

FADE IN:

HANDHELD VIDEO IMAGE of a gold watch on a wrist and distinctive ring made from a gold coin on a finger.

The image, shot by someone in the driver's seat of a parked car, moves up to the face of the man wearing the watch and ring - Frank Sheeran.

He's about 80. Sitting in the passenger seat. A couple of aluminum canes lean next to him.

VOICE

That's the house? You sure?

Frank nods but that's it. The video camera zooms past him, frames a shot of a wood-shingled house, then pulls back out and refocuses on him.

VOICE

It's a very quiet street.

Nothing from Frank.

VOICE

Let's go have a look.

FRANK

I'm not getting out of the car. I brought you here, that's enough.

VOICE

We got to go into the house, Frank.
We come all this way.

Frank looks directly at the video camera for the first time and it's a look so quietly menacing, even with his eyes behind aviator sunglasses that the camera recoils slightly.

VOICE

All right. Fine. Stay in the car.

The video image jostles as the guy with it gets out on the driver's side, widens to show the quiet street, then focuses on the house again. We notice now there's another car in the driveway and a realty sign.

In the car, looking down again, Frank listens the guy's footsteps on the porch, a knock on the door of the house, the door opening, and the door closing again. Only then does he look up at it.

1 INT. MOTEL - LATER - NIGHT**1**

Handheld video image of Frank again, wider this time, turned half away from the camera in a motel room. He seems very disturbed.

VOICE

Frank.

FRANK

I took you there. What do you want now?

VOICE

It's not what I want. It's what you want.

FRANK

What do I want?

VOICE

You know what you want.

FRANK

I do?

VOICE

You want to say you stand by what you told me.

FRANK

I told you I did.

VOICE

I didn't have the camera.

Frank turns in his chair and looks at the camera.

FRANK

You want me to say --

VOICE

"I stand by what I told you."

FRANK

To the camera.

VOICE

Yeah.

Frank keeps looking at the camera, but doesn't say anything.

VOICE

Frank, you want to do this.

FRANK

How do you know what I want?

VOICE

You're telling me it's not what you want?

Frank just keeps looking at the camera without saying anything. Finally -

FRANK

I'm tired. I want to go to bed.

The camera keeps shooting him looking at it.

FRANK

Shut it off.

The video image stays focused on him a moment more, then snaps to black.

2 INT. MOTEL ROOM - LATER - NIGHT

2

Frank is alone in the motel room now. Sitting at the desk in his pajamas. He has the video camera on it and is looking at a playback of what the guy shot when Frank stayed in the car.

THE VIDEO: A slow pan of a dark living room with no furniture in it. Light spills in as someone opens a blind. The camera finds a guy by the windows as he opens another one.

REALTOR

That's better, huh?

VOICE

That's fine. Thanks.

THE VIDEO POV walks to the entry. Pans to a short hallway leading to a kitchen doorway. Turns completely around and looks at the closed front door. Then for some reason tilts down to take a look at the floor.

FRANK V/O

It's usually a friend -- usually he's given no choice in the matter -
- usually he doesn't even know why he's doing it --

3 EXT. STREET - DAY

3

A friend talks to a friend on a street corner.

FRANK V/O

He walks up to you and gives you a tip on a race or a football game.

4 EXT. ANOTHER STREET - DAY

4

Another friend climbs out of a car to allow a friend the more desirable front passenger seat.

FRANK V/O

Or tells you to sit in front, with the better view, he'll take the back seat.

5 INT. KITCHEN - DAY

5

Another friend sits at a kitchenette table while his balding friend cooks at a stove.

FRANK V/O

Giancana got it frying eggs and sausages in olive oil for an old friend.

CLOSE ON the eggs and sausages crackling in olive oil.

FRANK V/O

The idea is they shouldn't know what hit them. You don't want them to have that moment of panic where they realize what it is --

TWO QUICK SHOTS to the back of the heads of the friend on the street corner, the one in the car, and the one in the kitchen. As GIANCANA slams into the stove, upending the frying pan, and falls to the floor to BLACK.

FRANK V/O

-- because they're your friend.

6 INT. FRANK'S HOUSE - MORNING - 1975

6

A wedding invitation sits on a bureau next to Frank's gold watch.

FRANK V/O

In this particular matter, the whole thing was built around the wedding.

Frank puts the watch on his wrist. The gold ring is on his finger next to his wedding band. He begins packing a garment

bag. He's much younger than when we last saw him. About 55.

FRANK V/O

Bill Bufalino's daughter was getting married in Detroit. Bill was a Teamster lawyer, which meant he was a mob lawyer, which meant everyone from Downtown would be there.

7 EXT. FRANK'S HOUSE - MORNING - 1975

7

Frank arranges luggage in the trunk of his Cadillac, leaving a space for more.

FRANK V/O

Russell didn't want to fly. He wanted take care of some business along the way. Business -- in Russell's case -- means one thing -- collecting money. So we'd drive. Him and his wife Carrie and me and Irene.

8 INT. FRANK'S HOUSE - MORNING - 1975

8

While Frank's wife Irene talks on the kitchen phone to Russell's wife Carrie about what to wear, Frank draws a line on a AAA map.

FRANK V/O

We'd take Highway 76 to 476 to Allentown -- up to Wilkes-Barre -- then west on 80 through the rest of Pennsylvania -- across Ohio to Toledo -- then north on 75 to Detroit.

9 EXT. BUFALINO'S HOUSE - DAY

9

Irene and Carrie smoke cigarettes on the sidewalk while Frank and Russell Bufalino add his and his wife's luggage to the trunk. Russell's about 15 years older than Frank.

FRANK V/O

It would take two days with the business stops and all the cigarette breaks we'd have to make for our wives, since Russell didn't allow smoking in the car since that bet with Jimmy Blue Eyes on Lansky's boat they took out of Cuba when

Castro kicked them out and took
their casinos.

10 EXT. OCEAN - DAY 10

A pack of cigarettes floats on the water. In the distance, a
cabin cruiser motors away.

FRANK V/O
Russell threw his cigarettes
overboard and hasn't smoked since.
So Jimmy Blue lost 25 grand on that.

11 INT. FRANK'S CADILLAC - PHILADELPHIA - DAY - 1975 11

Frank drives along a city street with Russell in front and
the women in back.

FRANK V/O
But Russell and Lansky and Giancana
and Trafficante lost about a million
dollars a day on account of Castro,
so maybe it was the memory of that,
more than the smoke in the car, that
irritated him.

CARRIE
Can we stop soon?

BUFALINO
We're not even on the highway for
Christ's sake.

CARRIE
You won't stop on the highway.

12 EXT. PHILADELPHIA - DAY - 1975 12

The women smoke outside the car again. Russell considers the
AAA map Frank marked up, Frank watches some kids in parochial
uniforms play soccer on a Catholic school yard.

FRANK V/O
We didn't have soccer growing up.
All we had to amuse ourselves was
fight. Which I guess was good for
us, since when our country needed
soldiers, we were ready.

13 EXT. ANZIO - ITALY - DAWN - 1943 13

American soldiers on a beach dig at the sand like sand crabs as mortars explode around them.

FRANK V/O

One thing I can say for sure is a beach is not a place you want to be pinned down. Sunbathing on a towel, okay.

As Frank, 22, shovels at the sand, soldiers on both sides of him fall dead from rifle and mortar fire.

FRANK V/O

An exploding shell spreads its shrapnel in an upward angle. If you can get down low, it flies over you, so this is what I recommend.

Frank jumps into the hole he's made. Another soldier clambers out of a hole to grab his rifle.

FRANK V/O

If you don't get down low, it cuts you in half.

A blast hits the soldier reaching for the rifle and separates him at the waist.

14 EXT. ANZIO - NIGHT

14

It's raining, and the beach looks empty - until we begin to descend beneath the surface level of the sand.

FRANK V/O

A normal foxhole wouldn't protect you at Anzio. You had to dig deeper.

We follow a ladder that leads us deep into a large foxhole buttressed with planks like in a mine. Still, the rain is causing mud cave-ins and suffocations.

15 EXT. ANZIO - DAY

15

Frank pees into a helmet in the foxhole.

FRANK V/O

If you left the hole in daylight, snipers would pick you off. Where did you think you'd go anyway?

He climbs a ladder just high enough to slosh the pee onto the beach.

FRANK V/O
 You ate out of cans. You played
 cards. You prayed. You promised to
 sin no more.

16 EXT. ANZIO - NIGHT

16

An ominous deep-throated, unrecognizable sound.

FRANK V/O
 At night you got shelled by a piece
 of artillery the Germans kept
 camouflaged during the day.

A shadowy hulk of machinery glides in the dark.

FRANK V/O
 They'd move it around on railroad
 tracks after dark, when our planes
 were on the ground.

Frank listens to the cannon's roar from his foxhole.

FRANK V/O
 We called it the Anzio Express. It
 sounded like a freight train in the
 night sky and you knew when it hit
 there'd be nothing left to send back
 home of the guys it landed on.

The shell hits some men in one of the other foxholes, killing
 and burying them all at once.

17 EXT. ANZIO - DAY

17

A long row of dead soldiers in a trench. Some arriving fresh-
 faced recruits are all but ignored by the 'veterans' like
 Frank.

FRANK V/O
 We watched replacements march in and
 be carried out, sometimes on the
 same day.

One of the new replacements lifts his head from the trench
 only to have it shot off.

FRANK V/O
 It was like they found the bullets
 rather than the other way around.

18 EXT. ANZIO - DAY**18**

As Frank and his friends play cards in the trench, the new guys sit apart from them.

FRANK V/O

They had to wonder why no one talked to them. You didn't talk to them because you knew they'd be dead soon and it would be easier if you didn't know their names.

19 EXT. ANZIO - DAY**19**

Frank eats out of a can in the trench.

FRANK V/O

We couldn't advance. All we could do was hold the position. 6,000 of us died doing that.

Suddenly the German position is being hit from behind. Frank ventures up the ladder to cautiously peer over the lip of the foxhole.

FRANK V/O

But then the main force finally broke through on the other side and we were able to climb out of our holes.

20 EXT. ANZIO - DAY**20**

Frank and his foxhole survivors have rounded up the surviving German soldiers.

FRANK V/O

After 411 days of combat -- 122 of them at Anzio -- you could say we'd had enough. Here these Germans are shooting at you, trying to kill you, and now they want to surrender. Some guys took this personally.

Frank and a few other guys are going around executing German prisoners.

FRANK V/O

So maybe you didn't understand what they were trying to say.

Frank shoots a German begging for mercy in English.

FRANK V/O
Or maybe they tried to escape.

Frank shoots a German who is not trying to escape.

FRANK V/O
I don't mean a massacre. I'm talking
about a handful. A couple handfuls.

Frank hands a German prisoner a shovel and motions for him to dig.

FRANK V/O
Our lieutenant said it made more
sense for them to dig than us, but I
didn't think they would.

But they do, a line of German prisoners digging like Frank did on the beach.

FRANK V/O
You wonder why anyone would dig
their own grave. What's someone
going to do if you refuse, shoot
you?

Frank watches as his German keeps digging.

FRANK V/O
I guess you cling to some hope that
maybe the guy with the gun will
change his mind by the time you're
done. Or maybe you're happy for the
few extra minutes of life.

FRANK V/O
Or maybe you think you cooperate,
you'll get a nice clean shot with
less pain. I don't know.

Frank's prisoner finishes digging his grave, and Frank shoots him. As he falls into the hole he dug, the Doris Day song "Que Sera Sera" begins and carries over.

21 EXT. ITALY - DAY

21

As the Americans come through a small Italian town looking like something out of hell, Frank notices some of the people taking down little German flags and putting up little American ones.

The song continues over.

22 INT. BOARDING HOUSE - PHILLY - NIGHT - 1946 22

Frank lies on a bed, staring up at the ceiling of a cheap boarding house room.

FRANK V/O

The Army gave you a hundred dollars a month for three months. This seemed like a lot of money to me, but it isn't. It runs out, and then you're on your own.

23 INT. BLOOD BANK - PHILLY - DAY 23

Frank sells his blood for \$10 a pint. The song continues over.

24 INT. WAGNER'S DANCE HALL - NIGHT - 1947 24

A fight breaks out between two guys. Frank and another bouncer throw them out. Coming back in, he notices a shy girl sitting along the wall. She notices him but looks away.

FRANK V/O

They say good girls like bad boys.

25 INT. MOTHER OF SORROWS CHURCH - DAY 25

Frank and the shy girl are getting married. Her father doesn't look happy.

FRANK V/O

My first wife Mary loved me, but her family hated me. They thought I was what they used to call shanty Irish, and that they were what they used to call lace-curtain Irish.

26 INT. MARY'S PARENTS' HOUSE - PHILLY - DAY - 1948 26

Mary's father looks even less happy here as they eat dinner in silence. An infant girl sits in a highchair.

FRANK V/O

We didn't have any money so we moved in with them. I wouldn't advise this if you can help it.

"Que Sera Sera" ends.

27 EXT. SWIFT'S MEAT COMPANY - PHILLY - DAY - 1949**27**

Frank and some others lug hindquarters across a loading dock and hang them in a refrigerated truck. Frank comes back out, and the yard manager closes the truck's doors, slaps an aluminum seal on the lock, and has the driver sign a paper on his clipboard.

Frank watches. When the yard manager heads back to his office, Frank goes over to the driver.

FRANK

How you get to be a driver?

JOEY

Apply at the Local. If the roster's full, they put you on a list.

FRANK

(in Italian)

Okay to say I'm a friend of yours?

Joey can tell just by looking Frank isn't Italian, but his accent isn't bad. Joey likes that.

JOEY

Where you learn to speak Italian?

FRANK

Italy.

28 INT/EXT. FRANK'S CADILLAC - HIGHWAY - DAY - 1975**28**

Irene Sheeran, in back with Carrie Bufalino, puts some lipstick on. They have finally made it out of Philly and onto Highway 276. As Frank drives, he regards the countryside. It's summer. Lush and beautiful.

IRENE

Can we stop soon?

Russell looks at Frank and sighs.

29 EXT. GAS STATION - DAY - 1975**29**

Irene and Carrie smoke outside the car while Frank fills the tank. Russell buys some gum and candy and comes back out to where Frank is.

BUFALINO

Look where we are.

FRANK

I know.

They regard the unremarkable surroundings like they weren't so unremarkable. A tractor-trailer roars past and --

30 INT/EXT. HIGHWAY 476 - DAY - 1950'S 30

Frank drives a truck along 476, the same highway he'll drive to Detroit on 25 years later with Russell and their wives. The engine starts making noises it shouldn't.

31 EXT. GAS STATION - DAY - 1950'S 31

The same gas station. Frank has the truck's hood open and stares in at the misfiring engine. Russell appears out of nowhere with some tools.

BUFALINO

What's the problem?

FRANK

I don't know. Something.

Russell listens to it.

BUFALINO

It's the carburetor.

He selects a No. 7 wrench from his tools and begins making adjustments.

BUFALINO

A carburetor only does one thing, so there's not much to it.

In a few moments the engine is sounding normal again.

BUFALINO

There you go.

He wipes his hands on a rag, shakes Frank's hand, and heads off with his tools.

FRANK

What do I owe you?

Russell waves back, 'nothing,' and puts the tools in the trunk of his car. Frank watches after him as the car drives off.

FRANK V/O

I thought maybe he owned the place.
 He owned something. You could tell.
 It turns out he owned the whole
 road.

32 EXT. SOUTH PHILLY - NIGHT - 1950'S 32

A place called The Friendly Lounge according to its sign.

33 INT. THE FRIENDLY LOUNGE - NIGHT 33

Frank hangs out with Joey and some other drivers, all
 Italians except him. Across the room at another table sits a
 group of low-level mob guys.

JOEY

You should meet Skinny.

Frank and Joey get up and head for the other table.

FRANK V/O

Skinny Razor owned the Friendly
 Lounge. He also pushed a little
 money. Loans. Book. Lotteries.
 Nothing big.

Joey introduces Frank to Skinny Razor, who shakes Frank's
 hand and makes room for him and Joey at his table.

FRANK V/O

He got the name working at a butcher
 shop in South Philly --

34 INT. BUTCHER SHOP - DAY 34

A place that specializes in chicken so fresh it's still
 alive. A younger, skinnier Skinny waits on a customer.

FRANK V/O

The Italian ladies would come in,
 pick the chicken they wanted by
 looking at them in the cages, and
 Skinny would take out a straight
 razor and cut the chickens' throats.

35 INT. THE FRIENDLY LOUNGE - CONTINUED 35

But now, Skinny is eating steak at his table.

FRANK

You like steak?

SKINNY
I do. More than chicken.

FRANK
I deliver steak.

SKINNY
Do you.

FRANK
I could deliver you steak.

SKINNY
Could you.

36 EXT. MEAT COMPANY - DAY

36

As loading dock workers carry hindquarters like Frank used to and hang them in his refrigerated truck, he signs for the load. It's summer.

FRANK V/O
After your truck is loaded, the yard manager puts an aluminum seal on the lock and off you go.

The yard manager slaps the seal on the lock.

37 EXT. FOOD FAIR MARKET - DAY

37

Frank backs up to the store's loading dock, climbs out and joins another manager with a clipboard.

FRANK V/O
When you get to where you're going, the manager there breaks the seal and the meat is put in the refrigerators.

The manager breaks the seal and workers unload the hindquarters.

FRANK V/O
Once the seal is broken, there's no way to put it back on, so don't even think about that.

38 EXT/INT. MEAT COMPANY - DAY

38

The same loading dock as before, but now there's snow on the ground.

FRANK V/O

But when winter comes, the yard manager isn't so anxious to leave the comfort of his office.

A heater glows in the yard manager's office as Frank signs for 25 hindquarters.

FRANK V/O

So your offer to put the seal on the lock for him sounds pretty good to him.

The yard manager hands Frank the seal. He crosses the freezing cold dock with it. Shuts the doors of the truck and reaches for the lock, but palms the seal instead.

FRANK V/O

Now you can deliver, say, five of your twenty-five hindquarters to someone else.

39 EXT. THE FRIENDLY LOUNGE - DAY

39

As Skinny's guys carry hindquarters into the back of the Friendly Lounge, he pays Frank some cash, and Frank puts the seal on the lock.

