

# Michael Clayton

by

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Final Shooting Script  
2/11/06

INT. KENNER BACH & LEDEEN/VARIOUS SHOTS -- NIGHT

It's 2:00 a.m. in a major New York law firm. Ten floors of office space in the heart of the Sixth Avenue Canyon. Seven hours from now this place will be vibrating with the beehive energy of six hundred attorneys and their attendant staff, but for the moment it is a vast, empty, half-lit shell. A SERIES OF SHOTS emphasizing the size and power of this organization; shots that build quietly to the idea that *somewhere* here -- somewhere in this building -- there's something very important going on. MUSIC and CREDITS already mixing with the crazed, manic, express train chatter of --

ARTHUR EDENS (V.O.)

...Michael. Dear, Michael. Nurse Michael. Dr. Clayton. Secret Hero. Keeper of the Hidden Sins. Of course it's you. Who else could they send? Who else could be trusted? Smoke on the horizon -- hole in the bucket -- voices crying from Milwaukee to Manhattan, "Where's our hero?" "Where's our Cleanser Of The Hidden Sins?" And here you are, sleeves rolled up, lips sealed -- broom -- dustbin -- bankroll at the ready! Fifties, is it still fifties? When you came to Boston, you remember? God, you must've had a thousand of them! The cash -- the smile -- the quiet word in the corner -- of course it's you, Michael, who else could it ever be? But Michael, please, before you sweep, please just hear me out -- just try -- because it's not like Boston -- it's not an episode -- relapse -- fuck up -- I'm begging you, Michael, make believe it's not just madness, because it's not just madness --

(continuing, as--)

INT. LAW FIRM OFFICE/DUPLICATION CENTER -- NIGHT

A XEROX MACHINE -- cranking out high-speed copies -- ten pages a second flashing before our eyes -- all information a blur except for the letterhead which is constant:

**KENNER, BACH & LEDEEN LLP  
ATTORNEYS AT LAW**

As...

ARTHUR EDENS (V.O.)

-- I mean, yes -- okay, yes -- elements of madness -- the speed of madness -- yes, the occasional, euphoric, pseudo-hallucinatory moments that, yes -- fine -- agreed -- distracting -- nostalgic -- all of that --

(continuing, as--)

*A HUGE EMPTY OFFICE BULLPEN. CUBICLES AND WORKSTATIONS.*

ARTHUR EDENS (V.O.)

-- but that's just the package -- the plate -- think of it as a tax -- The Mania Tax -- The Insanity Tax -- or like advertising on TV -- it's the freight -- the weight -- it's the price of the show --

*A LONG, DARK CORRIDOR. A CLEANING CREW IN THE DISTANCE.*

ARTHUR EDENS (V.O.)

-- just please, just hear me out, Michael, because I swear to you, this is so much, so very much more, than the ravings of some hypo-maniacal, bipolar attorney --

*DOCUMENT AREA. ODD THIS LATE. THREE ASSOCIATES STACKING PAPERWORK ONTO A TROLLEY --*

ARTHUR EDENS (V.O.)

-- Two weeks ago I came out of the building -- I'm running across Sixth Avenue -- there's a car waiting -- I have exactly thirty-eight minutes to get to Laguardia, and I'm dictating -- there's this frantic associate running to keep up --

*A SENIOR PARTNER'S OFFICE. A SECURITY GUARD SNEAKING A SMOKE IN THE DARK BY AN OPEN WINDOW.*

ARTHUR EDENS (V.O.)

-- we're in the middle of the street -- the light changes -- the traffic -- unleashed -- it's coming -- serious traffic -- but there I am -- I'm babbling -- my mouth -- I can't stop -- some ridiculous, involuntary part of my brain just keeps going -- I'm standing there dictating this trade secret, Motion to Suppress...

*AN OFFICE PHONE. TWELVE LINES BLINKING IN THE DARK.*

ARTHUR EDENS (V.O.)

...and there, Michael, in the middle of Sixth Avenue -- as I stood there jabbering -- and this poor young woman is screaming -- traffic speeding toward us -- I looked at my hands and my suit -- my briefcase -- and it came to me -- came over me -- through me -- the overwhelming sensation -- the feeling -- the fact -- that I was covered with some sort of film -- an oil -- an ooze -- my hair -- my face -- like a glaze -- a coating -- and at first I thought, "My God, I know what this is, this is some sort of amniotic, embryonic fluid -- I'm drenched in afterbirth -- I've breached the chrysalis -- I've been reborn." --

*ASSOCIATE #1 WHEELING THAT DOCUMENT TROLLEY PAST AN EMPTY BACK OFFICE KITCHEN.*

ARTHUR EDENS (V.O.)

-- but the traffic -- this stampede -- cars -- trucks -- the horns -- the screaming associate -- I'm thinking, "No -- reset -- this cannot be rebirth. If anything, this must some giddy illusion of renewal that happens in the final instant before death." --

*A MAINTENANCE WORKER VACUUMING A LARGE RECEPTION STAIRCASE.*

ARTHUR EDENS (V.O.)

-- and then -- in the fraction of a moment it took for that idea to form -- I realized all of that was wrong, because I looked back at the building and had the most stunning moment of clarity...

*THE WORD PROCESSING DEPARTMENT. TWENTY PEOPLE -- ACTORS, DANCERS, ARTISTS, INSOMNIACS -- THE GRAVEYARD SHIFT HAMMERING OUT OVERNIGHT LEGAL PAPERWORK.*

ARTHUR EDENS (V.O.)

...I realized, Michael, at that moment, that I had emerged -- as I have done nearly every day for the past twenty-eight years of my life -- not through doors of Kenner, Bach & Ledeen --

RECEPTION LOBBY. ASSOCIATE #1 WHEELING THE TROLLEY OFF THE ELEVATOR.

ARTHUR EDENS (V.O.)

-- not through the portals of our huge and powerful law firm, but rather from the asshole of an organism whose sole function is to excrete the poison -- the ammo -- the defoliant -- necessary for even larger and more dangerous organisms to destroy the miracle of humanity --

ANOTHER EMPTY HALLWAY. A BANQUET TABLE LITTERED WITH THE PICKED-OVER REMNANTS OF AN ALL-NIGHT CATERED FEED.

ARTHUR EDENS (V.O.)

-- and that I have been coated with this patina of shit for the better part of my life and that the stink and stain might in all likelihood take the rest of my days to undo --

AND NOW -- WIDER TO FIND -- ASSOCIATE #1 WHEELING THE TROLLEY TOWARD BIG DOORS AT THE END OF THE HALL --

ARTHUR EDEN'S (V.O.)

-- and do you know what I did next? I took a deep, cleansing breath. I set that notion aside. I tabled it. I said to myself, "As clear as this may be -- as potent as this may feel -- as true a thing as I believe I have witnessed here -- I must wait. It must stand the test of time."

AN ATTORNEY HUDDLED OVER HIS MOBILE PHONE, SEEING THE KID COMING, HELPING HIM BY OPENING THE DOORS, as --

ARTHUR EDENS (V.O.)

And, Michael, the time is now.

INT. LAW FIRM CONFERENCE ROOM -- NIGHT

The big room. Bright. Teeming. FORTY PEOPLE jamming an all-night deadline: ATTORNEYS -- PARTNERS AND ASSOCIATES -- PARALEGALS -- ASSISTANTS -- ACCOUNTANTS -- working groups bunkered around a huge table covered with paperwork and laptops and coffee mugs. Several document "villages" piled around the room. The credits have wrapped. Arthur Edens has stopped talking. And if there's music, that's stopped too. We're live.

BARRY GRISSOM coming around the table. He's maybe fifty. A killer New York lawyer in his prime. Litigator. Senior partner. Always wrapped a little tight and this moment is no exception -- slowing now and...

BARRY

(kneeling, whispering)

I've got that cunt from the Wall Street Journal on line eight. I told her you were in Bermuda, but I'd try to patch you in...

MARTY BACH looks up from his papers. He's seventy. It's his name on the door. Big power. Sweet eyes. A thousand neckties. A velvet switchblade.

MARTY

(punching up line eight)

Marty Bach. How can I help you?

REPORTER (PHONE/OVER)

"Marty, hi, it's Bridget Klein. Look, we're going with a story tomorrow about a settlement in the U/North defoliant case. You want to comment?"

MARTY

The case you're referring to, is now, as it has been for the past six years, pending and unresolved. Until our client has their day in court or the plaintiffs come to their senses and drop the suit, I'll have nothing of value to tell you.

BARRY kneeling there, hanging on every word --

REPORTER (PHONE/OVER)

"Come on, Marty, Barry's telling me you're off at some conference. I know for a fact you're in the office right now with like six hundred people trying to push this thing through."

MARTY

Here's what I know: your deadline was twenty minutes ago, so either you're fishing for a story or trying to get out of writing a retraction. In either case, I wish you well...best of luck...

(as he hangs up--)

...sweet dreams.

BARRY

So?

MARTY

(scanning the room)

Where the fuck is Karen Crowder?

INT. LAW FIRM LADIES ROOM -- NIGHT

A CORPORATE LOGO -- embossed on a high-quality, Kevlar, travel tote:

u/north

“we grow your world together”

THE U/NORTH BAG on a shelf above a row of sinks. Water running. But no one there. Stalls in the mirror and --

INT. LADIES ROOM STALL -- NIGHT

KAREN CROWDER sitting fully dressed on the john. She is Senior In-House Counsel for the largest agricultural/chemical supply manufacturer on the planet. She is hiding here. She is trying to fight off a panic attack using a breathing exercise she read about in an airline magazine. As we hear:

ARTHUR EDENS (V.O.)

...even this, Michael -- even now -- that you're here -- there's a reason, a reason it's you -- every reason -- surely you can sense that -- how it pulls together -- how it gathers -- Nurse Michael -- Secret Hero -- Keeper of the Hidden Sins -- tell me you can see that, Michael, for God's sake...

INT. CHINATOWN CARD ROOM -- NIGHT

MICHAEL CLAYTON'S FACE -- A PHOTOGRAPH laminated onto a Kenner, Bach & Ledeen ID card -- FILLS OUR FRAME. It's a man's face. Son of a second-generation cop's face. Father of a ten-year-old boy's face. A face women like more than they know why. The good soldier's face. THE ID CARD just one of several objects sitting at the bottom of a shitty plastic basket. Also here: one roll of breath mints, two mobile phones, business cards, too many keys on a Mercedes security pendant keychain, and one heavy-duty steel Rolex.

PULL BACK TO REVEAL

THREE OTHER BASKETS ON THE TABLE. Three other sets of personal objects. A SMALL HOLSTERED GUN in one of the collections. A stack of empty baskets to the side.

WE'RE IN

A CHINATOWN CASINO. A basement hideaway on a dead night. TWO BORED CHINESE BOUNCERS sitting with the plastic baskets beside a walk-through metal detector. Only one of the room's ten tables is lit tonight. In the background, a Cantonese Announcer calling the first race at Happy Valley and --

MICHAEL CLAYTON glancing at his four hole cards. Four up cards in the middle of the table. The game is Pot Limit Omaha and the eyes are weary tonight.

MICHAEL

Check.

THE DEALER is Chinese and all business -- looking to --

PLAYER #2

(Dominican dude)

I go like that. Check.

PLAYER #3 has a bad toupee and a plumber's flashroll --

PLAYER #3/PLUMBER

(peeling off twenties)

Half the pot. Two hundred.

PLAYER #4, a Chinese landlord -- already pushing his cards away -- he's folding --

DEALER

(back to Michael)

Two hundred to you.

MICHAEL shakes his head. He's out. PLAYER #2 right behind him. THE DEALER starts gathering cards for the next hand.

PLUMBER

You don't remember me, huh?

(to Michael as he rakes  
in the pot--)

We played a couple times that lamp place. On Bowery. That guy's showroom. All the lamps and shit?

MICHAEL

Galaxy.



PLUMBER

That's it. You had a restaurant you opened, right? On Franklin? Cause my old partner bid that job, the plumbing. You don't remember me?

MICHAEL

I remember.

PLUMBER

I lost a lot of weight since then.

MICHAEL

You bought some hair.

PLUMBER

Yeah, with your money.

MICHAEL just posts his blind. Tune him out.

PLUMBER

So your bar, what happened? Just had to be in show biz, right?

PLAYER #2

Shit, man...

(getting cranky)

I want to listen to Larry King, I'll go home and put the fucking TV on.

PLUMBER

(just ignoring him)

Cause that was a good location.

MICHAEL

Yeah, that's what my partner kept telling me.

Cards coming out as we --

ANGLE ON

THE BASKET WITH MICHAEL'S STUFF. THE PAGER starts vibrating. A moment later, THE CELL PHONE starts ringing and --

INT. CHINATOWN FREIGHT ELEVATOR -- NIGHT

Ascending. MICHAEL leaving in a hurry. Strapping on his Rolex, trying to read the pager and --

EXT. DOYERS ST. -- NIGHT

Late. Cold. Quiet. MICHAEL coming up the street, juggling a remote security pendant and A CELL PHONE --

MICHAEL (OS)  
 -- is he drunk?

MALE VOICE (PHONE)  
 (nervous, hyper)  
 "-- no, that's the first thing I asked  
 him -- no, he's sober --"

MICHAEL  
 -- tell him to stay off the phone --

MALE VOICE (PHONE)  
 "-- so, Michael, I mean, you're on it  
now, right? Because this guy, he's a  
 huge client -- this is half my book,  
 this guy, okay?"

MICHAEL  
 I'm walking to my car.

MALE VOICE (PHONE)  
 "Let me give you my number in Bermuda,  
 I gotta call him right back and let him  
 know you're on the way."

A BLACK MERCEDES comes alive -- lights flaring as the alarm  
 disables and --

EXT. WEST SIDE HIGHWAY -- NIGHT

THE MERCEDES speeding North.

INT. THE MERCEDES -- NIGHT (CONT)

MICHAEL trying to drive and mess with the GPS UNIT on his  
 dashboard. Something's wrong with it. He's tapping on it  
 and THE SCREEN is flickering on and off -- finally, fuck it  
 -- he slaps the GPS away -- steps on the gas and --

EXT. WEST SIDE HIGHWAY -- NIGHT (CONT)

THE MERCEDES racing toward the George Washington bridge.

EXT. WESTCHESTER MANSION -- NIGHT

THE MERCEDES pulling up the long dark driveway.

INT. MANSION GARAGE -- NIGHT

THE DAMAGED FRONT BODY PANEL OF A MERCEDES. Dented in.  
 MICHAEL'S HAND -- his pen -- examining the freshly-chipped  
 paint, until --

MICHAEL stands. We see him now. The Mercedes just one of half-a-dozen luxury vehicles lined up here in this bright oversized garage.

INT. MANSION KITCHEN -- NIGHT

Mega kitchen. The scale and taste of real wealth.

MR. GREER

(pacing)

What they did, you see, they changed the grade there. They widened the street, I'm sure someone told them they were making an improvement...

MICHAEL on a stool at the island. MRS. GREER standing by herself. Nightgown pulled tight. Her second tumbler of Scotch.

MR. GREER

But now, you see, when it rains? With this new angle, and they put these new these sodium lamps -- it's blinding, that turn there. Just blinding.

MICHAEL

They'll have to take a look at that.

MR. GREER

And this, it's not just tonight. I've been saying this for years.

(to his wife)

How many times have we talked about that corner? Gen?

MRS. GREER silent. Numb.

MICHAEL

Mr. Greer, we don't have a great deal of time to work with here.

MR. GREER's anxiety sharpening. Arrogance under siege.

MR. GREER

So the circumstances, road conditions, none of this holds any interest for you?

MICHAEL

What interests me right now is finding the strongest criminal attorney that can get here in the next fifteen minutes.

MR. GREER

(bristling)

Well, that sounds ominous...

MICHAEL

We have some good relationships up here in Westchester.

MR. GREER

So what are you? You're not a lawyer?

MICHAEL

Not the kind you need.

MR. GREER

What kind is that?

MICHAEL

You need a trial lawyer. Someone to see this all the way through. That's not what I do.

There it is. And MR. GREER doesn't like it one bit.

MR. GREER

I think we're gonna need to pull Walter back in on this.

(like it's some kind of  
business meeting)

I want to get him back on the phone, get him into the mix. Because, I'll be frank, I'm not sure I like the way this is going.

MICHAEL

Sir...

(cut the crap)

We don't have time for Walter. Your options here, they're gonna get smaller very quickly.

MR. GREER

What options? I'm not hearing any options.

MICHAEL

I'm suggesting you go local. I'm telling you there's several people up here I like for this.

MR. GREER

And that's it? That's what you've got?

(to his wife)

You believe this?

(MORE)

MR. GREER (cont'd)

(incredulous)

I've been a client at Kenner, Bach for twelve years! You think I pay that retainer every month for a place at the back of the line?

MICHAEL

Mr. Greer, you left the scene of an accident on a slow weeknight, six miles from the State Police barracks. Believe me, if there's a line, you're right up front.

MR. GREER

I can get a lawyer any time I want! You think I need you for that? You think we're sitting here forty-five minutes waiting for a goddam referral?

MICHAEL

Look, I don't know what Walter promised you, but whatever it w--

MR. GREER

"Miracle Worker."  
(cutting him cold)  
That's a direct quote. That's Walter twenty minutes ago, okay? "Hang tight, I'm sending you a miracle worker!"

MICHAEL

Well, he misspoke.

MR. GREER

About what? That you're the firm's fixer? Or that you're any good at it?

MRS. GREER

Elliot...

MR. GREER

This guy was running in the street!  
(losing it)  
You add the lights -- the rain -- the angle -- what kind of person's out running in the street in the rain at midnight? Answer me th--  
(stopping instantly, as--)

GLASS SHATTERS! -- MRS. GREER just hurled her highball into the sink. Staring at her husband. Silence, until --

MR. GREER

What if someone had stolen the car?  
Happens all the time.  
(dead air)  
Hypothetically...

This awful pause. MICHAEL wielding the silence like a club.

MICHAEL

Cops like hit and run cases. They work them hard and they clear them fast. Right now, there's a BCI unit picking paint chips off a guardrail. Tomorrow morning they're gonna be looking for the owner of a custom-color, hand-rubbed, green Mercedes SL 500. This guy you hit, if he got a look at the plate, it won't even take that long.

Like that -- THE PHONE RINGS -- harsh -- sudden --

MRS. GREER

...omigod...

MICHAEL

(ignoring the phone)  
There's no play here. There's no angle. There's no champagne room. And I'm not a miracle worker, I'm a janitor. So the math on this is simple: the smaller the mess, the easier it is for me to clean up.

THE PHONE STILL RINGING and --

MR. GREER

(small now)  
It's the police, isn't it?

MICHAEL

No. They don't call.  
(calmly picking up--)  
Hello?  
(beat)  
Jerry. Hey, it's Michael...  
(pause)  
Yeah, sorry. I'm in the neighborhood.  
You got a pen?

MICHAEL on hold. Silence now. MR. AND MRS. GREER parked like glaciers. Broken glass in the sink.

EXT. WESTCHESTER MANSION DRIVEWAY -- NIGHT

One hour later. MICHAEL leaning on the MERCEDES, munching on a loaf of stale French bread. Looking over, as JERRY DANTE, local criminal attorney, comes out of the house --

JERRY

He's changing his shirt...

(as he arrives)

I talked to my guy at the State Police barracks. Better we go over there and surrender and they can tell the town cops to kiss off. This kid he hit, he's a waiter at one of those clubs along the strip there. He's stable. I guess they're putting some pins in his hip. Good news is he got busted selling pot last year, so we got something to work with anyway.

MICHAEL

You don't need me for this, right?

JERRY

Couldn't hurt.

MICHAEL

I'll have somebody call you.

JERRY nods. Okay. But lingering a moment, because --

JERRY

So, Michael, look, I was thinking of you last week. My cousin Frank, from Brooklyn Kings, right? He's out in Nassau now. They got an opening on the probate bench. He's kind of going for it.

MICHAEL

That's a tough crowd.

JERRY

No shit. Can I have him call you?

MICHAEL

Sure.

JERRY

And don't worry about this...

(re: Mr. Greer)

I'll put my back into it.

