

THE DEPARTED

By

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Based on Infernal Affairs

FADE UP ON

THE SOUTH BOSTON HOUSING PROJECTS. A maze of buildings against the harbor.

CLOSE ON:

YELLOW. Yellow ripples past the camera and when it clears we see through diesel smoke: A BUSING PROTEST in progress. The SCHOOLBUS, full of black kids, is hit with bricks, rocks. A brief, violent, destructive barrage.

The surging, rioting, crowd in the street is so Irish that it might as well have been photographed in Belfast. Placards of the period are displayed.

TITLE:

1974.

TV IMAGES

In a TV CLIP, Billy Bulger addresses the crowd (CAPTURED CONTEMPORARY AUDIO AND IMAGE) Go to regularly scheduled programming: JOHN LENNON is hosting "The Mike Douglas Show".

An OLD WOMAN with bad dentures and ROSARY BEADS turns the show off.

EXT. THE STREET. DAY

YOUNG COSTELLO, in his prime at thirty-odd, walks through the crowd, unconcerned with it: his neighborhood, his people. He is wearing double-knits, a white belt and shoes, but the last thing you would EVER do is laugh at him. He goes into an ICE CREAM SHOP.

INT. LUNCH COUNTER. DAY

COSTELLO comes in. The shop is one that sells papers, sundries, fountain drinks...and fronts a bookie operation.

YOUNG COSTELLO
(leaning over cluttered
counter)

Hi.

The frightened proprietor hands over money. Fifty bucks, a hundred, doesn't matter.

YOUNG COSTELLO (CONT'D)
Riots. Disasters...the world goes
on. You all right?

(CONTINUED)

CONTINUED:

COSTELLO is never the threatener. His demeanor is gentle, philosophical. Almost a shrink's probing bedside manner. He has great interest in the world as he moves through it. As if he originally came from a different world and his survival in this one depends on close continual observation and analysis.

PROPRIETOR
(observed, analysed)
I'm all right.

YOUNG COLIN looks up. CLOSE ON his eyes. He is fourteen or fifteen, but small for his age. Bookish.

COSTELLO takes a propane lighter, and, strangely, pays for it (the proprietor startled) and waits for change. He lights a MORE cigarette with the lighter.

YOUNG COSTELLO
I thought for a minute you thought
I was still... in prison or
something. How's your mother?

PROPRIETOR
She's good, Jimmy, she's good.

COSTELLO, through the smoke of his More, sees:

YOUNG COLIN (about 14) staring at the local hero.

COSTELLO
You Johnny Murphy's kid?

COLIN nods.

YOUNG CONNOLLY
Who you live with, your
grandmother?

COLIN nods.

COSTELLO takes three loaves of bread and some soup off the shelves and puts them in Colin's bag. He reaches up above and behind the counter and takes down some cigarettes. He goes over to the fridge and puts two half gallons of milk in the bag. He adds a couple of comic books.

When the PROPRIETOR looks at him, he takes out the money he put in his pocket and gives back half.

YOUNG COSTELLO
You do good in school?

(CONTINUED)

CONTINUED: (2)

YOUNG COLIN nods, holding the big bag of loot.

YOUNG COSTELLO (CONT'D)
That's good. You keep doing good in
school. I did good in school.
That's what they call a paradox.

Looks intently at COLIN to see if he gets it. Colin does.

YOUNG COSTELLO (CONT'D)
You ever want to learn a little
extra money, you come by L street.
You know where I am on L street.

COLIN nods: everybody does. He pushes out with the bags of
groceries.

The PROPRIETOR can do shit about it.

YOUNG COSTELLO watches YOUNG COLIN go off down the slummy
street, puts out his MORE in a folded aluminum-paper ashtray
of the period, and then sits down by a man (BILLY CONNOLLY
SR). A sad, elegant, working man. The way you can get them in
Boston. IQ of 200 and still working for the phone company.

YOUNG COSTELLO (CONT'D)
Still up the airport?

BILLY CONNOLLY SR
You know it.

YOUNG COSTELLO
You still on the straight and
narrow?

BILLY CONNOLLY SR
The straight isn't narrow.

YOUNG COSTELLO
How's your kid? I been away.

BILLY CONNOLLY SR
He's with his mother. Up the North
Shore.

YOUNG COSTELLO
You don't see him?

BILLY CONNOLLY SR
No, it's not like that. I see him.

(CONTINUED)

CONTINUED: (3)

YOUNG COSTELLO

What is it like?

BILLY CONNOLLY SR

(pays his check)

Nothing's better than anything else
you might have to put up with.

YOUNG COSTELLO

You can tell a mick because he
wakes up every day and smells the
coffin.

BILLY CONNOLLY SR

You're right about that.

INT. A CHURCH. MORNING

YOUNG COLIN, the good boy, the very good boy, is serving at a
funeral Mass. Various views of the church. We see the OLD
WOMAN from scene 1 (COLIN'S GRANDMOTHER). Stained-glass
light. The altar is still wreathed in the smoke of incense.

PRIEST (V.O.)

(we have a sense of
liturgy rather than
coherent speech)

O God, to whom mercy and
forgiveness belong, hear our
prayers on behalf of your servant
Thomas, whom you have called out of
this world; and because he put his
hope and trust in you, command that
he be carried safely home to heaven
and come to enjoy your eternal
reward.

CLOSE on COLIN'S face.

PRIEST (VO) (CONT'D)

We ask this through our Lord Jesus
Christ, you Son, who lives and
reigns with you and the Holy
Spirit, on God, for ever and ever.

A liturgical bell tings.

EXT. SOUTHIE. VARIOUS

The neighborhood. We won't be here long. This isn't where
Costello ends up. It's where goes occasionally.

(CONTINUED)

CONTINUED:

It's where he began. Liquor stores with shamrocked signs.
Catholic SCHOOLKIDS playing in an asphalted schoolyard.

COSTELLO (V.O.)

Back in the day, we had the Church.
But that was only a way, the first
way, to say we had each other. Back
in the day, the Knights of Columbus
were head-breakers. True knights.
They took the City.

MEN FISHING near Castle Island.

COSTELLO (CONT'D)

Twenty years after an Irishman
couldn't get a job, we had the
presidency.

A YELLOW SCHOOLBUS goes past, battered by rocks.

COSTELLO (V.O.) (CONT'D)

That's what the niggers don't
realize. If I got one thing against
the black chaps it's this. No one
gives it to you. You have to take
it. Fuckin' take it, or shut the
fuck up.

INT. THE AUTOBODY SHOP. CONTINUOUS WITH VO

COSTELLO is talking informally. YOUNG KIDS. Useful young men.
YOUNG COLIN, three years older, is among them. YOUNG COSTELLO
in his white belt and white shoes, his Quiana shirt, preens
in the mirror.

YOUNG COSTELLO

Church wants you in your place.
What sort of man wants to be kept
in his place?

YOUNG MISTER FRENCH is drinking a Coke. MISTER FRENCH young
and old will always be drinking Coke. MISTER FRENCH is
Costello's highly intelligent contemporary and muscle.

YOUNG COSTELLO (CONT'D)

Do this don't do that, kneel,
stand, kneel, stand...I mean if you
go for that sort of thing...

YOUNG COLIN, the recent altar boy, visibly *doesn't* go for
that sort of thing.

(CONTINUED)

CONTINUED: (2)

YOUNG COSTELLO (CONT'D)

I don't know what to do for you. A man has to make his own way.

(a beat)

Non serviam.

(to YOUNG COLIN
specifically)

Ever hear that?

YOUNG COLIN nods.

YOUNG COLIN

James Joyce.

SHOT FROM INSIDE THE TRUNK OF A CAR as YOUNG COSTELLO AND YOUNG MISTER FRENCH DUMP A STRUGGLING BODY IN.

YOUNG COSTELLO

Him and Lucifer. And me. *Guineas* from the North End and down Providence, tried to tell me what to do...

EXT. A REMOTE BEACH. DAWN

Rose-colored dawn. YOUNG COSTELLO, with a pistol, executes a man kneeling in the surf.

INT. THE AUTOBODY SHOP. DAY

COSTELLO walking, talking.

COSTELLO

Back in the day, they would say, we become cops or criminals. What I say to you...is...

very close on COSTELLO, holding Colin's shoulder.

YOUNG COSTELLO

...why not both.

ECU:

COLIN'S EYES swerve up. We are now on (MATURE) COLIN'S EYES eyes. This is how the character transits the "age leap"...on the unchanging eyes.

COSTELLO

Why not both.

THE SAME EYES.

(CONTINUED)

CONTINUED: (3)

Pull back to reveal:

POLICE CADETS. COLIN is in the class, wearing a cadet's uniform. He has a notebook, a pen. He has glasses on. Writing.

INSTRUCTOR

The slug enters the skull by forming a small entrance hole. Blood and brain matter is ejected backwards from this hole. The bullet, which may expand, fragment or tumble, then passes through the brain...

COLIN, light in his spectacles, writes.

INT. FIRING RANGE. DAY

POLICE CADETS ON A FIRING RANGE. As we go along the line we see COLIN, firing dry and then speed-changing a clip in a BERETTA 92F. He is a perfect cadet.

EXT. A TRAINING FIELD. DAY

STATE POLICE CADETS standing in a pissing rain, a DI yelling at them OS. COLIN is staring forward. RAIN streaming down his face. He is a man going through this, to get someplace he wants to be. Whether he likes it or hates it is a matter of indifference...he endures it because it is something to endure.

EXT. THE BOSTON COMMON. DAY

Guys we recognize from the previous shots at the State Police Academy (wearing Statie t-shirts) are playing Ultimate Frisbee against some FIREFIGHTERS. Very rough game, might as well be rugby (and it could be rugby instead). The game breaks up with each group giving each other the finger. COLIN, laughing, gets hit hard by BARRIGAN, another cadet. FIREFIGHTERS are moving away triumphantly.

COLIN

Fucking firemen are getting pussy for the first time in the history of fire. Or pussy. Braggarts of the rubble my man. "Fallen brothers". Wah wah wah. Don't run into the fucking building fucking next time, you fuckin' douchebags.

(CONTINUED)

CONTINUED:

BARRIGAN

You can say that as long as you
don't say it on TV.

COLIN sits on the ground looking at

COLIN'S POV

THE GOLD DOME OF BEACON HILL. The terraces of fine
townhouses. Aquaeous golden light behind. Misty golden
beauty.

COLIN

(looking at Beacon Hill)
That's the Boston I want, my man.
That one.

BARRIGAN

You're in New York a few weeks this
place feels like Manchester New
Hampshire.

COLIN

Got to make our way where we are.

(a beat)

I'm not anybody outside of Boston.
In the up from the gutter sense. In
Boston I'm the guy whose father's a
janitor. What's that worth anywhere
else?

BARRIGAN

Your father's was only a janitor
and his son's only a cop.

COLIN

You're in trouble if you're "only"
anything. Whatever I do...

(he smiles quickly and
omits whatever he was
going to say)

Means to an end, my friend. Means
to an end.

BARRIGAN

Don't tell me I'm looking at the
first dickhead-American president
of the United States!

COLIN doesn't have a great sense of humor but he knows how to
pretend that he does.

(CONTINUED)

CONTINUED: (2)

COLIN

Fuck yourself. You'll see what I'll
be. How I'll end up.

EXT. STATE POLICE GRADUATION CEREMONY. DAY

Bagpipes and bullshit. Flags cracking. Line after line of
paramilitary-looking graduates, among them COLIN.

SPEAKER (V.O.)

As the Governor of Massachusetts it
is my duty, pleasure, and honor...

CAMERA swirls around COLIN as he moves, a lone person,
through the breaking up crowd. Other graduates are hugged by
family. COLIN, alone, comes to the gates of the yard.

COLIN'S POV:

AN OLDSMOBILE. Behind the wheel is COSTELLO, and standing by
the car is MISTER FRENCH.

UNDERWATER sounds, heartbeat on soundtrack, as COLIN, alone,
stares towards Costello, jostled by exiting cadets and their
families.

COSTELLO stares at Colin and smiles. THE OLDSMOBILE drives
off down the rainy street.

EXT. MT HOLYROOD CEMETARY, BROOKLINE. DAY

A WORKING CLASS BURIAL. Priest's cassock whipping in the
wind. On top of the coffin we see a picture of BILLY SR. A
triangled flag is handed to BILLY, making it plain that he is
the dead man's son. Among the mourning workies, in his blue
suit, the dry-eyed, introspective Billy looks like an
ethereal prince. Across the grave from him in a collar and
tie is his cousin CHRISTOPHER, a Southie villain. The Two
cousins lock eyes. The funeral crowd is a good mix of the
respectable middle class and the far-from respectable Southie
poor.

LATER

BILLY is alone at the grave. He looks at the tags on wind-
blown wreaths. One (WE do not read it) gives him pause.

EXT. THE CEMETARY GATES. DAY

Alone, Billy lights a cigarette and looks around. A bit of an
echo of Colin-at-the-gates. The threshold of a new life. He
smokes; flips the cigarette away, begins.

INT. AN EXAMINATION ROOM. DAY

A test is reversed on a desk lit with fluourescents. BILLY takes up a Number Two pencil. He is in a room full of cadets, far enough along in their cadetship that their hair has grown in.

A CLOCK TICKS, sweep hand coming around.

BILLY'S EYES on it.

INSTRUCTOR (O.S.)

Begin.

BILLY takes the test, marking multiple choice answers swiftly while all around him cadets are sweating and still trying to read the questions.

EXT. A TRACK. DAY

BILLY, wearing a State Police sweatshirt, is running, alongside another cadet, BROWN, a black guy with specs.

BROWN

She says to me you never finish anything.

(puff puff)

You finish the police course you get taken care of again baby.

(puff puff)

So after graduation

(puff puff)

I get a blowjob again.

BILLY

That's great. Your mom must be a wonderful woman.

BROWN

Fuck yourself.

BILLY

I don't have to say fuck you, you're a black guy in fucking Boston. You don't need any help from me to be completely fucked.

BROWN

No shit. Ways to get ahead, though, man. Ways to get ahead.

EXT. TRAINING FIELD. DAY

BILLY with other cadets is being braced by a DI.

DRILL INSTRUCTOR

This isn't the regular police. This is the state police. What's the difference?

BILLY

(sotto voce to BROWN)

Rage issues, paramilitary fantasies, and lower median IQ.

DI turns.

DRILL INSTRUCTOR

You say something?

BILLY

Sir I was agreeing with you about our obvious superiority to other forms of police sir.

INT. FIRING RANGE. DAY

BILLY, in glasses and ear-protectors, waiting for the target to pop up. It does and he blasts it. BROWN beside him, firing.

EXT. A STREET IN BOSTON. DAY

AUTUMN LEAVES whirlwind and take us to:

A BLACK-WINDOWED, MODERN, POLICE BUILDING, beetling over a plaza. Older Boston reflected in the featureless glass. The Boston of this film is almost futuristic.

COLIN looks up at the building with great intensity. He puts on his sunglasses and walks towards the door.

INT. AN OFFICE, POLICE BUILDING. DAY

COLIN, in civvies (a very good suit), stands at suave attention.

CAPTAIN QUEENAN

Congratulations on passing the detective examination, and welcome to the Organized Crime Unit.

(CONTINUED)

CONTINUED:

DIGNAM
 (tonelessly)
 Hurrah.

CAPTAIN QUEENAN
 We won't be working directly
 together, you'll be working for
 Captain Ellerby, but I like to see
 everybody. You have a fine record.
 You rise fast.

DIGNAM
 So do turds in a swimming pool.
 Make sure you're not one of them.

COLIN
 Thank you, Sergeant.
 (to Queenan)
 Thank you, sir.

INT. QUEENAN'S OFFICE WAITING ROOM. DAY .