FRANK V/O

Of course, you're five hind-quarters short now. But it's just as cold where you're going as where you've been.

40 EXT/INT. FOOD FAIR MARKET - DAY

40

The store manager rubs his gloves together and breaks the seal on the lock.

FRANK V/O

So your offer to help the guys there sounds pretty good to them, too.

Frank helps the dock guys carry the last of the twenty hindquarters to the store's refrigerators. They leave but he stays behind.

FRANK V/O

Now you take five hindquarters from the left rail and hang them on the right rail with the new delivery.

Back on the dock, the store manager signs for the shipment -- 25 hindquarters and Frank hops back into his truck.

FRANK V/O

Of course at Inventory they'll see the shortage, but anyone could have taken them, they got no proof it was you.

41 INT. MEAT COMPANY - DAY

41

The manager warms his hands over his glowing heater.

FRANK V/O

And the yard manager is never going to admit he was too lazy to go out in the cold and do his job in the first place.

42 INT. THE FRIENDLY LOUNGE - NIGHT

42

Skinny Razor and his mob friends enjoy a delicious, and very inexpensive, steak dinner, courtesy of Frank.

FRANK V/O

But I got carried away one day.

43 EXT. FOOD FAIR MARKET - DAY

43

The store manager breaks the seal. The truck doors open revealing no hindquarters inside. Frank looks mystified.

FRANK

What the fuck?

MANAGER

What the fuck is this?

FRANK

I don't know. Maybe the guys forgot to load it.

Everyone on the dock looks at Frank.

MANAGER

You didn't notice you were driving a light truck?

FRANK
I didn't.

44 EXT. LOCAL 107 - PHILADELPHIA - DAY 44

The familiar two-horses-and-a-wheel International Brotherhood of Teamsters logo on the door of the Local.

45 INT. LOCAL 107 - DAY 45

Frank sits with a young Teamster lawyer, Bill Bufalino, whose daughter's wedding Frank will drive across three states to attend 25 years later.

BILL
Ever show up late?

FRANK
No.

BILL
Any moving violations?

FRANK
No.

BILL
You drink on the job?

FRANK
No.

BILL
Ever hit anyone?

FRANK
On the job?

BILL
Yeah.

FRANK
No.

All this seems to be satisfactory to the lawyer.

BILL
Frank, I don't care if you did it or not. It makes no difference to me. I'm here to defend you. But did you?

Frank isn't sure if he's supposed to admit it or not.
Eventually --

FRANK

I work hard for them when I'm not
stealing from them.

Bill smiles. He likes Frank. He won't be the last to
appreciate his honest dishonesty.

BILL

Well, they have to prove it first.
If they can, what they're going to
want is names. Would you give them
names to keep your job?

46 INT. COURTROOM - DAY

46

Skinny Razor is among the spectators in the courtroom. The
same Teamster attorney stands before the judge.

BILL

Your Honor, if this were about right
and wrong, the company would have
sought Mr. Sheeran's dismissal. They
didn't. What they sought -- and
offered him money in exchange for --
were the names of conspirators he
couldn't give them. He couldn't give
them because they don't exist. They
don't exist because he never stole
anything. He never stole anything
because he's an exemplary employee
who has never taken a day of sick
leave. The only rule he ever broke
was his own union's, by helping
others carry sides of beef from his
truck to their refrigerators in the
dead of winter.

47 INT. THE FRIENDLY LOUNGE - NIGHT

47

As Frank walks in, Skinny and the guys give him the hero's
welcome he didn't get when he returned from the war.

FRANK V/O

The judge threw the case out. He
said if he owned stock in that
company, he'd sell it.

Skinny and the mob guys toast Frank.

FRANK V/O

The more important thing was I ratted out nobody. Not even my lazy yard manager. This meant everything to Skinny and his friends.

Skinny introduces Frank to Angelo Bruno, a higher mob guy.

BRUNO

That was a good thing you did, Frank. Everybody's proud of you. Sit down with me.

Frank sits. As Bruno pours him a glass of wine --

FRANK V/O

Angelo Bruno was Skinny's boss and the boss of all Philadelphia, and a silent partner is just about everything Downtown, including the Villa d'Roma --

48 EXT. VILLA D'ROMA - NIGHT

48

A restaurant on Ninth Street downtown.

FRANK V/O

-- which is where I was properly introduced to his boss -- the old guy who helped me with my carburetor that day on Highway 476 -- Russell Bufalino.

INT. FRANK'S CADILLAC - MOVING - DAY - 1975

Russell naps in the passenger seat while Frank drives.

CARRIE

Can we stop, Frank? An hour's up.

EXT. RURAL PENNSYLVANIA - DAY - 1975

Frank pulls the car over. The women get out to smoke. The car doors shutting wakes Russell up.

BUFALINO

Where are we?

FRANK

Outside Wilkes-Barre.

BUFALINO

I got some things to do in Wilkes-Barre. Wake me when we get there.

Russell closes his eyes again to nap.

FRANK V/O

I had no idea how big Russell was when I met him. His territory included Pennsylvania, upstate New York, parts of New York City, northern New Jersey and Ohio, and interests in Florida, Canada, and Havana before Castro threw him out.

Frank regards his wife and Carrie smoking outside the car, framed by the windshield.

FRANK V/O

Not only that, his wife Carolina was related to the Sciandras of the Cosa Nostra, which meant her family went back to the earliest days of the mob, which was like she came over on the Mayflower.

INT. VILLA D'ROMA - NIGHT - 1950'S

Russell, 20-some-years younger, sits at a table with one of Frank's steaks on his plate.

FRANK V/O

Anything that concerned anything, you had to go to Russell. And you had to go to where he was because he never came to you. You either went to Villa D'Roma -- or Vesuvius -- or his curtain shop in Pittston.

INT. CURTAIN SHOP - PITTSTON - PA. - DAY - 1950'S

A succession of guys sits down with Russell in the back of his shop amidst bolts of fabric.

FRANK

You wanted to bribe a judge, you asked Russell. You weren't sure how much to give him, Russell would tell you. You wanted to up one of your guys, he'd tell you if you should. You wanted to get rid someone - you needed Russell's permission.

INT. VILLA D'ROMA - NIGHT - 1950'S - CONTINUED

Russell takes a bite of steak.

BUFALINO

I knew you were okay that day on the highway. I could tell.

The angle shifts to show Frank sitting at his table.

BUFALINO

You did the right thing, my Irish friend. Those guys have wives and kids and you saved them from jail.

Russell pulls back the folds of a napkin in a bread basket with the care of a man inspecting a bird's nest.

BUFALINO

Taste this bread. The only place you can get it this good is Philly. Whenever I'm here, I take some home with me. It's got prosciutto baked into it.

Frank tastes a small bite. Russell waits for his reaction.

FRANK

E buono, grazie.

BUFALINO

E buono, dice. Dove fa un Paddy impari l'italiano?

FRANK

L'Italia. Nella guerra.

Russell is pleased and impressed with Frank's Italian and the fact he was in the war. Regarding the prosciutto bread --

BUFALINO

Allora. Guardilo. Here's the secret. This is what you do.

He takes a piece and dips it in his wine.

FRANK V/O

When you go to confession -- which I used to do more than I do now -- you know which priest's line to get on. You want the fairest one who won't give you a hard time. Russell was that priest.

Frank follows Russell's example and dips his bread in the wine.

BUFALINO

But Frank. Always remember. Never eat alone. You might choke.

Frank isn't sure he understands.

BUFALINO

Whatever it is, you let everyone in the chain make a decent profit. You buy a thing for a thousand, you don't sell it for two thousand -- you sell it for fifteen hundred and let the next guy sell it for two.

FRANK

I understand.

BUFALINO

I know you do. Let's eat.

They eat the wine-soaked bread.

49 INT. CAR - MOVING - DAY - 1999 49

Frank rides in the passenger seat of the same car from the opening scene, traveling north to south on the highway. As it passes a motel --

50 EXT. MOTEL - WILKES-BARRE - DAY - 1975 50

Traveling south to north, Frank pulls the Cadillac off the highway where the same motel sits.

51 INT. MOTEL LOBBY - WILKES-BARRE - DAY 51

Frank and Russell check in while their wives smoke outside.

FRANK V/O

I quit my job -- but kept my union card -- and started doing a little business for Skinny and his friends, who all worked for Angelo, which meant they all worked for Russell.

52 EXT. HOUSE - PHILLY - DAY - 1950'S 52

Frank sits in an idling car, the tailpipe breathing steam into the chilly air.

FRANK V/O

Business -- as I said before --
 whether you were Skinny, Angelo,
 Russell, or anyone else Downtown --
 always meant collecting money.

Skinny hurries down the steps of his house in a robe and
 slippers, small paper bag in his hand.

FRANK V/O
 That's what they did. They collected
 money.

Skinny hands the bag to Frank in the car.

SKINNY
 Don't use it. Just show it to him.

Frank sets the bag on the seat. Skinny scampers back up the
 steps of his house. Frank drives off.

53 INT. FRANK'S CAR - LATER - DAY

53

Frank sits in his car, watching a street corner. Sees a guy
 come around it, takes a gun out of the bag, gets out of the
 car and intercepts the guy on the sidewalk.

FRANK V/O
 In those days, you took a gun with
 you to show a guy. These days, they
 shoot you with it.

The guy is terrified by the mere sight of the gun and goes
 with Frank back to the car without argument.

54 INT. FRANK'S CAR - MOVING - DAY

54

Frank notices that the guy has peed in his pants. He rolls
 down a window.

FRANK V/O
 In those days, you wanted your money
 tomorrow. These days, they want it
 yesterday.

55 INT. THE FRIENDLY LOUNGE - LATER - DAY

55

Skinny regards the guy standing before him in wet pants.

SKINNY
 Tomorrow.

DEADBEAT
 Tomorrow. I swear.

SKINNY
 Here.

DEADBEAT
 Here. Tomorrow.

Skinny nods, Okay, go. But the guy doesn't go.

SKINNY
 What.

DEADBEAT
 How am I going to get home?

SKINNY
 Take a fuckin bus, get out of here.

The deadbeat leaves.

FRANK
 He peed in my car.

SKINNY
 I always make sure they pee before
 they get in the car. I should've
 told you that.

56 INT. VILLA D'ROMA - NIGHT

56

Frank, his wife Mary and their two daughters eat dinner with Russell and Carrie Bufalino.

FRANK V/O
 The more I got to know, the more I
 knew Russell didn't come to Philly
 only for the prosciutto bread.

Russell tries to show Frank's daughter Peggy how you eat prosciutto bread dipped in wine.

FRANK V/O
 He and Angelo were involved in every
 type of crime known to man:
 Loansharking, gambling, hijacking,
 prostitution, drugs and murder.

And Peggy somehow senses this. Russell makes her uncomfortable. She shakes her head no; she doesn't want any bread dipped in wine.

FRANK V/O

Everyone including the FBI knew this, but there wasn't much they could do about it, unless someone talked. And if someone talked -- they didn't talk much.

FLASHCUT to a parked car's interior lighting up with gunfire.

57 INT. FRANK'S HOUSE - EVENING

57

Frank comes in to find Mary cooking and his daughter Peggy sulking.

FRANK

What's the matter with her?

MARY

The grocer slapped her for eating a grape.

It's no big deal to Mary, but is, apparently, to Frank.

FRANK

Which. On the corner?

MARY

It's nothing. She shouldn't have done it.

FRANK

(to Peggy)
Come with me.

58 EXT. GROCERY STORE - EVENING

58

Frank leads Peggy to the corner store.

FRANK

Stay here.

He leaves her on the sidewalk, disappears inside, comes back out pushing a guy in an apron.

FRANK

This him?

Peggy nods. The grocer tries to look tough.

GROCER

I know judo.

Frank throws the guy to the ground, puts his hand on the curb and stomps on it, crushing it.

FRANK

Let's go. It's dinner time.

Peggy is too stunned to move. Stares at the man writhing on the ground.

59 INT. FRANK'S HOUSE - LATER - NIGHT

59

The family eats in silence. Peggy steals glances at her father, afraid of him now.

FRANK V/O

No one in Philadelphia ever touched any of my daughters again. Grocers, teachers, boyfriends, anybody. At least they never told me about it.

60 INT. MOTHER OF SORROWS CHURCH - DAY

60

Frank's third daughter is being baptized. The others are there, along with lower-level guys like Skinny.

FRANK V/O

I still wasn't making a lot of money, but I was doing all right. Then one day Whispers DiTullio came over to my table at the Bocce Club and asked me if I could use ten grand.

61 INT. BOCCE CLUB - NIGHT

61

A short, furtive man in his 30's sits with Frank, and, true to his name, whispers too quietly for us to hear.

FRANK V/O

This is not the same Whispers they blew up in that car around the same time --

FLASHCUT to a car blowing up. Then back to the Bocce --

FRANK V/O

This is the other Whispers. The one you always saw hanging around wanting to be bigger than he was.

We have to come in closer in order to hear what Whispers is whispering:

WHISPERS

I pushed a lot of money to this place. More than I should. More than I pushed anybody. Now I'm lucky I get the vig.

FRANK V/O

He was talking about a linen supply place.

62 INT. LINEN SUPPLY HOUSE - DAY

62

A big industrial laundry service, but with a lot of idle machines.

FRANK V/O

They supplied fresh linen to restaurants and hotels. Pick it up, wash it, iron it, deliver it. Normally, this was a license to print money --

63 INT. BOCCE CLUB - CONTINUED

63

WHISPERS

Except this other laundry place, down in Delaware, is siphoning off a lot of their business.

64 INT. CADILLAC LINEN SERVICE - DAY

64

This place looks a lot like the other place, only busy.

WHISPERS V/O

I'm a little concerned my place, because of this place, is gonna go out of business and never be able to pay me.

FRANK V/O

Whenever anybody says they're a little concerned, they are very concerned. When they say they're more than a little concerned, they're desperate.

65 INT. BOCCE CLUB - CONTINUED

65

WHISPERS
I'm more than a little concerned.

66 EXT. CADILLAC LINEN SERVICE - DAY

66

As workers haul laundry out to Cadillac Linen Service trucks
--

FRANK V/O
I knew he didn't want me to go down
there and show a gun. You don't pay
ten grand for that.

67 INT. BOCCE CLUB - CONTINUED

67

Whispers passes an envelope across the table.

WHISPERS
I want you to bomb or torch or burn
this place to the ground, put these
fuckin guys out of business.

FRANK
Who.

WHISPERS
The Cadillac Linen Service. The
competition. Are you listening?

FRANK
You need to speak up a little.

WHISPERS
I want them gone. Closed down.
Burned to the ground. They can go
collect their insurance, which being
Jews, you know they will, and leave
the other place the fuck alone.

Frank takes a quick look inside the envelope.

FRANK
This isn't ten grand.

WHISPERS
It's two grand. You get the rest if
there's nothing left of this place.
Nothing. I don't want them starting
back up in a couple weeks. Then
nothing's changed and I'm out ten
grand besides.

FRANK

Am I sure you're good for it?

WHISPERS

I'm good for it. If I'm not you'll do something terrible to me and I don't want that. I just want these Jew fucking washerwomen burnt to the ground.

Frank studies him. Then puts the money in his pocket.

WHISPERS

One thing. We don't mention this to anybody. Including Skinny. We see each other Downtown, we just say hello, that's it, like usual.

68 INT. FRANK'S HOUSE - NIGHT

68

Frank takes five hundred from the stack of bills and gives the rest to Mary, at the kitchen table with their three girls.

FRANK

I hit on a four-dollar bet.

She knows it isn't true, but doesn't care. Peggy knows it isn't true and does care.

69 EXT. CADILLAC LINEN SERVICE - DELAWARE - DAY

69

Frank drives slowly past the front of the Cadillac Linen Service building. Then around the side. Then around the back. He notes a burglar alarm box.

70 EXT. CADILLAC LINEN SERVICE - DELAWARE - NIGHT

70

He sits in his parked car, having a look at the building at night. Gets out and crosses past the trucks, peers in one of the industrial windows at the washing and pressing machines inside.

71 EXT. GAS STATION - DAY

71

He fills a 5-gallon can with gasoline. Puts it in the trunk of his car where there are three more gas cans and a box of dynamite.

72 INT. FRANK'S HOUSE - NIGHT 72

He puts a dark jacket over his dark clothes and heads for the door.

73 EXT. FRANK'S HOUSE - CONTINUOUS - NIGHT 73

As he comes out and walks toward his car, he sees Skinny standing next to his own, and stops.

SKINNY
Angelo wants to see you.

74 INT. VILLA D'ROMA - LATER - NIGHT 74

Skinny leads Frank into the restaurant.

FRANK V/O
The place was empty except for Angelo, Russell and Phil the bartender. Everything was amplified like on a landing craft headed for a beachhead.

The squeak of the bartender's bar towel as he wipes a glass. The click as he sets it on a rack. His footsteps as he walks to the door. The snap as he locks it. Even the drip of wine falling back into Russell's glass as he dips his bread in it.

BRUNO
Sit down, Frank.

Frank sits. Listens to a silence before --

BRUNO
What're you doing in Delaware?

Frank glances from Angelo Bruno, who's studying him to Russell Bufalino who isn't, and wisely decides to tell the truth.

FRANK
Blowing up a laundry service.

BRUNO
For who?
(nothing from Frank)
This is not one of those times to not say.

FRANK
For Whispers. The other Whispers.

BRUNO
You know who owns the Cadillac Linen Service?

FRANK
Some Jews in the laundry business.

BRUNO
They own part of it. Someone else owns the other part. You know who?

FRANK
No.

BRUNO
I do.

FRANK
Who.

BRUNO
No. I do. I own the other part. Not I know who owns the other part.

FRANK
I didn't know that. That's something I didn't know.

BRUNO
Whispers didn't tell you it was Jew mob?

FRANK
He said Jew washerwomen.

BRUNO
Jew washerwomen. What else he say? I'll bet he said keep it to yourself.

Frank nods. Listens to the amplified sounds. Then --

FRANK
I should've checked. I'm sorry for not checking. I'll give him his money back.

BRUNO
He won't need it. You can keep it.

FRANK
You sure?

BRUNO

He won't need it.

FRANK

Thank you.

