROAD - DAY

FUNERAL PROCESSION nearly at the cemetery. Maybe it is winding its way through Sicily to the town of Corleone which I think is only about an hour from Palermo. The whole countryside pays homage with their carts etc.

Now on this cut to the funeral procession we must notice an ominous thing. Vincent has disappeared. He was walking beside Connie, behind Hagen and his wife and Kay. Hagen looks back. Sees Connie walking alone. He pushes his wife forward to walk with Kay and he walks beside Connie.

HAGEN

Where's Vincent?

CONNIE

He'll meet us again at the cemetery.

CUT TO:

171 INT. CATHEDRAL/CORRIDOR - DAY

The Archbishop in his full regalia is walking down a long marble corridor behind the altar of the Cathedral. He is on his way to the living quarters. Along the corridor are niches which hold holy statues. These niches are in darkness. We just barely see the saints in them.

The Archbishop walks past the first niche. He glances around uneasily. He feels something is wrong. He passes the second niche and then turns his head. There is a dead body in the niche where the saint should be. It is Don Altobello.

The Archbishop stands absolutely still. Then he crosses himself and faces the third niche in the wall. Vincent steps out. The Archbishop makes the sign of the cross again.

VIEW

The shadow his hand makes.

Vincent fires three times. The Archbishop falls. Vincent runs down the marble corridor.

CUT TO:

172 EXT. CEMETERY - DAY

THE FUNERAL PROCESSION. Going into the cemetery. The final ceremonies. Which go on. Shots of Hagen, Kay, Tony, and Mary. Neri and DeVito.

Then shots of the casket going into the ground. Then camera on Connie and Vincent suddenly appears beside her. Then the ceremony is over and the orderly lines of mourning break up as people go away.

FINAL SHOT:
THE MOUNTAINS. The town of Palermo with its crooked streets.

CLOSE UP ON KAY
in widow's black veil.

FADE OUT.

THE END