MICHAEL nods. Heading for the car and --

EXT. MANSION DRIVEWAY/COUNTRY ROAD -- NIGHT

THE MERCEDES speeding away from the house --

INT. THE MERCEDES -- NIGHT

MICHAEL driving. Escaping. Running from more than Mr. Greer and Jerry Dante. More than just a bad night boiling behind his eyes. Driving hard and wild. Turning suddenly and --

EXT. WESTCHESTER COUNTRY ROAD -- NIGHT

THE MERCEDES racing along.

INT. THE MERCEDES -- NIGHT/PRE-DAWN

MICHAEL -- turning again -- aimless -- windows open -- cold air whipping through -- braking suddenly -- impulsive -- turning -- suddenly -- faster now and --

EXT. NEW COUNTRY ROAD -- PRE-DAWN

First light. A smaller road. THE MERCEDES speeding past large estates tucked back in the fog and deep woods.

EXT. THE FIELD -- DAWN

A HUGE OPEN PASTURE. Surrounded by forest. The sun just starting to rise. Cold mist hanging over the whole valley. Nothing but gray and green. Stark. Perfect.

THE MERCEDES speeding toward us -- climbing around the turn -- eating up the valley road that runs along the pasture -- but suddenly the car is slowing -- braking hard and --

INT. THE MERCEDES -- DAWN

MICHAEL pulling to a stop. Staring out the window.

EXT. THE FIELD -- DAWN

MICHAEL getting out of the car. Standing there.

THREE HORSES poised at the crest of the pasture. Hanging there in the fog like ghosts.

MICHAEL jumping the fence. Walking slowly into the field. Behind him, the MERCEDES with the engine running.

THE HORSES aware of him now. Watching him come.

MICHAEL'S FACE as he walks. And later on we'll understand all the forces roiling inside him, but for the moment, the simplest thing to say is that this is a man who needs more



than anything to see one pure, natural thing, and by some miracle has found his way to this place. The wet grass and cold air and no coat -- none of it makes any difference to him right now -- he's a pilgrim stumbling into the cathedral.

And he stops. Just standing there. Empty. Open. Lost.

Nothing but the field and the fog and the woods beyond.

THE HORSES staring at him.

MICHAEL staring back. And just like that...

THE MERCEDES EXPLODES!

THE HORSES already running before MICHAEL can turn back -- pieces of the car that have been blown into the sky still raining down before he's fully grasped what's happening --

MICHAEL simply shocked. Senseless. Standing there frozen. Stunned. *What just happened?* The car -- his car -- is gone -- just like that. MICHAEL looks around. Looks back. He should be dead. He is not.

When THE GAS TANK EXPLODES!

And suddenly it's clear. All that staggered chaos in Michael's eyes suddenly replaced with steel. He should be dead. He is not.

And now he's walking. Toward the car.

Walking faster. Determined. And suddenly he's running -- running toward the fire. Faster and faster, as we...

DISSOLVE TO

INT. HENRY CLAYTON'S BEDROOM -- DAY

A COMPUTER MONITOR. A screen saver. Dragon-Slaying Wizards, Orcs, Nordic Elves, Samurai Gnomes -- all spinning across the monitor in perpetual slow motion. And every few seconds these words appear:

## REALM & CONQUEST

WIDER TO REVEAL

The small room of a typical pre-war West End apartment. Loft bed. Parquet floor. Paint-chipped radiator. All of this subsidiary, however to the room's overwhelming

decorative theme: Fantasy. Books, games, posters, models -- hundreds of mythical lands, creatures, weapons and journeys are stacked, pinned, piled and catalogued everywhere.

### FOUR DAYS EARLIER

HENRY CLAYTON is ten -- small for ten -- all bones and intelligence. He's hustling around, stuffing things into his already bulging backpack -- rushing off, taking us with him into --

#### INT. WEST END HALLWAY/KITCHEN -- DAY

HENRY scrambling through a hallway clogged with books and bookshelves -- a clutter of intellectual/domestic funk -- bringing us quickly to the kitchen and IVY, Michael's ex-wife. She is 38. Her youthful beauty perhaps a bit too delicate for life's perpetual harassments. GERALD was Ivy's doctoral history professor, now he's her second husband. He's feeding SOPHIA, their eighteen-month old daughter.

HENRY

(blowing through--)

Is my other deck in here?

IVY

Did you eat?

HENRY

(scrounging around)

Dad's down there waiting already.

GERALD

There were cards in our bathroom.

HENRY

(Ivy staring at him)

Yes. I had a waffle.

IVY

Since we're out of waffles I don't see how that's possible.

HENRY

(rushing off)

It's a miracle.

IVY about to fire back. GERALD waving her off. Let it go. Feed the baby. Save your strength.

EXT. WEST END AVENUE - DAY

MICHAEL in the Mercedes stopped at the corner. The good suit and tie.

MICHAEL  
(as he sees him--)  
Henry!

EXT. BROADWAY/UPPER WEST SIDE -- DAY

THE MERCEDES driving through morning traffic, as we hear --

HENRY (V.O.)  
...so no one's even sure exactly  
where they are because there's no  
border or landmarks or anything...

INT. THE MERCEDES -- DAY (CONT)

MICHAEL driving. HENRY shotgun.

HENRY  
...and the town, it's not even a  
town, really, it's just like this camp  
where these people have gathered to  
hide, right? All these deserters and  
guys that got cut off from their  
armies, all these people that were  
hiding in the woods and trying to stay  
alive, this is where they all came.  
There's Thieves, Gray Mages, Unbidden  
Warriors, Dark Avians, Riverwynders,  
Sappers -- there's like fifteen kinds  
of characters, okay?

MICHAEL  
Okay.

MICHAEL fighting distraction. HENRY so eager and serious.

HENRY  
So basically you have all these  
characters who don't know each other  
and they don't know why they're here  
and nobody has any alliances, okay?  
Whatever alliances you had before are  
gone. You can't even say who you are,  
because you don't know, maybe the  
person you're talking to, maybe they  
were like your mortal enemy in the  
wars. So it's just completely like  
everybody for themselves.

MICHAEL

Sounds familiar.

HENRY

It's really good. I'm serious.  
You should really read it.

MICHAEL

Right. And by the time I finish it  
you're gonna be onto something else.

HENRY

How much you want to bet?

MICHAEL

I don't know. How much you got?

MICHAEL glances over. The boy just aching with sweetness.

HENRY

It's not just the deck and legend  
books, it's a massive player online  
RPG and they're gonna do gaming  
figures too. They worked on this for  
like six years.

But they're here. MICHAEL to the curb behind school vans.

MICHAEL

Bus pass?

HENRY

It's in my locker.  
(pissed)  
You're not even gonna look at it,  
are you?

MICHAEL

What? The book? Bring it Saturday.

HENRY

I did already. I left it in your  
kitchen. It's got a red cover.

MICHAEL

Go.  
(snagging a quick kiss)  
Go on. Teach these people something.

HENRY getting out of the car. MICHAEL watching his son lug  
his backpack down the sidewalk and into the school. MICHAEL  
holding a smile, ready with a final wave goodbye. And then  
the boy is gone and the mask comes down. Checking his watch  
-- he's late and tense and dropping the car into gear, as --

EXT. "TIM'S" -- DAY

A restaurant/bar near Foley Square. TIM'S was a sweet-looking, pubbish tavern that's gone out of business. Several vans double-parked outside as we hear --

AUCTIONEER (V.O.)

...lot 37, two Fryolater six gallon units. They're new, they're clean, let's start five hundred the pair...

INT. "TIM'S" KITCHEN -- DAY

FIFTEEN BUYERS bunched like starlings around the AUCTIONEER. Men with clipboards. Equipment all tagged and stacked and ready to roll.

AUCTIONEER

...five hundred, I've got five -- five-fifty. Six. This is two units, folks. Six, I see six-fifty. Seven...

INT. "TIM'S" BAR/DINING ROOM -- DAY

Dark. Stripped down. Stools, blenders, cash registers -- everything stacked and tagged. MICHAEL alone at a table. Sounds of the carcass being picked over in the BG. GABE ZABEL, loanshark, enters from the kitchen.

ZABEL

He says you're still gonna be short.

MICHAEL

How short?

ZABEL

Sixty. Plus the points. Seventy-five thousand.

A body blow. MICHAEL trying to hide the impact.

MICHAEL

That's liquor and everything?

ZABEL

What'd you think it was gonna be?

MICHAEL

I don't know. Less. Thirty. Twenty.  
(the Auctioneer bleating  
away in the BG--)  
He's taking fifteen hundred on a  
refrigerator I paid four grand for.

ZABEL

Make a bid.

MICHAEL nods. Suck it up. Be a man.

ZABEL

You don't have this seventy-five?

MICHAEL

Just laying around? No.

ZABEL

Where's your brother?

MICHAEL

Forget that.

ZABEL

Michael, look, you want to front this, that's up to you, but Timmy's name stays in the book until we're clear.

(gentle but firm)

If I know where he is, I don't have to keep asking.

MICHAEL

He's upstate. His wife took him back. He's living in his in-laws basement.

ZABEL

He's gotta have something.

MICHAEL

Sure. He's got the two kids with her. He's got Jennifer, the coke-dealing waitress he knocked up -- four Michelin snow tires he boosted from my sister's garage...

(a fuck-it smile)

Make him an offer.

ZABEL nods. His version of sympathy.

ZABEL

I had a wife was a drunk. Beautiful girl. Young girl. But live like that? Even they do a program. I think she did once two years. It's like you're strapped to a bomb.

MICHAEL

Timmy was sober six years.

ZABEL

That's what I'm saying. They slip?  
Forget it. They don't give a shit,  
they're stoned. It's everybody else  
who's got a problem.

Enough with this. They both have places to be.

MICHAEL

What's my time frame here?

ZABEL

For you? I don't know. I didn't  
think it was gonna be a problem.  
(Michael's silence says  
it is)  
I'll ask.

MICHAEL nods. THE AUCTIONEER still at it, as --

INT. LAW FIRM BUILDING LOBBY -- DAY

MICHAEL'S ID CARD swiping the scanner. KENNER, BACH & LEDEEN  
LOGO by the elevator bank and --

INT. ELEVATOR BANK/ELEVATOR -- DAY

MICHAEL making it as the doors close. Three lawyers in here.  
Dominant power is JEFF GAFFNEY. Big blowhard partner.

GAFFNEY

Hey, Miguel, how's it going?

MICHAEL

Great, Jeff, how's it with you?

Both men instantly into a superficial, glad-hand familiarity.

GAFFNEY

You know Brini...

MICHAEL

Sure.

BRINI GLASS nods hello. She's a young polished, go-getter.  
The guy standing beside her a chilly, forty year-old Brit --

GAFFNEY

This is Paul Julian. Paul's visiting  
us from the UK...

MICHAEL

How you doing? Michael Clayton.

PAUL JULIAN with a quick hello. Handshake. The usual crap.

GAFFNEY

Michael's the guy who actually knows everything that's really going on here.

(with a smile)

He won't tell you, but he knows.

MICHAEL

Which is what the guys who really know what's going on always say to cover their tracks.

(THE DOORS OPEN, stepping off as--)

Take it easy, Jeff. Brini.

ELEVATOR DOORS CLOSE. MICHAEL, alone, drops the punchline smile. Heading toward his office as we begin to hear --

MICHAEL (V.O./PHONE)

...look, Del, I don't know how hard to press here. You're gonna have to let me know how brave he wants to be.

DEL (V.O./PHONE)

Well, I'm not sure how brave he can be right now. We just got a confirmation hearing scheduled for the end of the month.

(continuing, as--)

INT. MICHAEL'S OFFICE/TIME CUTS -- DAY

A large corner twenty stories high. Midtown looming through windows. Probably the best office on this floor. But it's not a partner's floor. More comfortable than flashy. More clubhouse than a place to bring clients. WALLS COVERED WITH PHOTOGRAPHS AND MEMORABILIA. A cluttered mix of banquet handshake pics and framed family snapshots. Two decades of testimonial horseshit and tribal gatherings. MICHAEL pacing and THE CAMERA WANDERING as --

MICHAEL/PHONE

Any chance she knows that?

DEL/PHONE

It was in the paper. Who knows? Maybe she got someone to read it to her.

(incredulous)

She called his wife. She's calling his house. It's a nightmare.



MICHAEL/PHONE

My guess is that she's gonna want to hang onto this condo.

DEL/PHONE

That's insane.

MICHAEL/PHONE

What can I tell you? Don't piss off a motivated stripper.

(wrap it up)

Look, find out his pain threshold and get back to me. I'll take it from there. Or have him call me...

DEL/PHONE

I hear you. Lemme get into it.

(click, and--)

MICHAEL

(hanging up, calling back out the door--)

Where are we with Marty?

PAM

(calling back)

We left word.

TIME CUT

Later. New call. MICHAEL pacing. Speakerphone now.

MICHAEL/PHONE

How old's the kid?

WENDY/PHONE

He's not a kid. He's twenty-two.

MICHAEL/PHONE

This is Miami?

WENDY/PHONE

Key Biscayne.

MICHAEL/PHONE

They charged him?

WENDY/PHONE

Reckless Endangerment. My client, I think really what they want, they want a reality check on the attorney down there. Wayne said you had some connections in the area...

MICHAEL/PHONE

Yup. Lemme just grab a pen...

TIME CUT

Later. New call. MICHAEL still on speakerphone.

RANDALL/PHONE

What're you trying to do, Michael?  
Get me to kill the story?

MICHAEL/PHONE

Randy, please... I'm saying let  
somebody else write it.

RANDALL/PHONE

Why would I do that?

MICHAEL/PHONE

Love? Decency? Fear? Want me to  
keep going?

RANDALL/PHONE

C'mon, man...

MICHAEL/PHONE

(pulling it off speaker)  
You know what story I keep waiting  
to read? The one about the business  
reporter who's sick of watching  
everyone else get rich.

Silence. Tone shift. MICHAEL waiting.

RANDALL/PHONE

This is breaking news, or something  
you're just spitballing?

MICHAEL

The Beverly Fund's looking for a new  
Director Of Communications. I gave  
them your name, I hope you don't mind.

TIME CUT

Later. New call. MICHAEL by the window --

MICHAEL/PHONE

-- if she calls INS directly she's  
gonna get nowhere --

EVAN/PHONE

-- even with the appointment? --

MICHAEL/PHONE

-- it's retail, Evan, it's like DMV over there, unless they get a call from a District Supervisor nobody moves --

EVAN/PHONE

-- but your guy can do that? --

MICHAEL/PHONE

-- he's a former Commissioner --

EVAN/PHONE

-- and none of this comes back to me, right? Cause that doesn't do anybody any good.

MICHAEL/PHONE

No, I'd be the one doing the asking.

EVAN/PHONE

Can you hang on a minute?

MICHAEL

Sure.

(on hold now, glancing back because--)

PAM, his assistant, is in the doorway.

PAM

Are we merging?

MICHAEL

What?

PAM

Marty Bach's in London. First they said he was in Atlanta, then Lara said he was in the building, so I called back up -- I know you want this meeting -- now she tells me the truth, he's really in London.

(quiet, nervous)

Are we merging? Because that's what everyone's saying. All these Brits. That this time it's for real.

MICHAEL

Like I would know.

(she's staring like, "yes, you would."--)

I don't know.

A PHONE starts ringing now from behind her --

PAM

Even if we are, even if they merged,  
it wouldn't effect you, right?

MICHAEL

Pam, your phone is ringing.

She steps out to answer. MICHAEL alone again. Still standing there. Still absorbing this morning's shrapnel, as --

EXT. OMAHA NEBRASKA -- DAY

Cold morning. Stark windblown flatness. A highway on-ramp in the foreground tells us where we are.

EXT. OMAHA RIVERFRONT TOWNHOUSES -- DAY

Modern, tidy, downtown Omaha living. As we hear:

KAREN (V.O.)

At the moment, U/North currently has  
seventy thousand employees working in  
sixty-two countries around the world...  
(continuing, as we--)

INT. KAREN'S OMAHA HOME/BATHROOM -- DAY

KAREN CROWDER alone at the mirror. Fresh from the shower --

KAREN

...around the planet...sixty-two  
countries around the planet.  
(trying it again)  
At work in more than sixty countries  
around the globe.

INT. U/NORTH OMAHA CONFERENCE ROOM -- DAY

Later that morning. KAREN and her boss, DON JEFFRIES, a 60-year-old Corporate titan, on one side of the table. Facing them, A SMALL VIDEO CREW: CAMERAMAN, SOUND, and INTERVIEWER. The filming part of some in-house promotional puffery --

KAREN

...right now we've got seventy-five  
thousand employees in over sixty  
countries around the planet.

INT. KAREN'S OMAHA HOME/BATHROOM -- DAY

Twelve minutes later. Make-up at the mirror --

KAREN

...so the volume...the quantity of  
legal issues is just overwhelming...

(reset)

...just enormous.

(trying it folksy)

You can imagine, the volume of legal  
issues...it's just enormous...it's...

INT. U/NORTH OMAHA CONFERENCE ROOM -- DAY

Video camera rolling and --

KAREN

...it's quite substantial. As general  
counsel, what I do -- our in-house  
department -- we analyze the dimensions  
of the problem or the opportunity, we  
determine the jurisdiction, and we  
farm our business to the firms and  
talent we think can help us the most.

INT. KAREN'S OMAHA HOME/DESK AREA -- DAY

KAREN glancing at a list of questions --

KAREN

Balance?

(smiling for the imaginary  
camera--)

I think everyone has to find their  
own mix. I like work. I enjoy my job.

(try again)

I find I feel most alive when I'm...

(fuck)

I realized a long time ago, that...

(hating this, and--)

INT. U/NORTH OMAHA CONFERENCE ROOM -- DAY

INTERVIEWER

So how do you keep a balance between  
work and life?

INT. KAREN'S OMAHA HOME/BEDROOM

KAREN pulling on her stockings and --

KAREN

Balance?  
 (trying to pretend the  
 question surprises her--)  
 Honestly? I think all this concern  
 about "balance" actually creates more  
 stress than...

INT. U/NORTH OMAHA CONFERENCE ROOM -- DAY

KAREN

...your priorities change, you make  
 new plans. But my goal -- right now,  
today -- is to be the second best  
 General Counsel this company has ever  
 seen.

DON JEFFRIES, THE INTERVIEWER, everyone smiling at this --

KAREN

Don brought me in here twelve years  
 ago...  
 (big smile for Don)  
 Trusted me. Mentored me.

INT. KAREN'S OMAHA HOME/KITCHEN -- DAY

KAREN

(having a lonely egg)  
 ...and when Don moved up to the  
 boardroom, I never really thought  
 I'd have the opportunity to move into  
 his place...  
 (reset)  
 ...his position...his office...his...

INT. U/NORTH OMAHA CONFERENCE ROOM -- DAY

KAREN

...because if you're ultimately not  
 comfortable with the responsibility,  
 you're in the wrong place. It's your  
 department. It's your ability to make  
 tough decisions in real time and--  
 (stopping because--)

A SECRETARY has nervously entered the room --

DON JEFFRIES

We're in the middle of an interview...

SECRETARY

They said it was urgent.

INT. BARRY GRISSOM'S OFFICE -- DAY

New York power office. BARRY GRISSOM -- the senior partner we met in the opening scene -- he's on the phone, listening to some very shitty news. THREE OTHER ATTORNEYS perched phones around the room. Some major crisis --

BARRY

...Jesus...Jesus...Jesus...  
 (listening)  
 ...this was...oh, Jesus...Jesus...  
 (each pause more painful)  
 ...Jesus...oh, Jesus...  
 (looking up and--)  
 ...hang on --  
 (a savior)  
 -- there you are!

MICHAEL in the doorway. All eyes rushing to him --

MICHAEL

What's up?

BARRY

Arthur Edens just stripped down naked in a deposition room in Milwaukee.

EXT. TETERBORO AIRPORT -- DAY

Fifty one minutes later. MICHAEL crossing the tarmac toward a private jet, as we begin to hear the familiar express train chatter of --

ARTHUR EDENS (V.O.)