BRUNO

Thank Russell. I wouldn't have wasted my time. I'd have let the Jews have you.

FRANK

(to Russell)

Thank you.

Russell nods, you're welcome, and finally speaks.

BUFALINO

This Whispers - like the other Whispers - has aspirations. He put you in a spot. If you had done this, the only one the Jews would know was you. They saw you driving around. They would have got you, and this Whispers would have kept whatever he owed you.

FRANK

I don't know for sure he'd do that.

BUFALINO

If he didn't, he thought about it. That's enough. When in doubt have no doubt.

The three of them at the table freezes into a tableaux, a poorly-attended Last Supper.

FRANK V/O

When someone has to go, no one ever says, "he has to go." They tell you to do it by not telling you not to. Or at most they say "it's what it is."

The tableaux unfreezes. Bufalino shrugs.

BUFALINO

It's what it is.

75 EXT. STREET - NIGHT

75

Whispers waits on the street. Sees Frank come around a the corner and walk toward him, a friend walking toward friend.

FRANK V/O

They found him dead on the sidewalk,
shot at close range with a .32 by an
unknown assailant.

Frank shoots him in the head and keeps walking.

FRANK V/O

All I know about it is I could never
find my .32 after that. It must have
ended up someplace.

76 INT. FRANK'S HOUSE - MORNING

76

Frank sits at the kitchen table reading a newspaper article.
There's an accompanying Weegee-like photo of Whispers' body
on the sidewalk.

FRANK V/O

The next morning I sat there staring
at the paper for an hour. I kept
thinking -- that could have been me.
And it would have been if it wasn't
for Russell -- no questions asked. I
owed him my life.

77 INT/EXT. CADILLAC - WILKES BARRE - DAY - 1975

77

Frank and Russell drive along a street in Wilkes-Barre.

BUFALINO

Here it is.

Frank pulls to curb in front of a closed jewelry store.

FRANK

You want me to come in with you?

BUFALINO

No, I'm just picking something up.

As Russell goes into the store to collect some money, Frank
waits in the car.

FRANK V/O

After that, everyone started
treating me different.

78 INT. THE FRIENDLY LOUNGE - DAY - 1950'S

78

Frank and Skinny sit at the bar together.

FRANK V/O
Skinny wouldn't let me pay for
drinks anymore.

79 INT. THE FRIENDLY LOUNGE - NIGHT - 1950'S 79

Frank and Angelo Bruno sit at a table together.

FRANK V/O
Angelo wouldn't let me pay for
dinner.

80 INT. VILLA D'ROMA - DAY - 1950'S 80

Frank and Russell sit at a table together.

FRANK V/O
Russell wouldn't let me pay for
drinks after dinner.

The angle shifts to show two Jewish mobsters at the table.

FRANK V/O
Even the laundry service Jews who'd
wanted me dead were nice to me.

A waitress sets down another round of drinks.

FRANK V/O
Even the waitresses. Flirting. You
know.

The waitress gives Frank a smile.

FRANK V/O
All that separated who I was in
their eyes yesterday and who I was
today, was one thing -- that
particular matter with Whispers on
the sidewalk. This did not escape my
notice.

81 EXT. PHILADELPHIA - NIGHT 81

Frank walks down a rain-slicked Downtown street with the
Villa d'Roma waitress.

FRANK V/O
I'd been drifting Downtown the last
couple years. Now I was way down
there. I was part of the culture. I

was a fixture like the lights and
the signs.

They step on reflections of lights and neon signs on the wet
pavement.

FRANK V/O

No time is a good time to leave your
wife, but that's when I left mine.

They disappear behind an apartment door on the corner.

82 INT. THE FRIENDLY LOUNGE - NIGHT

82

Frank sits at a table with a glass of wine, going over a
scribbled list of names and numbers on a small note pad,
crossing out some, underlining others.

FRANK V/O

I started pushing money of my own,
not just collecting for Skinny. You
could call this a step up, but with
any step up in business comes
headaches, too. The ladder of
success is not lined in silk,
necessarily.

He checks his watch. Looks at the door. Circles one of the
names on his list.

FRANK V/O

I had this one guy I made a loan I
couldn't find anywhere. Skinny tells
me he seen him at Harry the
Hunchback's bar, the Yesteryear,
where I catch up with him.

83 INT. THE YESTERYEAR - NIGHT

83

The guy whose name Frank circled is crying as he sits with
Frank, but not because he's scared.

FRANK V/O

It turns out his mother died and the
funeral set him back the money he
owes me. I felt bad for him.

84 INT. THE FRIENDLY LOUNGE - NIGHT

84

Frank comes in, and Skinny looks up.

SKINNY
You get your money?

FRANK
Not yet.

SKINNY
Let me guess. His mother died.

FRANK
You heard.

SKINNY
I heard ten years ago.

85 EXT. THE YESTERYEAR BAR - NIGHT 85

Frank parks and heads for the entrance -

86 INT. THE YESTERYEAR - CONTINUOUS 86

Frank strides over to the deadbeat's booth and drags him out of it. Beats him to a pulp until he's lying in his own blood on the floor. Harry the Hunchback comes out from behind the bar and stares at Frank.

HARRY
What're you doing?

FRANK
I got a problem with this guy.

HARRY
You got a problem, take him outside.
What am I supposed to do about all
this blood?

FRANK
He owes me money.

HARRY
He owes you money. He owes you
money? He owes me money. He's
borrowing money from you and not
paying me?

Frank shrugs. Harry the Hunchback goes over to the guy on the floor and starts kicking him.

87 EXT. WAREHOUSE DISTRICT - NIGHT 87

Two parked cars. Boxes of jewelry being transferred from the trunk of one car to the other.

FRANK V/O

Another time, this guy gets a load of hijacked jewelry and never comes up with the money. When you do something like that, you know better.

88 INT. THE FRIENDLY LOUNGE - NIGHT

88

Frank sits at a table with a woman we recognize as a younger Irene. Angelo Bruno and his wife are with them. As the women talk to each other --

BRUNO

Russell needs a favor.

And, as Bruno talks to Frank in confidence --

FRANK V/O

Angelo wanted me to deliver a message. This is after he already delivered one telling the guy what it is, so I know we're past just showing a gun.

89 EXT. STREET - NIGHT

89

A car pulls up behind Frank's parked car.

FRANK V/O

Now if you're going to actually use a gun, it should be a new one that's never been fired. You don't want to get blamed for something somebody else did before you even had it. So I recommend one out of the box.

A guy climbs out and hands him a small paper bag through the window. Frank sets it on the seat beside him and pulls away.

FRANK V/O

What kind? That depends. The cops call a .32 a woman's gun because it's easier to handle and has less kick than a .38. It also makes less noise than a .38, and a whole lot less noise than a .45.

Close on the paper bag as Frank keeps the car under the speed limit.

FRANK V/O

But sometimes you want a lot of noise. Like in the middle of the day to scatter bystanders. Sometimes you don't want a lot of noise. Like in the middle of the night.

90 INT. THE "JEWELER'S" HOUSE - NIGHT

90

The "jeweler" wakes up to a noise, a kind of low rumbling and climbs out of bed to investigate, taking a gun from his night stand with him.

FRANK V/O

The point of this is, if a guy with welsh out on a load of hijacked jewelry, there's no telling what he's capable of doing, or what he's capable of saying. He's a rat in the making.

The "jeweler" follows the sound to a door off the kitchen. Opens it and descends wooden steps to the basement where a washing machine is running.

FRANK V/O

In orderly society, there are certain rules that you follow and that's what it is.

The "jeweler" regards the washing machine, which is the last thing he ever regards as a .32 behind his head pops.

91 INT. MOTEL LOBBY - MORNING - 1975

91

Frank and Russell are checking out of the Wilkes-Barre motel.

BUFALINO

I got it.

FRANK

No, I got it.

BUFALINO

Frank. Please. I got it.

FRANK V/O

Russell and Carrie never had children.

92 INT. BOWLING ALLEY - DAY - 1950'S**92**

Russell and his wife Carrie, along with Frank and his second wife, Irene, and his still-growing family, four daughters now, bowl.

FRANK V/O

He adopted me, so to speak.

Russell helps one of Frank's girls with a heavy ball. Peggy, still unsure of him, keeps her distance.

BUFALINO V/O

Peggy's afraid of me.

93 INT. BOWLING ALLEY - LATER**93**

Frank and Russell drink beers and watch the women and children bowl.

FRANK

She's afraid of me.

BUFALINO

She is?

FRANK

She's a sensitive girl.

Russell nods. Smiles at Peggy, but she looks away.

BUFALINO

You happy with what you're doing, Frank?

FRANK

It's all right. I'd like it more if it was more steady.

BUFALINO

Did you like driving a truck?

FRANK

Not so much, but I liked being outdoors. And I liked being part of something.

BUFALINO

The union.

FRANK

Yeah.

BUFALINO

What about union organizing?

FRANK

I looked into that. There's a long line.

BUFALINO

I imagine so. But things can change. Like the weather. You know what they say about the weather.

He tells him in Sicilian.

FRANK

What's that mean?

BUFALINO

The weather's in God's hands.

94 EXT. VILLA D'ROMA - NIGHT

94

A thunderstorm throws rain down on Frank he hurries from his car to the Villa d'Roma.

95 INT. VILLA D'ROMA - NIGHT

95

Summoned by Russell, Frank finds him at his usual table with a telephone receiver to his ear.

FRANK

I'm sorry, I'll wait over --

BUFALINO

Sit. Sit.

Frank sits. Into the phone -

BUFALINO

That friend I told you about is here. Can I put him on?

He holds out the phone to Frank.

FRANK

Who is it?

BUFALINO

Friend of mine.

Frank takes the phone.

FRANK
Hello?

HOFFA
Frank?

FRANK
Yes.

HOFFA
It's Jimmy Hoffa.

The image of Frank and Russell at the table freezes --

FRANK V/O
Nowadays, young people don't know who Jimmy Hoffa was. Maybe they know he disappeared, that's it. But back then, there wasn't an American alive who didn't know who he was.

ELVIS PRESLEY on The Milton Berle Show. Hound Dog.

FRANK V/O
From 1955 to 1965, he was as famous as Elvis.

THE BEATLES on The Ed Sullivan Show, but we keep hearing Elvis.

FRANK V/O
From 1965 to 1975, he was as famous as the Beatles.

The Elvis song continues over HOFFA orating before a crowd of workers.

HOFFA
If you got it, a truck brought it to you. Food, clothing, medicine, fuel for homes and industry. The day our trucks stop America stops.

BACK TO THE VILLA D'ROMA

as the image of Frank on the phone and Russell at the table unfreezes --

HOFFA
I hear you're a brother.

FRANK
Yes, sir. Local 107. Since 1947.

HOFFA

Our friend speaks very highly of you. And he's not an easy man to please. Especially when you're Irish like us.

FRANK V/O

Jimmy was to labor what Russell Bufalino was to me. A man among men

--

BACK TO THE TEAMSTER RALLY

Hoffa moves among his Teamster brothers, campaigning for the union presidency.

FRANK V/O

Both believed the end justified the means. Who doesn't. Maybe Bobby Kennedy and two or three other people. At least that's what they say.

BACK TO THE VILLA D'ROMA

Frank still on the phone with Hoffa.

HOFFA

Management is working with the government to sow dissent in our ranks when what we need is unity. We need solidarity more than ever before in our history. Do you want to be a part of history, Frank?

FRANK

Yes, I do.

HOFFA

Can you be in Chicago tomorrow?

96 EXT. CHICAGO - DAY

96

Cars pull into a parking lot behind a building.

HOFFA V/O

Go to Chicago. Speak to Joey Glimco at Local 777. You'll be working in Public Relations.

Frank and Joey Glimco climb out of one of the cars.

FRANK V/O

Joey Glimco -- who was not known for his physical stature -- he was almost as short as Jimmy -- ran Local 777 in Chicago.

Frank and Joey Glimco and several other men enter the back door of the building --

FRANK V/O

You'd never know how much he liked to eat, because of his size, but he liked to eat.

97 INT. BATHHOUSE - CONTINUOUS

97

The men come through the tiled bathhouse and head for the locker room.

FRANK V/O

But you could never be sure who might be listening at meetings at restaurants, or even at the Local itself, so when there was a meeting Joey would organize it at a place that was safe.

The men come past long folding tables where food is being laid out.

FRANK V/O

They'd close the place to the public and bring in the food and wine and put it on long tables.

The men are now in white robes, eating.

FRANK V/O

We'd sit in Turkish bathrobes, eat and drink and discuss union business. We'd get a massage, then eat again. We'd take a steam bath and sweat out all the food and alcohol, take a shower and start eating again.

The men look like ghosts in the steam-filled room.

FRANK V/O

The problem that summer wasn't management. It was Paul Hall's V/O Union, which was with the AFL-CIO, which was trying to organize the same non-union cab drivers we were

trying to organize. This is what we had to deal with. This is what we discussed. How to encourage these drivers to join us rather than Paul's union.

98 EXT. CHICAGO - NIGHT

98

Frank stares up at the underside of a dashboard of a car he's hot-wiring.

FRANK V/O

If a rebel cabbie left his cab at a stand and went in for a cup of coffee, he came out to find his cab gone.

99 EXT. LAKE MICHIGAN - NIGHT

99

Several pairs of headlights move along a road leading to Lake Michigan. All of them belong to cabs. Frank is driving one of them.

FRANK V/O

After that, he'd never see it again.

Frank and the other "cab drivers," Local 777 guys, push the cabs into the lake while cops stand around watching.

FRANK V/O

Jimmy had Mayor Daley's cooperation on this. The cops wouldn't help us push, but they made sure no one stopped us.

One of the men is going from cop to cop handing over envelopes as the others push the cabs into the water.

FRANK V/O

We dumped a lot of cabs in Lake Michigan, which proved to be a lot of work - especially for Joey - who, as I said, was not a big man.

The work of dumping the cars in the lake exhausts Joey.

FRANK V/O

I told him maybe it would be easier if we used candy instead.

100 EXT. CHICAGO - NIGHT

100

The trunk of a car opens revealing boxes of dynamite. Joey and Frank carry the boxes to a back door of a cab garage, held open by another man.

101 INT. CAB GARAGE - NIGHT 101

The place is silent. Full of taxi cabs. Suddenly they start exploding --

FRANK V/O
Then we'd report to Jimmy.

102 INT. GROCERY STORE - CHICAGO - NIGHT 102

Joey Glimco taps watermelons to find a good one.

JOEY
One thing about Jimmy, never make him wait. You have a meeting with him, get there on time. Get there early. Seriously.

FRANK
Then pick one and let's go.

103 INT. HOTEL SUITE - CHICAGO - LATER - NIGHT 103

Joey carefully cuts a hole in a watermelon. Frank checks his watch.

FRANK V/O
The other thing about Jimmy -- he didn't drink. I know -- an Irishman who doesn't drink - but he didn't drink -- and didn't like people drinking around him. It was also common knowledge he didn't like watermelon.

Joey pours a quart of rum into the hole in the water-melon, then hides the bottle.

104 INT. HOTEL SUITE - LATER - NIGHT 104

They sip from bottles of ginger ale -- Joey, Frank and Jimmy Hoffa -- but only two of them are eating watermelon.

JOEY
I never seen a man walk through a crowd like Frank does and never

touch a single person. Everybody parts out of his way. It's like Moses.

Jimmy nods to himself as he studies Frank. It's like they're alone in the room.

HOFFA

Maybe you should stay in Chicago a while.

FRANK

Whatever you want.

Jimmy seems pleased. Joey sucks on a slice of laced watermelon. To both of them --

HOFFA

You two sure like watermelon.

105 EXT. CHICAGO - DAY

105

Frank and Jimmy sit alone in the back of a parked car. The driver smokes outside it.

HOFFA

Everybody has to be united in the same direction or there's no progress for the worker, Frank. Dissenters are like Nazi collaborators. You were in the war. You know what I mean. You know what happens when you got to get from Point A to Point B. Sometimes a little beer spills on the way. With that in mind, I'm wondering if you'd help me straighten out a couple matters. All you got to do is show up. Everything else is taken care of. You can do it in a day. Will you do this for me?

He waits for Frank's answer to this thoroughly vague assignment.

FRANK

Sure.

106 EXT. FRANK'S HOUSE - PHILLY - DAY

106

A car pulls up in front of Frank's house. The driver takes his overnight bag from the trunk and carries it for him to

his front door.

FRANK V/O

All in one day I flew to Puerto Rico, took care of a matter there for him, flew to Detroit and took care of a matter there, another in Chicago, and came home.

107 EXT. MINIATURE GOLF COURSE - NIGHT

107

Frank's wife Irene and daughters, and Jimmy and his wife, Josephine, play miniature golf. Jimmy dotes on Peggy, helps her with the club.

FRANK V/O

Jimmy fell for my daughter Peggy right away. And she fell for him. Maybe because she thought he wasn't like Russell and me and my other associates - he was legitimate or so she thought - and no one would get their fingers broken.

JO HOFFA

Smile.

Jo Hoffa snaps a picture of Jimmy and Peggy together.

108 INT. CLASSROOM - DAY

108

Peggy stands in front of a blackboard reading an essay from a piece of paper.

PEGGY

If you have it, a truck brought it to you. This is what Mr. Hoffa says, and it's true. He's the president of the Teamsters union. He started its Pension Fund. Before that, the workers had nothing but Social Security when they retired, which you can't live on. The Pension Fund changed that.

It must be Career Day. Frank's in a chair next to her as she goes on with her essay.

FRANK V/O

The Pension Fund changed everything. It was what everything was about. And Jimmy had complete

authority over it. He decided who could borrow from it and who couldn't.

109 INT. FRANK'S HOUSE - DAY

109

Irene brings out a candle-lit birthday cake for Peggy. Frank, Jimmy and Jo are the only other adults there.

FRANK V/O

It's basically the same as what I did with Skinny: loan money for a fee to guys like that deadbeat at Harry the Hunchback's bar whose mother didn't die. Only Jimmy loaned money to the biggest guys in the mob.

A SERIES OF SHOTS

of six particular bosses in their legitimate places of business, restaurants, dry cleaners, bars, social clubs and cooking dinners in their homes.