As COLIN leaves the office, looking very satisfied and not a little saturnine (it's not as if he isn't pleased by recognition and it's not as if he won't get revenge on Dignam), he barely glances--and does not actually see--the CADET sitting off to one side. He sees polished brogues, a hat on the lap, and walks on.

QUEENAN'S SECRETARY
 (whispering, joyful, in
 love with Colin)
 Congratulations.

As COLIN leaves she moderates her expression and:

QUEENAN'S SECRETARY (CONT'D)
 (coldly)
 You can go in now.

BILLY looks up. He has not seen Colin, and Colin has not seen him. He has his interview on his mind.

INT. QUEENAN'S OFFICE. MOMENTS LATER

BILLY, in uniform, stands at attention, hat under his arm. The picture of a spit-and-polish cadet.

CAPTAIN QUEENAN
 You can sit.

(CONTINUED)

CONTINUED:

BILLY does. CAPTAIN QUEENAN is an intelligent, fairly refined man, witty, slow to smile. He tries to smoke more than he's allowed to by Society. He wears glasses and chews gum with his dentures. He's taking stock of Billy.

CAPTAIN QUEENAN (CONT'D)

So.

BILLY has no idea why he is in this room with the brass. Sgt. Dignam is drinking coffee and staring at him aggressively, with contempt. Stirring, stirring his coffee. DIGNAM is more intelligent than he seems.

CAPTAIN QUEENAN (CONT'D)

Do you know what I do? My section?

BILLY doesn't want to answer unless he can answer correctly.

BILLY

I have an idea...

SGT. DIGNAM

(a hard Southie accent)

Let's say you have no idea and leave it there. No idea. Zip, none. If you had an idea about what we do we would not be good at what we do. We would be cunts. Are you calling us cunts?

BILLY wouldn't normally take crap from this guy; but he does. He's openly intrigued by the situation. Dignam is staring at him. BILLY looks evenly at QUEENAN.

CAPTAIN QUEENAN

(not looking up from papers)

Sergeant Dignam has a style of his own. I'm afraid we all have to deal with it.

SGT. DIGNAM

(getting to business, hard)

You have family connections down in Southie. Through your father. Tell me about your Uncle Jackie Connolly.

BILLY

He was a carpet layer for Jordan Marsh.

(CONTINUED)

CONTINUED: (2)

SGT. DIGNAM

He was a small-time bookie who
tended bar at the Vets in
Somerville. He got popped by
Matorano in 1982. They found him
out by the airport.

BILLY says slowly:

BILLY

That's right.
(tightly)
I remember his funeral.

SGT. DIGNAM

(cruelly)
Closed casket?

BILLY

That's right.

SGT. DIGNAM

You tell anybody at, ah, prep
school, you had an uncle met his
demise like that?

INT. HALLWAY POLICE BUILDING. DAY

COLIN, in his good suit, moves along the hall. He owns the
building. He looks into offices. He is looking at his future.
From one room BARRIGAN (still working in uniform) gives him
the thumbs up. COLIN gets a coffee. He looks at a secretary's
ass. Caught at it, he smiles beautifully. She smiles back.

BARRIGAN

What you got? "Sergeant".

COLIN

Organized Crime Unit.

BARRIGAN

Perfect.

COLIN

Thank you. I am.

INT. QUEENAN'S OFFICE. DAY

BILLY is still at attention. DIGNAM going with heavy wet
thumb through papers.

(CONTINUED)

CONTINUED:

SGT. DIGNAM

Your uncle Billy Costigan-you named after him?- got busted selling machine guns to federal officers. Among many other departures from, ah, "normative behavior".

QUEENAN is inspecting Billy, watching his reactions. Specs catching light.

BILLY

What's that got to do with me?

SGT. DIGNAM

Why are you pretending to be a cop? I got two reasons to ask you that.

BILLY

What's that mean?

SGT. DIGNAM

Let's talk about the class system in America.

INT. CID CONFERENCE ROOM. CONTINUOUS

COLIN is eyeing a woman COP across the table. She smiles at him and lowers her eyes. At the end of the table:

OCU CAPTAIN ELLERBY

This unit is new, and you are the newest members of it. You have been selected for it not on the basis of performance as cadets or officers, because a lot of A-plus cadets and officers, frankly, have strong backs and weak minds...

Everyone smiles.

CID CAPTAIN

...but on the basis of intelligence and aptitude, both as observed by your superiors and as documented in your records. This is an elite unit. Our job is to smash organized crime in this city by our own efforts and by enhanced cooperation with the FBI, represented here by Mr Lazio,

(show the deeply
unreliable LAZIO)

(MORE)

(CONTINUED)

CONTINUED:

CID CAPTAIN (CONT'D)
and we will do it. And by organized
crime in this city...you know who
we mean.

COLIN does. More than anybody. He sits back, face relaxed.

The picture of COSTELLO comes up. COLIN looks at it. In the
MUG SHOT Costello is serene, untouchable legally, untouchable
at the heart. He's like a hilarious devil.

CID CAPTAIN (CONT'D)
Work hard, and you will rise fast.
You're in the best position in the
department.
(a long beat)
Go to work.

The recruits disperse into a glittering modern office.
Windows above BOSTON HARBOR. COLIN, in his flash suit, gets a
cup of coffee, and with a smile of uncertainty looks around
at his new life.

INT. QUEENAN'S OFFICE. DAY

ECU on DIGNAM still working Billy.

DIGNAM
Your old man was a hump from
Southie. Baggage-handler at the
airport. Family's all criminals
except your old man.

BILLY
And one priest. Since you seem to
know everything.

DIGNAM
I ain't sure about him, either.
Family's dug into the Southie
projects like ticks. Lifers down
there. Three decker men at best.
You grew up, however, up the North
shore. La di da.

Dignam leans over Billy.

(CONTINUED)

CONTINUED:

DIGNAM (CONT'D)

Old man, handsome guy, working stiff, threw one to a girl from Beverly Farms and then one day she looked around a Roslindale apartment, which was the best he was ever going to be able to do, and said fuck it. You were kind of a double kid, I bet, right?

BILLY, opened up expertly and crudely, stares with contained hatred.

SGT. DIGNAM

So you begin your life. One kid with your old man. One kid with your mother. Upper middle class in the week, and then dropping your ahs and hanging with your dad the donkey on the weekends. But mostly...la di da. You have different accents? You did, didn't you. You were different people.

(smiles,)

Why didn't you become an actor?

BILLY

You a psychiatrist?

SGT. DIGNAM

If I was I'd ask you why you're a statie making twenty-six grand a year. And I think if I were Sigmund fucking Freud I wouldn't get an answer. Why's a North Shore lace curtain motherfucker like you in the States.

BILLY

Well. Families are always rising or falling in America. Right?

CAPTAIN QUEENAN

(appreciative, kindly,
looking up from his
papers)

Who said that?

BILLY

Nathaniel Hawthorne.

(CONTINUED)

CONTINUED: (2)

SGT. DIGNAM (although he knows perfectly well who Hawthorne is) makes a fart-noise with his mouth. BILLY looks at him with an "I'm going to kill you" expression which is not without wit and which Dignam seems to admire.

CAPTAIN QUEENAN

We have a question. You want to be a cop, or do you want to appear to be a cop. It's not a strange question. Life's all about appearances. Lot of guys want to appear to be cops. Gun. Badge. Pretend they're on TV.

SGT. DIGNAM

A lot of em just want to slam a nigger's head through a plate glass window.

BILLY

I don't need to know your personal history, Sir.

(to Queenan, as Dignam unexpectedly smiles approvingly)

What is it that I'm here for?

CAPTAIN QUEENAN

We play with appearances, here. With what seems to be. I'll ask you again, do you want to be a cop, or do you want to be seen as one?

BILLY

What do you want from me?

CAPTAIN QUEENAN

Three years of your career. You don't have any family.

CLOSE ON BILLY

BILLY

Almost.

EXT. HUNTINGTON AVENUE. DAY

A TROLLEY goes past. HOSPITAL HILL, above the trolley line, is sinister, quiet. NEW ENGLAND BAPTIST HOSPITAL at the top like a malign fortress, above rows of endlessly repeated condominiums.

(CONTINUED)

CONTINUED: (3)

INT. A HOSPITAL ROOM. DAY

BILLY'S MOTHER lies as if floating in her bed. Tubes, lights. BILLY sits staring at her. A bald head on a barely-dented pillow. She is a cancer patient in a coma, weighing possibly 80 lbs. BILLY sits looking at her.

BILLY (CONT'D)

He's dead, you know. I didn't tell you.

INT. AN APARTMENT OVER THE HARBOR. NIGHT

A BUILDING MANAGER switches on lights. An empty, flash apartment. More than you'd think a cop could afford. It has a modern sterility. Colin looks at it.

BUILDING MANAGER

You can see the commuter boats.

(uneasy)

You're a policeman?

COLIN

State police detective.

BUILDING MANAGER

Married?

COLIN

No.

BUILDING MANAGER

You intend to have a housemate?

COLIN

Let's say I have a co-signer. Give me the papers.

INT. HOSPITAL CORRIDOR. LATER

A RICH UNCLE is looking at BILLY, who is leaning against the wall.

RICH UNCLE

What's this all this I hear from Stephanie about your becoming a policeman?

BILLY

You mean Stephanie who was the only one who came to my father's funeral? That Stephanie?

(CONTINUED)

CONTINUED:

RICH UNCLE

That Stephanie.

BILLY

Nothing much to it, Uncle Edward. I became a policeman. Or...I might.

RICH UNCLE

Are you trying to prove something to the family?

BILLY

Oh yeah. I sit up nights thinking about "proving something to the family". When you say "The family" what do you mean? You?

RICH UNCLE

(giving up on Billy)

You have always questioned everything.

BILLY

Maybe it would have done you some good to have a question from time to time. Is this "accounting" thing really a thing for a man to do. Do I examine anything I say? you could ask yourself. Am I an asshole? Are my kids a mess? Is my wife a cunt? Am I being good to my dying sister or am I just pretending to be good? Too late now, right?

RICH UNCLE

Do you need any money?

BILLY

When my mother dies we don't have any connection. There won't be a funeral service. She doesn't want you around. I don't.

BILLY walks away.

EXT. HOSPITAL HILL OVERLOOK. TWILIGHT

BILLY sits on a bench looking out over the whole city. (It is the best view of Boston, never seen in a film). He's smoking a cigarette, making his decision. He makes it. He flips the cigarette away.

(CONTINUED)

CONTINUED: (2)

INT. PRIVATE OFFICE, STATE POLICE BARRACKS. DAY

Close on QUEENAN. BILLY is now in civilian clothing.

CAPTAIN QUEENAN

I'm looking at a guy who has no real idea why he became a policeman and probably won't be one in five years. You joined the staties, who knows why. You took the test. You were confused.

DIGNAM

Fuck, I was halfway through my physical for the Coast Guard before I knew what I was doing and got out of there.

CAPTAIN QUEENAN

This isn't police work for peanuts. There's money behind this operation. There's a bonus involved. You won't be paid as a cop, but there's this.

SGT. DIGNAM writes on a slip of paper and hands it to BILLY. BILLY looks up from the paper, impressed.

CAPTAIN QUEENAN (CONT'D)

Three years. This is a long term undercover operation. Your records at the Academy will show that you have been expelled. We're not going to try to hide that you've been a cadet. We can't. You're going to be convicted of a crime, and expelled. You're going to spend a month in jail. Nobody but us three knows.

BILLY nods.

DIGNAM

Three years, you got that money, and you're still young enough to fuck undergraduates.

(a beat)

I need you. You've already pretended to be a Connolly from South Boston.

BILLY looks up with a glazed insolence. In one beat he is not a scared cadet but a smart criminal.

(CONTINUED)

CONTINUED: (3)

BILLY

Every weekend...Sergeant.

QUEENAN

Do it again. For me.

EXT. THE OVERLOOK. NIGHT

BILLY throws down his cigarette. He has decided.

FILM TITLE: THE DEPARTED

INT. A JAIL. DAY

A CELL DOOR CLOSSES. On Billy. Looking like a real criminal. Not a pretend one. Frightened.

EXT. THE BALCONY OF COLIN'S APARTMENT. MORNING

COLIN, in a bathrobe, leans on the rail and looks at gulls. White fragments of autonomy. Everywhere in the sky.

INT. A PROCESSING FACILITY. DAY

BILLY, naked, holds his clothes in a bundle. Being processed out of jail. Beside him another guy.

OTHER PRISONER

I know a Connolly. Chris. L Street.

BILLY

My cousin.

OTHER PRISONER

Connected. Not bright, but fuckin' connected.

BILLY registers this. Calculating.

INT. AN OFFICE AT THE POLICE BUILDING. DAY

On the wall is a rogues gallery of COSTELLO and all his primary guys...MISTER FRENCH, DELAHUNT, PIERO. COLIN and others sitting listening. COLIN, reading a paper (Boston Herald) which may or may not have the headline, CASE DROPPED AGAINST DRUGS CADET, looks up as SGT. DIGNAM comes in.

SGT. DIGNAM

Sorry I'm late.

(to new guys)

Welcome to the working world.

(CONTINUED)

OCU CAPTAIN

Sgt. Dignam is our liason with the undercover section. Their undercover work is extensive.

SGT. DIGNAM

They're out there. They're like the fuckin' Indians. You'll hear from them through me or Captain Queenan.

COLIN folds the paper away.

SGT. DIGNAM (CONT'D)

You will not, ever, know the identity of undercover officers. This place has more leaks than the Iraqi Navy.

COLIN

Do you have anybody in with Costello?

SGT. DIGNAM

Maybe. Maybe not. Maybe fuck yourself. OK, today, girls, what I got for you is microprocessors.

LAZIO, the Fed, comes in and sits down. With folders, pencil.

SGT. DIGNAM (CONT'D)

Somebody, as you may already know, stole five hundred microprocessors from the TechNorth company out Route 128. They're the kind of processors they put into computers that can put a cruise missile up the ass of your favorite camel at quite considerable distances. That's what they do out there on "America's Technology Highway". Worth a hundred grand a piece. Guy worked for the company two months walked out the door with a box of processors on Tuesday, had a ticket booked for Florida on Wednesday, but on Thursday he got found in a dumpster in Saugus. You know where that guy started his life? Southie projects. What's that mean to you?

(CONTINUED)

CONTINUED: (2)

COLIN

What was his name? The, ah,
departed.

SGT. DIGNAM

Myles Quincannon. He got the job
with a forged UMass transcript.
UMass Boston which incidentally
happens to be in...

LAZIO

South Boston?

SGT. DIGNAM

You're a fucking genius. Who forged
your transcript. Ha. Only kidding.

COLIN

His old man runs the Hibernian
Liquor Mart. Quincannon's.

SGT. DIGNAM

(to ELLERBY)

Why don't you put him on this one.
Make sure the Feds don't trip over
their dicks. Anyway, we have a guy
saying that he hears Costello is
moving the processors to
China...and that he set up the
whole fucking job and popped
Quincannon. You don't want to miss
it if Costello takes a dump. Get
me?

COLIN, eyes on Dignam.

ELLERBY

We don't miss anything Costello
does, Sergeant. We'd miss less if
your informants were available to
us.

SGT. DIGNAM

(rolling his eyes)

Right...

EXT. A STREET OF TENEMENTS IN SOUTHIE. DAY

BILLY, his hair long, as if a month has been spent in
preparation, steps off a bus at a corner. He goes up to a
house, and knocks on the door. A Southie hag answers. On an
oxygen cylinder, smoking.

(CONTINUED)

CONTINUED:

BILLY
Aunt Regina. It's me.

AUNT REGINA
Billy?

BILLY nods. His aunt takes her cigarette out of her mouth and then embraces him fiercely. BILLY takes it like the imposter he is. But he might well love his aunt. He looks at her brokenly.

AUNT REGINA (CONT'D)
Good to see you. Good to see you.

INT. REGINA'S KITCHEN. DAY

BILLY is eating soup.