...even this, Michael -- even now -- that you're here -- there's a reason, a reason it's you -- every reason -- surely you can sense that -- how it pulls together -- how it gathers -- Nurse Michael -- Secret Hero -- Keeper of the Hidden Sins -- tell me you can see that, Michael, for God's sake...  
 (continuing, as--)

EXT. MILWAUKEE ATRIUM HOTEL -- DAY

The big one out near the airport. And it's SNOWING. Hard. Starting to really come down --

ARTHUR EDENS (V.O.)

...and yes -- I mean, okay, the nudity -- the parking lot -- I admit it -- mistake! It was wrong. It was lame. It was obvious. And frankly, for me,  
 (MORE)

ARTHUR EDENS (V.O.) (cont'd)  
 therapeutically, it was useless,  
 because Michael, I swear, if I stood  
 there and peeled off my fucking skin  
 I couldn't get down to where this  
 thing is living...

A LUXURY VAN whipping up to the entrance. KAREN and her two assistants, MAUDE and TODD, exiting the vehicle. This a well-practiced, military drill: MAUDE rushing for an assault on the front desk. TODD flanking with the luggage and gear.

ARTHUR EDENS (V.O.)  
 ...Six years, Michael! Six years  
 I've absorbed this poison! Six years --  
 four hundred depositions -- a hundred  
 motions -- five changes of venue --  
 eighty-four thousand documents in  
 discovery!

KAREN wasting not a moment, working a cell phone and a call sheet -- a tightened jaw her only surrender to the urgency and crisis of the moment --

ARTHUR EDENS (V.O.)  
 ...Six years I've steered this beast,  
 Michael -- six years of stalling and  
 screaming and scheming and...

INT. MILWAUKEE JAIL HOLDING CELL -- NIGHT

A shabby, ugly pisshole. Two chairs. No air. ARTHUR EDENS in the flesh. Late fifties. Brilliance and grace amidst the manic shambles.

ARTHUR  
 Look at me, Michael. Twelve percent  
 of my life has been spent protecting  
 the reputation of a deadly weedkiller!

MICHAEL  
 (sitting there)  
 We had an agreement, Arthur.

ARTHUR  
 (oblivious)  
 -- one night, right? -- I look up  
 and Marty's standing in my office  
 with a bottle of champagne --

MICHAEL  
Do you remember our agreement?



ARTHUR

-- I know, just let me -- just --  
 (he simply can't stop)  
 -- he tells me we've just hit thirty-thousand billable hours on U/North and he wants to celebrate. An hour later, I'm in a whorehouse in Chelsea and two Lithuanian redheads are taking turns sucking my dick. I'm laying there, I'm trying not to come, I'm trying to make it last, right? So I start doing the math -- thirty thousand hours -- what is that? -- twenty-four times thirty -- seven-hundred twenty hours in a month -- eight-thousand-seven-hundred and sixty hours per year...

MICHAEL

Arthur.

ARTHUR

Wait!  
 (on his feet now, pacing,  
 faster and faster--)  
 Because it's years -- it's lives -- and the numbers are making me dizzy, and now, now I'm not just trying not to come, I'm trying not to think! But I can't stop! Is that me? Am I just some freak organism that's been put here to eat and sleep and spend my days defending this one horrific chain of carcinogenic molecules? Is that my destiny? Is this is my place?

MICHAEL

You promised me, Arthur.

ARTHUR

Is that it, Michael?  
 (edgy suddenly)  
 Is that my grail? Two Lithuanian mouths on my cock? Is that the correct answer to the multiple choice of me?

MICHAEL grabs him -- hard -- pulling him close --

MICHAEL

You want to go off your medication? Fine. But you call me first.  
 (face-to-face)  
That was our agreement.

ARTHUR staring back. Eyes wild. Euphoric.

ARTHUR

Sue me.

CRACK! -- MICHAEL startled -- behind him -- A MILWAUKEE JAIL GUARD rapping on the bars --

JAIL GUARD

We okay in there?

MICHAEL

(letting Arthur go)

We're fine.

THE JAIL GUARD hesitates. Moves on.

ARTHUR

(whispering now)

They killed these people, Michael. Little farms. Family farms. This girl, Anna, did you see her?

MICHAEL

No.

ARTHUR

You need to see her. Talk to her. She's a miracle. She's is God's perfect creature. And for fifty million dollars in fees I have spent twelve percent of my life destroying perfect Anna and her dead parents and her dying brother.

MICHAEL pulls a prescription bottle from his pocket --

MICHAEL

When's the last time you took one of these?

ARTHUR

No. I'm not losing this.

(backing away)

Everything is finally significant. The world is radiant and beautiful and you want me to trade that for this?

MICHAEL

If it's real, the pill won't kill it.

ARTHUR

I have blood on my hands.

MICHAEL

You are a Senior Litigating Partner  
at one of the largest, most respected  
law firms in the world. You are a  
legend.

ARTHUR

I'm an accomplice.

MICHAEL

You're a manic depressive.

ARTHUR

I'm Shiva the God of death.

MICHAEL

Let's get out of Milwaukee and we'll  
talk about it.

INT. MILWAUKEE HOTEL CONFERENCE ROOM -- DAY

*VIDEO FOOTAGE.* Deposition in progress. Drab room. Drab  
vibe. HALF-A-DOZEN ATTORNEYS on either side of a table.  
Perhaps we glimpse a face or two, but the camera's angle is  
set to feature the witness -- ANNA KYSURSEN is twenty-three  
years old. Big. And blonde. Cream skinned. Ripe. Open.  
Plain. Arthur's dairy madonna.

ANNA

...we came back from the hospital and  
everybody was crying and we were in  
shock, but we still, we had to milk.

LAWYER'S VOICE

The cows won't wait will they?

ANNA

No.

LAWYER'S VOICE

And when you went to the barn...

ANNA

We found the note. My sister found it.

LAWYER'S VOICE

From your mother.

ANNA

Yes.

LAWYER'S VOICE

Could you read it for us?

ANNA fighting back an onslaught of emotion, finds a piece of paper there in front of her.

LAWYER'S VOICE

Anna?

(Anna looks up, hands  
shaking--)

Why don't you just read us the third  
paragraph -- just the highlighted  
section there.

ANNA nods. Bearing down. But it's tough...

ANNA

"I don't want you blaming Ned Hardy, or  
any of the people down at the feedlot.  
They're just farmers themselves.  
U/North fooled them just as bad as us  
and Ned has had enough pain already..."  
(but now she's crying--)

LAWYER'S VOICE

Anna?

Suddenly, another voice explodes through the room --

ARTHUR

ANNA, I'M SORRY! I LOVE YOU! I'M  
SORRY! I'M SO VERY VERY SORRY!

For a moment there's this weird paralyzed silence -- everyone  
too stunned to react -- everyone except for ARTHUR -- he's  
standing and we're sort of seeing him from the back -- seeing  
him rip his shirt away from his body and --

ANOTHER LAWYER'S VOICE

-- what the hell is he? -- what're you  
doing? --

AND ANOTHER

-- omigod, he's --

AND ANOTHER

-- Arthur? -- ARTHUR! --

ARTHUR

I LOVE YOU, ANNA! AND I'M SORRY!  
I'M SO VERY VERY SORRY! I LOVE YOU!

Instant chaos -- motion -- VOICES YELLING -- THE CAMERA  
JOSTLED -- someone's throwing a punch -- ARTHUR still  
stripping and struggling and begging for forgiveness, and  
then, suddenly, it all goes black as we REVERSE TO --

INT. KAREN'S MILWAUKEE HOTEL SUITE -- NIGHT

KAREN staring at a blank VIDEO MONITOR.

TODD  
(with the remote)  
I guess that's it.

KAREN stands. Ashen. Silent. Outside, through the window we can see the snow pouring down --

KAREN  
They close O'Hare?

MAUDE across the room. Sitting at a quickly assembled communications desk. Laptops, printers, wireless antennae --

MAUDE  
Four minutes ago. There's a foot of snow in Detroit already...

KAREN  
You have Don?

MAUDE  
Still with the board.

KAREN  
Who's the guy they sent from New York?  
Clayton. I never heard of him.

INT. MILWAUKEE POLICE PRECINCT HOLDING DESK -- NIGHT

Active. MILWAUKEE COPS coming and going. Snow on boots. Snow out the window. MICHAEL in his wheelhouse, chatting up a DESK SERGEANT AND LIEUTENANT as --

MAUDE (V.O.)  
Michael Raymond Clayton. Born September nine, 1959, St. Joseph's Hospital, Bronx, New York...

INT. MILWAUKEE HOLDING CELL OUTER AREA -- NIGHT

TWO GUARDS processing ARTHUR out of his cell.

MAUDE (V.O.)  
...Father is NYPD Patrolman, Raymond Xavier Clayton, twenty-six. Mother, Alice Mary Clayton, twenty-three...

INT. MILWAUKEE POLICE PRECINCT DESK AREA -- NIGHT

MICHAEL with a cellphone. Someone important on the line.  
Handing the phone over to A POLICE CAPTAIN as --

MAUDE (V.O.)  
...Graduates Washingtonville Central  
High School, Orange County New York in  
1977. Graduates St. John's University,  
1980. Fordham Law, '82....

INT. MILWAUKEE HOLDING CELL OUTER AREA -- NIGHT

ARTHUR smiling -- beaming -- as THE GUARDS process him out.

MAUDE (V.O.)  
...'82 through '86 he's an ADA with  
the Queens District Attorney's  
Office...

INT. MILWAUKEE POLICE PRECINCT DESK AREA -- NIGHT

MICHAEL all smiles as A YOUNG PROSECUTOR arrives. She's got  
Arthur's paperwork, MICHAEL turning on the charm, getting her  
to smile as --

MAUDE (V.O.)  
...1986 he's with a Joint Manhattan-  
Queens Organized Crime Task Force.  
And then, 1990 he starts at Kenner,  
Bach & Ledeen.

INT. KAREN'S MILWAUKEE HOTEL SUITE -- NIGHT

MAUDE at her screens. KAREN over her shoulder --

KAREN  
So he's a partner.

MAUDE  
Nope. He's listed as "Special  
Counsel." Says he specializes in  
Wills and Trusts.

KAREN  
He goes from criminal prosecution to  
Wills and Trusts? He's there thirteen  
years he's not a partner? And he's  
the guy they sent?  
(reading it again)  
Who is this guy?

INT/EXT. MILWAUKEE POLICE PRECINCT -- NIGHT

MICHAEL, TWO MILWAUKEE POLICEMEN and ELSTON leading a smiling ARTHUR out of the building -- toward/into the snow and a waiting MILWAUKEE POLICE CRUISER.

INT. ASSOCIATES MILWAUKEE HOTEL SUITE -- NIGHT

Temporary Milwaukee home of Kenner Bach & Ledeen. More dorm room than office. Pizza boxes. Masses of paper. Boomboxes and laptops. Gym clothes and garment bags and --

MICHAEL

So none of you, nobody had any idea he was coming.

(he's talking to--)

FOUR YOUNG LAWYERS. Two first year associates. One third year. One fifth. Familiar faces from the deposition video.

THIRD YEAR

(are you kidding?)

To Milwaukee? For a deposition?

FIFTH YEAR

We thought maybe there was some kind of settlement in the works. There's been some rumors, so we thought maybe he was here for that, but...

MICHAEL

Who talked to him?

FIRST YEAR

I did.

(nervous)

He just said he wanted to depose this girl Anna. And could he borrow some headphones.

MICHAEL

All right, look...

(he's heard enough)

This is very simple. Arthur's got a chemical imbalance. He's supposed to be on medication. He fell behind with that. He's back on the mend. He'll be fine in three, four days.

MICHAEL letting that sink in a moment. Now the hammer.

MICHAEL

What happened here stays in this room. This is not a piece of

(MORE)

MICHAEL (cont'd)  
 information you want to be out in  
 front of. Anybody has a problem with  
 that let me know right now.

(dead silence)

We're stuck here overnight. I'm gonna  
 get him home tomorrow if I can. Who's  
 in charge of the deposition schedule?

THIRD YEAR

I am.

MICHAEL

Where does it stand?

THIRD YEAR

I guess it's on hold. We didn't know  
 exactly what to--

MICHAEL

Nothing's on hold. You just do what  
 you were planning on doing. The other  
 side wants to talk about it, let them  
 call New York, okay?

(four heads bobbing--)

And I need his briefcase.

FIFTH YEAR

Arthur's? I don't...

MICHAEL

He says he left it in the room.

FIRST YEAR

It might be with the stuff Jody  
 grabbed...

The search through the clutter has begun and --

MICHAEL

Find it.

INT. HENRY CLAYTON'S BEDROOM -- NIGHT

THE CAMERA moving over a collage of fantasy images: Posters,  
 postcards; magazine pages and book covers; fantasy landscapes  
 and fantasy castles, fantasy characters, journeys and  
 battles, as we hear...

HENRY (OS)

...so all these people, they all start  
 having these dreams, okay? You know  
 what a vision quest is? Like for  
 Navahos and stuff?



ARTHUR (PHONE/OVER)  
 (thick with thorazine)  
 I think so. Like a special dream.

HENRY (OS)  
 Except this is like a whole bunch of people having the same dream. They're all having this dream that they should go to this one place. They don't know why or anything, they just have this feeling that they have to go there.

ARTHUR (PHONE/OVER)  
 That they've been summoned.

HENRY IN HIS LOFT BED. On the phone. Past his bedtime.

HENRY  
 That's the chapter! That's what it's called. "Summons to Conquest." Seriously, that's the title.

INT. MICHAEL'S MILWAUKEE HOTEL BEDROOM -- NIGHT (CONT)

ARTHUR EDENS alone in a dark hotel room bed. Doped up.

ARTHUR  
 Do they know? Do they know they're all having the same dream?

HENRY (PHONE/OVER)  
 No, that's what's so cool, they all think it's just them, that maybe they're like going crazy or something so they don't want to admit it.

ARTHUR  
 But they're not crazy, are they?

INT. HENRY CLAYTON'S BEDROOM -- NIGHT

HENRY  
 No, it's real. It's really happening.

ARTHUR (PHONE/OVER)  
 It is happening, isn't it? Something larger than themselves, they're just not ready, are they, to hear it --"

HENRY  
 -- yeah, but then later they do, so if you're gonna read it, I don't want to spoil it --  
 (stopping because--)

GERALD (stepfather) standing at the bedroom doorway.

GERALD  
-- what are you doing? -- who're  
you talking to?

HENRY  
-- I called my dad's room -- some  
friend of dad's --

GERALD  
-- it's like ten-thirty, Henry --

INT. MICHAEL'S MILWAUKEE HOTEL BEDROOM -- NIGHT

ARTHUR  
(frantic suddenly)  
-- Hello... Hello? --  
(he can hear them arguing  
in the BG--)

HENRY (PHONE/OVER)  
I gotta get off now.

ARTHUR  
-- wait! -- the book -- I need the  
book -- the title -- and you, I don't  
know your name...

HENRY (PHONE/OVER)  
I'm Henry. The book is called Realm  
and Conquest.

ARTHUR  
(fumbling for a pen)  
Realm and Conquest.

HENRY (PHONE/OVER)  
It's Book One with a red cover.  
(Gerald pressing in  
the background--)  
I gotta go -- tell my dad I called,  
okay?

ARTHUR  
Thank you, Henry. Thank you.  
(dial tone)  
Thank you.  
(silence)  
Thank you.

INT. MILWAUKEE HOTEL LOBBY/BAR -- NIGHT

MICHAEL enters. It's late. He's late. BARTENDER starting to cash out. MICHAEL sees KAREN working across the room.

INT. MILWAUKEE BAR/TABLE -- NIGHT

KARTEN looks up as MICHAEL arrives. He's got two drinks.

MICHAEL

There you are. Sorry I'm late.

KAREN

Where is he?

MICHAEL

He's asleep. He's out cold.  
(offering the drink)  
He's closing up the register...

KAREN

(not having it)  
Tell me this was some kind of strategy.

MICHAEL

Wouldn't that be nice.

KAREN

You saw this tape? The video?

MICHAEL

I heard about it.

KAREN

What happened after was worse.

MICHAEL

He'll be fine once he's back on the medication.

But she's not listening. She's flipping through a notepad --

KAREN

This was in the parking lot, okay?  
These people are running for their cars, he's got nothing on but his socks, and whatever the hell your team was doing to stop this was clearly not working, because --  
(reading her notes)  
"I'm sorry. I'm so sorry. I will not sit with this sickness any longer. I cannot aid this sickness any longer."  
(MORE)

KAREN (cont'd)  
(incredulous)  
What does that mean?

MICHAEL  
I'm not really sure.

KAREN  
You've been with him all evening.  
What's he been saying?

MICHAEL  
Not much.  
(flat out lying)  
We got him sedated pretty quickly.

KAREN  
This is totally unacceptable, you  
realize that the --

MICHAEL  
-- once he's back on the medication,  
it's really just a matter of--

KAREN  
-- this is a three-billion dollar  
class-action lawsuit! Tomorrow morning  
I have to call my board and tell them  
the architect of our entire defense was  
arrested running naked in a snowstorm  
chasing the plaintiffs through a  
parking lot!

MICHAEL  
I understand.

KAREN  
What "sickness" is he talking about?

MICHAEL  
Could be a lot of things.

KAREN  
Name one.

MICHAEL  
Frostbite?

KAREN  
You think this is funny?

MICHAEL  
Look, his wife was sick, she died  
last year. His daughter doesn't talk  
to him. He's all alone. All he does  
(MORE)

MICHAEL (cont'd)  
is your case. He skipped his pills.  
He had a bad day. It's that simple.

KAREN  
And you're an authority on this?

MICHAEL  
His last episode was eight years ago.  
I was there. I helped bring him home.  
I watched him get better.

(beat)  
I mean, c'mon...you didn't hire Arthur  
for his low-key regularity. You took  
him because he's a killer and he's  
brilliant and he's just crazy enough  
to grind away on a case like this for  
six years without a break.

KAREN  
Excuse me, but we pay for his time.

MICHAEL  
I thought you wanted an explanation.

KAREN folds the notebook. Steely silence.

KAREN  
I'm calling Marty Bach in the morning.  
But then you know that...

MICHAEL nods. Understood.

INT. MICHAEL'S MILWAUKEE HOTEL SITTING ROOM -- NIGHT

THE POLICE LT. (ELSTON) -- the guy Michael was glad-handing  
in the precinct -- pulling on his parka getting ready to go  
home.

ELSTON  
He was mostly just quiet. I heard  
him moving around, I gave him the  
other pill about fifteen minutes ago.

MICHAEL taking off his jacket. Pulling a nice, thick  
envelope from the pocket. Time to pay the babysitter --

MICHAEL  
I really appreciate it, Elston.  
(handing it over--)  
You get to New York, you know you're  
coming -- you need tickets, a game,  
whatever, give me a heads up.

ELSTON  
I'll do that for sure.

INT. MICHAEL'S MILWAUKEE HOTEL BEDROOM -- NIGHT

A minute later. MICHAEL enters. It's quiet. Dark. Dim light from the bathroom. MICHAEL pulls off his tie. What a fucking day. Taking off his watch, when --

ARTHUR  
(voice from the bed)  
Did you see her?

MICHAEL  
Who?

ARTHUR  
Anna.

ARTHUR bleary and soporific. Beached there.

MICHAEL  
Anna? No. No, I didn't see her.  
(like you'd talk to  
a child)  
She probably went back to the farm.

ARTHUR  
We need her.

MICHAEL nods. Barely listening. Kicking off his shoes.

ARTHUR  
Marty. Even then. The rest of them.  
They won't understand.

MICHAEL  
(just humoring him)  
Don't worry, Arthur, if anybody can  
explain it to them, it's you.

ARTHUR  
No. They're lost. They have what  
they want.

MICHAEL  
Let it go, man. Get some sleep.

Silence now. MICHAEL moves to the window. Standing there. Pulling the curtain. Loosening his collar. Watching snow fall across the parking lot. When, suddenly --

ARTHUR  
 (loud and clear)  
 Is this what you wanted?

ARTHUR there in the half-light. Sitting up. Defying the medication. Sheer will.

ARTHUR  
 Be a janitor? Live like this?  
 Do this? What you do...

MICHAEL caught off-guard. Not prepared for clarity.