FRANK V/O

He loaned money to Santo Trafficante. To Meyer Lansky. To Carlos Marchello down in New Orleans. To Tony Salerno and Tony Provenzano in New Jersey. To my boss and friend, Russell in Philadelphia.

110 INT. CURTAIN SHOP - PITTSTON - PA. - DAY

110

Russell in his legitimate place of business again, his curtain shop, discussing fabric with someone.

FRANK V/O

And even when Russell wasn't borrowing, he was at the table getting a taste of what was on it.

111 EXT. ATLANTIC CITY - DAY

111

A guy looks at a vacant building site.

FRANK V/O

Let's say a guy wants to build a hotel. He goes to the Teamsters for a loan --

112 INT. OFFICE - DAY**112**

The guy meets with another guy in a Teamster office. The one behind the desk wears a pin with the Teamster logo on his lapel.

FRANK V/O

He sees Allen Dorfman -- who managed the Fund for Jimmy -- who is happy to make the loan, but wants to make sure the Fund gets paid back. So he tells the guy to meet with Russell who he knows will make sure the guy pays back or else.

113 INT. CURTAIN SHOP - PITTSTON - PA - DAY**113**

The guy who wants the loan speaks to Russell in the curtain shop.

FRANK V/O

Russell tells the guy he'll help him get the loan -- for which he tacks on a 10-percent fee -- which he splits with Dorfman who splits that with Jimmy.

114 INT. BANK - DAY**114**

Money being put into safety deposit boxes.

FRANK V/O

Just like everything else, no one eats alone, and no one chokes.

115 EXT. LAS VEGAS - DAY**115**

back before all the goofy hotels went up, back when it still looked like a desert dotted with building cranes.

FRANK V/O

The Fund was the mob's own private bank and with it they flourished. Teamster money built the casinos in Havana and Las Vegas and Atlantic City.

A counting machine in a counting room in one of the casinos, counts money.

FRANK V/O

That Pension Fund was the golden goose that laid the golden eggs.

116 INT. BEAUTY PARLOR - DAY

116

Several women sitting under hair dryers.

FRANK V/O

Jimmy also invested part of the Fund in his own ventures -- which were always kept in his wife, Josephine's, name.

We move across the women to find Jo Hoffa.

FRANK V/O

She owned, so to speak, a fleet of Cadillac carriers, some charter fishing boats, twenty-two percent of a Florida land development called Sun Valley -- that sort of thing.

117 EXT. CHICAGO - DAY

117

A man in sunglasses sits at a sidewalk table sipping an espresso, the same man from the earlier scene who we saw shot as he was frying eggs and sausages.

FRANK V/O

One of Jimmy's clients was Sam 'Momo' Giancana, who was friends with the Kennedys from back when Jack's father made his money alongside the Italians as a bootlegger during Prohibition.

118 EXT. GRAVEYARD - CHICAGO - DAY

118

Some men walk across the lawns of a graveyard, jotting down the names on the tombstones.

FRANK V/O

Momo helped Joe Kennedy get his womanizing son elected president by making sure he won in Illinois.

119 INT. POLLING PLACE - CHICAGO - DAY

119

One of the men from the graveyard signs one of the names from the tombstones on the voting register.

FRANK V/O

In exchange, Jack was going to get Castro out of Cuba so Momo and his friends could get their casinos in Havana back.

120 INT. HOUSE - DAY

120

Jimmy Hoffa watches Kennedy's inauguration on TV.

FRANK V/O

But Jimmy didn't trust Jack and Bobby for one reason. They were millionaire kids.

JIMMY

If there's one person you can't trust it's millionaire kids.

FRANK V/O

It didn't matter they were Irish. It didn't matter they were Catholic. Jimmy didn't like them. Especially Bobby, who on top of being a millionaire's kid, was mental.

A shot of Robert Kennedy as his brother is sworn in.

FRANK V/O

The Teamsters were the only union to back Nixon.

121 INT. SENATE CHAMBERS - DAY

121

The McClellan Committee senators are arriving.

FRANK V/O

So what is the first thing Jack Kennedy does when he wins? He puts his crazy brother in charge of the Justice Department.

Jimmy Hoffa is already there, on time like always, looking irritated that he's been made to wait, sitting with his union attorneys, including Bill Bufalino. Bobby Kennedy arrives and takes the center seat. Jimmy covers the microphone and turns to Bill.

HOFFA

He's fifteen minutes late.

FRANK V/O

And what is the first thing he does?
 He goes after not just Jimmy --
 which in a way you could understand
 -- but Giancana and all the other
 guys who put his brother in the
 White House.

Hoffa raises his right hand, and is sworn in.

FRANK V/O

I don't know where you learn
 something like that. I guess in
 Massachusetts, which is a place I've
 never liked -- except for the clam
 chowder, which isn't bad.

Bobby Kennedy regards Hoffa like he's an insect.

BOBBY

Are you saying you don't remember
 doing any favors for Johnny Dio or
 you don't remember the conversation?

HOFFA

I'm saying, to the best of my
 recollection, I must recall on my
 memory, I cannot remember.

BOBBY

Where did this twenty thousand
 dollars come from?

HOFFA

From individuals.

BOBBY

Which individuals?

HOFFA

Offhand, that particular amount of
 money I borrowed I don't know at
 this particular moment, but the
 record of my loans, which I
 requested, I have, and out of all
 the moneys I loaned over this period
 of time I went into these ventures.

Everyone looks at each other to see if that made any sense to
 them.

FRANK V/O

The two of them were like that story
 about the guy who chases the whale.
 Only with Bobby and Jimmy, they were

both chasing it. And at the same time were both the thing being chased.

122 INT. NIGHTCLUB - KINGSTON - DAY - 1975 122

The place is closed. Empty except for Frank at the bar with a beer, and the owner and Russell, who Frank can see beyond a doorway to a back room. The owner gives Russell an envelope.

FRANK V/O

When you're starting out, you always arrived for a meeting with someone like Russell with an envelope.

123 INT. BUFALINO'S HOUSE - NIGHT - 1960'S 123

Christmas lights glow on a tree. Sinatra sings from a hifi. Wearing an apron, Russell slices meat off a leg of prosciutto and stirs it into a simmering pot of sauce.

FRANK V/O

It wasn't payment for anything. No one was "paid" for anything. It was how you showed your respect.

FRANK

Is there anything you don't put prosciutto in?

BUFALINO

No.

124 INT. BUFALINO'S HOUSE - LATER - NIGHT 124

Russell and Carrie, and Frank and Irene and the girls eat Christmas dinner together.

FRANK V/O

But Russell wouldn't accept envelopes from me anymore.

125 INT. BUFALINO'S HOUSE - LATER - NIGHT 125

Now they sit around the Christmas tree, opening gifts.

FRANK V/O

Instead he gave them to me, in the form of jewelry for my wife, and gifts for my girls.

Peggy, as always, is uncomfortable in Russell's presence.

126 INT. BUFALINO'S HOUSE - LATER - NIGHT

126

Frank and Russell retire to the den to drink some limoncello and talk in private.

FRANK V/O

By this time, with the Kennedys running things, everyone was sure everyone's phone was bugged. You couldn't say anybody's name on the phone anymore. Everybody was "that friend," or "your friend," or "our friend," whether they were your friends or not. When you talked about Bobby Kennedy, he was "our friend." You could barely talk on the phone anymore.

127 INT. FRANK'S HOUSE - DAY - FLASHBACK

127

Frank has his kitchen phone to his ear.

BUFALINO

We need to talk about our friend.

FRANK

That's done. I took care of it.

BUFALINO

I'm talking about our other friend.

FRANK

The one we talked about.

BUFALINO

No, the other one.

Frank doesn't know what he's talking about.

FRANK

We should talk in person.

BUFALINO

I'm meet you at the place.

FRANK

The place last time.

BUFALINO

No, the other place.

FRANK V/O
It was impossible. You may as well
throw the phone away.

BACK TO BUFALINO'S DEN AT CHRISTMAS where Frank and Russell
can speak English.

BUFALINO
Jack, supposedly, is doing something
about Cuba. The old man, supposedly,
had a word with him. Finally he's
giving us an envelope, supposedly.

128 EXT. PHILLY - DAY

128

Frank drives himself to a South Philly trucking company,
climbs out of his car and speaks to a guy.

BUFALINO V/O
You need to go see Phil at Milestone
Hauling. He'll have a rig for you.

129 EXT. HIGHWAY - DAY

129

Frank behind the wheel of a Milestone semi.

BUFALINO V/O
Drive it down to Baltimore to a
concrete plant on Eastern Avenue.
It's the only one there.

130 EXT. CONCRETE PLANT - BALTIMORE - DAY

130

Frank pulls the rig onto the grounds of the plant. There's a
little landing strip next to it.

BUFALINO V/O
A guy will meet you there. A fairy
named Ferrie.

Dave Ferrie climbs out of a small plane on the landing strip
and directs Frank to back his rig up to where some army
trucks are parked.

BUFALINO V/O
You'll pick up some things and he'll
give you some paperwork for the load
in case you get stopped.

Frank watches some Maryland National Guardsmen transfer
weapons and ammunition from their trucks to his.

131 EXT. HIGHWAY - NIGHT**131**

Frank drives the rig down Route 13.

BUFALINO V/O
Drive the truck down to Florida.
That's where you'll leave it. At a
dog track outside Jacksonville.

132 EXT. JACKSONVILLE, FLORIDA - DAWN**132**

Frank pulls the truck onto the parking lot of a deserted dog track.

BUFALINO V/O
A guy with big ears will meet you
there and give you a car to get you
back to Philly.

As the guy gives Frank the keys to a car, Frank regards his ears. They don't look so big.

BIG EARS
What are you looking at? You looking
at my ears?

FRANK
No.

BIG EARS
I had an operation, so there's no
need for anyone looking at my ears
anymore.

Big Ears walks away. Frank climbs into the car and watches as a bunch of Cubans begin unloading the weapons and ammo from the truck.

FRANK V/O
Russell and Giancana and Lansky and
the rest figured Castro was a lot
like them. He was a boss. He had a
crew. He had territory.

133 EXT. HIGHWAY - DAY**133**

Frank drives the car back up north.

FRANK V/O
But he had come onto their territory
and took their property. No one is
supposed to get away with that.

134 INT. FRANK'S HOUSE - NIGHT**134**

Frank, Irene, Peggy and another daughter, Delores, watch a report on TV about the just-failed Bay of Pigs invasion.

FRANK V/O

Everybody knows what happened after that. Jack Kennedy fucked it up. He was supposed to provide air cover and at the last minute didn't. The poor saps who weren't killed outright on the beach were rounded up and who knows what happened to them after that.

Castro makes an anti-American speech on the TV.

FRANK V/O

Everybody else did what they were supposed to do -- even that fairy Ferrie -- but those million-aire Kennedys could fuck up a one-car funeral, and did. Everybody Downtown started thinking the same thing -- maybe Jimmy was right about them.

135 EXT. MIAMI - DAY**135**

The sun-bleached coastline of Miami Beach in 1961. Everyone in short-sleeves and sunglasses.

FRANK V/O

But Cuba or no Cuba, there was still a union to run.

136 EXT. DEAUVILLE HOTEL - MIAMI - DAY**136**

Frank climbs out of a cab. A bellman helps him with his luggage. Everyone else arriving looks just as much like a gangster as he does.

FRANK V/O

Jimmy appointed me sergeant-at-arms at the 1961 International convention. It was first one I ever attended.

137 INT. DEAUVILLE HOTEL - MIAMI - DAY**137**

Frank stands next to check-in tables outside a ballroom, scrutinizing the faces of those showing their union cards to

clerks for admittance.

FRANK V/O

One of the matters approved was an increase to the expense account. For someone like me who traveled a lot on union business, I appreciated that.

138 INT. DEAUVILLE HOTEL BALLROOM - MIAMI - DAY

138

While Jimmy addresses the convention delegates, Frank surveys them, looking at their hands for cameras or guns.

FRANK V/O

The other big thing was filling the International vice president position vacated by Owen Brennan who died about a month before of a heart attack. Jimmy chose Frank Fitzsimmons.

Fitzsimmons gets a handshake from Jimmy as he joins him at the podium.

FRANK V/O

Jimmy used to always say, "I may have faults, but being wrong isn't one of them." But with Fitz -- well, we know how that went.

139 INT. DEAUVILLE HOTEL SUITE - NIGHT

139

Jimmy pours Frank a glass of ginger ale.

FRANK V/O

One thing that wasn't discussed on the convention floor but was on Jimmy's mind, was Philly.

HOFFA

I'm a little concerned about Philly.
I'm a little concerned about Joe McGreal.

140 EXT/INT. TRUCKING COMPANY - DAY

140

Joe McGreal walks into a trucking company office where the owner has an envelope waiting for him.

FRANK V/O

Joe McGreal was part of a rebel faction in Local 107. He was also a shake-down artist.

BACK TO THE HOTEL SUITE

HOFFA

Guys like that give the union a bad name.

FRANK

I'll take care of it.

HOFFA

No, I don't want that. I want you to run for president of the Local. If you run, I guarantee you you'll win. That'll take care of the McGreal matter.

Frank is stunned by Jimmy's belief in him, if that's what it is.

HOFFA

You're like family to me, Frank, but that's not why I'm doing this. I'm not giving you anything you didn't earn.

FRANK

I don't know what to say.

HOFFA

Say you'll do it. That's all you have to say.

FRANK

I'll do it.

HOFFA

Then it's done. You want some watermelon?

FRANK

What?

Jimmy smiles, but leaves it at that.

141 EXT. TRUCKING COMPANY - PHILADELPHIA - DAY

141

Frank parks his Cadillac near the loading docks of the same trucking company McGreal shook down, and climbs out.

FRANK V/O

Jimmy was right about his guarantee.
I won the election. Maybe I won on
my own. I'll never know.

142 INT. TRUCKING COMPANY OFFICE - DAY

142

Frank comes into the same office where McGreal picked up the envelope.

FRANK V/O

But I'm proud to say McGreal never
shook down another employer in
Philadelphia. Or, if he did, I never
heard about it.

The trucking company owner takes an envelope from his desk to give to Frank, but Frank shakes his head no.

FRANK

I just wanted to come over and
introduce myself. Frank Sheeran.
President of Local 107.

The owner is stunned, figures there's something else afoot, but tentatively shakes Frank's hand.

143 INT. LOCAL 107 OFFICE - DAY

143

Frank in his own office now, behind a desk, working with some union guys on legitimate business.

FRANK V/O

This was as happy as I'd ever been.
Or would ever be. And it might have
gone on forever if it wasn't for
that nut in Nashville.

144 INT. COURTROOM - NASHVILLE - DAY

144

A recess. Jimmy conferring with his attorneys at the defense table. The prosecution lawyers at their table. Spectators milling around.

FRANK V/O

Bobby's Kennedy's Get Hoffa Squad
had Jimmy on trial in Tennessee for
the car-carrier company in his
wife's name. She was also part owner
of that Florida land-development
company bought with union funds I

mentioned, but that trial was in Chicago, and the nut was in Nashville, not Chicago.

A young man in a raincoat emerges from the milling crowds and walks down the aisle toward the defense table.

FRANK V/O

Some people say you always run away from a guy with a knife and toward a guy with a gun. I don't know that I agree with that.

The nut pulls out a gun and points it at Jimmy, who rushes the guy, grabbing his arm. The gun goes off and everyone scrambles for cover, but Jimmy has hold the nut, wrestles him to floor and beats on him with his gun until the marshals get there and take over.

FRANK V/O

Jimmy asked me to come down to be with him after that. I would have done it without being asked, but he asked.

145 INT. COURTHOUSE - NASHVILLE - DAY

145

Frank, Jimmy's bodyguard now, walks alongside Jimmy toward the courtroom.

FRANK V/O

During the day, I watched out for nuts in the courthouse.

146 INT. ANDREW JACKSON HOTEL - NASHVILLE - NIGHT

146

The camera makes a trip around the suite to see who the occupants are, beginning with another bodyguard sitting in a chair in the open doorway.

FRANK V/O

At night, Ed Partin watched out for them and I watched television --

Frank sits watching the unfolding events of the Cuban Missile Crisis on the TV, jacket off, gun on the coffee table.

FRANK V/O

-- while Jimmy strategized with his attorneys in his suite at the Andrew Jackson Hotel, which, apart from

being a very nice hotel, had
excellent fried chicken.

We regard each of the attorneys as they eat fried chicken.

FRANK V/O

Frank Ragato was Santo Trafficante's
lawyer, loaned to Jimmy as a favor.
Bill Bufalino - no relation to
Russell as I mentioned -- was the
union lawyer out of Detroit. Tommy
Osborn was very young and very
smart.

Jimmy, the only one not eating chicken, paces.

FRANK V/O

Jimmy had reason to be a little
concerned. People were actually
going to jail because of the
millionaire's son. Johnny Roselli
for one. Carlos Marcello for
another. Even Russell was being
investigated.

Back to Frank watching the TV.

FRANK V/O

The Cuban Missile Crisis is going on
-- the world could end any day --
and what is the government doing?
Going after Jimmy.

147 EXT. HIGHWAY - TENNESSEE - DAY

147

Deserted stretch of highway. A lone Lincoln Towncar parked on
the shoulder.

FRANK V/O

And what is he doing?

A Tennessee State Highway Patrol car pulls over and parks.
But rather than what normally happens, a man gets out of the
Towncar, walks to the police car and hands the trooper an
envelope, returns to his own car, drives off.

148 INT. ANDREW JACKSON HOTEL SUITE - NIGHT

148

Jimmy and his lawyers arrange surveillance photos of jurors
on a coffee table. To one on which someone has already
written "Patrolman's Wife," Jimmy adds a check-mark flourish.

Frank is in the same chair as before, again watching television. Ed Partin is in the same chair as before in the doorway, again watching for nuts.

FRANK V/O
And what is Ed Partin doing?

149 INT. A BATHROOM SOMEWHERE - DAY 149

Ed Partin removes tape that holds a small tape recorder to his ribs --

150 INT. OFFICE - DAY 150

-- and places it on the coffee table in federal prosecutor Walter Sheridan's office.

FRANK V/O
And what happens?