AUNT REGINA
They said you were in the states,
I couldn't believe it.

BILLY
I got kicked out about four months
ago.

CHRISTOPHER (V.O.)
We saw it. It was in the papers.

BILLY'S COUSIN CHRISTOPHER is a villain leaning in a doorway. Bad tie: he takes it off. He has been at a funeral.

BILLY
Well. So you know.

CHRISTOPHER
And why are we graced with your
presence?

BILLY
I brought your mother some pictures
of my father.

Its true. They are on the table.

BILLY (CONT'D)
My mother had them. My mother's
dead.

CHRISTOPHER
(reflexively)
I'm sorry for your troubles.

(CONTINUED)

CONTINUED:

CHRISTOPHER opens the fridge, opens a beer, and hands it to BILLY. He opens one for himself.

CHRISTOPHER (CONT'D)

I was at a funeral myself. Myles Quincannon, knew him in school. Beat the fuck out of him seven or eight times as a matter of fact.
(affably to Billy)
You workin'?

EXT. THE PORCH OF A THREE-DECKER. LATER

CHRIS and BILLY are still drinking beer.

CHRISTOPHER

That one time I went up your house was massive, dude. I never saw a house that big. We were just kids. When did I see you after that?

BILLY

Not for a long time. Down the cape after Janet's wedding, I think.

CHRISTOPHER

I remember that, dude. I remember that. I had that fuckin' buck knife, right, and I cut all the brass numbas off the doors at the hotel. All of them. That was a fuckin' night.

BILLY

Yeah. I left early.
(a beat)
We done catching up for the moment?

CHRISTOPHER looks deflated.

BILLY (CONT'D)

I got fifty thousand dollars when my mother died. Insurance.

CHRISTOPHER perks up.

CHRISTOPHER

Yeah?

(CONTINUED)

CONTINUED:

BILLY

In your line of work, if I gave you ten thousand dollars what could you give me back?

CHRISTOPHER

I'm not in that line of work just presently because I don't have ten thousand dollars.

BILLY

That's what I'm saying.

CHRISTOPHER nods, and nods.

CHRISTOPHER

You know what you usually say at these moments. You say "Are you a cop"? And the cop has to answer or nothing else is legal.

BILLY

I'm not a cop. I tried to be. I never made it.

INT. A CAR. NIGHT

BILLY is waiting. CHRISTOPHER comes out of a squalid looking house and gets into a car. Fast. Billy puts the car in gear.

CHRISTOPHER

Fuckin' Ricans think they know everything. If they knew shit they wouldn't be Puerto Ricans.

He has a paper bag full of money. He opens a beer.

CHRISTOPHER (CONT'D)

(high as a kite)
Double the money, double the fun.
(confusing his TV jingles)
Cinnamon toasty apple bun... R is
for Ricans...P is for pigs...

They drive past a cruiser. CHRISTOPHER gets silent and hides his beer.

CHRISTOPHER (CONT'D)

I can't stop drinking.

BILLY smiles.

(CONTINUED)

CONTINUED:

BILLY

Why should you even think of
stopping drinking?

CHRISTOPHER

He don't like it.

BILLY

Who's 'he'?

CHRISTOPHER

He don't like drinkin...he don't
like fightin...he says stay out of
the bars...he also says don't deal
fuckin' coke for that matter.

(giggles wildly)

Unless you got a fuckin' license.

BILLY

Well fuck him, whoever he is.

CHRISTOPHER

No, that's not what you say to him.
That's not what you say to him. You
know who I'm talking about. You
ought to. Don't you?

INT. A HORRIBLE BAR IN SOUTHIE. NIGHT

CHRISTOPHER, beyond wasted, is talking to some people,
including MISTER FRENCH. A table wet with spilled beer.

CHRISTOPHER

He's good fucking people. He talks
like his shit don't stink but he's
good fuckin' people.

MISTER FRENCH

I knew his father. His father was
all right. I liked his uncle Jackie
better.

CHRISTOPHER

Uncle Jackie was excellent. Fucking
guineas.

They toast uncle Jackie and the fate he met among the fucking
guineas.

Across the crowded room, BILLY is ordering at the bar.

(CONTINUED)

CONTINUED:

BILLY

A cranberry juice.

WELL-DRESSED SCUMBAG AT BAR

It's a natural diuretic. My
girlfriend drinks it when she got
her period.

(to BILLY)

You got your period?

BILLY, after smiling, glasses the WELL DRESSED SCUMBAG in the
face, and then takes out the scumbag's rising FRIEND. He is
instantly grabbed and shoved against the wall by MISTER
FRENCH. Popped into a payphone hard. The payphone comes off
the hook.

MISTER FRENCH

Do you know who I am?

BILLY

No.

MISTER FRENCH

I'm the guy who tells you there are
guys you hit and there are guys you
don't. That's not quite a guy you
can't hit, but it's almost a guy
you can't hit, so I'm fucking
ruling on it right now that you
don't hit him.

BILLY

Excellent. Fine.

MISTER FRENCH

I know who you are. I know your
family. Also I know you do another
drug deal with your idiot fucking
Cro Magnon cop-magnet cousin I'll
cut your fucking nuts off.

(a beat: they stare at
each other)

What are you drinking?

BILLY

Cranberry juice.

A beat.

MISTER FRENCH

What is it, your period?

(CONTINUED)

CONTINUED: (2)

BILLY laughs.

MISTER FRENCH (CONT'D)
Get him a cranberry juice.

MISTER FRENCH smacks the WELL-DRESSED SCUMBAG.

MISTER FRENCH (CONT'D)
Let me buy you something.
(points at BILLY)
You don't fucking touch him.

BILLY, arranging his clothes, notes the progress of this.

EXT. A THREE-DECKER IN SOUTHIE. DAY

COLIN and BARRIGAN stand at the door, talking, or trying to talk, with a fearful MRS QUINCANNON.

COLIN
We're obviously interested in determining Myles' associates. Don't you want to see us catch who did this thing to him? Who used him to do a robbery and then killed him?

MRS QUINCANNON
Allegedly.

COLIN
(grimaces)
"Allegedly".

MRS QUINCANNON
I don't know anything. But if he was killed...

COLIN
Yes, he was killed.

MRS QUINCANNON
By somebody...He did something wrong.

COLIN
You don't mean the robbery. Do you. Do you think robbery is "wrong", Mrs Quincannon?

MRS QUINCANNON
I mean fuck yourself.

(CONTINUED)

CONTINUED:

Closes the door.

COLIN
Welcome to the neighborhood.

COLIN looks around as: COSTELLO cruises slowly past in a big American car. COLIN immediately looks for the TAIL and sees it: two plainclothesmen in a car.

INT. THE ELEVATOR AT POLICE HEADQUARTERS. DAY

COLIN boards with a bunch of other cops and workers. On board, directly beside him, is MADELEINE. Colin's age, beautiful, wearing a business suit. She has a thick stack of medical-looking files. She's a police psychiatrist.

COLIN
Making a house call?

MADELEINE
Have I seen you professionally?

COLIN
No, I've seen you over at the other building.

MADELEINE nods, and then because this is a sensitive subject ignores Colin, but she is visibly attracted by him.

COLIN (CONT'D)
(imitating cop-accent)
Guys have to "use their service weapons" in the "course of duty" and then you have to talk to them about their "feelings" and so forth and so on.

MADELEINE laughs despite herself.

COLIN (CONT'D)
Oh, I know how it goes.

A BELL DINGS.

MADELEINE
This is my floor.

COLIN
Mine's the next one.

Points up.

(CONTINUED)

CONTINUED:

MADELEINE
Fancy policeman.

COLIN
That's right. Fancy.

MADELEINE
Are you a fed or a statie?

COLIN
The first. But secretly between you
and me I'm getting my law degree,
so I can be the second...or
neither.

MADELEINE
Suffolk, nights?

COLIN
(smiling but cold)
They don't run Harvard Law at
night, last time I checked.

MADELEINE
I'm sorry, I didn't mean to sound--

COLIN
Well you did. And for that you have
to take me to dinner.

MADELEINE
(hands him a card)
We'll see.

COLIN takes the card. The doors close. The elevator takes him
up up up. He takes out his cellphone and looks at it. With
distaste and a little fear. When the door opens and the
signal bar lights up--

It rings.

COLIN
Yeah.
(walking, voice low)
I didn't know about your tail
because it's Federal. Maroon sedan
and a white delivery van, fucked up
with graffiti on it, they're double-
teaming, and in the van they got
audio surveillance.

INT. A COFFEE SHOP IN SOUTHIE. MORNING

(CONTINUED)

CONTINUED: (2)

The same shop in which YOUNG COSTELLO talked to YOUNG COLIN, all those years ago. Two ITALIANS are in the shop, talking hard to the (new, Pakistani) owner. Threatening him. BILLY is finishing his breakfast. Watching. He goes over. The two GOOMBAS are amazed.

BILLY

Since when did they let guineas in here? I thought that was all taken fucking care of.

The ITALIANS look at him.

FIRST GOOMBA

You work for Costello?

BILLY

(simply)

No.

FIRST GOOMBA

Then shut your ass before you get a gun stuck up it.

BILLY smiles and destroys them both. Maniacal violence. The biggest beatdown in gangster movie history--and obviously that's saying something. In the course of the beat-down Billy breaks his right hand--a "boxer's fracture". BILLY stands over his victims, breathing hard, holding his broken hand.

PROPRIETOR

Get out of here.

Stuffs money in the surprised BILLY's coat.

PRORRIETOR

Get out of here.

BILLY

Call Costello.

PROPRIETOR

I am not one of his people.

BILLY

If guineas come in, you are. Call him. Or someone who knows him.

INT. EMERGENCY ROOM. NIGHT

BILLY, unlit cigarette in his mouth, is having his hand wrapped in plaster by a lady doctor. In another life he might have been dating her. Not in this one.

INT. L'ESPALIER. NIGHT

An expensive romantic restaurant. The best Boston has (which if you've been there isn't saying much, but whatever). COLIN, looking great, a man on the rise. MADELEINE in pearls, also looking great. A power-couple.

COLIN

What's it like, having people "find themselves"? All day long people "finding themselves".

MADELEINE

I don't need any shrink jokes.

COLIN

No, I mean, does it get messy, or anything? All those feelings flying around. When I hear about someone getting in touch with their true nature I always feel like I need a shower.

MADELEINE

You know what Freud said about the Irish?

COLIN

Yes.

MADELEINE looks up.

COLIN (CONT'D)

I do.

MADELEINE

If you *actually do* I'll date you again.

COLIN

I don't want to prevent you from "running the meeting", if that's what floats your boat, but who says I want to date you again?

(CONTINUED)

CONTINUED:

MADELEINE
 (concerned, perhaps
 unexpectedly)
 Don't you?

COLIN
 Yes.
 (a beat)
 You want to know what Freud said
 about the Irish?
 (she nods)
 We're the only people impervious to
 psychoanalysis.

MADELEINE is impressed.

COLIN (CONT'D)
 Tough luck for you with a client
 list of mick cops, isn't it. Or
 maybe it's light duty. I suppose
 you can give em some pills or
 something. But "opening up"? Good
 luck to you.

COLIN laughs but looks nervous about the concept of "opening
 up".

MADELEINE
 I don't want to look inside people.
 I want them to forget about
 themselves and do their jobs.

COLIN smiles appreciatively.

COLIN
 You got that right. Are you Irish?

MADELEINE
 I want people to look at the world
 as it is, and to see their place in
 it. My job is putting things in
 perspective.

COLIN
 Like telling street officers that
 they're not on TV?

MADELEINE rolls her eyes.

MADELEINE
 Not a small part of it.

(CONTINUED)

CONTINUED: (2)

COLIN
"Freeze, police."

MADELEINE
Stop it.

COLIN
"You're going down."

MADELEINE
(trying not to laugh)
Stop it.

COLIN
Want to take a walk?

MADELEINE
Yes. Yes, I think I do.

INT. A HORRIBLE BAR IN SOUTHIE. NIGHT

A slow night. BILLY is bent over a Budweiser. The women available are two CRONES. Stark contrast to COLIN'S EVENING. A BOOKMAKER on the phone. BILLY, by the glances of people looking at him, has made his bones. He's treated with respect. His hand and wrist in a cast. Out of nowhere (though Billy is aware conversation has stopped he does not look around)...

COSTELLO sits down beside him.

BILLY observes:

MISTER FRENCH sitting down at a far table. Watching. Covering the room.

COSTELLO is brought a glass of whiskey by the silent bartender. No sound whatsoever in the bar.

COSTELLO
I like to take drives across the country. Stop wherever. I took a drive for a month, down to New Orleans, which is a hell of a city, if you haven't been there, and the guineas from Providence get brave. They do just not stop having the Mafia in Providence. Or for that matter shag carpet. You know the secret about Italians?

BILLY shakes his head.

(CONTINUED)

CONTINUED: (3)

COSTELLO (CONT'D)

Italians do crime just about as well as they do government. But still they have ideas about themselves, and their honor and so forth and so on, and this can cause problems for me. A lot of problems, historically, come to think of it. I have a problem now, because of you.

BILLY sits motionless. He notices: DELAHUNT and PIERO, entering. They sit with MISTER FRENCH.

COSTELLO (CONT'D)

My associate Mister French met you the other night.

BILLY

Is his real name Mister French?

COSTELLO

(flatly)

No.

(a beat)

Do you know who I am?

BILLY does: the big cheese. The Man himself. He shakes his head, believably, "no".

COSTELLO (CONT'D)

I'm a man with your best interests at heart. Truly. For a couple of reasons.

Long pause. COSTELLO is smiling slightly.

COSTELLO (CONT'D)

Those guys you did are connected down in Providence, and what they're going to do is come back up with some guys and kill you in some way designed to prove and advertise that they are not pussies. Unless I stop them. Do you want me to stop them?

BILLY

I guess I do.

(CONTINUED)

CONTINUED: (4)

COSTELLO

Did you stop doing coke deals with your moron cousin after my associate spoke to you?

BILLY nods.

COSTELLO (CONT'D)

Your cousin is coming very close to having an accident. He doesn't know anything and is too stupid to learn. Stay away from him.

BILLY NODS.

COSTELLO (CONT'D)

Let me tell you what I know about you. I knew your old man. We grew up shining shoes together. In those days you had to fight for your corner. Your dad was bigger, a little older, and he took care of me. He went his way, I went mine, which in my case was to prison, and in his case Korea, but we stayed in touch. When your grandmother couldn't get into the projects I pulled a string or two. Are you starting to know who I am?

Billy nods.

COSTELLO (CONT'D)

Your dad went to work out the airport as a baggage handler and he met a young lady whose father was a judge up on the North Shore. Love ensued, a child was born, and not long thereafter your mother realized she was living in a three decker with a baggage handler whose brothers were always coming to sleep on her couch when they were periodically out of jail.

BILLY

I think I've heard this story.

COSTELLO

I'm your godfather.

(CONTINUED)

CONTINUED: (5)

BILLY

I know.

COSTELLO

I know some guys in the States.
They say you really fucked up.
Isn't beating a guy up while you're
drunk kind of cliché? What kind of
guy are you?

BILLY

I'm drinking cranberry juice.
Aren't I.

COSTELLO

Come with me. I own this place,
we're going to go in the back room
for a minute.

(MISTER FRENCH follows)

I drink sparkling water. Man's job
on the face of the earth is to
avoid the obvious. In the case of
the Irish, you avoid shamrocks and
bullshit, you're doing all right.
Your mother's dead.

BILLY

Yes.

COSTELLO

I was sorry to hear it.

They go into the back room.

COSTELLO (CONT'D)

She was beautiful. I stood up for
your father at the wedding. She and
your old man were the best dancers
I ever saw. They used to go to
Moseleys. You ever hear of that
place?

BILLY shakes his head.