ARTHUR  
 It can't be. That I know this.  
 The burden. That's what I'm telling  
 you.  
 (weakening)  
 How it feels. That I know...  
 (going fast)  
 That we've been summoned...

MICHAEL not sure what to say, or if there's even anybody listening, because ARTHUR is already sloping back into the pillows; already drifting back under the medication's gravitational pull and...

MICHAEL alone now. Standing there at the window. Shaken.

INT. KAREN'S MILWAUKEE HOTEL SUITE -- NIGHT

ARTHUR EDEN'S BRIEFCASE. Bathed in the light of a hotel desk lamp. The initials A.D.E. embossed in the worn, old leather. THE CAMERA MOVING across the desk, as we hear the sound of a PHONE RINGING THROUGH THE LINE and --

VERNE (PHONE/OVER)  
 Hello?

KAREN (OS)  
 (tense, tentative)  
 Yes. Hi. I'm looking for Vern?

THE CONTENTS OF THE BRIEFCASE arranged in piles around the desk. A chaotic mix of legal documents, bizarre books, and a few odd, found objects --

VERNE (PHONE/OVER)  
 You have a number?

KAREN (OS)  
 Don Jeffries gave it to me, he said  
 I could call anytime...

VERNE (PHONE/OVER)  
The account number.

KAREN (OS)  
The code. Yes. Sorry. I have it...  
(papers rustling in the  
background, as--)

THE CAMERA FEATURES -- A TWENTY-PAGE DOCUMENT -- at the center of everything. Space on the desk cleared around it. It's a photocopy, dated, June, 19, 1991. On the cover...

UNITED-NORTHFIELD  
CULCITATE -- INTERNAL RESEARCH MEMORANDUM #229

And there's no need to get into the text of this memo right now. It is, however, important that we feel the *extreme* danger and power this document has for KAREN.

KAREN (OS)  
...okay, it's twelve-B-K-R-6.

KAREN holding the phone with one hand, the other covered with an improvised glove made from a plastic hotel laundry bag --

KAREN  
Am I speaking with Vern?

VERNE (PHONE/OVER)  
Mister Verne.

KAREN  
I'm sorry it's so late. Don said just...I'm not really...I don't know how this works so...

VERNE (PHONE/OVER)  
You have e-mail at your current location?

KAREN  
Yes.

VERNE (PHONE/OVER)  
I'm gonna upload you a little encryption package we like. It's pretty self-explanatory.

KAREN  
Okay.

VERNE (PHONE/OVER)  
Let me get to my desk.



She's on hold. The "gloved" hand reaches down for the memo there at the center of it all. Her eyes scan the words, as if maybe his time they'll be different. They're not. She catches her reflection now in the mirror over the desk. Frozen like that. Waiting, as --

INT. MICHAEL'S MILWAUKEE HOTEL SITTING ROOM -- DAY

Morning. The storm is over. MICHAEL has showered. He's drinking room service coffee, pacing around on a cell phone --

MICHAEL

...no, I know. We were...we just couldn't stay open.

(impatient pause)

Yeah, what I'm wondering, I've got an option on the lease for six more years. You know the space, I'm wondering if you think there's any chance I could lay that off? Is the lease worth anything?

(pause)

Eighty-nine hundred a month. I mean, the fixtures are gone, but the bar, the kitchen, it's great space...

MICHAEL listening and it's not the answer he was hoping for. And he's pacing around, taking us toward the bedroom doors. One open, the other one closed. THE SOUND OF THE SHOWER running from the other room --

MICHAEL

(finally)

No...no, I hear you. I just...

(pause)

Yup. You got it. Thanks anyway.

(beat)

I will.

MICHAEL hangs up. Numb. Trying to shake it off.

MICHAEL

(checking his watch)

Let's go, Arthur!

No answer. MICHAEL starts to turn away. Then he stops.

MICHAEL

Arthur!

(he tries the door, it's locked--)

Arthur! You hear me? Open the door.

(MORE)

MICHAEL (cont'd)  
 (banging on it now--)  
 Open the goddam door, Arthur!  
 (harder)  
 ARTHUR! OPEN THE DOOR!

Because suddenly, the anger has transformed into fear --  
 he's trying the door again -- really trying it --

MICHAEL  
 ARTHUR, CAN YOU HEAR ME?

MICHAEL rearing back -- coming in hard now and --

MICHAEL  
 -- shit! --  
 (he just banged the hell  
 out of his shoulder--)  
 GODDAMIT, ARTHUR!

The body slam was useless, but it's not an impossible door  
 -- he's standing back -- clutching his shoulder -- kicking  
 as hard as he can near the knob and --

THE DOOR groans -- gives a little -- MICHAEL kicking again --  
 now it SPLINTERS -- MICHAEL giving it everything this time  
 and this time THE DOOR shatters off its hinges, still sort of  
 hanging there as MICHAEL pushes and claws it away, rushing  
 now into --

INT. MICHAEL'S MILWAUKEE HOTEL SUITE/BATHROOM -- DAY

MICHAEL stopping cold. The shower is running and nobody's in  
 there. Written on the mirror in shaving cream:

**MAKE BELIEVE IT'S NOT JUST MADNESS!**

MICHAEL backing out -- rushing into --

INT. MICHAEL'S MILWAUKEE HOTEL BEDROOM

Window open. Curtain wafting in the wind. ARTHUR is gone.

EXT. MIAMI GOLF CLUB -- DAY

A CORPORATE LOGO -- embossed on a high-quality, golf bag:

u/north

"we grow your world together"

WIDER TO REVEAL

THE PRO-SHOP/BAG DROP of a first-class golf club. It's a gorgeous, sunny morning. A CADDY reaching in -- shouldering the bag --

CADDY

Not playing today, Mr. Verne?

MR. VERNE turns. He's one of those guys who looks like he's been in his late forties forever. Trim but solid. Tan and clean. Pressed and fresh. Every piece of gear in place.

VERNE

Yeah, we had a change in plan...

(pointing out to the  
parking lot--)

That's gonna go in the Navigator.  
The black one. It's open.

THE CADDY starts for the car, as MR. IKER comes out of the locker room. IKER is a slightly younger version of Mr. Verne. Country club slacks. Good loafers. Hands and forearms that speak of deeper experience than the back nine.

IKER

You want anything for the road?  
They've got that great fruit salad...

VERNE

(checking his watch)

Naw, we better hit it.

INT. LAW FIRM/MARTY BACH'S OFFICE -- DAY

MARTY BACH at his desk. In his hands, a copy of U/NORTH RESEARCH MEMO #229. ARTHUR'S BRIEFCASE open beside him.

KAREN watching him read. Just the two of them. And the silence is deafening. Finally, he finishes. Like a doctor holding a malignant X-ray...

MARTY

That's really Don's signature?

(she nods)

Where's the original?

KAREN

We had an unfortunate warehouse fire  
five years ago. We lost a number of  
documents.

MARTY hesitates. Okay...

MARTY

How does this end up in Arthur's bag?

KAREN

There's a three billion dollar question for you.

INT. LAW FIRM/ARTHUR EDEN'S OFFICE -- NIGHT

A SILVER FRAMED PHOTOGRAPH. Young Arthur Edens with his wife and baby daughter. Some faded happy moment. This one of several very traditional items, on a very traditional desk. In fact the whole place is almost disturbingly repressed. The only thing out of place are the dozens of document boxes piled at the center of the room.

MARTY and BARRY GRISSOM digging through all of it. Like they've been at it a while.

MARTY

I want all this -- everything here  
-- I want it all boxed up and sent  
to my apartment.

MICHAEL in the doorway. Watching them plunder. Until --

MARTY

(without looking back)  
Any luck, Michael?

BARRY turns, surprised. MICHAEL steps into the office.

MICHAEL

He booked a limo from Newark airport at three. He got out at West Fourth Street, tipped the driver fifty bucks, and walked away.

MARTY

You try his place?

MICHAEL

It's a loft. There's no doorman. I rang, nobody answered. I call, I get the machine.

BARRY

(thanks for nothing)  
So basically, he could be anywhere...

MICHAEL bites his tongue. No love lost with Barry.

MARTY

Arthur downtown was not a good idea.  
Some goddam loft?

BARRY

Where's his daughter?

MICHAEL

He's not sure. Spain? India?

MARTY

Mars.

(putting down the  
photograph--)

She's crazier than he'll ever be.

(to Michael)

Barry's going to take over on U/North.

We've all got a lot of grovelling to  
do with these people.

(pointedly)

You didn't exactly charm Karen Crowder.

MICHAEL

I was punting.

BARRY

You've got to saddle up here, Michael,  
and get this under control.

MICHAEL

Saddle up?

BARRY

He needs to be under a doctor's care  
immediately. He needs to be admitted.

MICHAEL

Where?

BARRY

Does it matter?

MARTY

Michael...

(the voice of reason)

U/North needs to know that he's under  
control. That he's in a facility.

They've been shaken up, they need to  
be reassured.

MICHAEL

It's just not gonna be that easy.

BARRY

Why the hell not?

MICHAEL

Because the laws in the State Of New York set a pretty high threshold for involuntary commitment.

BARRY

Did you see this fucking tape?

MICHAEL

I'm not arguing with you, Barry, I'm telling you how it is.

MARTY

You know what? We've got six hundred attorneys in this building. Let's find out which one of them knows the most about psychiatric commitment statutes.

MICHAEL

I can tell you that right now.

(beat)

It's Arthur.

Smiling. As we hear --

IKER (RADIO/OVER)

"Okay. I'm in. We're good to go."

EXT. NEW YORK STREET #1 -- NIGHT

ARTHUR walking. Bathing in the miracle of it all. His eyes seem locked open, gathering stimuli faster than the speed of light. Every moment -- every beatific instant -- has a purpose. Everything is fuel for the significance turbine spinning inside him. Passing into the night, as --

THE CAMERA FINDS -- VERNE fifty yards behind ARTHUR. Tailing him. Looking like just another nightcrawler doing the cell phone walk-and-talk --

VERNE

(into his microphone)

"Roger that. Let's keep a radio check every five, okay?"

INT. ELEVATOR LANDING/ARTHUR'S LOFT -- NIGHT (CONT)

A downtown building. IKER standing at the door to Arthur's loft. Backpack. Tool kit. Same radio/cellphone rig. Gloved hands, already starting to work the lock, as --

IKER  
 (into his microphone)  
 "Every five. Roger that."

INT. MICHAEL'S APARTMENT/BEDROOM -- NIGHT

Clean, slick bachelor decor. MICHAEL with a towel wrapped at his waist, sits at the edge of the bed, speed dialing a mobile phone. The sheets with an apres-sex chaos about them.

ARTHUR'S VOICE  
 (his answering machine)  
 "You've reached Arthur. If you wish to leave a message, please do so after the tone."

MICHAEL hangs up before the beep.

BRINI (OS)  
 (from the kitchen)  
 You want me to heat it up?

MICHAEL  
 (calling back)  
 Doesn't matter.

INT. MICHAEL'S APARTMENT/KITCHEN -- NIGHT (CONT)

BRINI GLASS -- the young lawyer we met in the elevator at Kenner, Bach -- is busy reheating a Chinese takeout dinner that was obviously interrupted earlier. She's wearing nothing but one of Michael's shirts.

It's a modern, one-bedroom apartment in a high-rise that towers over Columbus Avenue. The kitchen open to the living room. Windows to Central Park and The Westside twenty stories below. A slick pad. Small but clean, furnished efficiently, and the view is sharp.

BRINI starts the microwave. There's a roach in an ashtray on the counter. She lights it. Taking a drag, as MICHAEL wanders in from the bedroom.

BRINI  
 (the joint)  
 You want?

He waves it off. Coming around behind her. Kissing her neck as he moves to the refrigerator.

MICHAEL  
 Now you're hungry...

BRINI

I know.

There's an open bottle of white wine. He's pouring.

MICHAEL

You never told me you were working  
with Jeff Gaffney.

BRINI

It's just a project.  
(pulling plates from  
the cupboard--)  
He hates you. You know that, right?

MICHAEL

There's a heartbreaker.

BRINI

You helped him out, didn't you?

MICHAEL

Jeff Gaffney hates everyone.

BRINI

What did you do for him?

MICHAEL

I don't even remember.

BRINI

That is such bullshit...

He just smiles. She tries the wine. Some subtle tension  
pulling at her. And the dope didn't get her where she  
wanted.

BRINI

I watch these people. At the office.  
How they relate to you. I can always  
tell, or I think I can anyway, the ones  
that you've done something for.

MICHAEL

Half of them don't even know I work  
there.

BRINI

Or they're pretending to ignore you,  
or else they're super polite...

MICHAEL

Or they hate me.



He looks at her. She looks away.

BRINI

I never know what you know or don't know.

MICHAEL

Try me.

BRINI

They offered me London.  
(awkward beat)  
Or did you know that already?

MICHAEL

No. I didn't know that.

BRINI

I wasn't sure.

MICHAEL

So this is the merger.

BRINI

I can't believe you don't know all this.  
(trying to laugh it off--)  
Well, there you go... I'm blown.  
There's my big secret.

MICHAEL

I thought I was your secret.

BRINI

Really? I always thought it was the other way around.

The microwave starts beeping.

MICHAEL

I was gonna say when were you gonna tell me, but I guess that's what you're doing.

BRINI

I really thought you knew.

MICHAEL looks away. Something catching his eye.

THERE ON THE COUNTER

"REALM AND CONQUEST." Book One. The red cover. MICHAEL picking it up. A momentary distraction.

BRINI

I haven't decided yet either.  
 (trying a smile)  
 Seriously. Nothing's been decided.

She's waiting for him to answer. He hesitates. Puts the book down.

MICHAEL

Jeff Gaffney's wife starts this affair with their contractor in East Hampton. It takes about a month, the guy realizes she's crazy, he tries to break it off. She gets drunk. She drives out to his house, takes a road flare and tries to torch his truck. She's just so fucked up she doesn't see the two Dominican kids sleeping in the garage. One guy it turned out okay. The other one needed a lot of help.

Was that a gift or a bomb? Neither of them sure.

BRINI

Jesus...  
 (staring at him)  
 How do you make something like that disappear?  
 (off his silence)  
 I guess you don't.

MICHAEL drains his wine. Pouring another, as --

EXT. NEW YORK STREET #2 -- NIGHT

ARTHUR marching through the night. Same glorious smile. Just another madman loose in Manhattan.

INT. ARTHUR'S LOFT -- NIGHT

A DIGITAL CAMERA LCD SCREEN. THE IMAGE -- an overhead shot of a coffee table cluttered with magazines, newspapers and junk mail.

THE DIGITAL CAMERA is sitting on THE ACTUAL COFFEE TABLE. IKER, wearing gloves and a hair net, is very precisely and quickly searching through the debris. A consummate professional at work. As he proceeds, he keeps checking the camera image to make sure every object is returned to its original position.

This is raw space. A box. High ceilings. Industrial windows along one wall. Half-assed groupings of furniture define the space: Bed and dresser, desk and computer,

bathroom and closets framed out along the far walls. The decor is odd. Half the stuff is clearly from a previous life; Eastside antiques, proper rugs, generic oil landscapes piled carelessly around. Above all this, the clutter of Arthur's recent manic acquisitions -- books, papers, found objects, curios -- as if a layer of madness were blanketing the landscape of his old life.

IKER MOVING THROUGH THE LOFT -- eyes scanning -- barely reacting as -- THE PHONE RINGS -- and he begins to hear:

ARTHUR'S VOICE

(on the answering machine)  
 "If you wish to leave a message, please  
 do so after the tone."  
 (beep, and then--)

MICHAEL'S VOICE

(through the machine)  
 Arthur, look, I've been calling all  
 day, if you're there, please for  
 crissake just pick up and talk to me...  
 (continuing as--)

INT. MICHAEL'S APARTMENT/BEDROOM -- NIGHT

BRINI alone in bed. Deep asleep.

MICHAEL (PHONE/OVER)

No? Yes? Shit, come on, man...  
 (a weary beat)  
 Arthur, listen to me, I'm leaving my  
 phone on -- we have to talk...  
 (continuing, as--)

INT. MICHAEL'S APARTMENT/LIVING ROOM -- NIGHT

MICHAEL in the dark with the phone and a new bottle of wine.

MICHAEL

...what happened this morning --  
 yesterday morning -- whatever it is --  
 forget it, okay? Someday we'll laugh  
 about it, right? But you gotta get  
 back to me here, okay? And soon.  
 (about to hang up, when--)  
 Arthur, look...I'll tell you what --  
 because you said it yourself -- part of  
 this is definitely madness, right?

EXT. NEW YORK STREET #3 -- NIGHT

ARTHUR walking. VERNE somewhere back there --

MICHAEL (PHONE/OVER)

...There's a chemical part of this, and you know it, and I know it, and if you're ready to start with that, then I'm more than willing to meet you halfway and cop to the fact that, yes, the situation sucks. The case sucks. U/North sucks. We can start with that...

INT. ARTHUR'S LOFT/BATHROOM -- NIGHT

IKER with the medicine cabinet open. There must be forty prescriptions jammed in here and he's checking every single one, as he listens to --

MICHAEL'S VOICE

(on the answering machine)

...You hear me, Arthur? Pick up the goddam phone.

(silence)

I'm telling you you're right, okay? About what we are. I'm saying you're crazy -- the behavior's completely out of control -- but you're right. You called it. We're janitors. Okay? I get it...

INT. MICHAEL'S APARTMENT/LIVING ROOM -- NIGHT

MICHAEL

...but we came to this, Arthur, we had choices. It didn't just happen overnight. You can't just suddenly say, "Hey, sorry. Game over. I'm into miracles now."

(suddenly)

Goddamit, Arthur, pick up the fucking phone and talk to me! Whatever the hell else you think is so important right now, you better let me help you on this, because I'm telling you straight up here, janitor to janitor, I don't see anybody else with a broom on the horizon.

(one last hopeful pause, before, "beep"--)

MACHINE VOICE

"The answering disc is currently full. Please try your call again later."

MICHAEL left hanging. He puts down the phone. Drains his wine glass. Stands at the window.

EXT. TIMES SQUARE -- NIGHT

ARTHUR walking through the neon canyon. Bathing in the miracle of it all. His eyes seem locked open, gathering stimuli faster than the speed of light. Every moment -- every beatific instant -- has a purpose. Everything is fuel for the significance turbine spinning inside him. He slows his pace, hesitates for a moment and --

EXT. ARTHUR'S TIMES SQUARE POV -- NIGHT

DIAMOND VISION BILLBOARD -- a familiar logo --

u/north  
we grow your world together

INT. FARMHOUSE KITCHEN -- DAY

Cold, rural Wisconsin. A tired old room in a tired old house. A WALL PHONE RINGING. BIG SISTER, the Farmer's Wife, hauling a baby on her hip as she moves to answer it. THE FARMER and YOUNG DAUGHTER sitting over breakfast in the BG.

BIG SISTER  
(grabbing the phone)  
Hello?

ARTHUR/PHONE  
Is Anna there?

BIG SISTER  
Hang on...  
(calling into the house)  
Where's Anna?  
(continuing, as--)

EXT. TRIBECA STREET -- DAY (CONT)

Same time. A PANEL TRUCK parked here. It's a scuffed-up, late model vehicle. Some half-assed electrical supply logo buried beneath the graffiti. About as anonymous as it gets.

BIG SISTER (PHONE/OVER)  
"...Anna! Where is she? ANNA!"

INT. THE PANEL TRUCK -- DAY (CONT)

Surprise. Welcome to a perfect mobile, urban surveillance HQ. Ugly and state-of-the-art. Purely functional. Nothing Gucci about it. A cot. Tool cases. Cooler. Folding table.

Couple laptops. Space heater. IKER just now clambering in the back door. VERNE wearing headphones, already plugged in, waving for him to hurry up --

BIG SISTER (PHONE/OVER)  
"-- Anna, you got a phone call!"

VERNE flipping switches, pulling his laptop closer --

INT. FARMHOUSE KITCHEN -- DAY (CONT)

ANNA KYSURSEN grabbing the phone as she comes by, pulling the cord as far as she can, making sure BIG SISTER is out of earshot before she answers --

ANNA  
(finally)  
Hello?