151 INT. COURTROOM - NASHVILLE - DAY 151

The man who rendezvoused with the trooper out on the highway is called to the stand. As he raises his right hand to be sworn in, Jimmy, at the defense table, raises his own and spreads his fingers. The man nods.

FRANK V/O
The Teamster who made the Ten-K payoff to the juror's patrolman husband took the Fifth.

The Teamster witness leans into the microphone.

TEAMSTER
On the advice of counsel, I respectfully decline to answer that question under the protection afforded me by the Constitution.

SHERIDAN
All I asked is are you a member of the International Brotherhood of Teamsters.

WITNESS
One the advice of counsel, I respectfully decline to answer --

FRANK V/O

But it didn't matter. They had Ed Partin's tape. And Jimmy now had jury-tampering to add to his list of woes.

152 INT. LOCAL 107 - PHILADELPHIA - DAY

152

Frank comes into the lobby from the street and is surprised to find it empty. Not even the security guard is there.

FRANK V/O

The only bright spot for Jimmy during all this was what happened that November.

He comes down a hall and finds everyone standing around a television set. To them --

FRANK

What is it?

No one says anything. Some are weeping. He looks at the TV and surmises what we already know: John Kennedy has been shot in Dallas.

153 EXT. WASHINGTON DC - DAY

153

All the flags are at half-staff except the one outside Teamster headquarters in DC. As Jimmy emerges from the building, a news crew intercepts him.

REPORTER

Mr. Hoffa, will you be attending the service?

HOFFA

I wasn't invited.

REPORTER

You don't have to be invited. A million Americans will be there.

HOFFA

In that case, I need to check my schedule.

Jimmy continues toward his waiting car, trailed by the news crew.

REPORTER

If you were to go, and were asked to speak, what would you say?

HOFFA

I'd say Bobby Kennedy is just another lawyer now.

TV IMAGE

The slain president's solemn funeral procession Jimmy isn't part of. A camera focuses on Robert Kennedy.

FRANK V/O

Bobby didn't know who was behind the matter in Dallas any more than anyone else. But he knew he was to blame. He knew how things worked.

Mob bosses are among the mourners paying their respects, or trying to appear so. Russell, Tony Salerno, Colombo, Giancana.

FRANK V/O

A boss has a problem with another boss, he doesn't fix it by kissing an underboss. To kill a dog, you cut off its head, not its tail.

154 INT. VILLA D'ROMA - NIGHT

154

Russell sits with his wife at his usual table, dipping prosciutto bread in wine.

FRANK V/O

The second that bullet took the top of Jack Kennedy's head off the Organized Crime program just stopped.

155 INT. COURTROOM - NASHVILLE - DAY

155

Jimmy regards the jury, which has just rendered its verdict. Frank watches from his usual spot in the back of the courtroom.

FRANK V/O

It just came a little too late for Jimmy whose trials were already underway.

The judge motions to Jimmy to rise. Jimmy stands.

JUDGE

Mr. Hoffa, most defendants that stand before this court for

sentencing have either violated the property rights or personal rights of other individuals. You stand here convicted of having tampered with, really, the very soul of this nation.

156 EXT. HIGHWAY - DAY - 1975 **156**

The Cadillac parked at the side of the highway. All the luggage is out of the trunk. As Frank and Russell change a flat tire, the wives seize the opportunity for a cigarette. A truck roar by and --

157 EXT. PENNSYLVANIA - DAY - 1960'S **157**

-- a prison bus roars past on the same highway.

FRANK V/O
He got eight years for that.

158 EXT. LEWISBURG FEDERAL PENITENTIARY - DAY **158**

The black bus pulls past the gates of the penitentiary.

FRANK V/O
And another five for the Sun Valley land development thing.

159 INT. LEWISBURG PENITENTIARY - DAY **159**

Jimmy Hoffa - Inmate No. 33298-NE - is fingerprinted and photographed and given a blue denim prison uniform.

FRANK V/O
That's thirteen years of school. But it could have been worse. It could have been some place other than Lewisburg.

160 INT. LEWISBURG PENITENTIARY - DAY **160**

Jimmy and several other Teamsters and mobsters eat spaghetti and meatballs and ice cream in the cafeteria.

FRANK V/O
Lewisburg is where they put everyone from Downtown, and they pretty much ran the place. Lunch time was like

Happy Hour at the Friendly Lounge.
Jimmy said they had the best ice
cream he'd ever tasted, and he loved
ice cream.

161 INT. VISITORS ROOM - LEWISBURG - DAY

161

Jimmy sits with his lawyers at a table. Opposite him is an empty chair.

FRANK V/O

Question 41 in the Federal
Correctional Institutions brochure
is: "How can I take care of my
business while in confinement," and
the answer is: "You must appoint
someone else to run your business
while you are confined."

A visitor, Frank "Fitz" Fitzsimmons, comes in and sits down in the empty chair.

FRANK V/O

Jimmy chose Frank Fitzsimmons.
Fitz's main qualification was he was
weak. Jimmy could control him. Fitz
liked to drink and play golf and
that was about it.

162 EXT. GOLF COURSE - DAY

162

Fitzsimmons whacks a golf ball off a tee.

FRANK V/O

The problem is -- weakness is a
weakness, and that leads to other
problems. But in Lewisburg, Jimmy
had the other thing to be concerned
about. The Little Guy from Jersey -
Tony Provenzano.

163 INT. LEWISBURG PENITENTIARY - DAY

163

Provenzano, who is even smaller than Jimmy, moves down the cafeteria line alongside much taller inmates.

FRANK V/O

Tony Pro -- before he went to school
for a semester for extor-tion -- ran
things in New Jersey for Tony

Salerno. He also ran a Teamster
Local in north Jersey.

164 EXT. NEW JERSEY - DAY

164

A car drives down a highway past farms.

FRANK V/O

I never liked Pro. He'd kiss you for
nothing. One time he had a guy
kissed for getting more votes than
him in a union election -- and they
were on the same ticket.

165 INT. CAR - MOVING - DAY

165

The guy in the passenger seat fiddles with the radio.

FRANK V/O

He just couldn't stand someone being
more popular than him and had Sally
Bugs strangle the poor guy with a
nylon rope and bury him on a farm.

As the guy settles on a station and sits back in his seat,
Sally Bugs, in the back seat, loops a rope around his neck
and strangles him --

166 INT. LEWISBURG PENITENTIARY - CONTINUED - DAY

166

Pro sits at Jimmy's table with his tray of food. Jimmy's done
with his, except for his ice cream, which he savors.

PRO

I got to talk to you about a problem
I got with my pension.

HOFFA

I know.

PRO

You know? What do you know?

HOFFA

I know you're having a problem with
that.

PRO

Will you look into for me?

HOFFA

There's nothing to look into. It is what it is.

PRO
What is it?

HOFFA
You lost it. You forfeited it when you came here.

PRO
Yours is forfeited, too?

HOFFA
No.

Pro can't imagine why his is gone and Jimmy's isn't, but Jimmy doesn't elaborate. He just eats his ice cream. Eventually --

PRO
Your pension is still there.

HOFFA
Un-huh.

PRO
We're both sitting here.

HOFFA
We're both sitting here for different things. You're sitting here for extortion. I'm sitting here for fraud.

PRO
So?

HOFFA
So that's the difference.

PRO
I don't see the difference.

HOFFA
I didn't threaten anybody, you did.

PRO
So what? That makes no sense.

HOFFA
It does if you think about it.

PRO

It doesn't, but I don't want to debate. Just do something about it.

HOFFA
There's nothing I can do.

PRO
There's always something you can do.

HOFFA
It's Federal law.

PRO
I don't care. You can still do something about it.

HOFFA
I can't. What can I do.

PRO
You can get me my fuckin money.

HOFFA
How?

PRO
Some other way.

HOFFA
What way.

PRO
The same way you got your money.

HOFFA
I earned my money.

PRO
You're here for fraud. You stole money. I stole money. Okay, in a different way. Fine. Still. I want what I'm owed.

HOFFA
You people.

PRO
What?

HOFFA
What?

PRO
What did you say?

HOFFA
I can't help you.

PRO
You people, you said. What does that mean, you people.

HOFFA
I'm tired of talking about this.

PRO
You people?

Jimmy ignores him. Eats his ice cream like Pro's not there. Suddenly Pro lunges across the table, and grabs him. They tumble to the floor and fight until the guards get there to break it up.

167 INT. SHOE STORE - OHIO - DAY - 1975

167

Irene and Carrie try on dress shoes. Russell collects an envelope from the store owner. Frank regards a row of mens shoes including a tasseled pair with spikes.

168 EXT. GOLF COURSE - DAY

168

Fitzsimmons, as he is so often, is back on the golf course, lining up a putt.

FRANK V/O
So Jimmy had the Pro problem, and he had the Fitz problem. The Fitz problem was everyone Downtown liked him. He'd make Pension Fund loans to people Jimmy never would. And after the Dorfman thing, he even lowered the interest.

169 EXT. ALLEN DORFMAN'S HOUSE - DAY

169

A garage door opens automatically. The man behind the Lincoln Continental backs out.

FRANK V/O
Allen Dorfman, you remember, ran the Fund. He was an ex-Marine and had worked with Jimmy a long time. He was one tough Jew.

The windows of the Lincoln suddenly explode from shotgun blasts. Holes erupt in the body of the car.

FRANK V/O

His car was hit -- I don't know --
fifty times. The car -- not him --
is the point I'm trying to make.

Dorfman yanks the glove compartment open to get to his gun as
the shotgun blasts keep pocking the car.

FRANK V/O

That's not how you kiss some-body.
That's how you send a message. But
the message wasn't for him, because,
like I said, he wasn't afraid of
anybody.

As the dust settles, Dorfman can't quite believe he's not
dead.

170 EXT. WRECKING YARD - DAY

170

The Lincoln is destroyed. Dorfman is fine. Fitz regards the
car nervously.

FRANK V/O

The message was for Fitz, who
everyone knew had no balls. After
that, anybody who wanted anything
from the Pension Fund got it.

A TV IMAGE shows Robert Kennedy making an announcement.

FRANK V/O

When Bobby announced he was running
for president, he had to step down
as Attorney General. Lyndon Johnson
replaced him with Ramsey Clark.

171 INT. VILLA D'ROMA - NIGHT

171

A celebration is going on at the bar. Frank is there.
Russell. Angelo. Skinny and the rest of the regulars.

FRANK V/O

Everybody approved of Ramsey Clark.
He didn't bother anybody. He even
disapproved of wire-taps, if you can
imagine. We called him Pamsey Clark.

Everyone lifts their glass.

EVERYONE

To Pamsey.

172 INT. LEWISBURG PENITENTIARY - NIGHT**172**

Jimmy paces in his cell.

FRANK V/O

Jimmy would've celebrated, too, but now he was worried about Fitz finally -- Pro or no Pro -- Bobby or no Bobby -- which that terrorist took care of for good in the kitchen of that hotel in Los Angeles two months later.

173 INT. HOTEL KITCHEN - DAY**173**

It's chaotic in the kitchen, but not because of an assassination. This isn't the Ambassador, it's a hotel in Miami and they're cooking for hundreds of people.

FRANK V/O

Jimmy had reason to worry.

174 INT. BALLROOM - MIAMI HOTEL - DAY**174**

Frank regards the ballroom while the hotel staff sets out glasses, dish and silverware and centerpieces on the tables. There's a big picture of Fitz on the stage.

FRANK V/O

The convention was coming up again and this time there wasn't a single picture of him in the convention hall -- just one out in the lobby in a corner.

175 INT. LOBBY - MIAMI HOTEL - DAY**175**

Frank has a couple of hotel maintenance guys rescue the poster of Jimmy from the lobby corner.

FRANK V/O

It was like Fitz's people were trying to erase him like this was Russia.

176 INT. BALLROOM - MIAMI HOTEL - DAY**176**

Now two posters flank the stage, one of Fitz, and the other smaller one of Jimmy as Jimmy's wife speaks --

JO

As he looks forward to his next parole hearing Jimmy sends you his good wishes and, God willing, will see you all the next convention.

While there is enthusiastic applause from the membership, Frank notes the rather fainter applause by Fitz.

177 INT. VILLA D'ROMA - NIGHT

177

Frank sits alone with Russell at his usual table.

BUFALINO

How's everyone at home?

FRANK

Good. How's Carrie?

BUFALINO

Good. How's Jimmy?

FRANK

Not good. He wants to get out.

BUFALINO

That's understandable.

They dip bread in wine. Then --

BUFALINO

We need to talk about something other than Jimmy for a minute. I wonder if you could help out with another matter.

178 EXT. COLUMBUS CIRCLE - DAY

178

An Italian-American Civil Rights League rally.

FRANK V/O

A few months before, Joey Gallo got that nut from Harlem to kiss Joe Colombo.

A black man walks up to Colombo, shoots him in front of his wife and kids, and is shot by Colombo's bodyguards.

FRANK V/O

No doubt he had someone's approval, but not like that, not in front of the man's family.

179 EXT. NEW YORK - NIGHT**179**

Crazy Joey climbs out of a car with his young wife and his bodyguard, smiling and waving to photographers before going into a nightclub.

BUFALINO V/O

Now this fresh kid's running around
New York with show business big
shots getting himself in the papers
all the time.

180 INT. VILLA D'ROMA - CONTINUED**180**

BUFALINO

Not only that, he's shaking down a
couple of restaurants in Little
Italy.

181 INT. NIGHTCLUB - NIGHT**181**

Crazy Joey shares a table with other glamorous types.

FRANK V/O

Running around like you're Errol
Flynn -- okay. Kissing someone in
front of his family -- not okay but
okay. Messing around with Little
Italy -- that's definitely out.

182 INT. MOTEL ROOM - DAY**182**

A pile of guns on a coffee table.

FRANK V/O

For something like this you want two
guns: the one you intend to use, and
a backup.

Frank regards the guns while the man who gathered them --
red-haired John Francis -- waits.

FRANK V/O

You want something with more
stopping power than a .22. A .32 or
a .38.

He moves the .22's and silencers aside.

FRANK V/O

You certainly don't want a silencer.
You want noise to send the witnesses
running for cover.

He adds the .45's to the other rejects.

FRANK V/O

But not as much noise as a .45 makes
-- which you could hear in a patrol
car blocks away.

183 EXT. NEW YORK - DAY

183

Little Italy on a normal spring day.

FRANK V/O

Normally, nothing like this happens
in Little Italy. It's bad for the
tourist business if tourists think
it's unsafe, and people from
Downtown make a lot of money on the
tourist business here.

Downtown Guys sitting outside a social club.

FRANK V/O

Plus tourists don't know how to be
good witnesses. They don't have the
sense like normal people to tell the
cops it was eight midgets who did
it.

Tourists taking pictures on a corner.

FRANK V/O

But it would be late and the
tourists from Idaho would be in bed
by then, and the fact it was Little
Italy would relax Joey and relaxed
is what you want.

We, a POV, find and enter Umberto's Clam House.

184 INT. UMBERTO'S CLAM HOUSE - DAY

184

The POV regards the interior, the two entrances on Mulberry
and Hester, the arrangement of tables like it's making a
diagram of the place.

FRANK V/O

It was his birthday, so he'd
probably be there with his wife and

other relatives -- which, in this case, was the point. Because of the Colombo thing, they should have to see what it's like. His bodyguard would be there, too.

A waiter comes past with plates of spaghetti with clam sauce.

FRANK V/O

The place could be crowded or not late at night. One good thing about late is he'd have a couple drinks in him and that would slow him down a little.

The POV finds an empty table for four, reserved perhaps for someone special.

FRANK V/O

There's no way you could get closer than fifteen feet before someone reached for their piece. Joey himself would be carrying, although it would probably be in the wife's purse. The bodyguard's would be closer at hand, so you'd want to deal with him first.

185 INT. FRANK'S HOUSE - NIGHT

185

Frank's daughter Peggy, late teens now, watches unnoticed through a crack in the bathroom door as her father slips a .32 and a .38 in the back of his waist-band and puts his jacket on.

186 INT. FRANK'S HOUSE - NIGHT

186

It's late. The house is dark. As he's leaving, Peggy appears at the top of the stairs.

PEGGY

Where are you going?

FRANK

I have to go out. Go to bed.

187 INT/EXT. FRANK'S HOUSE - NIGHT

187

Frank gets into John Francis's car. Peggy watches from a window.

188 EXT. LITTLE ITALY - NIGHT**188**

Umberto's Clam House is the only place open this late. Crazy Joey's Lincoln pulls up in front. He climbs out and helps the other passengers out, the first being his wife.

FRANK V/O

Umberto's is on the corner of Mulberry and Hester Street, so I'd get out on Mott Street and walk there and John Francis would drive around the block a couple times.

John Francis pulls his car over. Frank gets out on the corner of Mott and Hester Street and the car pulls away.

FRANK V/O

If I didn't come out, he'd leave. If I came out it was done but he wouldn't have seen anything so he could never say anything except he dropped me off on Mott Street, which is nothing.

Frank walks toward Umberto's Clam House.

FRANK V/O

Sometimes with something like this you want to go to the bathroom first. It gives you a chance to make sure no one followed you in. It also gives you a chance to make sure there's nobody in the bathroom you have to worry about. It also gives you a chance to go to the bathroom. You don't want to be uncomfortable.

Frank opens the Mulberry Street door of Umberto's.

FRANK V/O

But I went before and in a place this small, this late, you may as well just go right to work.

189 INT. UMBERTO'S CLAM HOUSE - CONTINUOUS**189**

Frank steps inside. Walks toward the bar. Notes Crazy Joey Gallo and his wife at a table with another couple, a bodyguard and a little girl who must be his daughter.

Before the bartender can ask Frank what he wants to drink, he walks toward Gallo's table and shoots the body-guard with the

.38. Gallo's wife and the other couple dive for cover, pulling the girl down with them.

Gallo pushes away from the table to run. Frank shoots him once from behind just as he reaches the door, twice more on the sidewalk, then walks up the block just as John Francis pulls around it. He gets in the car.

FRANK V/O

Naturally, the next thing you want to do is get rid of the gun. John Francis liked a place in Yonkers.

190 EXT. YONKERS - LATER - NIGHT

190

Frank throws the gun into the Hudson while John Francis waits in the car.

FRANK V/O

There's a spot like this in Schuylkoll River in Philly. If they ever sent divers in they'd find an underwater armory.