COSTELLO (CONT'D)

I don't like to see you in this
neighborhood. It makes me sad, and
it makes me curious. I don't like
to see people regressing and I have
to wonder why you are. I am going
to have my associate search you.

(CONTINUED)

CONTINUED: (6)

BILLY nods. MISTER FRENCH searches him. Looks into his wallet.

COSTELLO (CONT'D)
Take your shoes off.

BILLY slips out of them. MISTER FRENCH inspects the shoes. COSTELLO'S cold eyes are on Billy.

COSTELLO (CONT'D)
The arm.

With amazing violence MISTER FRENCH smashes the cast on the corner of a table. Billy drops to his knees in tears of pain. MISTER FRENCH sorts through the pieces of the cast.

COSTELLO (CONT'D)
(holding Billy by the collar and whispering to him)
I don't know if it's beyond some son of a bitch like fucking Queenan to know you're my godson, pull you out of the Staties, and send you after me. I just don't know. I don't know what they do in...that department, anyway.

He grabs Billy's broken right hand.

COSTELLO (CONT'D)
A lot of people had to die for me to be me. One more won't make any difference. Are you still a cop?

BILLY
No.

COSTELLO twists his godson's broken hand.

COSTELLO
You swear on your mother's grave that you're not a cop.

BILLY
I am not a cop.

COSTELLO
Are you a shit-ass coke dealer like your fuckin' cousin?

(CONTINUED)

CONTINUED: (7)

BILLY

No.

COSTELLO lets go of Billy's hand. Billy is weeping on the floor.

COSTELLO

Where do you live?

BILLY

Revere.

COSTELLO

Drink your cranberry juice over there.

COSTELLO straightens his suit.

COSTELLO (CONT'D)

Personally I only come into places like this if I have to hurt somebody. I want you to get some clothes. I can only use presentable people.

(takes out money, a lot of it, and puts it in Billy's jacket)

Wear a suit. Don't, ever, carry a piece unless I tell you to. Don't worry about the guineas. When you get yourself together, call me. You call this bar and ask for Mikey. Just Mikey. You got that? You ask for Mikey because there's no Mikey. And I'll call you back on this.

He sticks a cell phone into Billy's jacket.

COSTELLO (CONT'D)

(stands)

Get your hand taken care of. I'm sorry. It was necessary.

INT. THE MAIN PART OF THE BAR. MOMENTS LATER

COSTELLO goes. The visiting king of this shithole. Points at a drinker.

COSTELLO

What's this IRA motherfucker doing in my bar?

(CONTINUED)

CONTINUED:

The IRA MOTHERFUCKER is terrified.

COSTELLO (CONT'D)

(slapping him on thye
back)

Only kidding. How's your mother?

JIMMY

Ah, she's on her way out.

COSTELLO

We're all on our way out.

(straightens suit and tie)

Act accordingly.

EXT. MARSHLAND. DAWN

SEAGULLS squabble over unusual food. POWER PLANT IN THE DISTANCE, the B&M train going by. TWO BODIES lie in a tidal ditch in the saltmarsh. They are the Italians who Billy fought in the restaurant. Hands taped together behind their backs. One hole in the head each.

COLIN is with the DETECTIVE SQUAD and the forensics people. COLIN gets down and lifts a soaking lapel. Revealed is the tag of a men's shop in Providence.

DETECTIVE

I'd appreciate it if you got out of
my crime scene.

COLIN gets up. He walks back across the marsh. Opens his cell phone.

COLIN.

(walking)

I saw a dead guy. I think I have
post traumatic stress. You
available for lunch? See you then.

At a pay phone he dials another number.

INT. A CONDOMINIUM ON THE HARBOR. MORNING

One of Costello's homes. He has more than one. He continually moves between locations. This one is sparsely furnished. Tastefully furnished if not a masterpiece. COSTELLO is on the phone. Construction sounds outside.

COSTELLO

Who's the lead detective?...Good.
He's an idiot.

(MORE)

(CONTINUED)

CONTINUED:

COSTELLO (CONT'D)

If they look at the gun that was used you'll see it came from Providence. Make sure they do. I want you to get the cops to look at Jimmy Pappas for the hit. Of course he had nothing to do with it. But if you look at him you'll find he has the gun in his car.

BILLY cannot hear what Costello is saying. COSTELLO hangs up. He sits down in the breakfast area in his bathrobe. He has a bowl of cornflakes.

COSTELLO (CONT'D)

Have a seat.

BILLY sits. DELAHUNT and PIERO sit nearby.

COSTELLO (CONT'D)

An artist can look at anything and see something he can use. Anything. You know John Lennon?

BILLY

Yeah, he was president before Lincoln.

COSTELLO

(smiles)

He said 'I'm an artist. You give me a fuckin' tuba and I'll get you something out of it'. That's good. You give me anything and I'll get you something out of it. I got the motive, I got means, and I watch for the opportunity. I look at anything, and I'll find an angle. I look at any person, and I'll find something to do with them.

(finishes his cornflakes)

Too bad you're not still in the States.

PIERO laughs. COSTELLO is looking down. BILLY is terrified.

COSTELLO (CONT'D)

(looks up, smiling)

Too bad.

(a beat)

I believe in good and evil. I believe in letting people make their choice. It's a public service.

(MORE)

(CONTINUED)

CONTINUED: (2)

COSTELLO (CONT'D)

Guineas used to go oh no no no I won't traffic in narcotics. I think...why. If some sad sack of shit wants to do a drug that makes him feel like superman, I say give it to him. I like to see what people choose. Then I know what they are.

INT. SURVEILLANCE OFFICE. CONTINUOUS

CAPTAIN QUEENAN and SGT. DIGNAM are listening to the live broadcast.

COSTELLO (ON SPEAKER)

I look at you and I think what can I use you for? Presentable guy, now that you're not pretending to be a scumbag for some personal reason. Let's talk outside. Let me get dressed.

QUEENAN is benign. Lights of equipment in his specs.

INT. COSTELLO'S BATHROOM. DAY

BILLY runs the water in the sink. He starts to leave the bathroom and then impulsively untapes his "wire" and chucks it out the window as far as he can.

EXT. THE BUILDING. DAY

The "wire" falls into a canal.

EXT. A STREET BY THE HARBOR. DAY

BILLY walking, talking on the cell. He carries two visually distinct phones. One that Costello gave him, and the other which he is using now.

BILLY

We have to do it by cell phone. No wires. I can't make it.

(listens)

He's not in the protection rackets personally any more. Mister French handles that...I'm going to work with him.

(listens)

Yes he gave me a fucking job!

(listens)

He's moving something. Not into the country, out of the country.

(MORE)

(CONTINUED)

CONTINUED:

BILLY (CONT'D)

On containers? I don't know.
Containers, maybe. There was a guy
in the room last night talking
about containers.

(a beat)

I don't know what kind of goods.

(listens)

What microprocessors?

EXT. A GREEK RESTAURANT. DAY

A GREEK GUY (JIMMY PAPPAS, the guy set up by) IS cuffed and
stuffed. COLIN is preening, very much taking credit for the
arrest.

BROWN

How did you know he had the gun?

COLIN

Informers. The world is all
informers.

BROWN

Who's the informer?

COLIN

That would be informing.

INT. OFFICE, OCU. DAY

COLIN is rolling a quarter across the backs of his fingers.
BROWN (last seen as Billy's friend at the state police
academy) and MAISIE, new recruits to a special squad, sit
across from him.

COLIN

I've been put in charge of this
small section. It is a small
section but it is mine. I didn't
take this job in order to fuck it
up, or to let anyone else fuck it
up. This is about intelligence-
gathering. I want you to display
intelligence and to gather
intelligence. We have eyes in the
field, we have eyes in the sky if
we need it, we have every resource
we need to do our jobs. We're at
the nerve center of this operation.
We're the brain of it.

Through glass we see ELLERBY. Excluded and not happy.

(CONTINUED)

CONTINUED:

COLIN (CONT'D)

And our job, our exclusive job, is to make the case against Frank Costello. We don't communicate with the rest of the shop. We think Costello has an informer here.

BROWN

Really?

COLIN

Yeah. Really.

MAISIE

Do we have direct access to Queenan's informants?

COLIN

(not happy about this)
Ah...not presently. Not presently. But I'm hoping to get things ...reorganized. That's all.

The people leave. COLIN opens his cell phone.

COLIN (CONT'D)

Don't use Congress street. Today would be your day to go see that bookie.

INT. A BOOKIE SHOP. DAY

MISTER FRENCH backhands a guy into a table of betting slips.

MISTER FRENCH

Where's your fucking license? I don't see no fucking license.

BOOKIE

What license.

MISTER FRENCH

There's no such thing as a license, of course, but you definitely have to have one.

BILLY watches a HARD GUY sitting. The HARD GUY sitting reaches inside his coat.

BILLY in a flash breaks his jaw with a pistol barrel and then covers the sprawled HARD GUY with the gun.

(CONTINUED)

CONTINUED:

HARD GUY
(spitting teeth)
I was going for my fuckin'
cigarettes. I was going for my
fucking cigarettes...

He was. They fall from his fingers.

BILLY looks alarmed. MISTER FRENCH kneels and whispers into
the guy's ear.

MISTER FRENCH
Whoops.

He stands and turns to the bookie.

MISTER FRENCH (CONT'D)
(to BOOKIE)
If you are not being run by us you
will be run by someone else which
means you will have let undesirable
elements into Mr. Costello's area.
If you let these people into Mr.
Costello's area, you'll have to
die. If you don't pay two grand a
week you'll also die.

BOOKIE
Then there's no profit.

MISTER FRENCH
Then make more money or go out of
business. What are you going to do?

BOOKIE
Make more money.

MISTER FRENCH
That's the spirit.

EXT. THE STREET OUTSIDE THE BOOKIE SHOP. LATER

BILLY and MISTER FRENCH emerge.

MISTER FRENCH
You're doing good.

BILLY
Yeah, well. Fuck.

(CONTINUED)

CONTINUED:

MISTER FRENCH

Don't worry about it. Guy didn't need a cigarette anyway. May have needed his teeth but only if he was a Eskimo. In this country we can eat a variety of items.

BILLY

Why are you guys still doing this protection shit?

MISTER FRENCH

You expand from your base. You never give it up. You never burn your bridges. For example bank robbery.

BILLY

You do bank robbery?

MISTER FRENCH

No, we have guys do it. Assholes from Charlestown are the ones who rob banks.

BILLY

I mean, I don't have to do bank robbery.

MISTER FRENCH

You'll do whatever Mr Costello wants you to do.

INT./EXT MONTAGE OF CRIMINAL ACTIVITY.

BILLY in various situations. Sometimes nothing more than sitting in a car, smoking. The strain of what he is doing is getting to him.

EXT. SOME WINTER WOODS. DAY (SNOWING)

In a clearing in the snowy woods near a highway howling with commuter traffic, a trunk is opened and Billy sees: MACHINE GUNS. MP5s. The GUN DEALER is a survivalist-type. A fat older guy who thinks he's a universal bad-ass. BILLY stands with DELAHUNT and PIERO and MISTER FRENCH. They are letting Billy do the deal.

GUN DEALER

All clean, all still in the factory grease. You work for Costello?

(CONTINUED)

CONTINUED:

BILLY

If you ask me another question I'm going to kill you. Let's complete the transaction.

GUN DEALER

When you threaten to kill somebody, young man, you better make sure you can do it.

BILLY rolls his eyes and looks at the Gun Dealer.

GUN DEALER (CONT'D)

You think I come out on a transaction like this without people?

DELAHUNT and PIERO look around at the woods.

BILLY

I don't think you've ever had anybody who would go with you to watch a ball game, let alone come out here in the cold to sell stolen machine guns. I think you're a joke gun nut who got chucked out of the National Guard and likes to say he was in the Special Forces.

GUN DEALER

Watch your mouth.

BILLY smiles. Then kicks the GUN DEALER's legs out from under him and puts a pistol in his face. MR FRENCH is watching approvingly and says something to PIERO.

BILLY

Despite what may be going through your very poor, very limited, brain...we're not going to take the guns. We're going to pay you for them. And you're going to drive away with your mouth shut and keep your mouth shut except when I show up and put a fucking gun in it like this.

Crams gun into the GUN DEALER'S MOUTH. BILLY is losing it.

(CONTINUED)

CONTINUED: (2)

BILLY (CONT'D)

Like this.

(to DELAHUNT and PIERO,
who are looking at each
other)

Get the guns and put the money in
his car.

INT. A TENEMENT APARTMENT. DAY

Billy's cousin CHRISTOPHER is doing coke. A pile of money on the table. The door is kicked in. DELAHUNT and PIERO, very hard guys, enter and grab Christopher. After a moment, BILLY enters.

CHRISTOPHER looks up at Billy.

CHRISTOPHER

You.

BILLY

Me.

CHRISTOPHER

You're rising in the world. What
are you going to do?

BILLY

The way you live, there's not much
question about the way you die. You
know that. Your liver explodes at
thirty five or you get killed.

CHRISTOPHER nods, crying, a fuckup.

BILLY (CONT'D)

But you're going to do it in
Florida.

CHRISTOPHER

You did that for me.

BILLY hands him a plane ticket, money.

BILLY

Once. The next time I see you, I'll
kill you.

BILLY leaves.

INT. A WAREHOUSE. DAY

COSTELLO is doing business beyond a glass-brick wall. BILLY sits hollow-eyed at a table. DELAHUNT is reading a newspaper nearby.

BILLY

Did we do the computer chips? The processors?

DELAHUNT

Mind your own fuckin' business.

INT. BILLY'S APARTMENT. MORNING

It's a masterpiece of emptiness. Nothing on the walls. A futon on the floor, an alarm clock on a milk crate. He sits in the room as if there is a zen to emptiness. Perhaps there is. But it bothers him. He lifts part of the carpet, revealing: A FLOOR SAFE. We see: A PISTOL, magazines. Under that an envelope. He takes up the envelope. He lays out photographs like cards. Scenes from his life. His former life. His family life, his life as a child, his romantic life. He sits and stares at the pictures. He arranges them different ways.

EXT. A BEACH NEAR A POWERPLANT. DAY

BILLY leans against the wall of a concession stand. His knuckles are cut. A cut over his eye. He is agitated. Smoking. A car pulls up and Queenan and Dignam get out of it. In appearance, if anybody's watching, they're bracing Billy.

INSPECTOR QUEENAN

You taking it a little too seriously maybe?

BILLY

How you want me to take it?

SERGEANT DIGNAM

You pop somebody and there's no special card to play. The guy whose jaw you broke was Boston Police Department.

BILLY

I'm going fuckin' nuts. I can't be someone else.

(CONTINUED)

CONTINUED:

SERGEANT DIGNAM

Most of the people in the world do
it every day.

Dignam is drinking coffee.

BILLY

I'm not them.

DIGNAM

You're nobody. You signed the
paper.

Dignam laughs. Billy backhands his coffee out of his hand. It
flies over Dignam's suit.

SERGEANT DIGNAM

We're the only people in the world
who know that you're a cop. We
don't know you when you ask for
your money. Maybe we'll just erase
your file.

This is Billy's deepest fear.

BILLY

And maybe I'll fucking kill you.

He gets free of DIGNAM and punches him.

CAPTAIN QUEENAN

That was a joke, Billy.

SERGEANT DIGNAM

(bleeding from the nose)
Just because you play a fucking
tough guy doesn't mean you are one,
you lace curtain fucking pussy.

BILLY hits Dignam seven or eight times and Dignam falls down
some steps to the dirty beach. QUEENAN grabs Billy and holds
him against the wall.

CAPTAIN QUEENAN

(gently, like a man
calming a wild animal)
If someone was watching how are we
supposed to not arrest you?

BILLY looks desperately inland.

BILLY'S POV:

(CONTINUED)

CONTINUED: (2)

REVERE BEACH condominium buildings. A thousand empty terraces, five thousand empty windows. BILLY is desperate.