ARTHUR (PHONE)  
Anna? Hi. It's Arthur...

ANNA  
Hey.

ARTHUR (PHONE)  
Did you sleep?

ANNA  
I guess.

INT. ARTHUR'S LOFT -- DAY (CONT)

ARTHUR pacing with the phone --

ARTHUR  
Did you think about what we said?

ANNA (PHONE)  
Yeah.

ARTHUR  
You didn't tell anybody, did you?

INTERCUTTING NOW -- FARMHOUSE/LOFT

ANNA  
No.  
(eyes to the kitchen)  
My sister's spying on me but that's normal.

ARTHUR

Because I meant what I said.

ANNA

I know, it's just there's like four-hundred and fifty people in this lawsuit, why are you choosing me?

ARTHUR

I don't know. I'm crazy, right?

ANNA

(laughing)

That's for sure...

ARTHUR

Does it matter, Anna? I mean, really? Isn't it? Isn't that what you wait for?...

ANNA smiles. No one's ever spoken to her like this before.

ARTHUR

...To find someone, and they're like a lens and suddenly you're looking through them and everything's changed. Nothing can ever be the same again...  
(he's rattling on, but--)

BIG SISTER (OS)

(sharply, from behind)

Who're you talking to?

ANNA wheels around. BIG SISTER standing in the pantry door. Sour look in her eye. Squirming kid on her hip.

FARMER

You're gonna tie up the phone all night, we got a right to know.

ANNA

It's for me, okay? I get calls too!

ANNA pulling the phone wire as far as it goes, disappearing into a back stairwell. Closing the door behind her, as --

INT. THE PANEL TRUCK -- DAY (CONT)

Silence. VERNE and IKER listening to the continuing conversation over headphones. AUDIO LIGHTS on the equipment rising and falling as Arthur and Anna keep talking.

INT. COFFEE SHOP -- DAY

ZABEL eating breakfast. MICHAEL with just coffee.

MICHAEL

I can get you twelve on Monday.

ZABEL

Twelve is weak. Twelve looks bad.

MICHAEL

How do you figure that?

ZABEL

They look at seventy-five. They look at you. They're wondering what the problem is. Now you say twelve. That's just gonna make people nervous.

MICHAEL

Gabe, this was the day before yesterday, okay? Let me get my ducks in a row here.

ZABEL

What's the car worth?

MICHAEL

It's a lease. It's the firm's.

ZABEL

So go to the bank. You got the apartment. You refinance.

MICHAEL

I did that three months ago.

Big news. A nasty pause. ZABEL with the polygraph stare.

ZABEL

You back at the tables?

MICHAEL

Oh yeah, like I need the action. I don't have enough going on.

(the very idea)

I hope you're kidding.

ZABEL

He finds out you're playing cards with his money. There's no dialogue after that.



MICHAEL

So much for Old Time's Sake, huh?

ZABEL

Do everyone a favor. Get out the treasure map and start digging. You got a week.

ZABEL goes back to his eggs. MICHAEL walks.

INT. MARTY BACH'S TOWNHOUSE/FOYER -- DAY

CINDY BACH leading MICHAEL in from the foyer. She's late thirties. Pure trophy. Blonde, horsey, peppy.

CINDY

(walk and talk)

He's been on the phone all morning. What else is new, right?

TWO SIX-YEAR OLDS running wild in the background --

CINDY

Jamie! No running in the kitchen!

(calling to some unseen  
babysitter--)

Soroya! Are you watching them?

(back to Michael)

He's upstairs, he's taken over the living room...

(pointing the way)

Go for it. Soroya!

(kids getting wilder in  
the background now--)

Don't you just love Saturday morning?

INT. TOWNHOUSE LIVING ROOM -- DAY

The grand parlor floor. Everything perfect except for the TWO DOZEN DOCUMENT BOXES piled around the room. On the side of each box, the word EDENS and a number. MARTY poring over paperwork.

MICHAEL

Marty...

MARTY turns back. Focuses.

MARTY

You know what he's doing? He's making their case...

(the boxes)

I'm going through his files, I'm

(MORE)

MARTY (cont'd)  
reading this...he's building a case  
against U/North.

MICHAEL  
No one's gonna let him do that.

MARTY  
Let him?  
(furious)  
Who's gonna stop him? You know what  
I just heard? He's calling these  
plaintiffs now -- this woman from  
the deposition? -- he's calling  
these people -- he's got these  
discovery documents stashed away  
here...  
(he's stunned)  
It's a fucking nightmare. I've been  
trying him all morning, you can't even  
leave a message, he's got the whole  
machine jammed up.

MICHAEL watching him pull another bunch of files from a box.

MICHAEL  
(something on the floor)  
Is that his briefcase?

MARTY  
Yeah. Why?

MICHAEL  
We've been looking for it.

MARTY  
I don't know. It came up with all  
the stuff from his office.  
(lying effortlessly)  
You can't believe the crap he's got  
stashed away in here.

MICHAEL nods. Accepting this. Plus there's another agenda  
he'd like to get to here.

MICHAEL  
So, Marty, look, I'm kind of in a  
spot here.  
(Marty focuses)  
I need a loan. I need eighty grand.

MARTY hesitates.

MARTY  
I thought you were done with all that.

MICHAEL

It's not the cards. Nothing like that.  
It's the restaurant.

MARTY

*Eighty thousand?*

MICHAEL

I didn't mean to jump you like this.  
I've been trying to get a meeting with  
you alone now for two weeks.

(just going for it)

And I know about the merger. Whether  
I'm supposed to know or not.

MARTY

Nothing's final.

MICHAEL

That's why I'm asking now. You're  
my meal ticket, Marty. I mean, let's  
face it, once this is out of your  
hands, I'm screwed. You'll be cashed  
out and I'll be staring at Barry and  
a bunch of strangers trying to  
explain what the hell it is I do.

MARTY

Everybody knows how valuable you are,  
Michael. Everybody who needs to know.

MICHAEL

I'm forty-five. I'm broke. I've been  
riding shotgun for twelve years and I  
still don't have any equity. Excuse me  
if I don't feel reassured.

MARTY

Nobody told you to go into the bar  
business.

MICHAEL

I only opened the place so I'd have a  
way out.

MARTY

I had no idea you were so unhappy.

MICHAEL

C'mon, Marty...

(pushing down his temper)

How many times have I asked you to  
let me get back on a litigation team.  
How many times?

MARTY

Anybody can go to court. You think that's so special?

MICHAEL

I was good at it.

MARTY

So what? So are a lot of people. At this -- what you do -- at this, you're great. For crissake, Michael, you have what everybody wants; you have a niche. You made a place, you made this niche for yourself. And if it's nostalgia -- "Oh, you should've seen me when I was a D.A. back in Queens." -- then let me give you a serious piece of advice: Leave it there. God forbid you're not as good as you remember. Because I've seen that happen too.

MICHAEL

But I didn't come for advice, did I?

MARTY

So this is what? Quid pro quo?

MICHAEL

What do you mean?

MARTY

I give you the loan or you don't help out with Arthur?

MICHAEL

I never said that.

MARTY

Maybe you should. Because this...

(Arthur's papers)

This is cancer. This is something we don't get it reined-in and cleaned up soon, everything's vulnerable.

Everything.

MICHAEL

What're you telling me?

MARTY

That I'm counting on you.

(the grand gesture)

I'm telling you that by this time next week Arthur will be under control

(MORE)

MARTY (cont'd)  
and everyone who needs to, will have  
been reminded of your infinite value.

MICHAEL  
Jesus, Marty...

MARTY suddenly smiling. Good cheer blossoming.

MARTY  
When the fuck did you get so  
delicate?

MICHAEL left hanging, no chance to respond, because here come  
THE KIDS -- running up the stairs -- SQUEALING AND SCREAMING  
-- chasing each other into the room and --

MARTY  
-- there you are! --  
(making a playful grab--)  
-- into the lion's den! -- gotcha! --

MICHAEL standing there rocked, as MARTY starts roaring at  
the kids and they start squealing even louder and --

EXT. TRIBECA STREET/DOOR TO ARTHUR'S LOFT -- DAY

THE BUILDING DIRECTORY. Five apartments. One per floor.  
Five names -- one of them EDENS. Buzzer. Intercom.

MICHAEL pressing the buzzer for the umpteenth time. And  
again. And nothing. He tries the door. And it's loose.  
But then he stops. Stepping back. Fuck it.

Glancing back up to the third floor windows as he crosses  
the street and --

INT. THE PANEL TRUCK -- DAY

VERNE alone at the console --

IKER (RADIO)  
"-- here comes that guy again -- just  
passing you now --"

There -- ON ONE OF THE LAPTOPS -- MICHAEL jogging past some  
low-res surveillance camera as --

INT. THE MERCEDES -- DAY

A minute later. HENRY reading as MICHAEL gets back in.

HENRY  
Why don't you just call Uncle Gene  
and get the cops to help you?

MICHAEL

It's not that kind of problem.

HENRY

How much longer are we doing this?

MICHAEL

I don't know.

EXT. TRIBECA STREETS -- DAY

Half hour later. THE MERCEDES cruising Tribeca.

EXT. TRIBECA STREET -- DAY

Later. THE MERCEDES double parked. MICHAEL walking back to the car. Another dead-end.

INT. THE MERCEDES -- DAY (CONT)

MICHAEL driving. Scanning. HENRY's patience has thinned.

HENRY

If we're not gonna get to the movies  
why don't you just say so.

(beat)

I want to go home.

MICHAEL

Hang on, Henry --  
(something they just  
passed--)

MICHAEL whips the car to the curb --

MICHAEL

(already jumping out--)  
-- stay right here -- lock the doors --  
I'll be right back -- don't move! --

EXT. TRIBECA STREET -- DAY (CONT)

MICHAEL up the sidewalk to the alley --

EXT. ALLEY -- DAY (CONT)

ARTHUR walking away.

MICHAEL

(jogging after him)  
Arthur! Arthur! Wait up!

ARTHUR stops. Turns. Caught. In his arms he's cradling twenty-five fresh baguettes.

ARTHUR

Whoaa...  
 (almost losing his  
 loaves--)  
 Michael. Jesus. You scared me.

MICHAEL

Making a delivery?

ARTHUR

No...  
 (smiling)  
 Very funny. Nothing like that...  
 (as if it were all  
 completely natural  
 and needed no further  
 explanation--)  
 Have one...go on...really...  
 (offering)  
 It's still warm. Best bread I've  
 ever had in my life.

MICHAEL suddenly holding warm French bread.

MICHAEL

So welcome home.

ARTHUR

I know. The hotel. I'm sorry.  
 I was getting a little overwhelmed.

MICHAEL

But you're feeling better now?

ARTHUR

Yes. Definitely. Much better.

MICHAEL

Just not enough to call me back.

ARTHUR hesitant. Straining to keep the mania down.

ARTHUR

I wanted to organize my thoughts.  
 Before I called. That's what I've  
 been doing.

MICHAEL

And how's that going?

ARTHUR

Good. Very good. I just...  
 (fighting the flood)  
 I need to be more precise. That's  
 (MORE)

ARTHUR (cont'd)

my goal.

(he smiles)

Speak softly and carry a big baguette.

There's a beat. Their history rushing in around them.

MICHAEL

As good as this feels, you know where it goes.

ARTHUR

No. You're wrong. What feels so good is not knowing where it goes.

MICHAEL

How do I talk to you, Arthur? So you hear me? Like a child? Like a nut? Like everything's fine? What's the secret? Because I need you to hear me.

ARTHUR

I hear everything.

MICHAEL

Then hear this: You need help. Before this gets too far, you need help. You've got great cards here. You keep your clothes on, you can pretty much do any goddamn thing you want. You want out? You're out. You wanna bake bread? Go with God. There's one wrong answer in the whole pile and there you are with your arms around it.

ARTHUR

I said I was sorry.

MICHAEL

You thought the hotel was overwhelming? You keep pissing on this case, they're gonna cut you off at the knees.

ARTHUR

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

MICHAEL

I'm out there trying to cover for you! I'm telling people everything's fine, you're gonna be fine, everything's cool. I'm out there running this Price-Of-Genius speech for anybody who'll listen and I get up this morning and I find out you're calling this girl in  
(MORE)



MICHAEL (cont'd)  
 Wisconsin and you're messing with  
 documents and God knows what else and --

ARTHUR  
 How can you know that?

MICHAEL  
 -- they'll take everything -- your  
 partnership, the equity --

ARTHUR  
How do you know who I call?

MICHAEL  
 -- they'll pull your license!

ARTHUR  
 HOW DO YOU KNOW I CALLED ANNA?

MICHAEL  
 From Marty! You're denying it?

ARTHUR  
 How does he know?

MICHAEL  
 I don't know. I don't give a shit.

ARTHUR stepping back. Flushed. Paranoia rising.

ARTHUR  
 You're tapping my phones.

MICHAEL  
 (it's to weep)  
 Jesus, Arthur...

ARTHUR  
 Explain it! Explain how Marty knows.

MICHAEL  
 You chased this girl through a parking  
 lot with your dick hanging out! You  
 don't think she got off the phone with  
 you and speed-dialed her lawyer?

ARTHUR  
 She wouldn't do that. I know that.

MICHAEL  
 Really. You think your judgement is  
 state-of-the-art right now?  
 (before he can step away)  
 They're putting everything on the table  
 (MORE)

MICHAEL (cont'd)

here. You need to stop and think this through. I will help you think this through. I will find someone to help you think his through. Don't do this. You're gonna make it easy for them.

ARTHUR draws himself up. We saw a glimpse of this in Milwaukee. The teeth. The shark beneath the breadloaves.

ARTHUR

I have great affection for you, Michael, and you lead a very rich and interesting life, but you're a bagman not an attorney. If your intention was to have me committed, you should've kept me in Wisconsin where the arrest record, videotape, and eyewitness accounts of my inappropriate behavior had jurisdictional relevance. I have no criminal record in the State of New York and the crucial determining criteria for involuntary commitment is danger: "Is the defendant a danger to himself or others." You think you've got the horses for that? Good luck and God bless. But I'll tell you this, the last place you want to see me is in court.

ARTHUR muscles up his bread. He's leaving.

MICHAEL

I'm not the enemy.

ARTHUR

Then who are you?

And he's walking. MICHAEL almost calling after him. Then not. Then nothing. Standing on the sidewalk with a baguette in his hand and a great variety of failures arranging themselves around his heart.

EXT. HILTON HOTEL GYM -- NIGHT

A glass box. Like an aquarium from this distance. It's empty this late, one lonely runner pounding a treadmill. As MUSIC -- this catchy, electronic pulsing theme -- starts playing, and if it sounds a little like a jingle, that's okay, because it is --

CHORAL VOICES

*"...we grow your world together...we grow your world together...we grow your world together..."*

And then, just as THE MUSIC starts to fade out, it begins again from the top, CONTINUING AGAIN, as we --

INT. NEW YORK HILTON GYM -- NIGHT

It's KAREN on the treadmill. Running in place. And THE MUSIC, that electronic pulse, RISING and FALLING and --

CHORAL VOICES

*"...we grow your world together...we  
grow your world together..."*  
(over and over, as we--)

INT. MICHAEL'S APARTMENT/LIVING ROOM -- NIGHT

HENRY teaching MICHAEL how to play Realm and Conquest -- the game version of the story Henry's been talking about. PLAYING CARDS spread across a glass table. Each card a portrait -- ORCS, MAGES, RIVERWYNDERS, etc. -- complete with descriptions, numbers, code-colors, etc. And THE U/NORTH JINGLE just bubbling along in the BG, as --

CHORAL VOICES

*"...we grow your world together...we  
grow your world together..."*  
(starting over, as we--)

INT. THE PANEL TRUCK -- NIGHT

VERNE and IKER at the console listening over headphones.

IKER

What the hell is he doing?

VERNE

We should've put a camera in there.

INT. ARTHUR'S LOFT -- NIGHT

A TELEVISION SCREEN. A U/NORTH COMMERCIAL. One of those huge, ambiguous, corporate feel-good spots. THE MUSIC playing over a series of comforting utopian images --

CHORAL VOICES

*"...we grow your world together...we  
grow your world together..."*

Except this time it finishes. Image freezing. Silence.

ARTHUR standing in the middle of the room. He's got two remote controls in his hand. One goes to the VCR where he's just frozen the U/NORTH COMMERCIAL in it's final frame, the other controls the cassette deck on the stereo. He's replaying the video over and over to make an audio loop of

the U/North theme music. ZAP -- he's rewinding the VCR. ZAP -- he's pausing the cassette deck. ZAP -- he stopping the VCR. ZAP -- he's hitting "record" and --

INT. HILTON HOTEL HALLWAY -- NIGHT

KAREN leaving the gym. Sweaty. Arms loaded with paperwork. Trudging toward the elevators. As THE U/NORTH MUSIC STARTS AGAIN, except now, we also hear:

ARTHUR (V.O.)  
Here it is. Covered in sequins.  
A hidden gem, rescued from the  
vaults...  
(continuing, as--)

INT. ARTHUR'S LOFT -- NIGHT

ARTHUR in mid-broadcast. Talking into the receiver of his phone as if it he were a DJ in the midst of a broadcast. In his hand, U/NORTH MEMO #229. And as the pre-recorded U/NORTH MUSIC blasts from the stereo --

ARTHUR  
...One of our all time favorites --  
an underground hit that we think is  
finally ready for it's day in the  
sunshine. Without further ado...  
United-Northfield's Culcitate Internal  
Research Memorandum #229....

INT. MICHAEL'S APARTMENT/LIVING ROOM -- NIGHT

HENRY crashed on the couch. MICHAEL watching his son sleep.

ARTHUR (V.O.)  
(reading it)  
...Conclusion. *The unanticipated  
market growth for Culcitate by small  
farms in colder climates demands  
further cost-benefit analysis.  
In-house field studies have indicated  
the possibility that smaller, short-  
season farms with poor drainage,  
dependent on well-water for human  
consumption are at risk for potentially  
toxic particulate concentrations...*

INT. THE PANEL TRUCK -- NIGHT

Emergency. Arthur's reading of the memo has spiked the urgency level in here by a thousand percent. IKER working the console. VERNE speed-dialing a cell phone, as --

ARTHUR (V.O.)

*...Culcitate's great market advantage, that it is tasteless, colorless and does not precipitate, has the potential to mask and intensify any possible exposures. Further studies and cost/benefit analyses need to concentrate in these critical follow-up areas....*

INT. KAREN'S HILTON HOTEL ROOM -- NIGHT

THE PHONE RINGING as the door opens. KAREN juggling her paperwork and sweat clothes, rushing to grab it, as we hear --

ARTHUR (V.O.)

*...Chemical modification of the Culcitate product -- the addition of a detector molecule, such as an odorant or colorant -- would require a top down retooling of the Culcitate manufacturing process...*

EXT. SIXTH AVENUE -- NIGHT

Empty midnight. KAREN wearing sweat clothes beneath a coat. Clutching a pair of headphones to her ears, listening to --

ARTHUR (V.O.)

*...These cost while assumed to be significant were not the subject of the study summarized here..*

VERNE standing beside her. It's his Walkman. He brought the tape. Waiting for her to finish listening.

ARTHUR (V.O.)

*...Clearly the release of these internal research documents would compromise the effective marketing of Culcitate and must be kept within the protective confines of United Northfield's secret language.*

And it's done. KAREN takes off the headphones. Hands them back to VERNE. She's dazed. She looks ill.

VERNE

It seemed to warrant...

KAREN

Yes.

An awkward beat. People, cars...life going by.

KAREN

This just...whatever you do...you have to contain this.

VERNE

Contain?

KAREN

Right. That's my question. Short of, whatever else...something more. What's the option for something along those lines?

VERNE

You're talking about paper? The data?

KAREN

That there's a more limited option, is what I'm asking...  
(cold sweat fumbling)  
Something I'm not thinking of.

VERNE

We deal in absolutes.

KAREN

Okay. I understand. I do.

VERNE

The materials, I'm not a lawyer, we try. We do what we can.

KAREN

And the other way?

VERNE

Is the other way.

Heavy pause. Life passing all around them.

KAREN

But you think it's doable.