191 INT. COFFEE SHOP - OHIO - DAY - 1975

191

Frank washes his hands in the mens room.

FRANK V/O

It turns out the Gallo thing was good for business. That's the irony. Right now I guarantee you there's a tour bus parked outside Umberto's and 27 tourists gawking at the chair he was sitting in. And they got to eat somewhere.

He comes out and past Russell on a pay phone. Frank can't be sure, but it seems Russell maybe stops talking to whoever he's talking to until Frank is out of earshot. He joins his wife and Carrie at a table.

192 INT. PAROLE HEARING ROOM - DAY - 1973

192

Jimmy sits before the parole board, reading from a prepared statement about how he will devote his life on the outside to education.

FRANK V/O

Jimmy's parole board hearing didn't go so well. For one thing they

weren't any more pleased than Tony Pro was about his one-point-seven million dollar pension.

193 INT. LEWISBURG PENITENTIARY - DAY

193

Jimmy is escorted down the cell block by guards.

FRANK V/O

Luckily, all the money the Teamsters threw at Nixon's cam-paigns over the years paid off.

194 EXT. LEWISBURG PENITENTIARY - DAY

194

Frank and Jimmy's lawyers escort him past reporters and photographers as he's released.

FRANK V/O

Up to his ears in Watergate, the President still found time to pardon him and there was nothing the parole board could say about it.

195 EXT. LUMS - MIAMI - DAY

195

Frank waits at the pick-up counter of a hotdog stand. A TV by the grill, like every TV in America, broadcasts the Watergate hearings.

FRANK V/O

The first thing he did was go down to Miami for a well-deserved vacation. The first thing I did was pick up some chili dogs for us from Lums, which he loves almost as much as ice cream.

Frank watches as his order is assembled.

FRANK V/O

The secret is they steam them in beer. There's not a better hotdog in America.

196 INT. JIMMY'S CONDO - MIAMI - DAY

196

The Watergate hearings are on the TV here, too, but Frank and Jimmy aren't watching as they eat their chili dogs.

HOFFA

What am I going to do with Fitz? He actually thinks he runs things. I appointed him. Now he thinks he's somebody.

FRANK

He's very popular Downtown.

HOFFA

Of course he is. He loans money to anyone. If the banks did that - can you imagine? -- we'd have a financial crisis. I need another napkin.

Frank hands him some.

HOFFA

He's not going to step down. I have get him out of there in an election -- which I can do -- I just can't believe I have to.

Frank nods, but his silence says something.

HOFFA

What.

FRANK

Like I said, he's popular Downtown.

HOFFA

Downtown doesn't run this union.

FRANK

With Fitz, they do.

HOFFA

This cocksucker has fucked everything up. Him and that other cocksucker. That cocksucker is campaigning for him.

FRANK

Because of his pension.

HOFFA

Because of his pension he doesn't deserve.

FRANK

He carries some weight, Pro. A lot of votes.

HOFFA

I know.

Jimmy wipes at his shirt with a napkin.

HOFFA

Do I really have to make peace with this cocksucker? I hate the idea of that.

FRANK

Without him, Fitz would lose. There's no doubt.

Jimmy tries to picture sitting down with Pro, and it's enough to ruin his otherwise nice lunch.

HOFFA

If I sat down with him, would you come along?

FRANK

Of course.

Jimmy glances away to the TV. John Dean is testifying, his wife sitting stoically behind him.

HOFFA

That's a good-looking broad, that Mo Dean.

197 INT. PRIVATE CLUB - MIAMI - DAY

197

Frank and Jimmy sit at a table waiting. Jimmy checks his watch. Looks at Frank.

HOFFA

Fuck it. Let's go.

FRANK

Let's give him a few more minutes.

HOFFA

This isn't right. You don't do this. You don't make a man wait.

FRANK

I know.

HOFFA

The only time you do is when? When you want to say something. When you

want to say, Fuck you. That's the only time.

Frank nods. They wait. Finally, the door opens and Tony Pro, wearing shorts and a polo shirt like he just came from the pool, comes in with another man. They join Jimmy and Frank at the table.

PRO

I just heard it's eight degrees back home. Can you believe that? It's what, seventy outside? Why don't we live here year-round is what I want to know.

Jimmy doesn't say anything. Regards Pro's casual attire. Eventually --

PRO

What.

HOFFA

You're late.

PRO

There was traffic.

HOFFA

I've never been late for a meeting in my life.

PRO

(to his cousin)
Wasn't there traffic?

The cousin nods.

HOFFA

I've never waited for anyone who's late more than ten minutes.

PRO

I'd say fifteen. Fifteen is right.

HOFFA

No. Ten.

PRO

I don't think so. Ten is not enough. You have to take traffic into account.

HOFFA

That is taking traffic into account.
That's why it's ten.

PRO
I still say fifteen.

HOFFA
Ten.

PRO
Fine. We disagree on that. I'm here.
What can I do for you?

Jimmy can barely think straight as mad as he is about Pro
being late, but eventually collects himself.

HOFFA
I want to ask you for your
endorsement for -

PRO
Before you tell me, let's get the
other thing straightened out.

HOFFA
I can't do anything about your
pension. Not with Fitz in there.
With Fitz there, you should talk to
Fitz about it.

PRO
I did. He says he'll take care of
it. No questions asked. You wouldn't
do that, but he will. I meant the
other thing.

HOFFA
The other thing.

PRO
You know.

HOFFA
I don't know.

PRO
Your apology.

HOFFA
My apology. For what.

PRO
For what you said when you were
sitting there eating your fucking

ice cream like some fucking king.
That was an ethnic slur -- "you
people."

Jimmy just looks at him. Then --

HOFFA

I'll apologize for that -- after you
apologize for being late -- you
mother fucking wop cocksucker.

Now Pro just looks at Jimmy while Frank shakes his head
wearily. Eventually --

PRO

I'll apologize for that -- after I
kidnap your granddaughter, rip her
guts out and send them to you in an
envelope.

Jimmy goes for him. Frank and Pro's cousin try to pull them
apart, like the guards did in the prison cafeteria, but, just
like then, it isn't easy.

198 INT. CAR - MOVING - MIAMI - NIGHT

198

Frank drives Jimmy back to his condo after the disaster with
Pro. They drive in silence. Then --

HOFFA

You think Russell would do something
about the Little Guy?

FRANK

That would be complicated.

HOFFA

I know, but maybe you could talk to
him. Have a conversation. See what
he says. I'd appreciate it.

199 EXT. NEW YORK - NIGHT

199

Frank and Russell climb out of Frank's car.

FRANK V/O

There's no way what Jimmy wanted was
going to happen. Russell, Pro and
Pro's boss Tony Salerno were all
Genovese technically.

They head for the entrance of Vesuvius restaurant.

FRANK V/O

But maybe things could be smoothed over without going that far. Maybe calmer heads could get together and prevail.

200 INT. VESUVIUS - NIGHT

200

Frank and Russell share a table with Tony Salerno.

SALERNO

I don't approve of what Pro said to Jimmy.

FRANK V/O

Now that Bobby Kennedy was long gone and Eliot Richardson was all tied up with Watergate, we could speak English again wherever we wanted.

SALERNO

But I'm not going to tell him what he can say and what he can't say. Jimmy says things too he shouldn't sometimes.

BUFALINO

He's very upset.

SALERNO

I'm sure he is. Who talks like that about a man's grandchildren? But someone has to calm him down.

FRANK

I don't know what to tell him to calm him down.

SALERNO

I don't know if it will calm him down but you can tell him I always liked him and I won't stand in his way.

201 EXT. GOLF COURSE - DAY

201

Fitz plays golf with the diminutive Tony Pro.

FRANK V/O

That didn't calm him down. But at least for a while he dealt with Fitz instead of the Little Guy.

202 EXT. TEAMSTER OFFICES - DC - DAY**202**

Jimmy, always a magnet for reporters, stands outside what used to be his office building, giving a televised interview.

HOFFA

This guy travels around the country to every goddamn golf tournament there is. He does this and collects a full-time salary as Teamster president. How do you do that? There's not enough hours in a day. I went to prison for fraud. This is fraud what he's doing.

203 EXT. MARINA - LAKE MICHIGAN - DAY**203**

A man and his family walk along a dock carrying fishing tackle and a cooler.

FRANK V/O

Fitz responded to Jimmy's criticism by asking Jimmy's old friend and ally Dave Johnson to resign from Local 299 so Fitz's son Richard could take over.

As Dave Johnson and his wife and kids near his 45-foot cabin cruiser, it suddenly blows up.

204 EXT. STREET - DETROIT - DAY**204**

A man comes out of the Nemo Bar and walks toward his white Lincoln Continental.

FRANK V/O

Jimmy responded by sending a message back that Fitz's son Richard should be happy with things the way they were.

Richard Fitzsimmon's Lincoln blows up.

205 EXT. UNION HALL - DAY**205**

Jo Hoffa puts a file box in the trunk of her car and climbs in behind the wheel.

FRANK V/O

Fitz responded by suggesting to Jimmy's wife Josephine she might be

happier working somewhere else and
fired her from her union job, which
cost them forty-eight grand a year.

Her hand shakes as she turns the key in the ignition, but the
car doesn't blow up.

206 INT. NBC STUDIO - DAY

206

Jimmy is the guest on "Meet The Press." A make-up girl dabs
moderator Lawrence Spivak's face, but when she tries to do
the same for Jimmy, he waves her off.

FRANK V/O

The thing with Jo enraged Jimmy so
much he tried to discredit Fitz for
good by playing the highest card in
the deck. The organized crime card.

Jimmy on-camera now, in the middle of the program.

HOFFA

Frank Fitzsimmons has sold this
union out to his underworld pals.
The mob controls him, which means it
controls our Pension Fund. I'm
talking about a billion dollars in
loans this man has given to known
racketeers for their illegal
enterprises.

FRANK V/O

This sort of thing got everyone's
attention.

207 INT. VESUVIUS - NIGHT

207

Salerno, Russell and Frank again.

SALERNO

Is he serious?

BUFALINO

He doesn't mean any of this.

SALERNO

Maybe he got religion in prison.

BUFALINO

He didn't.

SALERNO

People do. Remember Whispers. The other Whispers.

BUFALINO

He's just doing what the millionaire's son did to him because it worked.

SALERNO

I don't know. When I hear a thundering herd of hooves, I think of horses, not zebras. Maybe he means what he says.

BUFALINO

I don't think he does.

SALERNO

Either way it's not good. Some-one should tell him maybe he wants to cash in that big pension and spend more time with his grandchildren.

FRANK

I don't think he wants to do that.

SALERNO

He should think about it is all.

208 EXT. STREET - NIGHT

208

Frank walks along with Jimmy who is walking his dog.

HOFFA

Who said that?

FRANK

It doesn't matter. It was said.

HOFFA

Was it Russell?

FRANK

No.

HOFFA

The Little Cocksucker from the Miami Fiasco?

FRANK

No.

HOFFA

Who.

FRANK
The other Tony.

HOFFA
Which other Tony? They're all named
Tony. What's the matter with
Italians -- they can only think of
one name.

FRANK
Salerno.

That Tony means something to Jimmy, but not enough
apparently, even after some reflection.

HOFFA
I'm not retiring. Someone can tell
him that.

Someone means Frank. He's right in the middle of this now.
Jimmy cleans up after his dog.

HOFFA
How's everything at home?

FRANK
Good.

HOFFA
That's good. How's everything in
Philly?

FRANK
Good.

HOFFA
That's good.

Silence.

HOFFA
What's wrong.

FRANK
Nothing. It's not the right time.

HOFFA
What isn't.

FRANK
107's putting together a testimonial
dinner for me. I was thinking of

asking if you might present the award.

HOFFA
Who's going to be there?

FRANK
Everyone.

Jimmy doesn't respond, wondering perhaps if he'd be safe with "everyone" there.

FRANK
I understand.

HOFFA
No, I'll be there. I don't give a fuck who's there. You deserve this. I'd be honored.

209 INT. THE LATIN CASINO - NIGHT

209

We come past a poster on an easel that says, "Frank Sheeran Appreciation Night," and make our way into a crowded ballroom.

FRANK V/O
Everyone was there.

Russell, Bruno, Tony Salerno and Tony Pro and their wives at one table, and other guys from Downtown at others.

FRANK V/O
Even the mayor was there, Frank Rizzo. And the head of the NAACP, Cecil Moore. And the former D.A., Emmett Fitzpatrick.

They are on the dais with Frank and Jimmy. Just below it at a table are Josephine Hoffa and Frank's wife Irene and his daughters.

FRANK V/O
John McCullough of the roofer's union put the tribute together and he went all out.

Waiters move around the tables, serving dinner to two thousand people.

FRANK V/O
Usually at these things, you get chicken. If you're lucky, maybe a

piece of meat. John arranged it so you could have prime rib or lobster. I had the prime rib and it was excellent.

Skinny Razor stands at the head of a line where a bartender in a tuxedo mixes him a drink.

FRANK V/O

And the bar was an open bar. And not just beer and wine. You could get any drink you wanted and not pay for it.

Russell and Salerno regard Jimmy eating prime rib up on the dais.

BUFALINO

Jimmy's always been good to deal with far as I'm concerned, and the fact is there's only so much money they can loan and when that well's dry, it doesn't matter who's in charge of it.

SALERNO

I'm not concerned about new loans. He said to someone once Fitz is out, he's going to call in old loans. Real estate, casinos, whatever it is, you don't pay, he's taking them over.

BUFALINO

He said that?

SALERNO

Who does he think he is, Castro?

210 INT. THE LATIN CASINO - LATER - NIGHT

210

As dessert is served, a line of fishnet-stockinged dancers high-kick on stage.

FRANK V/O

For entertainment John had the Gold Digger Dancers, with those legs that don't quit. And later, that Italian singer, Jerry Vale, who always seems to be at these things.

Russell has found a place he can speak to Jimmy in confidence.

BUFALINO

I don't understand why you're doing this. You don't need the money.

HOFFA

It's not about money.

BUFALINO

Then I don't understand what all this talk is about.

HOFFA

It's my union.

BUFALINO

I don't know. It seems maybe it's about something else.

Nothing from Jimmy.

BUFALINO

Some people -- not me -- are a little concerned. Some people -- not me -- feel you -- might be --

HOFFA

Might be what.

BUFALINO

Demonstrating a failure to show appreciation.

HOFFA

I'm not showing appreciation?

BUFALINO

Some people -- not me -- might think so.

HOFFA

I went to school for eight years. I didn't name one name.

BUFALINO

I know.

HOFFA

I had to sit there listening to that whining cocksucker from New Jersey when all I wanted to do was eat my ice cream in peace.

BUFALINO

I know.

HOFFA
I'm not showing appreciation?

BUFALINO
According to some people -- not me.

HOFFA
Fuck them.

Jimmy walks away. Frank watches from across the room concerned.

FRANK V/O
One thing you don't do is say no to Russell. The other thing you don't do is walk away from him. You wait for him to walk away. You don't walk away first.

211 INT. THE LATIN CASINO - LATER - NIGHT

211

Russell and Salerno watch Jimmy up at the podium, finishing his presentation to Frank.

HOFFA
Frank has devoted his life to this union. As a shop steward, as an organizer, as a mediator -- he's been tireless in his service to the working men and women of this state. He also holds a record you may not know, which I don't think anyone will ever beat: Most arrests on a picket line -- 26 times in 24 hours.

The guests applaud and laugh.

HOFFA
I've known Frank a long time. I respect him. I rely on him.

HOFFA
He is a union man to his bones, and he is my friend. I am honored to present this award -- and this beautiful watch -- to Frank Sheeran.

Frank joins him at the podium as everyone applauds. Jimmy puts a gold diamond-encrusted watch on his wrist, pats him on the back, turns the microphone over to him.

FRANK

Thank you, Jimmy. Thank you all.
 Thank you to my wife Irene, and my
 lovely daughters for putting up with
 me all these years. I know I don't
 deserve all this tonight. But I have
 arthritis and I don't deserve that
 either --

Everyone laughs.

212 INT. THE LATIN CASINO - LATER - NIGHT

212

As Jerry Vale sings "Sorrento," a photographer motions Frank and Jimmy to stand together for a picture.

HOFFA

Look at all these people who came
 out. I truly had no idea you were
 this strong.

FRANK

It's a free steak and an open bar.

HOFFA

No, they're here for you.

The camera flashes.

PHOTOGRAPHER

One more.

HOFFA

I really do appreciate all the
 support you've given me. I mean it.
 It's not just words. I'm glad you're
 on my side.

FRANK

It's an honor.

The camera flashes again.

213 INT. THE LATIN CASINO - LATER - NIGHT

213

Now Jerry Vale's singing an Irish song as Frank and Irene and other couples dance. Russell and Salerno are talking at their table. Salerno, who doesn't look happy, gets up and leaves. The song ends and Russell gestures to Frank he needs to talk to him. They find a private spot.

BUFALINO

I didn't want to do this in front of everybody.

He hands Frank a small jewelry box. Inside, Frank finds a gold ring with an Italian coin on top.

BUFALINO

Only three people in the world have one of these, and only one of them is Irish. I have one. Angelo. And now you.

FRANK

I don't know what to say.

BUFALINO

Put it on. Let's see if it fits.

Frank slips the ring on. It fits. Jerry Vale starts another song.

BUFALINO

There's one other thing. I'm sorry to do this to you on your special night but it can't wait. It just got out of hand with our friend. You got to talk to him. For his sake.

He's looking at Jimmy dancing with Jo.

FRANK

I don't know what else to tell him I haven't told him already.

BUFALINO

Tell him what it is.

Frank isn't sure he heard right. Russell nods to emphasize what he shouldn't have to.

214 INT. THE LATIN CASINO - LATER - NIGHT

214

Alone in the men's room, Frank and Jimmy wash their hands.

FRANK

I just spoke to Russell. He just spoke to Salerno.

HOFFA

Yeah?

FRANK

He means what he's saying.

HOFFA

So do I. He can't seem to get that through his head.

Jimmy dries his hands on a towel. Notices how ashen-faced Frank is.

HOFFA

Don't look so concerned.

FRANK

I'm a little concerned.