CAPTAIN QUEENAN (CONT'D)
Keep your act together. It's just a little while longer. Just a little while longer.

BILLY nods, out of it. DIGNAM is looking at blood on his hands in disbelief.

CAPTAIN QUEENAN (CONT'D)
(still holding Billy)
Get in the car.

DIGNAM does not.

BILLY
When are you going to take Costello? When? He murders somebody and you don't take him. I mean they got fucking Al Capone on fuckin' tax evasion, what's wrong with taking Costello on one of any of the million fucking felonies I've seen him do or you've seen him do. Get him for pissing in the street. What are you waiting to bust him for? Murdering me?

DIGNAM
Well. That would stick...

CAPTAIN QUEENAN
We're building a case. You know that.

BILLY
There's something wrong.

DIGNAM and QUEENAN look at each other.

CAPTAIN QUEENAN
Maybe.
(lets Billy go)
Maybe. Name me one thing that people do that doesn't have some element of a clusterfuck. Just hang tight. Hang tight for me. Just a little longer.

BILLY nods reluctantly.

(CONTINUED)

CONTINUED: (3)

CAPTAIN QUEENAN (CONT'D)

I want you to listen for any chatter about a spy in the Organized Crime Unit.

(BILLY looks at him)

You hear anything like that?

BILLY shakes his head.

QUEENAN

You're a mess. You need to talk to somebody?

BILLY

I need to fucking talk to somebody. Yes. I need to talk to somebody.

INT. OCD OFFICE. DAY

COLIN walks into the office. BROWN and other team members are watching a closed-circuit monitor. The MONITOR shows PIERO sitting insolently in an interrogation room. COLIN is spooked.

COLIN

He's one of Costello's guys. What did you get him for?

BROWN

Uniform got him on the Pike for an expired license and a half ounce of weed. But he had keys on him with a tag giving the address of one of Costello's buildings. We're getting a warrant.

COLIN

So what's happening.

BROWN

He won't talk without his attorney. He paged his lawyer but the lawyer hasn't called back yet.

COLIN

Who's the lawyer?

BROWN

He didn't know the name. He just had the number on a card. It was a beeper number. Very high class.

(CONTINUED)

CONTINUED:

COLIN nods.

COLIN

Really.

COLIN glances around and sees: a briefcase lying on a desk. He picks it up. He takes off his ID badge and tosses it on a desk.

COLIN (CONT'D)

(to Maisie)

Give me your cell phone.

BROWN and the rest of the team are perplexed.

ON THE MONITOR

As COLIN is seen let into the interrogation room by a uniformed officer.

INT. INTERROGATION ROOM. CONTINUOUS

PIERO looks up at COLIN hopefully. COLIN says nothing. He sits down, opens his case, takes out a yellow pad.

PIERO

You my attorney?

COLIN

What do you think?

INT. OFFICE, CRIMINAL INTELLIGENCE BUREAU. CONTINUOUS

MAISIE and BROWN are watching on the monitor.

MAISIE

He can't do that.

BROWN

(appreciatively)

He's doing it.

BROWN touches two button and switches off the sound recorder and video feed. MAISIE is outraged.

INT. INTERROGATION ROOM. CONTINUOUS

COLIN uncaps a pen and starts writing. Hard fluorescents reflected in his borrowed glasses.

(CONTINUED)

CONTINUED:

COLIN

Before we begin, I want to tell you that Mister Costello told me to tell you that your family will be taken care of.

ON PIERO

Shocked to hear the name Costello and frightened at the potential double meaning. He looks up at the (dead) CCTV camera.

COLIN (CONT'D)

There's nothing being recorded. It wouldn't be admissible in court. I think you have to make a call, Mr Piero.

PIERO

A call?

COLIN

The cops in there are suiting up for a raid. I don't know where they're going. But they do, and so do you.

PIERO gets it. COLIN puts a cellphone on the table. PIERO takes up the phone and punches in a number.

PIERO

Jimmy, get out of there.

(listens)

Get the fuck out of there now and don't go back.

PIERO closes the cellphone. He puts it into COLIN'S hand.

PIERO (CONT'D)

Who are you?

No answer from COLIN. He puts the cellphone in his pocket.

COLIN

Apparently you want another attorney, Mr PIERO. He'll be here shortly.

COLIN winks, and then, as PIERO gets it, leaves.

INT. OFFICE, CRIMINAL INTELLIGENCE BUREAU. CONTINUOUS

COLIN comes back into the office and gives the call phone to MAISIE.

MAISIE
(troubled)
Sir, your going in there....

COLIN
I didn't go in there. Look up the
last number dialed.

MAISIE can't help herself. She punches up the last number dialed, and sits at a computer. She punches it in.

COLIN and BROWN look at each other.

COLIN (CONT'D)
Never happened.

BROWN
That's right.

COLIN is shaking slightly as he puts the borrowed glasses onto a desk.

MASIE
Landline. 42 Attorney Street, South
End.

COLIN
An informant.

MASIE
But your cellphone call will be on
their phone records.

COLIN
(taking Masie aside)
I left it in there by accident. He
used it. What can I do?

MASIE
(a bit turned on)
Your reputation is by the book.

COLIN
Reputation's a funny thing. It all
works out. We know where the bookie
joint was and I still have my
reputation. In fact it's enhanced.

(CONTINUED)

CONTINUED:

The Phone rings. BROWN hands it to Colin.

COLIN (CONT'D)
Overtime tonight with Ellerby.
Let's go.

INT. ELLERBY'S COMMAND CENTER. NIGHT

An establishing shot of the command center. It's an otherwise disused floor of a new luxury office building. Cables and monitors and computers everywhere. It's crawling with FBI as well as State Cops. COLIN comes in with BROWN and MASIE.

ELLERBY
This operation has been secret until now. Our target is a major transaction of microprocessors. Yes, those. Cash will be handed over in a building which we have under comprehensive AV surveillance. Where the goods will be delivered is still unknown, though we know they will be delivered tonight. Lieutenant Quire's team...

(he nods at Colin)

Will tag the target and tap the phone lines. Our unit will not take action until a man we have inside the operation has pinned down the delivery location. Just so there's no mistaking the seriousness of what we're doing tonight, this is who we're after.

QUEENAN pulls a sheet off a board, revealing Mugshots of many people we've seen. But the one we go in on is...COSTELLO.

ON COLIN as he reflexively touches his cell phone. Masie has noticed.

COLIN thinks about the best way out of this.

ELLERBY (CONT'D)
We've been after this son of a bitch for a long time, and we're getting him tonight. Get to work.

COLIN
(to team)
Go find out what we're doing and get on it.

(CONTINUED)

CONTINUED:

COLIN wanders off in the mill of officers. He is taking out his cell phone when QUEENAN comes up to him.

ELLERBY

Sorry to get you at the last minute. But things leak.

COLIN

Oh I know that.

ELLERBY walks on to a COFFEE STATION, a yard away.

COLIN (CONT'D)

(into cell)

Dad?

COSTELLO (O.S.)

(on phone)

Yes?

COLIN is completely normal on the phone.

COLIN

I'm working. I'm not going to make dinner.

INT. COSTELLO'S APARMENT. CONTINUOUS

COSTELLO is on the phone.

COSTELLO

Too bad. Your mother worked all day. We'll just have to sit down without you and your friends.

Closes the phone. Smiling.

INT. COMMAND CENTER. CONTINUOUS

COLIN, confused, nervous, ends the call. QUEENAN is there.

COLIN

Is this operation all from your informant...whatever?

QUEENAN shrugs.

COLIN (CONT'D)

You look so relaxed. All this going on.

(CONTINUED)

CONTINUED:

CAPTAIN QUEENAN

(with his coffee)

"If it be now, tis not to come; if
it be not to come, it will be now;
if it be not now, yet it will
come." Know that one?

COLIN shakes his head.

CAPTAIN QUEENAN (CONT'D)

It means don't worry about it.

(indicates comm center)

You know the players. Call the
game.

He walks off.

EXT. COSTELLO'S BALCONY. NIGHT

COSTELLO lights a cigarette, leaning against the rail,
looking out over the city. He smiles. He knows the cops are
onto him. He's confident anyway. He buttons his shirt. Leaves
the balcony fast.

INT. COMMAND CENTER. LATER

COLIN joins his team, who are seated in a U shaped work-area.
COLIN swallows as he notices on video about 20 angles of a
building he seems to know very well. He sits down and puts a
headset on. A COP leans over and shakes his hand.

COP

Piece of cake. I'll operate the
cameras. You ID the guys and log
them.

COLIN nods. QUEENAN comes up.

CAPTAIN QUEENAN

All cellphone signals are under
surveillance through the courtesy
of our Federal friends over
there...

COLIN looks.

ELLERBY

(as if on coke and he
probably is)

"Patriot Act." Love it. Love it.

(CONTINUED)

CONTINUED:

COLIN, using his left hand, not looking, opens his cellphone, autodial, and then taps morse into it.

ONSCREEN, CARS PULL UP IN FRONT OF THE TARGET BUILDING.

COLIN

That's Costello right there.
Costello, Mister French, Jumbo, Joe
Black, Billy Connolly the new
guy...Time is 7.46.

COP

(flipping switches like TV
director)
Recording. We're up.

EXT. TARGET BUILDING. NIGHT

COSTELLO and the boys go into the building.

INT. COMMAND CENTER. CONTINUOUS

Watching images.

GEEK COP

They're in the lobby. We have a
blind spot in the lobby.

INT. LOBBY. CONTINUOUS

COSTELLO looks at his IM screen and turns to his guys.

COSTELLO

Take out all your cell phones.

The cell phones are bagged and clean phones are produced from an envelope.

INT. COMMAND CENTER. NIGHT

Both Brown and Colin have their headsets on.

QUEENAN

Any calls?

COLIN

No. They probably changed their
phones.

He looks utterly innocent.

(CONTINUED)

CONTINUED:

QUEENAN

Search randomly for calls made from the area.

COLIN

Eight thousand seven hundred phones are connecting in this area.

DIGNAM

Why the fuck did they change their phones. They've never changed their phones before.

QUEENAN looks at an IM on his phone.

QUEENAN

They did change phones. And the buyers are there.

COLIN wonders how Queenan knew this.

DIGNAM

Fuck it, they're on the floor we can't see.

INT. AN OPEN AREA IN THE UNFINISHED BUILDING. NIGHT

COSTELLOS BOYS spread out, holding the MP3s. As a stylistic note I'm thinking pretty frankly "Ipress File". Across the open, lumber-strewn area, CHINESE TRIAD MEMBERS are standing, also armed to the teeth.

TRIAD BOSS

Hey man. You good?

COSTELLO takes out his More. Blows smoke.

COSTELLO

I'm good, Yan, I'm very good. How's your family.

COSTELLO gestures and a suitcase of processors is put on the floor. Opened. The TRIAD BOSS gestures and a case of money is put on the floor, opened. Experts in both chips and money go and have a look while the parties hold automatic weapons on each other. The deal is done.

COSTELLO (CONT'D)

Out.

To Billy's surprise they head out through the back industrial windows and rattle down a fire escape.

EXT. BEHIND THE BUILDING. NIGHT

Tied to a riprap wall there are two boats. The money and guns are put into one and it takes off. The TRIAD members get into the other, and jet away. COSTELLO removes his gloves and throws them into the harbor. The rest do the same. The OLD cellphones go into the water as well. COSTELLO turns to Billy.

COSTELLO

We got Staties out front. Always have a backup plan. For the people you're doing business with, too, cause that's what can fuck you.

BILLY

What do we do now?

COSTELLO

We just walk out. There's nothing here. We didn't do anything.

BILLY is stunned. Admiring.

MISTER FRENCH

Except sell the Ching Chongs a bunch of fuckin' plastic.

Everyone laughs. Billy is amazed.

INT. COLIN AND MADELEINE'S NEW APARTMENT. DAY

Just moved in. Colin in his socks, as MOVERS carry in a couch, is wandering around the apartment. He looks worried (it was a big night) but he can't fail to appreciate his new pad. It's a big place, a bit much, on examination, for the combined salaries of a shrink and a policeman, two bedrooms (one filled with office gear and unpacked boxes) a terrace, and a view of the dome of Beacon Hill. The futon has been slept on already. He whistles The Jeffersons theme, drinks coffee. MADELEINE comes in with bags of takeout food.

COLIN

I'm starting to feel that I can't do anything wrong.

MADELEINE

It's only an apartment.

COLIN

Uncle Alphonsus came in handy. It's nice to have first and last.

(CONTINUED)

CONTINUED:

MADELEINE

(drily)

How long do we have to be engaged
before I find out what this famous
Uncle Alph left you?

COLIN

(shrugs)

Ten years...

He smiles. Kisses her.

MADELEINE

Can we afford an interior
decorator? Because even if I had
time, I really suck at it.

COLIN

Yes. We can.

A box of chinese food is put down on the counter beside
Colin's CELL PHONE, which rings. COLIN moves...but Madeleine
picks it up. Colin sweeps a second identical cellphone off
the top of the fridge and pockets it.

MADELEINE

Hello?

After a moment she holds the phone out to Colin who looks at
her evenly.

COLIN

Who is it?

MADELEINE

I think it's a guy with a, ah,

She touches her throat.

COLIN takes the cell phone and looks at the screen. He puts
the phone to his ear.

COLIN

Hello?

COSTELLO (ON VOICE ALTERING PHONE)

It's me.

COLIN exits the kitchen.

EXT. THE WATERFRONT. CONTINUOUS

COSTELLO, with his collar turned up, is walking along the modern waterfront. Wearing a headset.

COSTELLO
You know what happened.

INTERCUT TERRACE OF COLIN'S APARTMENT/WATERFRONT. CONTINUOUS

COLIN
I tipped you off is what happened
and you're not in jail.

COSTELLO
There's a rat in my outfit. One of
yours. Find out who he is.

COLIN
I have no access to undercover
files.

COSTELLO
I don't care how fuckin' difficult
it is. You like your new apartment?

COLIN
(aware of the threat)
Yes. Yes I do.

COSTELLO (NOW V.O, DISGUISED)
I don't care how difficult it is.

COLIN
The one thing I know, that's I've
learned, I overheard it, is that
Queenan's undercover people use
Morse code.

(as Costello is silent, he
panicks into intelligent
reaction)
All right. We start here. Give me
all the information on the people
around you last night, everyone
that works for you.

COSTELLO
(leaning on a bollard by
the harbor)
What do you mean, information.

(CONTINUED)

CONTINUED:

COLIN

Real full names, social security numbers, drivers license numbers, dates of birth, bank account numbers. Everything you don't usually get from a criminal. That's where I'll start. Get the info today. Meet me tonight at the place.

COSTELLO

If you thought of this before it would be worth something. Don't disappoint me again.

Costello hangs up.

INT. COLIN AND MADELEINE'S NEW APARTMENT. CONTINUOUS

COLIN, looking worried, folding his phone away, comes into the apartment.

MADELEINE is at the door, tipping the departing movers. She turns and looks at Colin happily.

Colin manages to smile.

MADELEINE

There's a reason I haven't moved in ten years. Look at all this shit. When you're younger, every year is a different personality with different costumes, different books. Then you're just finally the same old shit, and so is your life. That's when you get married.

COLIN is looking at her, stricken. His mind racing. Happily she picks up her briefcase.

MADELEINE (CONT'D)

Well. The dread Saturday appointments.

COLIN

I can see how you make people feel better, in your profession.

MADELEINE

Haven't you been different people?

(CONTINUED)

CONTINUED:

COLIN

I've always been the same. Nobody.

MADELEINE looks at him and laughs: it's a ridiculous thing for COLIN to say. She kisses him and goes out.

INT. IM PEI TYPE FOOTBRIDGE WITH A PEDESTRIAN CONVEYOR. DAY

BILLY is talking on the phone, in a fury.