VERNE

We have some good ideas. You say move, we move. The moment our ideas don't look so good, we back off and reassess.

KAREN

Okay.

VERNE

You mean okay, you understand?

Or okay, proceed?

(silence)

Maybe you want to bring Don in on it.

KAREN

No.

(on that she's sure)

Don's not in this. He's busy. It's got nothing to do with Don.

VERNE nods. But hanging. Where are they? Still waiting for an answer, as --

EXT. SUBDIVISION RANCH HOUSE -- DAY

Just another half-acre in an ageing 60's housing development. THE MERCEDES parked in the driveway.

A DOZEN VOICES (OVER)

Happy Birthday to you. Happy birthday to you. Happy birthday dear, Pappy...

(continuing, as we--)

INT. RANCH HOUSE/DINING ROOM -- DAY

A cop's house. MICHAEL, HENRY and a dozen members of the Clayton tribe, singing to RAYMOND, 75, the withered, widower, patriarch of this clan.

A DOZEN VOICES

...happy Birthday to you!!!

STEPHANIE, Michael's older sister carrying the cake. She lives next door with three teenage kids, KAY, MARK and EAMON. Her husband, NORMAN, a simple guy who owns a bakery route.

STEPHANIE

Go on dad, make a wish...

RAYMOND

I get what I wish for, it'll kill me.

This gets a laugh. GENE, Michael's younger brother, is a Major Case Detective in Queens. His wife is MICHELLE. He's got two sons in tow, GREG, 16; EDDIE, 12. Grumpy jocks.

GENE

I don't know, Pap, if you're still wishing for it, you got a fighting chance.

RAYMOND smiles. Sends an emphysemic puff toward the candle. Doesn't quite get it. STEPHANIE to the rescue. So the candle's out. And now it's pass-the-plates, and who's having coffee, and how-do-you-like-it?, and Stephanie you're a saint for baking from scratch...

MICHELLE  
(to husband Gene)  
You have time for cake?

GENE  
I'll take one to go.

STEPHANIE  
Henry, honey...  
(handing him the slice  
to pass--)  
...can you?...that's for Uncle Gene.

HENRY handing GENE his cake to go and --

MICHAEL  
You're going in?

GENE  
I'm late already.

MICHAEL  
Shit...

MICHELLE  
(catching this)  
You're not both running out.

MICHAEL  
I got a situation...

GENE  
What? You can't hang?

MICHAEL  
You're going in.

GENE  
I've got a shift.

MICHAEL  
Yeah, well so do I.

GENE  
C'mon man, you haven't been up here  
in months. Henry hasn't seen the  
boys, I don't even know when...  
(MORE)



GENE (cont'd)  
 (quieter)  
 Just stay for an hour, the girls  
 did all this stuff, he'll be asleep  
 by then. Walk me out...

INT. RANCH HOUSE/PLAYROOM --DAY

Minute later. Downstairs off the garage. GENE putting on a tie. Badge. Gun. As --

GENE  
 Timmy's been calling me.  
 He's afraid to talk to you.

MICHAEL  
 He should be.

GENE  
 It closed out bad, right?

MICHAEL  
 Is that what he told you?

GENE  
 The kids are freaking out...his  
 in-laws are freaking out...Linda  
 can't stop crying long enough to  
start freaking out...

MICHAEL  
 Hey, she took him back...

GENE  
 So what? Fuck her and the kids?

MICHAEL  
 No, fuck Timmy.  
 (worked up now)  
 And nothing's closed, okay? I sold  
 everything but the walls and we're  
 still short. So don't talk to me  
 about Pam and the kids. I've got my  
 hands full. If it was you, he'd be  
 in traction.

GENE  
 He's sick. It's a sickness.

MICHAEL  
 There's a fresh perspective.

GENE  
 I've seen a lot of people fall off  
 the wagon lately. It's going around.

MICHAEL

Is that pointed at me?

GENE

When do I see you? How do I know  
what you're up to?

MICHAEL

I haven't bet a game in over a year.  
I haven't been in card room in ten  
months.

GENE

Okay...

MICHAEL

I gambled on the bar. I bet on  
Timmy and he wiped me out. That was  
my big play, okay? I put up my  
walk-away money and it's gone and  
I'm scrambling.

GENE

Okay... Cool down. I hear you.

(beat)

I'd be pissed off too.

(beat)

Just hang for an hour, okay?

MICHAEL nods. GENE already checking his watch. Brothers.  
Say no more. The everbroken truce.

INT. ARTHUR'S LOFT -- DAY

ARTHUR heading out -- pulling on his coat -- heading for the  
door -- checking for keys -- there -- grabbing them off the  
side table, as he opens the door and --

ZZZIIPPP!!!!

A TASER -- 25,000 volts -- from nowhere -- ARTHUR'S BODY  
clenching as it hits and --

WE'RE INTO ONE CONTINUOUS SHOT NOW

VERNE and IKER -- already flooding in -- gloves -- hairnets --  
surgical boots -- like machines --

IKER -- the athlete -- perfect -- hands catching ARTHUR'S  
WRITHING BODY before it hits the floor and --

VERNE -- attack -- gloved hand thrusting down and --

ARTHUR'S FACE -- AEROSOL CAN -- VERNE'S HAND -- two quick bursts -- point blank -- words -- throat -- everything choked off -- eyes rolling and --

IKER -- the body drops -- ready for the dead weight and --

VERNE -- kicking shut the door -- back to the body and --

IKER

Ready and...

VERNE

Lift.

ARTHUR -- like a prop -- limp -- effortless -- IKER and VERNE flying him through the space -- this horrifying freight train pas de trois -- and so far this whole thing as taken *eighteen seconds* --

Heading like a freight train for --

THE LOFT BATHROOM -- here they come -- IKER walking backward holding ARTHUR'S SHOULDERS -- VERNE guiding him --

VERNE

Ready and...turn.

IKER shifting -- they're in -- *twenty six seconds* --

IKER

The coat.

VERNE

Hold him.

VERNE works off Arthur's coat -- tossing it --

IKER

Let me just...

VERNE

Ready and...

IKER

Down.

ARTHUR sprawled across the bathroom floor and --

VERNE

(checking his watch)

We're good. Prep it.

IKER -- like a shot -- unlacing one of Arthur's boots and --

VERNE -- backpack off -- digging through it -- coming up with -- A PREPPED SYRINGE and --

IKER -- pulling off Arthur's sock and --

THE MEDICINE CABINET -- flying open -- VERNE searching -- knowing right where to look -- bingo -- BOTTLE -- BOTTLE -- BOTTLE -- pulling them down and --

IKER -- foot is bare -- reaching up -- *forty-one seconds* --

IKER

Bag, I need the wipe...

VERNE -- tossing the backpack -- scanning the pill bottles --

IKER -- coming out of the backpack with a pint of vodka and a sterile handkerchief and -- *forty-nine seconds* --

VERNE -- stripping open the syringe -- kneeling now and --

ARTHUR'S FACE -- gasping back to life -- he's coming to -- gagging now as IKER wipes the aerosol residue away from his mouth -- eyes twitching, as they start to open and --

IKER

Better hit it.

ARTHUR'S BARE FOOT -- THE SYRINGE -- up -- in -- between the toes and --

VERNE -- as he plunges it home -- no hate -- no fear -- no pleasure -- nothing -- *sixty-seven seconds* and --

ARTHUR'S FACE -- as the eyes open -- just an instant -- catching the light -- these strange masked faces -- then gone -- just like that -- rolling away -- a little sigh -- a puff of air -- tongue thickening -- and then still and --

IKER

We good?

VERNE

(checking the pulse)

Hang on...

IKER

I'm gonna get the shoe back on.

VERNE

We're good.

And it's over. *Ninety seconds start to finish.*

INT. RANCH HOUSE/LIVING ROOM -- DAY

RANCH HOUSE LIVING ROOM. Early evening. Sunday television torpor. RAYMOND asleep in his chair. COUSINS watching a college basketball game.

## CAMERA FINDS

MICHAEL and HENRY getting ready to leave. STEPHANIE and MICHELLE hovering --

STEPHANIE

(card in hand)

That's his number. Dr. Moolian, see if you have any more luck --

MICHAEL

-- okay, let me get into it --

STEPHANIE

-- cause Medicaid, they've just been running us in circles with this.

MICHELLE

Let him go, Steph, he's got a date.

MICHAEL

Yeah, with a maniac attorney.

STEPHANIE

Take a night off. You look tired.

MICHAEL

One of these days...  
(a kiss for each of them,  
as we cut to--

EXT. RANCH HOUSE DRIVEWAY -- DAY

Two minutes later. MICHAEL and HENRY walking down to the MERCEDES. Coming around the car, when --

HENRY

Uncle Timmy?

MICHAEL turns and --

TIMMY

How you doing, Hen?

TIMMY standing there. Michael's brother. A big guy that's been hollowed out by too much of everything. His bartender smile, a phony tic he can't quite control anymore.

MICHAEL  
Get in the car, Henry.

HENRY hesitates. Then moving quickly to get into the car.

TIMMY  
(before the door closes)  
Good to see you, Henry.

MICHAEL  
What do you want?

TIMMY  
I've been sober eight days. I'm back  
at the meetings. I wanted you to know.

MICHAEL  
In front of the kid?

TIMMY  
Mikey, please, I know how bad I did.  
I swear. I don't know how to make it  
right, but it's all I think about.  
(he's breaking)  
What can I do? Tell me what to do.

MICHAEL getting in the car. Brick wall.

MICHAEL  
Get Stephanie her tires back.

The car door slams shut. TIMMY folding. The shitty stoic  
tears of a wounded drunk.

INT. THE MERCEDES -- DAY (CONT)

MICHAEL puts the car in gear. HENRY quiet as they pull away.

HENRY  
Is he crying?

MICHAEL  
(tight)  
I don't know.

HENRY  
Because of drugs, right?

MICHAEL  
That and everything else.

They drive in silence down the hill. MICHAEL focused on the road, trying to settle. Then he looks over, just now realizing how upset the boy really is and --

HENRY

(as the car stops)  
What?

MICHAEL

Uncle Timmy -- and I mean this -- on his best day, he was never as tough as you. And I'm not talking about crying or the drugs. I'm talking about in his heart. You understand me?

HENRY caught in the focus of his father's sudden sincerity.

HENRY

Okay.

MICHAEL

*Big Tim...Uncle Boss...*all his charming bullshit. And I know you love him. And I know why. But when you see him like this, you don't have to be afraid, because that's not how it's gonna be for you. You're not gonna be one of those people who goes through life wondering why things keep falling out of the sky around them. You have some real steel in you Henry. Inside. I see it every time I look at you. I see it right now.

(he tries to smile)

I don't know where the hell you got it from, but you got it.

HENRY silent. Trying to get that down. As A CELL PHONE begins ringing. The moment broken as MICHAEL starts digging into his coat pockets and --

MICHAEL

(answering)  
Hello...

And there's this just godawful pause. MICHAEL listening to some really bad news, as we --

EXT. FOURTH PRECINCT STATION HOUSE -- NIGHT

Est. Shot. Cops coming and going, as we hear:

DET. DALBERTO (V.O.)  
...the neighbors came by, they're  
renovating the loft downstairs, they  
had water flooding down from his  
bathroom into their place...

INT. SIXTH PRECINCT SQUADROOM -- NIGHT

DETECTIVE DALBERTO at his desk. Friendly. Sympathetic.  
MICHAEL sitting there. Seriously shaken.

DET. DALBERTO  
...his front door, fire escape, he had  
everything locked up pretty good. It  
took our guys ten minutes, they had to  
break the thing down. He had the  
perimeter alarm set. Pills all over  
the place. So just the scene alone,  
it's pretty definitive for suicide.  
Then I spoke to some of your partners,  
they ran down these problems he'd been  
having lately, so...

MICHAEL  
Was there a note?

DET. DALBERTO  
No. They looked. There was paperwork  
all over the place -- walls and shit --  
he had stuff up all over. But no note.  
Could be an accident. Or he was gonna  
write a note and just messed up...

MICHAEL  
Can I get in there?

DET. DALBERTO  
His place? Not now. It's sealed.  
Once that seal goes up it's frozen.  
We're gonna try and reach his daughter,  
I guess, she's off in Europe, she's  
gotta come in, or the ME's gotta come  
back with a toxicology report. That's  
a couple weeks at least it's gotta stay  
like that. They bagged up, you know  
whatever valuables they saw, but...  
(beat)  
Sorry.

MICHAEL  
Sure.



DET. DALBERTO

I know your brother a little. My wife works in the one-sixteen out in Queens.

MICHAEL

I'll tell him hello.

DET. DALBERTO

Something comes in, I'll get back to you.

MICHAEL

I appreciate it.

DET. DALBERTO

Sorry for your loss.

MICHAEL nods. Stands. End of story.

EXT. NEW YORK BAR -- NIGHT

BARRY pacing on a cell phone outside. He sees MICHAEL approaching and --

BARRY

(into the phone)

-- hang on -- just hang on --

(to Michael)

There you are...

BARRY finds a sad face. Throws out a hand. MICHAEL joins this little dance of grief.

BARRY

...we've been waiting for you...  
they're all in there, I'll be in...

MICHAEL nods. Pulls away and --

INT. THE NEW YORK BAR -- NIGHT

Dark. Funky. Somebody's favorite joint. MARTY BACH and HALF-A-DOZEN OTHER ATTORNEYS clotted at the bar. These guys all partners at the firm. Everyone dressed in their Sunday night come-as-you-are tragedy clothes.

MICHAEL moves down the line. A grim, quiet gauntlet of mumbled hellos and handshakes. MARTY, truly grief-stricken, half-drunk, shaky as he comes off his stool to gather MICHAEL into his arms.

MARTY

(as they embrace)

...that stupid bastard...

MICHAEL

...I know...

MARTY

...what a thing...

MICHAEL

...makes no sense...I know...I  
can't believe it...

Finally they separate. Two wounded souls.

MARTY

I never even got to talk to him.

EXT. THE NEW YORK BAR -- NIGHT

BARRY still on his phone call --

BARRY

(pacing and talking--)  
...I'm not gonna start negotiating  
against myself, if he's got a number  
he likes he's gonna have to back it  
up. I'm not getting U/North all  
fired up if he doesn't have his  
people in line...

INT. NEW YORK BAR/BOOTH -- NIGHT

Forty-five minutes later. MICHAEL and MARTY alone now.

MICHAEL

Did I push too hard?

MARTY

Not a chance.

MICHAEL

I just couldn't get through to him.

MARTY

What? You scared him to death?

(ridiculous)

The man was a bull. Never happen.

MICHAEL

So why does he fold?

MARTY

It's got to be an accident. No note?  
Arthur without a note? Guy couldn't  
take a piss without leaving a memo.  
It has to be an accident.

MICHAEL

I don't get that either. One minute he's so pumped up he's gonna take on the world, twelve hours later he's sucking down pills? Why?

MARTY

Why? Because people are fucking incomprehensible. Why...

(waving the idea away)

You live this long, you're supposed to get something out of it. What did I get? I'm still horny and vain and afraid to die. What do I know about anything?

(he drinks)

Thirty years I know Arthur. Good years. And what I feel right now? If I'm honest? I can't even say it it's so awful.

MICHAEL

Say it.

(silence)

That we caught a lucky break?

MARTY looks over. Hesitates.

MARTY

We did, didn't we?

MICHAEL nods.

BARRY (OS)

Marty?

They turn. BARRY behind them.

BARRY

We need to get up to the office.

MARTY

They accepted?

BARRY

In principle. Don Jeffries wants us on the phone in half an hour.

(including Michael in this now--)

I tried to explain about Arthur. They're a little short on sympathy at this point.

MICHAEL

Wait a minute. U/North's settling?

BARRY

They think there's a window. They want to try.

(just the messenger)

It's their show. What're we gonna do?

MICHAEL stunned. Silent.

MARTY

You did what you could, Michael.

We all did.

(draining his drink)

It is what it is.

BARRY helping MARTY off the stool. Holding his coat.

BARRY

You need a ride?

MICHAEL

No. No, I'm okay.

MARTY with a misty wave good night. MICHAEL watching BARRY navigate the old man out toward the door, as --

INT. THE FARMHOUSE KITCHEN -- NIGHT

Dark. THE PHONE RINGING. ANNA'S BIG SISTER padding in, turning on a light and --

BIG SISTER

(answering)

Hello?

MICHAEL (PHONE/OVER)

I'm looking for Anna Kysersun?

BIG SISTER

Who is this?

EXT. THE NEW YORK BAR -- NIGHT

MICHAEL on the sidewalk --

MICHAEL/PHONE

My name is Michael Clayton. I'm an attorney in New York and I--

BIG SISTER/PHONE

Well you've got some nerve.

MICHAEL/PHONE

Excuse me?

BIG SISTER/PHONE

You get her all the way to New York  
and then leave her at the airport?  
This is not a complicated person!  
This is a girl who's never been farther  
away from home than Milwaukee!

INT. THE MERCEDES -- NIGHT

MICHAEL driving, as we hear --

MICHAEL/PHONE V.O.

Wait a minute...

BIG SISTER/PHONE V.O.

No -- you wait! -- she's coming home  
tomorrow! -- and when she does, if you  
call here again, I'm warning you --

EXT. AIRPORT HOTEL/PARKING LOT -- NIGHT

La Guardia in the background. THE MERCEDES pulling in as --

MICHAEL/PHONE V.O.

-- hang -- hang on -- wait -- are you  
saying she's in New York? -- she's in  
New York, right now?

BIG SISTER (PHONE/OVER)

This is a young girl! Do you hear me?

INT. FORD TAURUS/AIRPORT HOTEL PARKING LOT -- NIGHT

VERNE and IKER watching MICHAEL get out of the Mercedes --

IKER

What the fuck is this?

INT. AIRPORT HOTEL HALLWAY -- NIGHT

Empty. Quiet. MICHAEL knocking on a door.

MICHAEL

Anna?  
(knocking harder)  
Anna?

ANNA (OS)

(through the door)  
Who is it?

MICHAEL

Anna, my name is Michael Clayton.  
I'm a friend of Arthur's.

AS THE DOOR OPENS just a crack. ANNA standing there.  
A frightened small town girl in a strange place.

INT. FORD TAURUS -- NIGHT

VERNE and IKER as they were. In the dark. Not happy.

IKER

What're you thinking?

VERNE

I'll watch the door. Why don't you  
give his car a good once over?

IKER

(as he gets out)

How do I know I'm not getting home  
tomorrow?

INT. AIRPORT HOTEL ROOM -- NIGHT

ANNA sitting on the bed. Crying. MICHAEL in the room's  
only chair.

ANNA

...he didn't want to say exactly  
what it was, just that when I got  
here he would pick me up and show  
me and I would see that it was  
something that would win the whole  
case...even this morning I thought,  
okay, if I get to the airport and  
the ticket's not there, then I'll  
know, okay, you're stupid, now you  
can go home...but it was there and  
he paid like eight hundred dollars  
for a first class ticket, so I just,  
I got on the plane, I believed him...

MICHAEL there for her. Probing very gently here.

MICHAEL

You think maybe he was disappointed?  
Let's say he knew that you'd told  
somebody else about all this. You  
think that might've, in some crazy way,  
that he'd be disappointed by that?

ANNA

But I didn't.

MICHAEL

You must've told somebody.

ANNA

No. He made me promise.

MICHAEL

Nobody knew about this? You never told anybody?

ANNA

No...

(new tears welling)

He really was crazy, wasn't he?

MICHAEL without an answer for that. Watching her cry.

EXT. HUNDRED AND SIXTEENTH PRECINCT -- NIGHT

Queens. Midnight. Patrol cars parked outside. Couple cops changing shifts.

INT. QUEENS PRECINCT STORAGE ROOM -- NIGHT

NYPD ugly. GENE CLAYTON, shirtsleeves and shoulder holster, tearing through A HUGE OLD FILING CABINET. HANDS pulling open the drawers. One after the next. Searching through the clutter of blank forms and department stationery. MICHAEL waiting by the door.

GENE

(finally)

You talking about these?

He's holding a stack of PROTECTIVE CRIME SCENE SEALS.

MICHAEL

I only need one.

GENE

You know what this is?

MICHAEL

Yes.