HOFFA

Nothing's going to happen to me. I got more records and lists ready to be mailed to the press than that motherfucker can imagine. I know things he doesn't know I know. He should be a little concerned, not you.

FRANK

He is. He told Russell to tell me to tell you what it is.

Jimmy looks at Frank like Frank looked at Russell when he said it.

HOFFA

He said that?

Frank nods gravely. Someone else comes into the men's room. Jimmy drops the hand towel in the towel hamper and leaves. Frank stays behind to wash his hands again.

INT. CADILLAC - MOVING - DAY - 1975

Frank and Russell in front, the women in back, as Frank drives along the highway through Ohio.

FRANK V/O

The wedding was all well and good, but the real point of our trip to Detroit was a peace mission.

EXT. GAS STATION - OHIO - DAY - 1975

An attendant checks the oil. The women are buying cigarettes from a machine while Russell buys some candy. Frank's making a call in a phone booth.

FRANK

I'm with the old man. We're driving up. He hopes this thing can be worked out.

 HOFFA
What'd he say?

 FRANK
He said let's work this thing out. Sit down after the wedding and work it out.

 HOFFA
I'm not going to the wedding. Too many people I don't like are going to be there.

 FRANK
We could do it at your place if you want. At the lake.

 HOFFA
At the lake, huh.

 FRANK
Or anywhere.

 HOFFA
From day one I wanted to work this out.

 FRANK
I know.

 HOFFA
From day fucking one.

 FRANK
I know.

 HOFFA
Just you two, right? Not the Little Guy.

 FRANK
Of course the Little Guy. That's the point.

 HOFFA
No. Just the three of us.

 FRANK
The three of us defeats the purpose.

HOFFA
I'm not sitting down with that
cocksucker.

FRANK
It's time to sit down. Everybody
says so.

HOFFA
Not with him.

FRANK
You're making me work hard.

HOFFA
Just us.

Jimmy hangs up. Frank lets himself out of the booth. Russell
comes up to him with a small paper bag.

BUFALINO
What'd he say?

FRANK
He's thinking about it.

BUFALINO
That's all right. That's good. You
want a Snickers?

215 INT. HOWARD JOHNSONS - OHIO - DAY 215

They're checking into another motel.

216 INT. HOWARD JOHNSONS - OHIO - LATER - DAY 216

Russell hangs up a phone, crosses a patio where Irene and
Carrie wade in the pool with swimming caps on, sits with
Frank at a patio table, sips a Diet Coke.

BUFALINO
Maybe you should give Jimmy another
call. See if he's thought about it.

217 INT. HOWARD JOHNSONS - OHIO - LATER - DAY 217

Frank speaks on the pay phone near the pool.

HOFFA
When are you getting in?

FRANK
Tomorrow morning.

HOFFA
Good. I changed my mind about the other thing.

FRANK
You did?

HOFFA
I'm meeting with the Little Guy tomorrow afternoon.

FRANK
With the Little Guy.

HOFFA
Tony Jack set it up.

FRANK
With the Little Guy. Where?

HOFFA
In public, where do you think. The Red Fox. On Telegraph. You know it?

FRANK
Tony Jack is Pro's cousin.

HOFFA
They're all fucking cousins, what are you going to do. But Jack's okay. I talked with him several times after the Fiasco in Miami.

FRANK
I'd feel better if I was there.

HOFFA
So would I, that's why I asked when you're getting in.

FRANK
What time is the meeting?

HOFFA
2:30, and he better not be late.

FRANK
The Red Fox.

HOFFA

On Telegraph. I'll be there at 2. So you should be there at 2.

FRANK
I'll be there at 2.

Frank hangs up, a little puzzled about Jimmy's change of heart. Walks back to the patio table.

BUFALINO
What'd he say?

FRANK
He's going to meet with Pro.

BUFALINO
That's good.

FRANK
Tony Jack arranged it.

BUFALINO
That's good.

218 INT. MOTEL ROOM - HOWARD JOHNSONS - EVENING

218

Frank and Irene change out of their driving clothes into something nicer for dinner, like people used to do.

FRANK V/O
Maybe Jimmy was setting up Pro. Or maybe he was counting on Pro to act like Pro so his cousin Tony Jack could see it.

FRANK V/O
Or maybe this wedding really was bringing everyone together.

There's a knock on the door. Russell and Carrie, dressed nicely, too, now. As they all leave --

FRANK V/O
Whatever it was, you'd think Russell would have asked when the meeting was, whether he was supposed to come or not. Something.

The door closes. We remain in the empty room.

FRANK V/O
But he didn't.

219 INT. ITALIAN RESTAURANT - OHIO - NIGHT**219**

The two couples share the best table in the restaurant.

FRANK V/O

We ate that night at a little
Italian place Russell owned a piece
of.

A waiter deliver plates of food.

FRANK V/O

I had spaghetti marinara and
broccoli rabe -- and afterwards --
like you do in Italy -- some salad -
- with dressing Russell made himself
in the back.

220 INT. RESTAURANT KITCHEN - LATER - NIGHT**220**

Frank watches Russell prepare his special salad dressing in
the restaurant's kitchen.

BUFALINO

You got to start with good olive
oil. If you don't have that don't
bother.

He pours about a cup of olive oil in a mason jar.

BUFALINO

Same with the balsalmic. If it's not
aged at least ten years, forget it,
you may as well eat Wishbone.

He pours some thick black balsalmic vinegar in the jar.

BUFALINO

By the way, we got a little change
in plans. We're going to hang around
here tomorrow morning and drive up
in the afternoon.

Frank doesn't say anything as Russell adds salt and pepper to
the mason jar. Eventually --

FRANK

I told Jimmy we'd be there in the
morning.

BUFALINO

I know.

Russell holds something up that looks like his own gnarled hand.

BUFALINO

You know what this is? Ginger root.
This is the secret to good dressing.

Frank isn't thinking about salad dressing; he's still reeling from Russell telling him he's not going to let him be with Jimmy at the meeting with Pro. As Russell chops up some ginger root and puts it in the jar --

BUFALINO

We did all we could for him. But he made one too many threats. It's clear he intends to eat alone. It's what it is.

Russell looks to Frank for a nod that he understands, but Frank doesn't nod. Russell swirls the mixture in the jar around like a snifter of brandy and dips a finger in to taste it.

BUFALINO

Frank?

FRANK

What.

BUFALINO

Don't call him.

221 INT. HOWARD JOHNSONS MOTEL ROOM OHIO - LATER - NIGHT 221

Frank lies awake in bed next to his sleeping wife. The phone rests on the night stand next to him.

222 INT. HOWARD JOHNSONS - OHIO - MORNING 222

Frank comes down to the breakfast room. Russell is the only other guest there this early, filling a plastic bowl with cornflakes.

BUFALINO

Morning.

FRANK

Good morning.

BUFALINO

How'd you sleep?

FRANK

Fine.

BUFALINO

Want some Total?

FRANK

Okay.

Russell prepares him a bowlful.

BUFALINO

We're going up to Port Clinton today.

FRANK

I thought we were staying here.

BUFALINO

The women are staying here. We won't be gone long. Three hours tops.

They sit with their cornflakes. Russell eats his. Frank lets his get soggy.

FRANK

What's in Port Clinton?

BUFALINO

A plane.

FRANK

A plane.

(Russell nods)

To where?

BUFALINO

Detroit.

This isn't making any sense to Frank.

FRANK

We're going to Detroit now?

BUFALINO

You're going to Detroit now. Then you're coming back. Then we'll take our time driving up. Nice leisurely drive.

Frank has no idea what he's talking about, but doesn't like it, whatever it is.

BUFALINO

I got to put you into the thing,
Frank. Otherwise you'd never let it
happen, and it's gonna happen.

Russell looks at Frank with the fondness of a father to a
son.

BUFALINO

I got to do this for your sake.

Russell eats his cornflakes. Frank only stirs his.

223 INT. CADILLAC - MOVING - HIGHWAY 80 - OHIO - DAY

223

As Frank drives, Russell sits in the passenger seat looking
out at the scenery.

FRANK V/O

I had to be in it. I knew too much
already not to be. Either way Jimmy
would be gone, but this way what
could I ever say against anyone?
Nothing. This way -- and it was only
out of respect for Russell the
others had agreed -- I'd be safe.

224 EXT. AIRSTRIP - PORT CLINTON - OHIO - DAY

224

They drive onto a grass airstrip on the edge of Lake Erie
where a small plane waits. Frank parks and gets out. Russell
stays in the car.

FRANK V/O

And so would Irene. All she and
Carrie knew -- and could ever say --
is we took the Caddy for a couple
hours to run some errands while they
ate lunch and smoked cigarettes at
the motel coffee shop, and then we
were back.

Frank climbs the steps of the plane and sits in one of its
six seats. The pilot closes the door without looking at him
and returns to the cockpit. As the plane begins to taxi,
Frank looks out the window at the Cadillac.

225 EXT. MICHIGAN - DAY

225

The plane descends over the northwest shores of Lake Erie.
Lands on the Pontiac Airfield. The pilot lowers the steps and

Frank climbs out and walks to a parked Ford that's empty. He gets in, finds keys under the mat, starts it up.

226 INT/EXT. FORD - PONTIAC, MICHIGAN - MOVING - DAY

226

Frank drives along Telegraph Road. Opens the glove compartment, notes the little .22 in it, closes it, sees the Red Fox restaurant up ahead, checks his watch.

FRANK V/O

I couldn't see him, but it was two o'clock, so he was there, and he'd be expecting me no later than five after. Jimmy knew Pro had no respect for punctuality, but he knew I did.

Frank drives past the Red Fox and makes a left onto Seven Mile Road.

227 EXT. PONTIAC, MICHIGAN - DAY

227

Frank drives across a railroad bridge. Then down a residential street with old modest houses on acre lots. Checks an address scribbled on a torn piece of newspaper. Pulls over and regards a house with brown shingles.

FRANK V/O

Everything was close to every-thing else. The airstrip. The restaurant. The house. And where he'd go after that.

Frank notes a Buick parked at the end of a single-lane driveway running alongside the house.

FRANK V/O

Some people said that was in a 55-gallon drum that ended up in a New Jersey dump. Or in the end zone of Giants stadium, under the grass.

Frank opens the glove box and takes out the .22. Gets out of the car, shoving the pistol in his back waist band under his jacket.

FRANK V/O

These people never had a body on their hands. You don't want to drive one more mile than you have to if you can help it.

He climbs the brick steps of the brown-shingled house and opens the unlocked front door.

228 INT. HOUSE - PONTIAC - CONTINUOUS

228

A man on his hands and knees looks up at Frank through Coke-bottle glasses.

SALLY BUGS

Hi, Frank.

Sally has a mat-knife in his hand and uses it to cut some linoleum he's laying out on top of the wood floor of the entry.

Frank ignores him. Surveys the entry. Then walks into the adjacent living room, glimpsing as he goes two young Italian guys in the kitchen playing cards. Sally Bugs comes in, parts the blinds and looks out.

SALLY BUGS

Chuckie's late.

FRANK V/O

Chuckie was Jimmy's foster son. He was in the thing too but didn't know it.

Sally Bugs sees a car pulling to the curb.

SALLY BUGS

Is that him?

A Mercury pulls in with just the driver in it, a guy wearing a wide-collared paisley shirt and gold chains like he's in Saturday Night Fever. Frank nods.

FRANK V/O

All Chuckie knew, he was picking up one of Pro's guys - Sally, who he didn't know -- and me -- who he did know -- and we were all picking up his dad at the Red Fox for a meeting. He was in it, as you say, stupidly.

229 EXT. HOUSE - PONTIAC - MOMENTS LATER

229

Frank and Sally Bugs come out of the house and approach the Mercury.

FRANK V/O

I felt sorry for Chuckie. If anyone deserves to be forgiven, it's him.

SALLY BUGS
I'm Sally.

CHUCKIE
Hi. Hi, Frank.

FRANK
Chuckie.

SALLY BUGS
Let's go. I don't want your father yelling at me for being late. You can sit in front, Frank.

Frank isn't sure he wants to sit in front. Sally Bugs, we may remember, strangled that poor Teamster Secretary-Treasurer in the front seat. But Sally already has the car's back door open and is sliding in.

SALLY BUGS
What the fuck is this?

CHUCKIE
What.

SALLY BUGS
It's wet back here.

CHUCKIE
I had a frozen fish I had to drop off to someone.

SALLY BUGS
A fish? The seat is wet from a fish?

CHUCKIE
Sorry.

Sally Bugs lays his handkerchief on the seat and sits on it. Frank climbs into the front passenger seat.

230 INT. MERCURY - MOVING - DAY

230

Chuckie makes a right off Seven Mile Road onto Telegraph.

SALLY BUGS
What kind of fish?

CHUCKIE
I don't know. A fish. To eat.

SALLY BUGS
You don't know what kind?

CHUCKIE
No.

SALLY BUGS
Where'd you get it?

CHUCKIE
At a fish place.

Frank checks his watch. It's 2:40.

231 EXT. RED FOX RESTAURANT - DAY

231

They pull into the parking lot as Jimmy is coming out of the restaurant. Chuckie taps the horn and waves. Jimmy regards the Mercury a moment, then comes over to it.

CHUCKIE
Sorry I'm late.

HOFFA
You're late? What the fuck are you even doing here? Who invited you?

SALLY BUGS
Hi, Jimmy.

HOFFA
Who the fuck are you?

SALLY BUGS
I'm with Tony.

HOFFA
You're with Tony. You're with this cocksucker who's late again? I'm not waiting for this cock-sucker again. He was supposed to be here at 2:30. It's 2:40. I don't wait for anyone more than ten minutes. Mother fucking cocksucker.

SALLY BUGS
He's at the house.

HOFFA
What house?

SALLY BUGS
He's with Russ.

HOFFA
He's with Russ? What the fuck's
going on here?

SALLY BUGS
Look who's here.

Jimmy leans down to see who's in the passenger seat.

FRANK
Hi, Jimmy.

HOFFA
Frank. Where were you? You were
supposed to be here at two. What is
this?

FRANK
Russell decided to come. But not
here. He doesn't know the place.
It's not comfortable for him.

HOFFA
Russell's here?

Frank nods. Jimmy relaxes a little.

SALLY BUGS
Get in. We'll bring you back after
to get your car.

Sally Bugs pushes open the back door for Jimmy to get in and
the image freezes.

FRANK V/O
No way in a million years Jimmy
would ever get in a car with one of
Pro's guys in it -- unless I was in
it, too. Which is why I was in it. I
made it safe.

The image unfreezes: Sally Bugs taps the seat next to him.

SALLY BUGS
There was a fish in here, but I
cleaned it up.

HOFFA
What?

SALLY BUGS
Chuckie had a fuckin fish in here,
he doesn't even know what kind, but
it's okay now, I wiped it up.

HOFFA

You put a fish in here? In your car?

CHUCKIE

For Bobby Holmes. Bobby likes fish.

SALLY BUGS

I cleaned it up. It's all right.

Jimmy looks at Frank again as if to ask, Is it all right?
Frank nods. Jimmy gets into the back seat next to Sally.

HOFFA

Chuckie, never put a fish in your car. Unless it's wrapped up good.

CHUCKIE

I know.

The Mercury pulls out of the lot.

232 INT. CHUCKIE'S MERCURY - MOVING - DAY

232

The Mercury drives the same route Frank took earlier.

HOFFA

Frank. You couldn't come by at 2:00 and tell me this? I had to wait there forty minutes like a moron?

FRANK

I came as soon as I got in.

HOFFA

You got in this morning.

FRANK

I didn't. Russell had some business in Port Clinton this morning.

HOFFA

This morning. Okay. But it's this afternoon. All due respect to Russ but no one could come over at 2:00 and tell me it was 2:30? At the very least?

FRANK

I'm sorry. I apologize.

HOFFA

(like Sally's not there)

And who the fuck is Pro sending a fucking errand boy.

FRANK

Sally's not staying.

HOFFA

That's right he's not staying. But Pro sent him is the point when he should've come picked me up himself.

(to Sally)

Can you even see out those glasses?

SALLY BUGS

I can see, Jimmy.

233 EXT. HOUSE - PONTIAC - CONTINUOUS

233

The Mercury pulls into the driveway behind the Buick and the Ford and idles. Jimmy and Frank get out. Sally Bugs comes around and gets into the passenger seat.

As Chuckie backs the car out, Jimmy and Frank head for the house. Jimmy, as he always does with whoever he's with, walks ahead.

HOFFA

You got your friend with you?

Glancing back, he sees Frank touch the small of his back.

HOFFA

Good. You never know with this cocksucker, with or without Russ there.

He opens the front door.

234 INT. HOUSE - PONTIAC - CONTINUOUS

234

As soon as he's inside, Jimmy knows there's a problem. He should hear voices, but it's quiet. And there's no one in the living room, which he can see from here. And there's this badly-cut piece of linoleum under his feet.

FRANK V/O

He knew right away what it was.

FIVE QUICK VIGNETTES:

Tony Pro playing Greek rummy with some guys at his union hall in New Jersey.

Tony Salerno watching a soccer game on a TV.

Fitz on a golf course chipping a ball out of a sand trap.

Russell napping in the back of Frank's Cadillac parked on the Port Clinton airstrip.

Irene Sheeran and Carrie Bufalino smoking cigarettes in the motel coffee shop.

FRANK V/O
Just not my part of it.

BACK TO THE HOUSE

HOFFA
Let's get out of here, Frank.

As Jimmy bumps past Frank to leave, grasping the knob of the door Frank just closed, Frank shoots him twice behind his right ear.

He slumps to the floor. Blood runs onto the temporary linoleum. Frank tries to open the door, but Jimmy's body is against it. He gently tugs Jimmy away from it, gets it open, sets the .22 on Jimmy, walks out and closes the door.

235 EXT. PORT CLINTON - LATER - DAY

235

The plane taxis to a stop on the airstrip. The pilot, careful not to look at Frank, lowers the steps for him. He comes down them and crosses to the Cadillac, where Russell is napping.

Frank climbs in and starts it up. Russell wakes as the car pulls out. Just by looking at Frank, he can tell the little errand in Detroit has been taken care of.

BUFALINO
Anyway, I hope you had a pleasant flight.

FRANK
I hope you had a good sleep.