BILLY

Why shouldn't I get on a fucking airplane? Meet up? Meet up? Do you actually want me dead? There's a rat in your department. I'm out until he's out, until you find him. Where's Queenan?

INT. SPECIAL UNIT OFFICE. CONTINUOUS

DIGNAM is alone. We see Queenan's empty desk in a fall of light. We see Dignam's arm, wrist, phone, an expensive heavy watch. Cigarette smoke.

DIGNAM

Queenan had a funeral to go to, cowboy. This is my shift. Calm down.

INTERCUT AIRPORT FOOTBRIDGE/DIGNAM'S OFFICE

BILLY

You have an informer inside. It's real. Smoke him out.

DIGNAM

And how do we do that?

BILLY

Carefully. Disinform. One piece of information to one person. One piece to another. Then see if it comes out the pipe. I want you to get a sealed wiretap warrant for an apartment...his mother's apartment. Don't tell anyone in our department but tell OCU. That's first. Narrow it down. You follow me?

DIGNAM

You calling the shots here?

(CONTINUED)

CONTINUED:

BILLY

Fuck. I can't fucking micromanage it from here. Do you know what it's like to be the only person who can do anything, and to not be able to do it?! Where's Queenan.

DIGNAM

Not here.

BILLY, hyperventilating, stands and looks through the glass at: JETS taking off. Dignam is talking, his voice buzzing, but Billy doesn't listen. He is in a full-on panic attack. He leans back against the glass, closes his eyes. The pedestrian conveyor carries him on towards the dark maw of the airport parking garage.

BILLY

Tell Queenan to call me. I have an appointment.

He straightens up, switches off his phone, walks on.

INT. MADELEINE'S OFFICE. DAY

A clock ticking. MADELEINE is looking across her desk at ...Billy. MADELEINE is very much a guarded shrink. But no one's more guarded than Billy.

BILLY

It's like confession. Isn't it. This sort of thing.

MADELEINE

Then why don't you confess? We've been here for a half hour.

BILLY

People make things up in confession. You know that?

MADELEINE

I imagine they do.

BILLY

People are liars. They want to be stars of their little films. Reinvent what happened. Pretend they had a snappy comeback when really they thought of it in the car.

(CONTINUED)

CONTINUED:

MADELEINE

Do you like people?

BILLY

People who can examine themselves.
Who can fix themselves. People who
aren't full of shit. Those people.

MADELEINE

Obviously I know you're a
policeman.

BILLY

Well. Don't spread it around.

MADELEINE

Can you tell me the nature of your
work?

BILLY

You were told I wouldn't tell you
that before I came in here.

MADELEINE

I see policemen exclusively.

BILLY

Are you looking for a better job?

MADELEINE

They normally have a lot to say.

BILLY

(cynically)

Come in here all tears?

MADELEINE

Sometimes they cry. If they have
trouble at home. If they've had
to...use their weapons.

BILLY

Let me tell you something. They
signed up to use their fuckin'
weapons. Most of them. But they
watch enough TV so they know they
have to go "boo hoo hoo" after they
use their weapons. No one's more
full of shit than a cop. What's the
matter?

(CONTINUED)

CONTINUED: (2)

MADELEINE

I know someone you'd probably like.
Another policeman.

BILLY

Boyfriend?

MADELEINE

Fiancee. Actually. Let's not talk
about it.

BILLY

Ask someone about their "feelings"
and half the time you're listening
to shit art. A bad novel. Stick a
camera in a guy's face when he
comes back from war or out of a
burning building and he's a master
thespian. He needs lines. He
doesn't have anything to say for
himself. He says what he's heard
other people say on TV. No one's
themselves, if anyone's watching.
Sometimes I think that the happiest
people are the ones who aren't
themselves even when they're alone.
Who are nothing.

(MADELEINE looks up at the
surprise echo of COLIN)

I might get there. Is it Nirvana,
you think?

MADELEINE is worried. She's attracted to this guy. And he's a
patient...and she's with someone else.

BILLY (CONT'D)

I'm an undercover officer. All you
need to know that I do is that I
lie. Dissimulate. Sit there with a
fucking murderer, my heart-rate
jacked, my hand...

(he holds it out)

steady. That's something I found
out about myself. That my hand
doesn't shake. I was on a sailboat
once in a storm. There were people
who lost it. There were people who
did their jobs. Everyone sorts out.
Maybe I don't need you.

(CONTINUED)

CONTINUED: (3)

MADELEINE

I have to hope that you don't. But
be available if you do.

The double-entendre is unavoidable. She is embarrassed.

BILLY

Do you lie?

MADELEINE

I lie sometimes.

BILLY

To do good, or to get somewhere?

MADELEINE

May I ask your level of education?

BILLY smiles cynically.

BILLY

Maybe we could play Trivial Pursuit
or have an original-thought bake-
off and see who wins.

MADELEINE

(offended)

What do you want? Coming here.

BILLY

You want the truth?

MADELEINE nods.

BILLY (CONT'D)

Valium.

MADELEINE

(beginning to end the
meeting)

If you lied, you'd have an easier
time getting what you wanted.

BILLY

What's that say about what you do
for a living?

MADELEINE is taken aback. She closes her book.

(CONTINUED)

CONTINUED: (4)

MADELEINE

I think we better have a few more meetings before we talk about prescriptions.

BILLY

Don't bother. I'm going to "sever this professional relationship". You just turned out an agitated man who needed help and puked in a trash barrel on the way in, while coming here at risk to his life. You did that because I said something true. Congratulations.

He leaves.

MADELEINE stares after him.

EXT. PLAZA OUTSIDE THE OFFICE BUILDING (GOVT CENTER). DAY

Very windy. Papers blowing. Billy is walking. MADELEINE catches up to him.

MADELEINE

I asked about your level of education. It was a clumsy way to say that I was interested in your thinking.

BILLY

My dad's IQ was registered as 170 when he was in the fucking army and he died working baggage at the airport. My grandfather went to Harvard and couldn't spell. This is fuckin' America. It's complicated, here. Wake up. Let me ask you something. You want to do your job or do you want to be a "professional"?

It's an echo of what Queenan said to him.

MADELEINE

Don't tell me how to do my job.

BILLY

I'll tell you to your face that you just didn't do it.

(MORE)

(CONTINUED)

CONTINUED:

BILLY (CONT'D)

Guy comes in in pain, against every instinct of ...privacy, of, of, self reliance... that he has, and you don't help him? You send him off to score heroin?

MADELEINE holds out a paper.

BILLY (CONT'D)

What's that?

MADELEINE

A prescription for a hundred valium. And my private cellphone number. Call me when you need more.

BILLY

I don't think I'll live long enough to get through this prescription.

MADELEINE

You're safe with me. Let's continue next week.

BILLY looks at her for a long beat.

BILLY

Maybe.

BILLY turns and heads down the steps towards the waterfront.

TRACK with BILLY, walking. He shrugs along in his leather coat, agitated, agitated. His cellphone rings. He answers with dread. Listens.

BILLY (CONT'D)

I'll be there tomorrow.

EXT. DRIVING RANGE. DAY (WINDY)

Wearing a suit if anything even better than the good suits he has always worn, COLIN is watching ELLERBY hit golf balls. Well.

ELLERBY

Your promotion has gone through. Another one.

Winks at Colin.

(CONTINUED)

CONTINUED:

ELLERBY (CONT'D)

You'll be transferred to Internal Affairs but you will continue to work in the Organized Crime Unit.

COLIN

I don't understand.

ELLERBY

We are all convinced that Costello has at least one mole in the State Police. In the OCU. You'll investigate.

COLIN looks filled with a combination of hilarity and dread.

COLIN

(with real fear)

Why me?

ELLERBY

We have looked at all possible candidates. You have an immaculate record. Some people never trust a guy with an immaculate record. I do.

(a beat)

I have an immaculate record.

ELLERBY hits a drive.

ELLERBY (CONT'D)

Play golf?

COLIN

No.

ELLERBY

Ought to. Pretty much sucks as a game but you get to form relationships. Have a try.

COLIN takes the club. Hits one.

ELLERBY (CONT'D)

How's the wedding coming along?

COLIN

On schedule.

(CONTINUED)

CONTINUED: (2)

ELLERBY

That's good. Marriage is all part of getting ahead. You don't want anyone thinking you're a homo. Married guy seems stable. People look at a wedding ring and think: someone can stand the son of a bitch. Ladies see the wedding ring and know immediately that you must have some money and that your cock works.

(takes the club back)

Reality's important. Appearances are more important.

Hits a drive.

COLIN

You couldn't be more correct, sir.

EXT. CONSTRUCTION AREA. DAY

HEAVY EQUIPMENT stands on the thrashed earth. Hoardings. BILLY crosses the road under what remains of the the Expressway, hops through mud, and after hiding in an angle of the building and cocking the gun in his pocket bangs on the door of a dead bar named Hooligans. Business destroyed by the traffic. The door is unlocked by: DELAHUNT.

INT. THE DEAD BAR. DAY

It's another of COSTELLO'S "locations". BILLY looks around. Every man from the previous night is there--but no COSTELLO. DELAHUNT closes the door behind him and bars it. Men are oddly enough filling out forms. These are not men used to pencil and paper. Billy is nodded at.

DELAHUNT

Boss wants your real name, your social, your license number, all your bank account numbers.

BILLY

I don't have a bank account.

PIERO

I'm a cash business myself.

BILLY

What's he doing, setting up IRAs?

(CONTINUED)

CONTINUED:

DELAHUNT

It's a raffle for a Thanksgiving turkey. You fill in the papers, real name, all your numbers, no fucking around, and then we all wait here.

BILLY looks around at the shithole.

BILLY

How long?

A man is tapping a pencil. It sounds like Morse code.

DELAHUNT

Until he says go.

BILLY

I'm not staying. You can tell him I said so.

BILLY takes a paper and, sitting at the bar beside PIERO, writes down his information. The other men are mostly finished and DELAHUNT is collecting the papers. DELAHUNT tosses the brown envelope on the bar.

DELAHUNT

Put the forms in there.

PIERO

I don't know if this is how you spell Citizens'.

BILLY glances at what PIERO is crawling: CITTIZINS BANK.

BILLY

No, no, no. Jesus Christ.

He takes the brown envelope, and writes on it CITIZENS.

PIERO

What are you, retarded? That ain't right.

BILLY gives up. Both of their forms are stuffed in an envelope. BILLY gets up.

DELAHUNT

He said to stay here.

(CONTINUED)

CONTINUED: (2)

BILLY

I don't know what's going on and
I'm not sitting in this room
without getting a tetanus shot. See
you.

He goes out. DELAHUNT puts his coat on. He picks up the brown envelope on which CITIZENS is written.

INT. CINEMA. NIGHT

Dark theater, movie in progress. It's a dull porno. Wobbly porno music. A thin audience of raincoat artists. The door opens and CONNOLLY enters. He moves slowly down the aisle and sees: COLIN sitting alone. He sits down behind Colin.

COSTELLO

I never understood this shit. It
finally dawned on me, call me
innocent, that it's for people who
want to jerk off in theaters. You
see, I always got laid a lot. You
develop your own personal habits.
Be what they may.

He slides the brown envelope to Colin, who puts it in his coat. COLIN remains, like a man in a confessional.

COLIN

I'm getting reassigned.

COSTELLO

Anything interesting?

COLIN

Yeah. I have to find myself. The
mole.

COSTELLO chuckles, truly enjoying this.

COSTELLO

Well. That's always more difficult
than finding someone else.

COLIN

Can you lay low over the next
couple of weeks? I'm serious.

COSTELLO

A man has to make a living. Laying
low is not what I do. Not being
caught is what I do.

(CONTINUED)

CONTINUED:

COLIN

There is serious heat on you.

COSTELLO

You do your job. Keep me informed.
And find the spy in my
organization. Take that envelope.
Find him.

COLIN

I don't know if I can handle it.
Lay low.

COSTELLO

You're worried about yourself,
Detective Quire. You figure you got
what you need, now, and fuck what I
need? What I hired you for.

COLIN doesn't dare respond.

COSTELLO (CONT'D)

There's less chance they'll find
you now. With you looking for
yourself I'd put my money on utter
failure.

COLIN recognizes the double edge and we see in his face, momentarily, hatred for Costello. The door opens again at the back of the theater and we see: BILLY. He slips into a dark back seat. He can see Costello's white hair. He slumps in his seat as Costello marches up the aisle and out of the theater. He has barely recovered from this when:

The dark shape of COLIN is moving rapidly towards and through the emergency exit under the screen.

Billy follows.

INT. CINEMA BACK STAIRCASE. NIGHT

It's open, and gives on to what Boston keeps trying to call the Theater District and what keeps being The Combat Zone. Billy sees the man he is following, holding an envelope, move fast out of an alley's end-- a silhouette of a man in a suit,

Holding the ENVELOPE.

BILLY follows cautiously.

EXT. STREET OF STRIP CLUBS. MOMENTS LATER

BILLY is speeding up, moving through pedestrians, desperate to see his quarry's face.

COLIN is walking easily, he will easily be caught up to within minutes. He puts the envelope into his coat.

COLIN turns down another street.

BILLY starts into a half-run. He turns the corner.

ANOTHER STREET painted with neon light. This one arrows into the heart of Chinatown.

BILLY is nearly up to COLIN on this quieter street when...

His cellphone rings.

Instead of turning around, Colin, who has been hearing footsteps, accelerates. The only thing on his agenda is to not have his face seen.

BILLY spins into a door-opening and answers.

BILLY

Hello?

He peers out and sees COLIN turn another corner and disappear.

EXT. AROUND THE NEXT CORNER. NIGHT

COLIN is waiting, in a doorway of his own. He has a knife open in his hand. He waits: a WOMAN turns the corner. COLIN hides the knife. Then goes and looks around the corner.

No sign of Billy, no sign of a follower. But he does notice: CCTV cameras at the intersection. He spins and gets out of there.

INT. AN OFFICE. NIGHT

Colin is looking at CCTV tapes. We see Colin, unrecognizable on cheap video. Then we see a blurred image of BILLY. Crossing the street in beats like the coffin in "The Monkey's Paw". No more use as ID than the Shroud of Turin. COLIN tenses and switches off the tape as someone comes into the office. He leaves, with his envelope. On it: CITIZENS.

EXT. CHARLES STREET. NIGHT

Wet empty streets. The "gaslights" are on. About Nine pm.

INT. CHARLES STREET BRASSERIE. NIGHT

A Costello business. The restaurant is closed for the night. One bartender is sweeping up and the other is counting the takings. In a darker alcove of the bar COSTELLO sits alone at a broad table, drinking brandy. On sound, classical music. As a knocking is heard Costello looks up. A BARTENDER lets Billy in. COSTELLO watches Billy approach. We hear him sit down.

COSTELLO

Mobsters like restaurants. Angiulos used to have Cafe Pompeii. You'd be sitting there eating your fuckin' spaghetti and all of a sudden one guinea would chase another one out of the back office with a baseball bat. Tourists fucking loved it. YOU like French Onion soup?

BILLY

When I'm hungry.

COSTELLO

How long have you worked for me?

BILLY

Seven months. Eight. Almost a year.

COSTELLO

(looks at him carefully)
Seems longer.

A long pause. Costello is measuring Billy with his hard stare.

COSTELLO (CONT'D)

I have some goods coming in Thursday. This time I'm using some new guys. Nobody I normally use.

BILLY

Even Mister French?

COSTELLO

There's a spy in my organization.

He pours Billy some brandy. Then lays out a game of solitaire.

(CONTINUED)

COSTELLO (CONT'D)
What do you think I should do?

BILLY
I don't know.

COSTELLO
You're the new guy.

BILLY
Too obvious, isn't it?

COSTELLO
Why didn't you stay in the bar?
That day I wanted your social. Your
numbers.

BILLY
Because it fucking stank and I'm
not the rat.

COSTELLO turns over cards. Face cards. Different faces.