GENE

You said a favor. This is more than a favor.

MICHAEL

Nobody's gonna know where it came from.

GENE

Are you that jammed up?

MICHAEL

What're you talking about?

GENE

It's the restaurant, right? One of these guys you owe? "Get me a seal."

MICHAEL

Do you really want to know?

GENE hesitates.

GENE

I'm gonna go take a leak. You'll probably be gone when I get back.

(he tosses the seals  
onto the table--)

You know your way out.

MICHAEL stands aside. GENE pushes past him and out the door. MICHAEL waiting for him to walk away, as --

EXT. TRIBECA STREET/ARTHUR'S BUILDING -- NIGHT

Two a.m. Dark and quiet.

EXT. ARTHUR'S BUILDING/FRONT DOOR -- NIGHT

MICHAEL with a crowbar. Pushing the door to the limits of the lock. Checking the street. Wedging the crowbar under the lock. Leaning. Now harder. And pushing, and...

SNAP. He's in.

INT. THE LANDING OUTSIDE ARTHUR'S LOFT -- NIGHT

THE DOOR TO ARTHUR EDEN'S LOFT. It's a mess. The metal frame is bent and splintered where the cops beat their way in. The original lock has been destroyed and replaced by a short length of chain-link held to a padlock that's been screwed into the wall. A SEAL -- "Crime Scene Do Not Enter" -- plastered like a big bandaid across the door and frame.

MICHAEL standing there. Listening to the silence. In his hand, the seal he took from Gene. Framing it -- making sure he'll be able to replace it perfectly. He will. Now he's pulling the crowbar and --



INT. ARTHUR'S LOFT -- NIGHT

Dark. And then light, as THE DOOR falls open. MICHAEL at the threshold. Hesitating. Listening. Nervous. And then he steps in. Closing the door behind him, as --

EXT. SOMEONE'S POV -- ARTHUR'S WINDOWS -- NIGHT

As a light comes on in Arthur's loft.

INT. THE FORD TAURUS -- NIGHT (CONT)

VERNE and IKER. It's their POV. Two grim faces.

IKER

This just gets better and better.  
 (Verne just staring up  
 at that window-- )  
 What're we doing?

VERNE doesn't answer. Checks his watch. Looks back up to the window. Lots of ugly wheels turning, as --

INT. ARTHUR'S LOFT -- NIGHT

TIME CUTS -- MICHAEL searching -- moving quietly through the space. He's not really sure what he's looking for, so everything's important.

-- MICHAEL flipping through stacks of newspapers.

-- MICHAEL checking a pile of photography books.

-- MICHAEL at a wall covered with pictures of farms.

-- MICHAEL staring at the baguettes piled on a chair.

FINALLY TO

INT. ARTHUR'S LOFT/BATHROOM -- NIGHT

MICHAEL at the threshold. Knowing this is where it happened. Creeped out. Turning away and --

There on the floor. Arthur's coat.

MICHAEL kneeling to pick up the coat. Stopping suddenly. Something much more interesting there beside it --

"REALM AND CONQUEST" Book One. The red cover.

MICHAEL just stunned. Stalled. Confused.

CLOSE-UP -- THE BOOK as he begins to flip the pages. And we've never seen the text before. There are illustrations at the start of every chapter. Line drawings depicting the dramatic high points of an epic quest. Chapter One: The Avian Warriors. Chapter Two: Exile of The Deserters. Chapter Three: Summons To Conquest.

Arthur has clearly read these first three chapters. Whole passages are underlined. Notes scrawled here and there in the margins. Pages folded back. And then --

A BOOKMARK falls out. Fluttering down to the floor.

MICHAEL reaches down to pick it up.

CLOSE-UP -- THE BOOKMARK. It's a receipt.

"COPY MASTERS -- YOUR ONE STOP FOR COPIES"

MICHAEL staring at the receipt. Then the book. Then the receipt. Then --

VOICE (OS)

Freeze! --

MICHAEL -- totally -- completely startled --

VOICE (OS)

(it's behind him)

-- right there asshole! -- get your hands up! -- now! -- NOW! --

MICHAEL -- okay -- don't shoot -- raise hands --

VOICE

(coming closer)

-- what's in your hand? -- drop it! --

MICHAEL

-- it's just -- it's a book! --

VOICE

-- drop it! -- turn around slowly! -- who else is here? --

MICHAEL drops the book. Turning around slowly as the SOUND OF A POLICE RADIO begins to rattle and --

TWO YOUNG NERVOUS POLICE OFFICERS -- guns drawn -- coming from the open door --

COP/VOICE

-- I said, who else is here? --

MICHAEL

-- nobody, I'm alone --

COP

(to his partner)

-- check in there -- these closets --

(to Michael)

You move I'll take your head off!

MICHAEL frozen like that and the TWO NERVOUS COPS circling around him and POLICE RADIO CHATTER rising and the big stink of a terrible mistake wafting through the air, as --

INT. SIXTH PRECINCT QUESTIONING ROOM -- EARLY MORNING

MICHAEL alone with a cold cup of coffee. Staring at himself in the one-way mirror. Waiting. Finally, THE DOOR opens --

DET. DALBERTO

We need the room.

INT. SIXTH PRECINCT HALLWAY -- EARLY MORNING

DALBERTO walking off. MICHAEL emerges from the questioning room. GENE waiting for him. Absolutely furious. He wants to scream but can't. Waiting for DALBERTO to disappear --

GENE

So you know, I now owe this scumbag and his wife -- who's a total piece of shit in my unit -- now I owe them my balls for this.

MICHAEL

I'm sorry, Gene. You know I am.

GENE

"Nobody's gonna know it's me."

(you asshole)

You know what happens he doesn't bury this? That I gave you this thing?

MICHAEL

It's bad.

GENE

I'm eighteen months away from my twenty! You just put my pension in jeopardy!

MICHAEL

You made your point.

GENE

It's not a point!

MICHAEL

Who called 911?

GENE

What?

MICHAEL

The building's empty. I was quiet.  
I was there maybe six minutes.  
Who called it in? Does that make  
sense to you, that happening like--

GENE grabbing him -- jerking him close --

GENE

This never happened.

MICHAEL hesitates. Nods. Impatient -- he pushes back --  
hard -- breaks Gene's grip. Brothers. Toe-to-toe.

GENE

All these cops think you're a lawyer.  
Then you got all these lawyers thinking  
you're some kind of cop. You've got  
everybody fooled, right? Everybody but  
you. You know exactly what you are.

MICHAEL just taking it. GENE backing away. Turning, and now  
he's walking... Gone.

EXT. VILLAGE STREET -- DAY

Morning. NYU Students swarming the sidewalks.

"COPY MASTERS -- YOUR ONE STOP FOR COPIES!"

INT. COPY MASTERS -- DAY

Big college operation. MICHAEL at the counter watching  
A COPY KID coming from the back with a heavy cardboard box.  
Straining it to the counter.

COPY KID

We tried to call like six times, I  
guess your answering machine is messed  
up or something. We took a shot...

(opening the box)

We ran out of red covers.

(handing one over)

We only had two thousand in stock, so  
the other thousand we did in blue.

MICHAEL doesn't answer because --

IN HIS HAND

A BOOKLET. A bright red plastic cover. The title:

**SUMMONS TO CONQUEST**

And when he flips it open. There it is, the by-now-familiar UNITED-NORTHFIELD MEMO #229 in all it's ugly splendor.

MICHAEL reading the memo. Lost in it. As we watch the realization take shape -- how dangerous...how sensitive... how threatening these few sheets of paper must be.

COPY KID  
(Michael still reading)  
It's okay, right?

MICHAEL looks up. Dazed.

MICHAEL  
What? Yeah. It's fine.

COPY KID  
You got a van or...  
(sensing confusion)  
There's like ten boxes.

MICHAEL  
Right.  
(forcing himself to rally  
here--)  
Look, I'll tell you what...  
(finding his wallet)  
I'll give you fifty bucks to keep  
the rest till the end of the week.

COPY KID smiles. Sure. MICHAEL grabbing that one box on the counter. Turning away to exit and --

IKER standing there. Next in line. Watching him go --

EXT. SIXTH AVENUE -- DAY

DON JEFFRIES walking with Karen's two assistants, MAUDE and TODD and several U/NORTH EXECUTIVES toward the Kenner, Bach & Ledeen offices. KAREN on a phone call, falling behind --

KAREN  
(calling to the group)  
Don!  
(MORE)

KAREN (cont'd)  
 (he turns back)  
 You guys go ahead. I'll catch up.

And they do. And KAREN stops there. Turns --

EXT. KAREN'S POV/ACROSS THE PLAZA -- DAY (CONT)

VERNE waiting. Watching her come. Not a happy reunion.

KAREN  
 What are you doing here? You were  
 leaving...

VERNE  
 Do you know Michael Clayton?

KAREN  
 From the... Yes. Why?

VERNE  
 We have a situation.

He hands her A RED COVERED BOOKLET. Calmly checking the  
 perimeter as she opens it and --

INT. LAW FIRM/SENIOR PARTNERS HALLWAY -- DAY

ANOTHER RED BOOKLET. This one in MICHAEL'S HAND. This one  
 in motion because he's walking and --

WE'RE TRACKING WITH HIM

Power central. Normally it's quiet and subdued up here, but  
 the combination of Arthur's death the night before and the  
 sudden paroxysm of activity on the U/North settlement seems  
 to have drawn a crowd. MICHAEL heading briskly for the  
 central reception atrium, passing ATTORNEYS and SUPPORT STAFF  
 clustered along the way. There's A WEEPY GROUP bunched near  
 Arthur's office and --

ATTORNEY #1  
 (as Michael goes by)  
 Did they find you?

MICHAEL  
 Who?

ATTORNEY #1  
 Marty.  
 (pointing around the  
 corner and--)  
 I don't think they went down yet...

MICHAEL moving around the corner and into --

INT. SENIOR PARTNER'S RECEPTION AREA -- DAY (CONT)

THIRTY PEOPLE -- ASSOCIATES, SUPPORT PEOPLE, ATTORNEYS -- scrambling over STACKS OF PRESENTATION DOCUMENTS -- this stuff was supposed to be ready for the U/North meeting and there's been some sort of clerical fuck up. So now there's twenty-five opinions on how to fix it and fifteen conversations going and nine cell phones ringing and six people on their knees going through the pages and --

BARRY

(on a mobile phone in  
the middle of it all--)  
-- so either we cap the interest on  
the primary trust or somebody figures  
out how to split the custody fees --  
(spotting Michael)  
-- the audit's mandatory, right? --  
(covering the phone,  
calling back over  
his shoulder--)  
-- Marty! --  
(then the phone--)  
-- no, just hang on --  
(then to Michael--)  
-- he's been looking for you --  
(then back to the  
phone, as--)

MICHAEL crosses the chaos to the elevator bank and --

MARTY

Your phone is off. There's too much  
going on for your phone to be off.

MICHAEL

I need a minute.

MARTY

(impatient, tired)  
Yeah well, now we're late, so...

MICHAEL

We never got to finish last night.

MARTY

What'd you do? Close the place?  
You look like hell.

MICHAEL

I left right after you did.

MARTY

If you say so.

(checking his watch)

We've been here all night. We had to make an announcement.

(turning now--)

Jean! Jeannie!

(calling to his Assistant  
across the way--)

Where's the thing? The envelope?

(back to Michael)

So I wanted your input, but I couldn't get you and I had to pull the trigger. I put Bob Nast and Kim -- which is probably a mistake -- they're gonna try to pull together a memorial service by the end of the week. I told them to call you if they need help, okay?

(distracted now because  
Jean's holding something  
up for him to see--)

-- no, no, the other one --

(back to Michael)

So we cut a check for you this morning, but there's some strings attached. And Barry, there's no way around it, he's got to be involved.

MICHAEL

What if Arthur was onto something?

MARTY

What do you mean? Onto what?

MICHAEL hesitating because here's JEAN, tapping her watch for MARTY to hurry up as she hands him A SMALL GRAY ENVELOPE --

MICHAEL

U/North. What if Arthur wasn't just crazy? What if he was right?

MARTY

Right about what? That we're on the wrong side?

MICHAEL

Wrong side. Wrong way. All of it.

MARTY

This is news? We're defending cancer for crissake. The case reeked from Day One. Fifteen years in, I've got to tell you how we pay the rent?



MICHAEL

What would they do, though, if they thought Arthur was gonna go public?

MARTY

What would they do? Are you fucking soft? They're doing it!

(honestly incredulous)

We don't straighten this settlement out in the next twenty-four hours, they're gonna withhold nine million dollars in fees they owe us. Then they're gonna pull out the video of Arthur's flashdance in Milwaukee and sue us for legal malpractice, except there won't be anything to win because by that point the merger with London will be dead and we'll be selling off the furniture.

(handing Michael the envelope now--)

That's eighty. We're calling it a bonus. You're getting a three year contract at your current numbers. That's assuming this all works out.

And now, before MICHAEL can get his footing, here comes --

BARRY

(the envelope)

You're doing this now?

MARTY

(the documents)

Are they ready?

BARRY

Almost. They're proofing.

(to Michael)

Look, I agreed to this, okay? But there's rules now. You want the contract, you're signing a confidentiality agreement and it's gonna be retroactive and it's gonna be bulletproof. Because Marty's too nice to say it, but with everything you know about this place and the clients and the people who work here, it makes things just a little too weird when you come in and ask for eighty grand.

A nasty beat. MICHAEL stung. Roiling.

MICHAEL

If I was gonna shake anybody down,  
Barry, I'd come right to you. And it  
wouldn't be for eighty grand.

(to Marty)

Is this him or you?

BARRY

Hey, if I'm wrong, I apologize.

MICHAEL

You're wrong. You're way-the-fuck  
wrong.

BARRY

So there you go.

MARTY

Enough. Okay? Everybody.

(to Michael)

He's an asshole. But he knows it.

(to Barry)

And you're on the record. Okay?

(to both)

Everybody happy?

Nobody's happy. And here's JEAN with a nudge --

JEAN

Don Jeffries is in the conference  
room...

MARTY

Okay, we're coming...

(to Barry)

Tell them to bring the paperwork  
down when they're ready.

(to Michael)

Call Bob Nast, just see if they need  
help with this thing...

(starting to walk away,  
then he stops, turns  
back--)

You're welcome.

MICHAEL standing there, with THE ENVELOPE in one hand and  
THE RED BOOKLET in the other. Standing there watching MARTY  
and BARRY hustle away. All the power, all the oxygen,  
leaving with them. The moment passing, as --

INT. LAW FIRM ELEVATOR -- DAY

Minutes later. Crowded. MICHAEL, looking shaky, fleeing  
the office. And the door opens and --

INT. BUILDING LOBBY -- DAY (CONT)

MICHAEL stepping off the elevator. KAREN only a few feet away. She's waiting to step onto another elevator car that's also arrived. They pass within a yards of each other. Both of them wrapped so tight just now they never even know it.

EXT. "TIM'S" -- NIGHT

Dark and forlorn. As we hear --

VERNE (OVER)  
Mercedes puts this little tag...

IKER (OVER)  
...yeah, they shield that cable...

INT. THE TAURUS -- NIGHT (CONT)

Parked down the block. IKER on the driver's side. VERNE beside him, holding a schematic drawing. Several bags and boxes in the back and --

VERNE  
...there's room here for the kel...  
(the schematic)  
...once you tap into his GPS just make  
sure it's flush, we're packing  
the charge in the backseat armrest.

IKER  
Can I see it?  
(Verne opens the box,  
very carefully--)  
Could you make it any uglier?

VERNE  
It's a work of art.

IKER  
Who makes this?

VERNE  
Russian mafia. Albanians trying to  
look like Russian mafia. It's as far  
from the other thing as we can get.

IKER nods. VERNE carefully taking the box back.

INT. "TIM'S" BAR/DINING ROOM -- NIGHT

MICHAEL sitting on the bar watching ZABEL open a bank envelope. Just the two of them.

ZABEL

You said twelve...  
 (check in hand)  
 This is seventy-five.

MICHAEL

Don't get too excited.  
 (a bottle of vodka)  
 You want a drink?

ZABEL

I'm working.  
 (watching Michael serve  
 himself)  
 So we're square then. No bad blood.

MICHAEL

Just doing your job, right?

ZABEL

That's it.

MICHAEL

Everybody's got a job to do.

ZABEL

Like it or not, right?

MICHAEL

Like it or not.

ZABEL walks. MICHAEL alone in the dark, dead bar.

INT. CHINATOWN CARD ROOM -- NIGHT

A basement hideaway on a slow night. We're back where we started. MICHAEL at the table with THE PLUMBER, THE DEALER and THE TWO OTHER PLAYERS.

MICHAEL

Check.

PLAYER #2

I go like that. Check.

THE PLUMBER starting to peel bills off his flashroll, as --

EXT. DOYERS ST. -- NIGHT

Chinatown late. Cold. Quiet. IKER walking up to THE MERCEDES. He's holding a remote unit. Pressing it once. Nothing. Again. Nothing. Third time's the charm. Lights flashing as the alarm disables and --

INT. LAW FIRM LADIES ROOM TOILET STALL -- NIGHT

KAREN CROWDER -- exactly where we first met her -- sitting fully dressed on the john. Hiding here. Trying to fight off a panic attack using a breathing exercise she read about in an airline magazine. Losing the battle, as --

INT. CHINATOWN CARD ROOM -- NIGHT

MICHAEL posts his blind --

PLUMBER

So your bar, what happened? Just had to be in show biz, right?

INT. THE TAURUS -- NIGHT

Parked just down the block from the card room. VERNE at the wheel. Eyes scanning. Operational energy.

INT. THE MERCEDES -- NIGHT (CONT)

IKER hard at it -- something not fitting under the dashboard -- he's struggling -- sweating -- bingo -- he's got it --

INT. CHINATOWN CARD ROOM -- NIGHT

MICHAEL away from the table now, over by the metal detector. He's just pulled his pager out of the shitty plastic basket, trying to read the message and --

PLUMBER

(from the table)

What're you doing? You just got here.

MICHAEL starts putting stuff into his pockets and --

PLUMBER

Guy plays nine hands and walks away?  
What'd I do? I scare you away?

INT. THE MERCEDES -- NIGHT

IKER into the backseat now -- cutting open the armrest --

INT. CHINATOWN FREIGHT ELEVATOR -- NIGHT

Ascending. MICHAEL leaving in a hurry. Strapping on his Rolex, trying to read the pager and --

INT. THE MERCEDES -- NIGHT

IKER -- he's a machine -- pulling the bomb from a bag -- one hand wedging open the hole he's cut in the armrest -- trying to get the thing in there and --

INT. CHINATOWN CARD ROOM HALLWAY -- NIGHT

A DOORMAN waiting as MICHAEL steps off the elevator and --

INT. THE TAURUS -- NIGHT

VERNE -- seeing MICHAEL -- grabbing the radio --

VERNE

-- abort! -- abort! -- he's out --  
he's on route -- abort! --

INT. THE MERCEDES -- NIGHT

IKER -- not quite done -- fuck -- slapping the armrest back into place and --

EXT. PELL ST./CHINATOWN -- NIGHT

MICHAEL on the street -- on the phone -- heading up the block toward Doyers Street and the Mercedes --

MICHAEL

(walk and talk)  
Walter?

WALTER (PHONE/OVER)

"Michael -- thank God, there you are.  
I have a problem -- big problem --"

INT. THE MERCEDES -- NIGHT

IKER -- closing up shop -- grabbing his supplies -- fast --

VERNE (RADIO/OVER)

"-- get out of there! --"

EXT. PELL ST./CHINATOWN -- NIGHT

MICHAEL still on the phone -- on the way --

MICHAEL

-- just now?

WALTER (PHONE/OVER)

"-- I don't know -- ten, fifteen  
minutes ago -- he was driving home --"

EXT. DOYERS ST. -- NIGHT

IKER out of THE MERCEDES -- closing the door -- hitting his remote unit -- lights flashing as the alarm goes on and --

EXT. CORNER OF PELL AND DOYERS -- NIGHT

MICHAEL just turning onto Doyers Street -- pulling his remote security pendant and --

WALTER (PHONE/OVER)

"-- he didn't kill him -- he saw him  
get up -- try to get up --"

UP THE STREET -- THE MERCEDES -- lights flashing as the alarm disables and --

MICHAEL

-- is he drunk?