And that's it. They drive in silence.

236 INT. CHURCH - DETROIT - NEXT DAY

236

Jimmy's lawyer's daughter comes down the aisle on the arm of her father. The church is packed, and a lot of them are wiping at tears with Kleenex.

Frank doesn't have Kleenex, and wouldn't use it if he did. He quickly wipes at his eyes with the back of his hand.

His daughter Peggy glances at him curiously. Russell glances over less curiously as Frank looks down at the gold ring he gave him and the watch Jimmy gave him.

237 INT. CAR - MOVING - NIGHT - 1999

237

The wedding march is swallowed up by the roar of trucks on the highway. Sitting in the passenger seat, Frank has the same expression of grief and remorse on his face, but he's twenty-some years older. He looks out the window as the car he's in passes the Howard Johnsons.

238 INT. FRANK'S HOUSE - PHILADELPHIA - DAY - 1975

238

A TV broadcasts a news report on Hoffa's disappearance. He's been missing a couple days now. Frank comes in from outside, takes his coat off, regards the TV and his wife and daughters who are watching it.

FRANK

Still no word?

Irene shakes her head no. Frank pours himself a drink.

FRANK

I should call Jo.

IRENE

You haven't called her yet?

FRANK

I'm calling her now.

Irene turns back to the TV report. Peggy doesn't. She studies her father.

FRANK V/O

I'm not sure what it was. Maybe I looked hard, instead of worried. Or that I should have been rushing out to hurt somebody, and wasn't. Whatever it was, it was wrong, and just by looking at me, she knew.

Peggy watches her father turn and head upstairs.

FRANK V/O

She stopped talking to me that day. August 3rd, 1975. She has a good job

and lives outside Philly now -- but my daughter Peggy disappeared from my life that day.

239 INT. FRANK'S HOUSE - LATER - NIGHT

239

Alone in his bedroom, Frank sits on the edge of his bed dialing a phone. He can hear the report from downstairs faintly up here as people who know nothing theorize about the disappearance. The call connects.

FRANK

Jo? It's Frank.

(pause)

Whatever you need, anything I can do, I'm here.

She's crying now. He puts the receiver to his head like it's a gun, then back to his ear.

FRANK

It's gonna be all right. I'm sure he's all right.

240 EXT. FUNERAL PARLOR - NIGHT

240

The two Italians who were playing cards in the kitchen lift a body in a black garbage bag from the trunk of the Buick.

FRANK V/O

Not that it was any of my business, but Russell told me later they cremated Jimmy at a funeral parlor a mile from the house.

They carry it to the back door of the funeral parlor.

FRANK V/O

They put him in a box and fired up the oven.

241 INT. FUNERAL PARLOR - NIGHT

241

A pine coffin burns in a cremation oven.

FRANK V/O

The oven burns so hot it melts everything -- bones, teeth, watch, rings -- but leaves the shape of the body, like Pompeii.

The cinders of the coffin fall away to reveal an ashy body.
It comes out and someone pokes at it, dissolving it to ashes.

FRANK V/O

It was no more complicated than
that.

242 INT. GRAND JURY ROOM - DAY

242

The father of the bride from the wedding, attorney Bill
Bufalino, sits at the defense table. His client, Frank, is
being questioned by a D.A.

FRANK V/O

Everyone who ever had anything to do
with Jimmy was hauled in and
questioned. And everyone took the
Fifth, which is what you do.

FRANK

On the advice of counsel, I
respectfully decline to answer that
question under the protection
afforded me by the Constitution.

D.A.

Let me ask you this: What color is
my pen?

FRANK

On the advice of counsel, I
respectfully decline to --

243 INT. COURTHOUSE - DAY

243

Frank and his lawyer head for the back exit.

FRANK V/O

Still, everyone got indicted and
convicted for one thing or another,
just not for that. No one, as you
know, even went to jail for that.
And no one talked. Which is unusual
since usually three people can keep
a secret only when two are dead.

244 EXT. THE HOUSE IN PONTIAC - DAY - FLASHBACK

244

The two Italians playing cards in the kitchen.

FRANK V/O

The Andretta brothers got twenty years for squeezing cash out of a trucking company in exchange for labor peace.

245 INT. PRISON - DAY

245

Tony Pro walks down a cell block with other inmates.

FRANK V/O

Pro was convicted with them, but he was already back in school for that other thing I mentioned before --

246 INT. CAR - MOVING - DAY - FLASHBACK

246

The man in the passenger seat finds the radio station he wants and sits back.

FRANK V/O

That poor Secretary-Treasurer who got more votes than Pro, which they finally got him on.

As the nylon rope loops around the guy's neck to strangle him, Coke bottle glasses on a face come into frame.

FRANK V/O

Sally Bugs, you recall, did that one.

247 EXT. FEDERAL BUILDING - DAY

247

From very far away, someone watches Sally Bugs walk from his car to the building.

FRANK V/O

Sally was seen going into a federal building. This by itself isn't a crime. Everyone has to do that sometimes. But Sally -- who knows better -- didn't tell anybody about it - which you must always do. When you don't, it can only mean one thing: You're not going there for tea.

248 EXT. NEW YORK - NIGHT

248

Sally comes out of the Andrea Doria Social Club.

FRANK V/O

I suppose there's a chance it wasn't that. But when in doubt, have no doubt.

Frank and John Francis walk up to him.

FRANK

Hi, Sal.

SALLY BUGS

Hi, Frank.

Sally looks at John Francis, who he doesn't know. As he waits for an introduction, Frank shoots him twice in the head - one of the bullets coming out shattering a lens of his thick glasses.

FRANK V/O

Sally was dead by the time he hit the ground, but to discourage anyone with an idea to look out their window after two shots, John gave him three more.

John Francis pumps three shots into Sally's body.

249 INT. OPERATING ROOM - DAY

249

Tony Salerno on a surgical table getting a colonoscopy.

FRANK V/O

Tony Salerno they got on an income tax thing. The same week, he was diagnosed with cancer.

250 INT. VILLA D'ROMA - DAY

250

Russell has what seems to be a very cordial conversation with another man at his table.

FRANK V/O

Russell got hooked threatening to strangle Jack Napoli over 25,000 dollars worth of jewelry he took on credit and never paid for.

BUFALINO

It's what it is, Jack.

251 EXT. VILLA D'ROMA - DAY

251

Russell is escorted out of the restaurant by federal agents.

FRANK V/O

Napoli was rigged. They had it on tape. They called it extortion even though it was Napoli who was clearly in the wrong.

252 INT. CAR WASH - DAY

252

Frank's car inches through a car wash covered in suds.

FRANK V/O

They got me for my Cadillac. I bought it from Eugene Boffa who leased truck drivers to freight companies and paid them substandard wages, skimming the difference.

Frank peers through soapy windows of the car wash at his Cadillac as leather tongues from the ceiling shimmy and sway and push the suds around.

FRANK V/O

They said I paid under-market value for the car, and I had no receipts to prove otherwise. They said the car was a bribe to let Boffa continue to pay his non-union wages.

Frank watches the Cadillac as spray-hoses rinse it and the dryer blowers switch on.

FRANK V/O

I loved that car, but it wasn't worth the eighteen years they gave me for it.

253 EXT. SANDSTONE PRISON - DAY

253

A remote prison set down amidst bare trees.

FRANK V/O

We all went to Sandstone, Minnesota, which is no Lewisburg. It's up by the Canadian border, where it's colder than Philly, New York and Chicago put together.

254 EXT. SANDSTONE PRISON - DAY

254

Bundled up against the cold, Russell, Salerno and some other old inmates in wheelchairs roll bocce balls across snow-patched ground. Frank, who's getting no younger himself, watches from the sidelines.

FRANK V/O

Russell got Parkinson's there. Tony Salerno couldn't control his urine anymore. The arthritis in my hands moved to my back, and neuropathy was in my feet. I couldn't feel either one of them. Neurontin helped a little but it also makes you dingy. If you take it at night, okay, but during the day it makes you forgetful. We were all falling apart and the freezing fucking cold wasn't helping.

255 INT. SANDSTONE CAFETERIA - DAY

255

Frank comes in with a paper bag, shuffles across the cafeteria.

FRANK V/O

I needed a cane, but they won't give you a cane in prison, since you could use it as a weapon.

He sits with Russell.

BUFALINO

You got it?

Frank nods. Takes prosciutto bread out of the bag and begins breaking it into pieces. Eventually --

BUFALINO

Jimmy was a nice man. Nice family. I didn't want it to go that far.

FRANK

I know.

Frank pours two glasses of grape juice.

BUFALINO

I should have protected you some other way. I can't forgive myself for what I did to you.

FRANK

It's all right.

Russell regards his shaking hand as he tries to steady it enough to dip a piece of bread in the juice.

BUFALINO

Is this my punishment?

256 EXT. SANDSTONE PRISON - DAY

256

Frank waits for Russell on the so-called bocce court with other old inmates. Spots him in his wheelchair as it's pushed by another inmate the other way.

FRANK

Where you going?

BUFALINO

To church.

FRANK

To church?

BUFALINO

Don't laugh. You'll go, too, when the time comes.

Frank watches Russell as his wheelchair rolls along the frozen earth.

FRANK V/O

Russell went to church. Then he went to the prison hospital in Springfield. Then he went to the graveyard.

257 EXT. GRAVEYARD - DAY

257

The number of people in attendance seems too small for someone of Russell's stature.

FRANK V/O

I got out that October. Irene died in December. December 17th. Lung cancer. No surprise.

Frank stands at his wife's grave with three of his grown daughters, supporting himself on aluminum canes like a polio victim. Peggy is there, but stands apart from her sisters and father. He looks at her, but she won't look at him.

258 INT. FRANK'S HOUSE - DAY

258

Frank moves around the house on his canes, emptying ashtrays of butts with lipstick marks on the filters.

259 INT. FRANK'S HOUSE - ANOTHER DAY 259

He sits in a chair in front of a TV he's not watching, drinking alone.

260 INT. FRANK'S HOUSE - ANOTHER DAY 260

He fills a plastic container marked with the days of the week on it with dozens of pills, gets confused and starts over.

261 INT. FRANK'S HOUSE - NIGHT 261

He comes past in his pajamas, negotiating a dark hallway on his canes. Trips and falls and can't get up.

262 INT. ASSISTED LIVING FACILITY - DAY 262

Elderly men and women dot a rec room like checkers on an abandoned board. Some sit at games, dominos, cards, Candyland, others regard a television with the sound turned down too low for them to hear.

Frank sits apart from them in a wheelchair, the gold watch on his wrist, the gold ring on his finger, his eyes hidden behind aviator sunglasses. He's been here for months.

263 INT. ASSISTED LIVING FACILITY - ANOTHER DAY 263

Frank sits in his wheelchair in his room. There's a small framed photograph in his lap. A nurse comes in to take his vitals. As she does --

FRANK

This is my daughter Peggy.

It's the snapshot of Peggy and Jimmy at the miniature golf course. The nurse gives it a perfunctory glance.

NURSE

Is it. I don't think I've met her.

FRANK

She hasn't been around much.

NURSE

She's your only child?

FRANK
I have four daughters.

NURSE
Really.

Frank nods. None of them have been around much.

NURSE
Who's that with her?

FRANK
Who's that?

NURSE
Relative?

FRANK
That's Jimmy Hoffa.

NURSE
Oh.

She clearly doesn't know who that is. Frank doesn't bother telling her.

264 EXT. ASSISTED LIVING FACILITY - ANOTHER DAY

264

Frank sits with two young FBI men in the courtyard. He actually seems pleased to have them here. At least they're visitors.

FRANK
I'm sorry but I have to direct you to my attorney Mr. Ragano if you want to talk about Mr. Hoffa -- or any other matter for that matter. I got nothing new to say.

FBI AGENT
He's dead.

FRANK
Who's dead?

FBI AGENT
Your attorney, Mr. Ragano.

FRANK
He's dead? Who did it?

FBI AGENT
Cancer.

Frank didn't know.

FBI AGENT

Everybody's dead, Mr. Sheeran. But Mr. Hoffa's children aren't. They live with not knowing, and that's hard to do.

Frank actually seems like he might be thinking about talking to them. But then --

FRANK

You seem like nice fellas. And I appreciate you coming to see me. But I can't help you.

265 EXT. BANK - OUTSIDE PHILLY - DAY

265

An orderly tries to assist Frank as he struggles out of a taxi with his canes.

FRANK

I got it. I'm fine. You stay here.

266 INT. BANK - DAY

266

He comes in on his canes. Stands in a short line. Looks around like he's casing the place. Makes it to the front, but lets someone go ahead of him so he can wait for a particular window.

The customer there leaves and he hobbles toward it. The teller, his daughter Peggy, sees him coming and puts her "closed" sign up before he gets there.

FRANK

Peggy, don't.

She's walking away from the counter toward the back.

FRANK

I just want to talk to you. Peggy. I'm dying.

Peggy goes through a door and closes it. The other customers look at Frank.

267 EXT. HOUSE - PHILLY - DAY

267

The taxi, parked outside a small house.

268 INT. HOUSE - PHILLY - DAY

268

Frank sits with one of his other daughters, Delores.

DELORES

What do you want me to do?

FRANK

Call her. Tell her I want to talk to her.

DELORES

Talk to her and tell her what?

FRANK

I want to tell her I'm sorry.

DELORES

For?

FRANK

I know I wasn't such a good father. I tried to be. I tried to protect her. All of you.

DELORES

From what?

Now that he thinks about it, he's not sure what.

DELORES

You have no idea what it was like for us. We couldn't come to you with a problem because of the horrible things you'd do to fix it for us. You thought you were protecting us, but it was the opposite. We didn't get protected because we were too afraid to go to you for protection.

DELORES

We were protected from nothing, or anyone, ever. You have no idea the things people did to us.

FRANK

What did they do to you?

DELORES

Why. What are you going to do about it? You can't even walk.

Delores regards him a moment. Then --

DELORES

You weren't a bad father -- you were
a nightmare.

269 INT. CASKET STORE - ANOTHER DAY

269

They build them and sell them here. It's more like a workshop
inside a warehouse. The salesman used to be a rock and roll
promoter, but now he does this. He wears a porkpie hat.

SALESMAN

I could tell you something else but
I'll tell you the truth: It makes no
sense going with anything more
expensive than particle board for
cremation. Will it be cremation? Or
burial?

FRANK

Burial.

Frank surveys the rows of caskets from his wheelchair, the
orderly by his side.

SALESMAN

Is it for a man or a woman?

FRANK

It's for me.

270 INT. HOSPITAL ROOM - DAY

270

Frank is in a hospital room, in his wheelchair, hooked up to
IVs, looking through some unframed photographs someone has
brought over.

The image of his face suddenly changes from film to video as
a camera is switched on. He seems out of it. Morphine or
Dilaudid for all the pain.

VOICE

You saw the monsignor.

Frank slowly runs a hand through his hair, guided by the
morphine.

VOICE

What'd you tell him?

FRANK

I told him it's been 60 years since
my last confession.

VOICE
What'd he say to that?

FRANK
He said that's okay.

VOICE
What else you tell him?

FRANK
That's between me and him.

VOICE
Come on, Frank.

FRANK
I told him I've done some things I'm
not proud of.

VOICE
You told him what those things are.

FRANK
He doesn't need details. You don't
have to tell him everything to get
absolution. It's not required.

VOICE
So you got what you needed from him.

FRANK
I'm at peace.

The video camera tilts down to the photos on Frank's lap,
there's one of Russell and Frank on top then back up to his
face.

VOICE
Are you?

Frank looks up at the camera with that look of quiet menace
we saw before.

FRANK
You're not being clever. You think
you are, but you're not. Be
satisfied. You got enough. Don't be
probing.

VOICE
You didn't tell him about the house.

FRANK

I didn't have to tell him about the house. You're not listening. You don't have to say everything.

VOICE

You do.

FRANK

You don't. I just told you.

VOICE

No, you do. You. It's the last thing you got to do.

Frank knows he's right, but won't admit it. The camera keeps shooting as he leafs through the photos. Eventually --

FRANK

I know what I got to do. I'm not stupid. I got to say it. I don't have a fuckin chance after this if I don't. I die and -- I know what I got to do.

He looks up at the camera.

FRANK

Ask me the question.

VOICE

Do you stand by what you've told me?

FRANK

Yeah.

VOICE

Everything.

FRANK

Yeah.

VOICE

The war.

FRANK

Yeah.

VOICE

Whispers, the jeweler, Gallo.

FRANK

Yeah.

VOICE

Sally.

FRANK

They deserved it, all of them. I got no remorse.

VOICE

And none for their families?

FRANK

I didn't know their families.

VOICE

You knew Jimmy's.

Silence as the camera keeps taping him. Tilts down to the photo that's now on top in his hands - Appreciation Night - Jimmy and Frank then back up to his face.

FRANK

Did I have any choice?

VOICE

I don't know. Did you?

FRANK

If I'd refused, someone else would have done it, and I'd have been dead, too.

VOICE

You sure about that?

It kills Frank to keep looking at the photograph but he forces himself to for several more moments before looking back up at the camera. The anguish shows.

FRANK

What kind of a man does what I did to a friend?

Silence as the video camera unmercifully records his face, his guilt and remorse. The morphine doesn't dull that. Eventually --

VOICE

Frank. Whatever happens now happens, but you stand a slightly better chance now.

FRANK

(to himself)

E nelle mani di Dio. Like Russell used to say.

VOICE
It's in God's hands.

Frank nods. The morphine takes his hand and slowly combs it through his hair again. The camera shuts off, and the image of his face switches from video back to film. He watches as the guy with the video camera, who we still don't see, gathers his stuff.

FRANK
Don't forget.

VOICE
I know. Leave the door open a little.

Frank nods. His eyes follow the figure as he heads out.

VOICE
I'll come visit you around Christmas.

FRANK
When's Christmas?

VOICE
Few weeks.

FRANK
Christmas is in a few weeks?

VOICE
Yeah.

FRANK
Okay. Give my love to your family.

VOICE
I will. I'll see you later.

FRANK
I'm not going anywhere.

From outside the room, the door starts to close, but stops just short of covering up our view of Frank in the room.

We can just make him out, in the sliver of light between the edge of the door and the frame, sitting alone in his wheelchair.