BILLY (CONT'D)
How many of these guys been with
you long enough to be disgruntled?
Who needs more money than you pay
them? You thinks that they could do
what you do better than you do?

COSTELLO
The only one who could do what I do
as well as I do is you.

BILLY stares over a precipice: he knows this as well.

COSTELLO (CONT'D)
But that's a matter of brains and
aptitude. Wherewithal. I'm not
saying you want to. In general,
Billy, you telling me what I should
be thinking?

BILLY
Can I be frank? About the other
thing. Someone being a mole or not.

COSTELLO, laying out card after slow card, nods.

BILLY (CONT'D)
I am a criminal, too. A murderer.
All these guys are murderers.
(MORE)

(CONTINUED)

CONTINUED: (2)

BILLY (CONT'D)

But I think I really am one. I felt it, the day I bought the machine guns. You accuse me once, I'll put up with it. You accuse me twice, I'll quit. If you make me fear for my life, I'll put a fucking bullet in your fucking head as if you were anybody else.

COSTELLO looks up. This is new: but he's impassive. And impressed.

COSTELLO

You're not afraid of me.

BILLY

You've got to stop playing boogeyman and frightener with your crew of morons, fine. You're sixty fucking years old. One of these guys is going to pop you. As for running drugs, you don't need the money or the pain and the ass, and they're going to catch you.

COSTELLO smiles, and continues with the snicking cards.

COSTELLO

I haven't needed "the money" since 1979. And how do you think I ought to die, considering how I've lived. I am what I am till the end.

BARTENDER

We're out of here. You'll have to set the alarm, Mister Costello.

COSTELLO

(eyes on Billy)

Thank you, Jimmy. See you tomorrow.

ON SOUND the door closes and locks.

COSTELLO (CONT'D)

In jail you know what you do if someone challenges you?

BILLY

I'm not challenging you. I just don't want you to fuck with me.

(CONTINUED)

CONTINUED: (3)

COSTELLO

If anyone's my successor, you are.

(plays cards again)

I'll know who the rat is in the next few days. There's a boat coming in, up in Gloucester. Sully will give you the details.

EXT. A SEAWALL COVERED WITH GRAFFITTI. DAY

BILLY sits throwing small stones into the dirty water. He pulls out a bottle of pills and takes two.

INT. POLICE HEADQUARTERS. DAY

Everybody is busy in the office. It's Colin's first day of Infernal Affairs.. He comes out of the elevator and heads for Queenan's office. COPS stare at him with resentment. Enters as Dignam comes out. DIGNAM faces Colin down.

COLIN

A problem?

DIGNAM

I run squealers. I don't like them.

COLIN

The day you wouldn't take a promotion, you let me know. Because one of these days, Dignam, I'll be giving them out. And if you'd handled this problem I wouldn't be here.

DIGNAM

Fuck yourself.

COLIN

I need to know the identity of your informants.

DIGNAM

Not a chance.

INT. CONFERENCE ROOM. CONTINUOUS

QUEENAN is smoking and blowing the smoke out the window. ELLERBY, others, present.

(CONTINUED)

CONTINUED:

INSPECTOR QUEENAN
It's undignified, doing this.
Having to blow smoke out the
window.

He puts the cig into a cup of water, and throws it into the
trash.

INSPECTOR QUEENAN (CONT'D)
Ah well.
(sits)
How's internal affairs?

COLIN
Seems like I'm a marked man today.
They don't want me here. Neither
does your Sergeant Dignam.
Especially.

INSPECTOR QUEENAN
Everybody knows you're assigned
here to find Costello's informer.
They want to find the informer as
much as you do. What they do not
want is to be accused of being the
informer. They do not want their
personal business raked through.

COLIN sits uneasily.

COLIN
Well one of them has to be the
informer. Right?

INSPECTOR QUEENAN
Two days ago, my informer in
Costello's organization--

COLIN
Who is that?

INSPECTOR QUEENAN
Not a chance. You can go over my
head. You still won't get an
answer.

COLIN
Fair enough.

(CONTINUED)

CONTINUED: (2)

INSPECTOR QUEENAN

As I said, two days ago, my informer nearly found out who the bastard is. He lost him in the street.

COLIN

(swallows)

Any advice? Generally?

INSPECTOR QUEENAN

Don't concentrate too much on my people. Costello can't do business without coordinating with his informer...

(gestures out window)

who is out there. In OCU. Follow Costello. I hear he's back in the import business. If he's getting a shipment, he'll have to contact his informer. Just follow Costello, and you'll find the informer.

COLIN

That's not "internal affairs". Is it. I'm here to investigate the police.

QUEENAN

You ought to know that I'm running my own counter-intelligence operation. If I disinform my people person by person, and a particular piece of disinformation ends up with Costello, then we have the informer.

COLIN keeps his smile in place.

COLIN

I have a lot to learn from you.

INSPECTOR QUEENAN

I don't know about that. You're on the rise...That's not because you're bad at what you do. But you're IA. You're going to be looking at my people. Going through their bank statements. Don't expect them to get you a coffee or invite you to their houses.

(MORE)

(CONTINUED)

CONTINUED: (3)

INSPECTOR QUEENAN (CONT'D)
(sinks a piece of paper
into the wastebasket)

Two.

COLIN looks at the wastebasket. At stacks of files.

INSPECTOR QUEENAN (CONT'D)
Let me get you a coffee.

INT. COLIN'S NEW OFFICE. DAY

COLIN is sitting in his office alone, remembering what Queenan has just told him.

QUEENAN (V.O.)
If he's getting a shipment, he'll
have to contact his informer. Just
follow Costello, and you'll find
the informer.

COLIN, in the fishbowl of his glass office, is being stared at by pissed-off cops. One of them gives him the finger.

COLIN calms down. He opens the brown envelope. He takes out the forms that he was given by Costello, opens up POLICE PERSONEL DATABASE and starts searching.

He types in SS numbers. One, then another, then another. The result is always: "Person not found". He types in Connolly, William M, hits return. It comes up: "Person not found". COLIN keeps working.

INT. A GREEK RESTAURANT. DAY

BILLY is sitting at the very back with Madeleine. She is drinking tea, holding the cup with two hands.

BILLY
I don't want a secret life. Trust
me. Neither do you.

MADELEINE
I'm not going to meet you any other
way.

BILLY
This guy you're engaged to?

MADELEINE shakes her head slowly.

BILLY (CONT'D)
I mean, what would he think of
this.

(CONTINUED)

CONTINUED:

MADELEINE

This part of my job is private. I
have my private life.

BILLY

You like it.

MADELEINE

I insist on it.

INT. A HOTEL ROOM. DAY

MADELEINE and BILLY have made love. MADELEINE is dressing, gathering her things, walking back and forth. Billy reaches for his pills, beside his pistol. He takes a pill.

BILLY

What does your fiancée do again?
It's security issue.

MADELEINE

Here's the deal. I don't talk about
him to you. I don't talk to him
about you.

BILLY

...Obviously. Well you have the
right to, don't you? Because you
deserve it. As a woman.

(having lacerated her, he
lights a cigarette)

And how long does this continue.

MADELEINE closes the bathroom door.

INT. COLIN'S NEW OFFICE. DAY

MUGSHOTS of all of Costello's guys. He looks at them
desperately...no one squares up with the blurred, impossible,
images he saw on the CCTV screen (which he has printed out).

COLIN closes the curtains on his fishbowl office (not fast
enough to avoid seeing Dignam give him the finger), locks his
door, opens the BROWN ENVELOPE and starts inputting SS
numbers and names into the police personnel database.
Each search always comes up "Person not Found". COLIN stares
at the computer screen. He picks up the phone.

INT. INTERNAL AFFAIRS OFFICE. CONTINUOUS

BARRIGAN picks up the phone on his desk.

(CONTINUED)

CONTINUED:

BARRIGAN

Yes?

COLIN

I want Inspector Dignam and
Inspector Queenan followed around
the clock.

BARRIGAN

Why?

COLIN

We have to find the informer in
Costello's outfit to find the one
in ours. Follow Queenan, and you'll
find his informer.

He hangs up. Sits determined at the desk.

INT. COLIN AND MADELEINE'S NEW BEDROOM. SAME NIGHT

Colin is in bed with Madeleine at his side. MADELEINE gets up
and goes to her desk. COLIN gets up and looks out the window
at the city-his, if he can manage it. If he can keep his shit
together.

COLIN

You ever feel like living anywhere
else?

MADELEINE

We just got here.

COLIN

No, I mean some place other than
Boston. What if when I get into the
FBI we get based in...DC...New
York. Wouldn't you like that?
Maybe?

MADELEINE

(looking at her email)
If there's an advantage in it.

COLIN

Now what we called people like you
back in the neighborhood?
(puts on the accent)
A hahd werka.

(CONTINUED)

CONTINUED:

MADELEINE

What the middle class calls work isn't usually work. It's preoccupation.

COLIN

Do you like what you do?

MADELEINE

I have a new client...he's in an interesting situation.

COLIN

What's that?

MADELEINE

He can't be himself.

COLIN's radar is activated.

COLIN

(cautious)

You could say that for anybody. Who has a role in the world. Response-responsibilities. Right?

MADELEINE

Not like this.

(a beat)

I wasn't myself at Wellesley. Couldn't be. I had completely different politics. Completely...unnatural hair. My friends weren't the ones I wanted. My major wasn't the one I wanted. But it was all...a means...to an end.

This resonates with Colin.

COLIN

Right. Right. A means to an end. You can...be one thing with one person, and someone else to another.

MADELEINE

(she closes her laptop)

Yes.

COLIN, agitated, is reassured. But he still is intrigued by the mystery. He eyes the computer.

(CONTINUED)

CONTINUED: (2)

MADELEINE (CONT'D)

Were you ever yourself in high school?

COLIN

I was an equivalency exam boy. More of 'em around than you think.

(a beat, he lies back on the bed, throwing balled socks into the air and catching them)

Is this a cop client you're talking about?

MADELEINE

I couldn't tell you if it was.

She leaves the room. COLIN eyes her laptop. He opens it. We hear water running in the bathroom. The passcode screen comes up. He mouths "fuck" and hits quit.

INT. A VAN. DAY

A COP is sitting in a parked van with blacked out windows. A notebook on his lap. A camera around his neck. A study in predatorial motionlessness.

EXT. THE CHARLES STREET BRASSERIE. DAY

PIERO and DELAHUNT (oblivious to the VAN) are smoking on the sidewalk outside the restaurant.

DELAHUNT

Of course I know how to spot a cop.

PIERO

How's that?

DELAHUNT

If he's not paying attention to us, he's a cop.

THEIR POV:

A MAN across the street is looking into the window of an antique shop.

DELAHUNT (CONT'D)

He's not paying attention to us.
He's a cop.

(CONTINUED)

CONTINUED:

A WOMAN walks by definitely ignoring both men, dragging a lapdog.

PIERO

She ignored us.

DELAHUNT

She's probably the fucking Police
Commissioner.

INT. CHARLES STREET BRASSERIE. CONTINUOUS

Too early to be opened for business. The BACK FIRE DOOR opens, Connolly having opened it, and NEW GUYS, six hard customers, come in.

At the BAR, BILLY is drinking coffee and reading the Boston Herald. He notices the NEW GUYS.

COSTELLO looks at BILLY.

COSTELLO

How are you, kid?

BILLY

All right.

COSTELLO

You can get out of here. This is
the crew for tonight.

BILLY

I thought I was on for this.

COSTELLO

I changed my mind. Delahunt and
Piero will lead the tail away. Take
the night off.

COSTELLO leads the NEW GUYS into a back office.

EXT. THE CHARLES STREET BRASSERIE. MOMENTS LATER

BILLY steps out, ignoring DELAHUNT and PIERO.

DELAHUNT

You're a cop.

BILLY

Huh?

(CONTINUED)

CONTINUED:

DELAHUNT

You're ignoring us. You're a cop.
We're guessing who cops are. Most
good looking women are cops.

BILLY

Right. I'm going home. He's playing
with his new boys.

DELAHUNT

See you later.

BILLY

Later.

BILLY walks down the street and heads into an ATM kiosk.
Inside, he opens his phone.

BILLY (CONT'D)

He's moving drugs with a crew of
new guys. I'm not going to say
where he told me the drugs are
coming in. It might be
disinformation. It probably is. I
need to see you. In person. Today.
I'm out.

EXT. POLICE STATION. DAY

BARRIGAN is leading the team to trail after Inspector
Queenan. On foot. A plug in his ear. Two other officers
nearby. They get alert as QUEENAN comes out of the building.

INT. COLIN'S CAR. CONTINUOUS

COLIN, parked nearby, also watches Inspector Queenan come out
of the police station.

COLIN

I see him. You follow him alone.

BARRIGAN

You can't really think he's the
informer in his own section.

COLIN

When I want you to know everything
I'll let you know, all right? Right
now just follow him, alone, and
don't get made. I'm going up to
the office.

EXT. FINANCIAL DISTRICT. DAY

BARRIGAN AND TEAM trail Inspector Queenan through the crowds of people heading towards work.

INT. STATE ST. SUBWAY STATION. MORNING

INSPECTOR QUEENAN begins to light a cigarette and then gives it up. A TROLLEY comes in, and Queenan boards. BARRIGAN AND TEAM move and board the next car.

BARRIGAN
(into mic)
He's taking the subway.

INT. COLIN'S NEW OFFICE. CONTINUOUS

COLIN also wears an earpiece.

COLIN
Stay with him.

INT. SUBWAY CAR. CONTINUOUS

Looking through smeared glass into the next car BARRIGAN sees Inspector Queenan answer a cell call. BARRIGAN is pissed that he can't hear.

INT. FIRST SUBWAY CAR. CONTINUOUS

Inspector Queenan is on his cell.

INSPECTOR QUEENAN
Where are you now?

BILLY
Look down the car but don't make a big deal about it.

QUEENAN looks up mildly as the car rocks.

QUEENAN'S POV:

BILLY is slumped in a seat at the far end, not looking towards QUEENAN.

BILLY (CONT'D)
Is there any reason you'd have a tail.

QUEENAN
No.

(CONTINUED)

CONTINUED:

BILLY

There's a guy who looked weird.

QUEENAN

I DON'T have a tail, Billy.

Through the glass we see BARRIGAN watching Queenan.

BILLY

You wait in the station for ten minutes after I leave and then follow me to this address. Make sure you don't have a tail.

As the train stops he vaults off of it.

EXT. AQUARIUM SUBWAY STATION. LATE MORNING

QUEENAN, mild in his specs, chewing gum with his dentures, comes out of the station.

EXT. A WATERFRONT STREET. MOMENTS LATER

A building under rehab, covered with scaffolding, but still functioning as a corporate building. Inspector Queenan goes along to the entrance, and in.

BARRIGAN comes along after him. The TEAM is triangled on the street. BARRIGAN dials his cellphone.

BARRIGAN

He went into a building on the waterfront.

INT. THE LOBBY. MOMENTS LATER

BROWN looks at the elevator-indicator, and the building directory.

BROWN

He went to the top floor. No tenants.

INT. COLIN'S NEW OFFICE. CONTINUOUS

COLIN, listening.

COLIN

Get the van there right now.

(CONTINUED)

CONTINUED:

BROWN

Boss, are we hunting Costello's mole or ours?

COLIN

I said get the surveillance van there right now.

EXT. COMMERCIAL BUILDING. MOMENTS LATER

THE INTERNAL AFFAIRS TEAM pulls up in its unmarked van to the front entrance. BARRIGAN comes out of the building, in charge.

INT. COLIN'S NEW OFFICE. CONTINUOUS

COLIN, after fumbling between cell phones, dials the correct one.

COLIN

I think I've. I've got him.

EXT. CHARLES STREET BRASSERIE. CONTINUOUS

PIERO and DELAHUNT'S phones ring simultaneously.

DELAHUNT

Get the van. Get the boys.