WALTER

"--no that's the first thing I asked  
him -- no, he's sober-- "

INT. THE TAURUS -- NIGHT

VERNE firing up the engine and --

EXT. CHINATOWN -- NIGHT

IKER walking away toward Canal Street and --

INT. THE MERCEDES -- NIGHT

MICHAEL jamming the car into gear -- peeling out into the street and --

EXT. CHINATOWN -- NIGHT

IKER turning as THE MERCEDES goes flying past -- just making the light -- squirting out onto Canal Street and --

INT. THE TAURUS -- NIGHT

VERNE skidding THE TAURUS to a stop -- door flying open -- IKER jumping in beside him -- and they're off again --

VERNE

-- are we good? --

IKER

-- it's in -- I don't know -- I had  
no time -- I couldn't check it --

VERNE

-- where the hell's he going? -- get  
that laptop up -- find him --

EXT. WEST SIDE HIGHWAY -- NIGHT

THE MERCEDES speeding North --

INT. THE MERCEDES -- NIGHT

MICHAEL trying to drive and mess with the GPS UNIT on his dashboard. Something's wrong with it. He's tapping on it and THE SCREEN is flickering on and off... Fuck it. He slaps the GPS away -- steps on the gas and --

EXT. THE WEST SIDE HIGHWAY -- NIGHT

THE TAURUS in pursuit --

INT. THE TAURUS -- NIGHT

VERNE driving. IKER working A LAPTOP COMPUTER --

IKER

(tapping on the keyboard)  
-- it's his GPS -- it's in and out --  
he's up there somewhere --

VERNE

Good news is he's heading out of town.

EXT. WEST SIDE HIGHWAY -- NIGHT

THE MERCEDES racing North toward the bridge, as we --

DISSOLVE TO

EXT. WESTCHESTER MANSION DRIVEWAY -- NIGHT/PRE-DAWN

THE WESTCHESTER MANSION DRIVEWAY. Four hours later. Just before dawn. MICHAEL leaning against the MERCEDES, munching on the stale baguette that's been in his car since Saturday. Looking over as --

JERRY DANTE comes walking out of the house.

JERRY

He's changing his shirt...  
(pulling a cigarette as  
he wanders over--)  
I talked to my guy at the State Police  
barracks. Better we go over there and  
surrender and they can tell the town  
(MORE)



JERRY (cont'd)  
 cops to kiss off.  
 (lighting up, as--)

EXT. COUNTRY ROAD -- NIGHT/PRE-DAWN

THE TAURUS parked on the shoulder of that quiet two-lane outside the mansion gates. The hood is up. VERNE standing there pretending that something's wrong with the motor and --

INT. THE TAURUS -- NIGHT/PRE-DAWN (CONT)

IKER staring at his laptop, when suddenly --

IKER  
 We got power -- it's on! -- it just  
 went on! --

VERNE slamming the hood shut -- rushing around --

VERNE  
 Let's make sure he's alone.

EXT. MANSION DRIVEWAY/COUNTRY ROAD -- NIGHT/PRE-DAWN

THE MERCEDES speeding away from the house --

INT. THE TAURUS -- NIGHT/PRE-DAWN

VERNE and IKER not ready -- THE MERCEDES tearing ass out into the road -- speeding off in the *other* direction and --

VERNE  
 Fuck!

IKER  
 I couldn't see -- did you see? --

VERNE  
 He went the wrong way!

IKER  
 Go! -- go! --

EXT. WESTCHESTER COUNTRY ROAD -- NIGHT/PRE-DAWN

THE MERCEDES racing along.

INT. THE MERCEDES -- NIGHT/PRE-DAWN

MICHAEL escaping. Driving wild. And this time around we know what's in his head. Definitely running from more than Mr. Greer and Jerry Dante.

INT. THE TAURUS -- NIGHT/PRE-DAWN

VERNE driving hard. IKER directing off the laptop screen --

IKER

-- right -- he took a right! --

VERNE

-- which one -- there's --

IKER

-- now he's --

VERNE

-- which right? --

INT. THE MERCEDES -- NIGHT/PRE-DAWN

MICHAEL -- turning again -- aimless -- windows open -- cold air whipping through -- braking suddenly -- impulsive -- turning -- suddenly -- faster now and --

INT. THE TAURUS -- NIGHT/PRE-DAWN

Mounting panic. Military style.

IKER

-- I don't know -- it's a left --

VERNE

-- I don't have a left! --

IKER

-- turn -- turn -- turn around! --

VERNE slamming on the brakes and --

EXT. COUNTRY ROAD/THE FIELD -- DAWN

THE MERCEDES skidding to a stop.

PULL BACK TO REVEAL

THE HUGE OPEN PASTURE. Surrounded by forest. The sun just starting to rise. Cold mist hanging over the whole valley. Nothing but gray and green. Stark. Perfect.

INT. THE TAURUS -- DAWN

VERNE and IKER are lost. All systems failing.

IKER

(pointing at the screen)

-- he's stopped --

VERNE

-- where? --

IKER

-- I don't know -- we're close --  
I've got signal, but --

VERNE

-- let me see it --

EXT. THE FIELD -- DAWN

MICHAEL out of the car. Jumping the fence. Walking into the field. Behind him, the Mercedes with the engine running.

THE THREE HORSES poised at the crest of the pasture. Hanging in the fog like ghosts. Watching MICHAEL come toward them.

MICHAEL'S FACE as he walks. Everything that's happened writ large in these eyes. Everything he's done wrong. All the things he hasn't done. Wounded and weary and humbled by the abundance of his inadequacies. It is to weep...

And finally he stops. Just standing there.

INT. THE TAURUS -- DAWN

Still stopped there where we left them. VERNE now with the laptop -- IKER scanning out the window --

VERNE

-- we're on the other side --

IKER

-- we went past it --

VERNE

-- it's just over this hill --

IKER

-- but he's stopped --

VERNE

-- gimme the box -- give it! --

EXT. THE FIELD -- DAWN

MICHAEL standing there. The horses. The fog. The woods.

THE MERCEDES EXPLODES!

THE HORSES already running before MICHAEL can turn back -- pieces of the car that have been blown into the sky still raining down before he's fully grasped what's happening --

MICHAEL simply shocked. Senseless. Standing there frozen. Stunned. The car -- his car -- is gone -- replaced by a skeletal shell of fire -- smoke pluming -- little follow-up explosions popping every couple seconds. MICHAEL looks around. Looks back. He should be dead. He is not.

And now, as the reality of that sinks in, as the smell of burning car finally reaches him, we can see the confusion drain away. All that staggered chaos in Michael's eyes suddenly replaced with steel. He should be dead. He is not.

And now he's walking. Toward the car.

Walking faster. Determined.

He starts running -- running toward the fire and --

EXT. THE NEARBY ROAD -- DAWN

THE PARKED TAURUS. VERNE and IKER standing there --

EXT. THEIR POV -- DAWN

CLOUD OF SMOKE rising over the hill just in front of them. Thick black smoke wafting up above the fog, as --

EXT. FIELD/ROAD/BURNING CAR -- DAY

MICHAEL coming toward the car. Glancing around to make sure he's alone. Wiping away at the smoke to get close. Recoiling as another little explosion fuels the flames and he's throwing things into the burning frame of the car!

The Rolex. His cell phone. His belt. A ring. Throwing in anything that might survive the fire and --

EXT. THE NEARBY ROAD -- DAY

VERNE and IKER have seen enough.

VERNE  
Better check it out.

EXT. FIELD/ROAD/WOODS -- DAY

MICHAEL done throwing shit into the car. One last look around and now he's running. Up into the woods. Scrambling up the mountain, toward the trestle, into the sun, as...

INT. THE LAW FIRM CONFERENCE ROOM -- DAY

FORTY PEOPLE -- ATTORNEYS -- ASSISTANTS -- PARALEGALS -- ACCOUNTANTS -- KAREN -- MARTY -- DON JEFFRIES -- all sitting

absolutely silent amidst the debris of an eighteen hour work session. ALL EYES ON --

BARRY hunched over a phone. Listening and listening and...

BARRY  
(finally)  
I'll tell him...of course...you  
too...I'll check back.

And now he's hanging up the phone. Turning to the room.

BARRY  
We have a deal.

A beat. And then someone starts to clap. And someone else. And then they're all APPLAUDING -- MARTY -- DON JEFFRIES -- BARRY -- happy warriors all -- and as the backslapping and smiles keep building.

THE CAMERA FINDS

KAREN hesitating. But only a moment. Because it's easier then to join the party than not. Smiling now. Her tight smile. But is she letting it in, or forcing it out?

EXT. WESTCHESTER STRIP MALL PARKING LOT -- DAY

A beat-to-shit Chevy Caprice rumbles into the lot. Stops there. MICHAEL walking from a pay phone. He's wearing new sneakers, new parka, knit hat pulled low. Getting in and --

INT. THE CAPRICE -- DAY (CONT)

TIMMY behind the wheel. Quiet. Tentative.

MICHAEL  
(looking over)  
What?

TIMMY  
Thanks, Mick.

MICHAEL  
Just get me out of here.

TIMMY nods. DROPS the car in gear, and --

INT. LAW FIRM MINI-CONFERENCE ROOM -- DAY

Glass box. BRINI, JEFF GAFFNEY, and TWO ASSOCIATES in the middle of a meeting. Looking over as --

PARTNER  
 (at the door)  
 Did you hear?

GAFFNEY  
 Yeah, they closed U/North.

PARTNER  
 No, about Michael Clayton...

GAFFNEY  
 What?

PARTNER  
 Car bomb. Upstate. This morning.  
 He was killed.

GAFFNEY  
What?

Someone in the hallway, calling THE PARTNER away from the door and GAFFNEY rushing out to join the conversation and --

FIRST ASSOCIATE  
 Holy shit...

SECOND ASSOCIATE  
 Who's Michael Clayton?  
 (turning to--)

BRINI. But she won't answer. Imploding. Holding herself. Hand to her mouth. Pressing back against the tears that are coming no matter what she does, as we --

INT. NEW YORK HOTEL BATHROOM -- DAY

KAREN at the mirror. Still wet from the shower --

KAREN  
 ...there had been a series of overtures  
 from the plaintiffs dating back...  
 (trying it again)  
 Over the past several months we'd  
 gotten word that the plaintiffs were  
 considering settlement numbers...

INT. NEW YORK HOTEL GRAND BALLROOM -- DAY

A rushed meeting. THIRTY PEOPLE -- U/NORTH BOARDMEMBERS and PRIMARY STOCKHOLDERS -- seated in a room that could hold three hundred. Everyone has an information packet and a copy of the lawsuit deal memo. SECURITY GUARDS manning the door. And up front, addressing the assembled --

KAREN

(smiling and confident)

-- we'd also discovered that their legal fees were capped at thirty-two percent of the judgement up to four hundred million, and dropped to twenty-four percent after that, so we knew there was this motivational dead zone in the middle for them...

INT. NEW YORK HOTEL BEDROOM -- DAY

KAREN trying to choose a suit --

KAREN

...it was also at this time that...

(reset)

We had a meeting in June with the finance team and...

(try again)

We were informed by our finance team, last June that they'd run the numbers and that the benefits...

INT. NEW YORK HOTEL GRAND BALLROOM -- DAY

They're eating out of her hand.

KAREN

...that the tax benefit -- if we could keep the settlement under six-hundred million and get it done this fiscal year -- that the write-off would essentially pay for itself.

INT. NEW YORK HOTEL BATHROOM -- DAY

KAREN at the mirror putting on makeup.

KAREN

We've negotiated...requested...we...  
(catching her reflection  
and almost losing it for  
a moment--)

INT. NEW YORK HOTEL GRAND BALLROOM -- DAY

THE BALLROOM. She's rolling now --

KAREN

We have insisted that Kenner, Bach & Ledeen cap it's fee at fifty million and we anticipate no further legal fees in the closing of this settlement.

(MORE)

KAREN (cont'd)  
 (pausing for triumph)  
 The package you have before you represents, in my judgement, the very strongest possible position for our company under the circumstances. As Chief Counsel it is my recommendation that the proposal be confirmed.

And she's done. And it's gone very, very well. Many happy prosperous faces.

DON JEFFRIES  
 Thank you, Karen.  
 (taking over now)  
 If you could just give us a few minutes to talk it over...

KAREN  
 (with a smile )  
 I'll be right outside.

EXT. HOTEL BALLROOM FOYER -- DAY

The big, weird hub of three different huge reception rooms. Wall-to-wall carpet. Chairs stacked in distant corners. Empty. KAREN walking off her excitement. Standing there.

Catching her reflection in a wall of mirrors.

And then...

MICHAEL (OS)  
 How'd it go?

She turns. Stops. Blinks. Freezes.

MICHAEL  
 Pretty freaky, huh?  
 (he's coming toward her)  
 You see Arthur? He's hanging around here somewhere...

She's just paralyzed. He's carrying one of those copy-shop boxes.

MICHAEL  
 Hey, I'm kidding...  
 (he smiles)  
 C'mon. Lighten up.

He drops the box. Pulls out a RED-COVERED BOOKLET.



MICHAEL

You have one of these?  
(offering it)  
Great memo. An oldie but a goodie.  
(she doesn't move)  
Got your heart racing, don't I?

KAREN

I don't know what you think you're doing...

MICHAEL

What do you think I'm doing?

KAREN

The suit is over. We have a deal.  
This...  
(the memo)  
Whatever this is, it's meaningless at this point.

MICHAEL

You think?  
(so enjoying this)  
I must've gotten it wrong. I heard you had a tentative proposal. I didn't realize you'd written all those checks already. What a drag...  
(the box)  
I've got thousands of these things, what the hell am I gonna do?

KAREN

I'm calling Marty...

MICHAEL

Do it. Call him. That's a great place to start. Let's find out who told him Arthur was calling Anna Kysersun. Let's find out who tapped those phones.

KAREN

...this...this memorandum...even if it were authentic -- which I doubt -- I highly doubt...

MICHAEL

I know what you did to Arthur.

KAREN

...even if it was, it would belong to U/North, it would be protected...

MICHAEL

I know you killed him.

KAREN

...this is a cut-and-dried case of attorney-client privilege!

MICHAEL

See that's just...

(here comes the steam)

That's just not the way to go here, Karen. For such a smart person, you're lost, aren't you? You've got the moves, but you don't hear the music.

KAREN

(backing away)

...this conversation...this is over.

MICHAEL

I'm not a guy you kill! I'm the guy you buy!

(that stops her cold)

Are you so fucking blind you don't see what I am? I'm the easiest part of your whole problem and you're gonna kill me? Don't you know who I am? I'm a fixer! I'm a bagman! I do everything from shoplifting wives to bent congressmen and you're gonna blow me up? What do you need, Karen? Lay it on me. You want a carry permit? Need a heads-up on an insider trading subpoena? Need someone's name erased from an escort service list? Got a rich kid busted for dope? Somebody beat up their mistress?

(wide open)

I sold out Arthur for eighty grand and a three-year contract and you're gonna kill me?

KAREN

(barely)

What do you want?

MICHAEL

What do I want? I want more. I want out! And now, with this.....

(the memo)

I want everything.

KAREN

Is there a number?

MICHAEL

Ten is the number.

KAREN

Ten what? Ten million?

(incredulous)

Where do you think I can get ten million dollars?

MICHAEL

You know what's so great about this?

(the memo)

Did you read to the end? You see who signed it? Let's go in that ballroom and ask Don Jeffries if he wants to pass the hat for a worthy cause.

KAREN is reeling. She can hardly breathe.

KAREN

This...it would have to be a longer conversation...and someplace else...

MICHAEL

Where? My car?

(on her hard now)

Let's make it easy. Let's call it five to forget about Arthur's murder.

KAREN

Five is easier.

(hopeful for a moment)

That would be something that we might be able to do. Five could work.

MICHAEL

Great. And the other five million is to forget about the four-hundred-and-sixty-eight people who got wiped out by your weedkiller.

KAREN

Let me finish this meeting. Let me talk to Don. Let me...

MICHAEL

Do I look like I'm negotiating?

Across the room -- THE DOOR TO THE BALLROOM OPENS and --

DON JEFFRIES

(all smiles)

Karen...

KAREN  
(over her shoulder)  
One second.

DON JEFFRIES  
(stepping out)  
...everything okay?

KAREN  
(to Michael)  
Yes.

MICHAEL  
Ten million. Off shore. Bank of my  
choosing. Immediately.

KAREN  
Yes.

MICHAEL  
Say it.

KAREN  
Ten million dollars. Your bank.  
As soon as this meeting is over.

MICHAEL hesitates. She's serious. It's his. Ten million.

DON JEFFRIES  
(insistent now)  
Karen, everyone's waiting...

KAREN  
I'm coming!  
(back to Michael--)  
So you...I'll just...we...

MICHAEL  
You're so fucked.

KAREN  
Excuse me?

MICHAEL  
You're fucked. It's over.  
(his pocket, his phone,  
flipped open, like it's  
on--)

KAREN  
What do you mean?

MICHAEL  
Take a wild guess.

DON JEFFRIES  
 (coming toward them)  
 Is there a problem?

KAREN  
 I don't understand...

MICHAEL  
 (the phone)  
 Want me to take a picture while I'm  
 at it?

KAREN  
 (small and faraway)  
 You don't want the money...?

MICHAEL  
 Keep it. You're gonna need it.

DON JEFFRIES  
 Is this fellow bothering you?

MICHAEL  
 (to Karen)  
 I think I'll let you tell him.

She can't make sense -- swamped -- lost --

DON JEFFRIES  
 Karen, I've got the whole board sitting  
 in there. What the hell is going on?  
 (wheeling on Michael)  
Who are you?

MICHAEL  
 I'm Shiva the God of Death.

MICHAEL starting to walk away and --

DON JEFFRIES  
 Ron! Ronny!  
 (yelling back toward the  
 ballroom--)  
 I need security out here immediately.  
 (turning because--)

DALBERTO and TWO OTHER DETECTIVES are coming quickly from one  
 of the distant empty ballrooms and --

DON JEFFRIES  
 Here we go...  
 (thinking they're part of  
 his team--)  
 That guy, right there -- stop him --  
 (MORE)

DON JEFFRIES (cont'd)  
 grab that guy!  
 (but they don't)  
 What're you doing?  
 (totally confused now  
 because--)

TWO SECURITY GUARDS are jogging out of the ballroom and --

DALBERTO  
 Slow down, guys...  
 (flashing his badge)  
 Police Department. N.Y.P.D.

DON JEFFRIES  
What?

KAREN just drifting to the floor and --

MICHAEL walking away. Leaving chaos in his wake.

There's DON JEFFRIES still carrying on and DALBERTO trying to calm him down.

U/NORTH BOARDMEMBERS spilling out of the ballroom to see what's going on.

KAREN sitting there on the floor in shock like some sort of accident victim.

FINALLY

GENE waiting by the exit. Watching MICHAEL come toward him. Headphones around his neck make it clear he's been listening to the whole thing.

GENE  
 You okay?

They trade a look. MICHAEL has just torn off his skin. Naked to the world.

MICHAEL  
 I need some air.

GENE  
 Sure, just...stay close.

MICHAEL nods. Walking away, as we --

EXT. SIXTH AVENUE -- DAY

Rush hour. MICHAEL walking -- walking toward the park -- walking through the sea of people and faces, as we begin to hear the crazed, manic voice of --

ARTHUR EDENS (V.O.)

Michael. Look at me, Michael. Look at me and make believe. Make believe it's not just madness. Because it's not just madness...

TAIL CREDITS begin --

ARTHUR EDENS (V.O.)

...I mean, yes -- okay, yes -- elements of madness -- the speed of madness -- yes, the occasional, euphoric, pseudo-hallucinatory moments that, yes -- fine -- agreed -- distracting -- nostalgic -- all of that -- but that's just the package -- the plate -- think of it as a tax -- The Mania Tax -- The Insanity Tax -- or like advertising on TV -- it's the freight -- the weight -- it's the price of the show...

As we fade out and...

THE END