EXT. COMMERCIAL BUILDING ROOFTOP. CONTINUOUS

BILLY is waiting on the roof as Queenan finally arrives.

INSPECTOR QUEENAN

At least I can smoke up here. Any news?

BILLY

He's got dope coming in. I don't know where, as I told you. But I think it will be warehoused down in the Fort Point Channel. He's using new guys to move the next load. Nothing on who Costello's informer is, but I know I'm going to get blown. He's got to be someone high up...Costello suspects me...he's getting private, starting to disinform...not including his regular guys...I can't get any more information for you.

(CONTINUED)

CONTINUED:

INSPECTOR QUEENAN

Then maybe we better call the whole thing off. Get you out of there. We can bust him for what we have.

BILLY

You'd do that for me?

QUEENAN

Yes.

Billy's phone rings.

INT. PIERO'S VAN. CONTINUOUS

DELAHUNT is calling Billy from a van crowded with Costello's usual bad guys as it scorches through traffic.

DELAHUNT

We found the rat. We're taking care of him. Where the fuck are you? The address is...

EXT. COMMERCIAL BUILDING ROOFTOP. CONTINUOUS

BILLY listens in horror, staring at the oblivious Inspector Queenan.

CAPTAIN QUEENAN

What?

BILLY

They're coming. You were followed.

EXT. COMMERCIAL BUILDING. MOMENTS LATER

PIERO'S VAN stops outside the building. COSTELLO'S MEN get out of the van, and head into the lobby.

INT. INTERNAL AFFAIRS VAN. CONTINUOUS

BARRIGAN with other cops is watching.

BARRIGAN

Holy fucking shit. Looks like Queenan's meeting with all of them.

INT. COLIN'S NEW OFFICE. CONTINUOUS

COLIN listens.

(CONTINUED)

CONTINUED:

COLIN

Yes. He must be our man.

INT. STAIRCASE. DAY

Billy and Queenan are running downstairs when they hear footsteps coming up from below. They immediately go back up to the elevator lobby. Pushing through plastic sheeting.

INT. LOBBY ON THE TOP FLOOR. CONTINUOUS

Billy is slamming elevator buttons. The indicator shows both elevators coming up.

BILLY

Fuck, they'll be on the elevators, too.

QUEENAN

Take the scaffolding.

BILLY

What about you?

QUEENAN, in his specs, very mild, takes out his gun and breaks the cylinder, checking that it is loaded, and putting a shell into the empty sixth chamber.

QUEENAN

What are they going to do to me. Costello isn't going to kill a police captain.

BILLY goes. Fast.

QUEENAN (CONT'D)

Billy.

BILLY turns.

QUEENAN (CONT'D)

You done good.

BILLY gets out of there. Queenan waits. Watching the elevator indicator.

EXT. THE ROOF. MOMENTS LATER

BILLY runs across the roof, and climbs out onto the scaffolding at the back of the building and starts dropping down, fast.

INT. THE TOP FLOOR LOBBY. DAY

The elevator door opens, revealing DELAHUNT and BOYS. QUEENAN looks right as the door to the staircase opens revealing PIERO and boys.

QUEENAN

Can I help you gentlemen?

DELAHUNT

I guess we've had enough of this shit. Where's your boy?

QUEENAN doesn't answer, and never will. He draws his gun and is tackled.

EXT. BACK ALLEY, COMMERCIAL BUILDING. DAY

BILLY drops off the scaffolding, runs down the alley, and catches a taxi.

BILLY

Go around to the main entrance of this building.

BILLY is terrified.

EXT. COMMERCIAL BUILDING. MOMENTS LATER

The TAXI stops on the street near the building's front entrance. BILLY gets out and runs towards the doors just as--

QUEENAN'S BODY smashes into the roof of the taxi he has just exited.

INT. INTERNAL AFFAIRS VAN. CONTINUOUS

BARRIGAN screams into his headset.

BARRIGAN

Fuck!

EXT. THE COMMERCIAL BUILDING. CONTINUOUS

PIERO, DELAHUNT and boys come out. All wearing ski masks for the escape. PIERO grabs BILLY.

PIERO

You're fuckin' late.

They start piling into a van.

INT. THE INTERNAL AFFAIRS VAN. CONTINUOUS

BARRIGAN is yelling both at his team and into the mic.

BARRIGAN

Stay in the fucking van. Stay in
the fucking van. Do I pursue.

INT. COLIN'S NEW OFFICE. CONTINUOUS

COLIN is sitting very calmly.

COLIN

No.

INT./EXT. INTERNAL AFFAIRS VAN. CONTINUOUS

BARRIGAN

No pursuit.

TEAM MEMBER

Fuck that.

He gets out of the van and runs towards the fleeing men, guns drawn.

BILLY is shoved into the van. PIERO and BOYS turn on the TEAM MEMBER with guns drawn and shoot him down in the street. The guys get into the van, which speeds off.

BARRIGAN, as his team members run to the wounded cop, walks towards the crumpled taxi (bleeding driver reeling in the street), and tries for a pulse in the neck of the very dead QUEENAN.

BARRIGAN

(Into mic)

He's dead.

INT. COLIN'S NEW OFFICE. CONTINUOUS

COLIN nods. He has never felt more guilty in his life. He switches off the light.

INT. THE DEAD BAR. NIGHT

DELAHUNT, PIERO, BILLY, and the BOYS are drinking. Dirty, paranoid, guilty, frightened, smoking. DELAHUNT has been shot. He is being worked on by a doctor.

PIERO

No hospitals. You know the drill.

(CONTINUED)

CONTINUED:

DELAHUNT nods. They shake hands. PIERO sits down.

PIERO (CONT'D)

And where were you.

BILLY

I was late. What do you want. He told me to go home.

PIERO

Maybe he did and maybe he didn't. At any rate you weren't at home.

BILLY

I was in a fucking grocery store with no signal. What the fuck do you want. Was I there or was I not there at the building. The cop fell on my fucking cab.

PIERO looks at him. And then smiles reassuringly.

DOCTOR

This guy is fucked. But here's the evidence.

The BLOODY BULLET tings into a shotglass full of whiskey. Blood clouds the liquor.

DELAHUNT (OS)

Billy.

(Billy goes over to him)

Two days ago the Boss says to me how long have you worked for me. I had no fuckin' idea. He said it's been ten years already, and you've never done me wrong. He asked me, if one of the other guys is a rat, would I take him out. I told him I would but I don't know if I would. Now I know I can't. I've done a lot of bad things but I've never been a murderer.

BILLY realizes that DELAHUNT is dying.

DELAHUNT (CONT'D)

I don't want no one to put me in a dumpster. Just don't put me in a dumpster.

(CONTINUED)

CONTINUED: (2)

BILLY

There's no place better than
another when you're dead.

DELAHUNT

Departed. I'm nearly the departed.

BILLY lights him a cigarette.

DELAHUNT (CONT'D)

You know what I thought today? Who
didn't show up today is the rat.
You never been late in your life.
And when I called you...

BILLY

What.

DELAHUNT

I gave you the wrong address. But
you showed up at the right one.

BILLY is terrified. He waits for DELAHUNT to continue. But
DELAHUNT after an odd smile of complicity, finally dies.
BILLY, the only one who knows that DELAHUNT is dead, stares
down at him.

A GUY

That cop was tough.

PIERO

We were excessive with the cop.

BILLY walks past the table.

BILLY

He's dead. I'm going home.

BILLY leaves by the front door.

INT. CONFERENCE ROOM. DAY

All hands present. Dignam is in a black silent rage.

COLIN

There's no evidence that it was
Costello's boys. None.

ELLERBY

Do you know why Queenan went to
that building?

(CONTINUED)

COLIN

No.

DIGNAM

A better question is why your fuckers were following him.

COLIN

I told Internal Affairs to follow him.

DIGNAM

Why?

COLIN

That's internal affairs business.

DIGNAM grabs COLIN by the neck and runs him into a wall. Colin gets a palm under Dignam's chin and comes close to breaking his neck. The men at length are separated. Colin straightens his good clothes.

COLIN (CONT'D)

Nobody wanted this. I was not following Queenan for any particular reason...

DIGNAM

I'm not sure of that.

COLIN

But because I have to investigate everybody and anybody. Costello's mole will meet Costello. Period. I don't have to justify anything. Nor does anyone have to like it. I now have information...from a very good source...that Queenan may have been killed by his own informer.

COLIN is trying this on.

DIGNAM

That's a fucking lie.

COLIN

Captain Queenan and Sergeant Dignam here have information on this informant, and other informants, in a locked file. I need those files unlocked.

(CONTINUED)

CONTINUED: (2)

DIGNAM

I don't have the password.

COLIN

That's a lie.

DIGNAM

Prove it.

ELLERBY

(to BROWN)

Work with the tech guys to unlock the files. Dignam. You take a leave of absence.

INTERCUT MAIN POLICE OFFICE/COSTELLO'S CONDOMINIUM. NIGHT

COSTELLO is in a bathrobe listening to something baroque. Eating a little something.

COLIN needs a shower and is gunshy as people move past the glass windows.

COLIN

Your guys shouldn't have done that.

COSTELLO

One of us was going to have to die. In Renaissance Italy I would have had him to dinner and strangled him. We've never had dinner together. Have we?

COLIN

I'm now in charge of everything here. Including Queenan's informers. But we can't unlock the files. Can you lay low.

COSTELLO

No dice. I told you. That's not what I do.

COLIN

Don't move anything. Don't move anything.

COSTELLO

I moved some goods exactly when they were killing the cop. I never miss an opportunity.

(CONTINUED)

CONTINUED: (3)

COLIN closes his eyes.

COSTELLO (CONT'D)

You having problems with your job?

COLIN

No.

COSTELLO

It's not much longer. Only as long as I last and even I don't last forever. I got something for you. "Amid the wreck of thousands I am whole. For every crime, a laurel wreath/ for every lie, a lordship".

COLIN

(a headache, rubbing his temples)

Who's that.

COSTELLO

Johnny Keats. He lived a long time ago. He is among the faithful departed. I'm moving some dope tonight.

COSTELLO hangs up, and sips wine. COLIN wanders through the room. People working. On a table he sees a plastic EVIDENCE BAG which contains Queenan's bloodstained cellphone. He glances around, and picks it up. Blood gets on his fingers. He moves into the office, and seen through the glass, he punches up the last incoming number.

INT. BILLY'S APARTMENT. NIGHT

BILLY is eating something--sheer maintenance, and drinking wine from the bottle. His phone rings. He looks at the ID and is stunned. Queenan's number! He picks up the call but remains silent. The caller is also doing the same.

INT. COLIN'S NEW OFFICE. CONTINUOUS

COLIN hears that the other side has hung up the phone. He sees:

DIGNAM looking at him through the glass. But Dignam hasn't seen the phone.

INTERCUT BILLY'S APARTMENT/COLIN'S OFFICE. CONTINUOUS

BILLY is agitated. Exhausted. Frightened. He paces, and looks at the phone. He begins to pack, taking things, money, from his floor safe. Finally, like a man committing suicide--it's that intense-- he dials the number.

BILLY

You called this number. Who are you.

COLIN

So you're the one.

BILLY

Who are you?

COLIN

Inspector Colin Quire. I've taken over Queenan's department.

BILLY

Let me talk to Dignam.

Just as Dignam goes out the door...

COLIN

Dignam has taken a leave of absence. He's very upset. We're all very upset. Come in.

BILLY

I have unfinished business. I don't know exactly what I'm going to do...

COLIN

We're all upset. We have to join forces, you and me. And get Costello.

BILLY listens to Colin go on.

INT. THE CHARLES STREET BRASSERIE. NIGHT

COSTELLO is eating something rather nice. Fish. And drinking Loire wine. A TV station plays above the zinc bar.

(CONTINUED)

CONTINUED:

NEWS ANCHOR

State Police have confirmed that the body of the man found dead in the Fenway marshes yesterday afternoon is that of John Delahunt, and undercover policeman for the City of Boston.

The TV shows DELAHUNT'S BODY being loaded into an ambulance. A crime scene. COSTELLO's eyes have widened slightly. But he continues eating. Strangely undisturbed.

PIERO

I can't fucking believe it. Him.

COSTELLO

Well. You never know.

PIERO

Billy's here.

BILLY comes up to Costello.

COSTELLO

So we know who the rat was. Next time, though, I tell you to dump a body in the marshes, put it in the marshes, not where some guy from John Hancock goes every Thursday to get a blowjob. Let's go down the warehouse.

BILLY

Did Delahunt know the warehouse?

COSTELLO is taken aback. But the men move out anyway. The Boys, and the FNGs (Fucking New Guys).

EXT. SOUTHEAST EXPRESSWAY. NIGHT

Two cars carrying Costello and his men are speeding down the highway. Behind them, two OCU CARS are trailing.

INT. COLIN'S OFFICE. CONTINUOUS

COLIN closes his door punches in a number.

COLIN

You've got a tail. Two cars. Not very subtle. They won't be subtle any more. That's what I've been trying to tell you.

(CONTINUED)

CONTINUED:

COSTELLO
Get rid of them.

COLIN
I'll find a way. You know. There's
no need to go yourself.

COSTELLO
I never give anyone a key to
anything valuable.

COLIN
Well. We all have an Achilles heel.

COLIN leaves the office and goes out to the SURVEILLANCE
STATION. BROWN is there. ELLERBY. Others.

COLIN (CONT'D)
Brown, tell those boys to stop
following Costello.

ELLERBY
What the fuck are you talking
about?

COLIN
I just heard from the informant
that Costello knows he's being
followed. He will not go to the
warehouse if he knows he's being
followed. And we're that much
further away from getting him.

ELLERBY
I thought you just wanted
promotion. What informant?

COLIN
Queenan's mole.

Everyone is surprised to hear this.

COLIN (CONT'D)
He called Queenan's office. I'm
running him. Don't follow Costello.
Let our informant take us in.

EXT. SOUTHEAST EXPRESSWAY. NIGHT

COSTELLO is checking the rearview mirror. He sees:
The TWO OCU CARS exit the highway.

(CONTINUED)

CONTINUED:

COSTELLO smiles.

COSTELLO

It's good to know people in high places.

The cars exit the highway.

BILLY, riding in the back seat, is trying desperately to see where they are. He sees a STREETSIGN and taps out a signal in Morse Code on his phone, held low beside his leg.

The cars pass through a maze of industrial streets.

INT. COMMAND VAN. LATER

COLIN, observed by the skeptical Brown, is writing down the Morse code.

COLIN

You know Morse?

BROWN

No one knows Morse.

COLIN keeps at it.

COLIN

It's a parking garage Costello owns on A Street. He must have a container or a truck in there. Go.

The Van takes off.

EXT. PARKING GARAGE. NIGHT

It is an unfinished structure, the lower parts used, the upper parts accessible but still under construction. It is built on a pier, the harbor lights beyond it.

The COMMAND VAN and POLICE CARS pull up with lights off.

COLIN

There's another entrance on the other side. Cover it.

A COUPLE OF GUYS

Yes sir.

COLIN realizes they have said "Yes sir" to him. He likes it. He wants it.

(CONTINUED)

CONTINUED:

COLIN

We'll take him when he comes out.

INT. AN UPPER FLOOR OF THE PARKING GARAGE. CONTINUOUS

COSTELLO unlocks a CONTAINER with a construction company logo on it, opens the doors, and steps back. BILLY looks into the container. It's not a huge load, as one would expect with marijuana. It's cocaine or heroin in kilo bricks. Men stand around with MP5s under their coats.

COSTELLO

Get it loaded. We don't have a tail. We can go straight to Lynnfield.

BILLY

How do you know you don't have a tail?

COSTELLO

Put it this way. I know.

Billy, of course, knows otherwise. He is actually guilty about it.

BILLY

What if they took one off and put another one on?

The drugs are loaded into the open trunks.

COSTELLO

It don't work that way. Listen to me. I'm your godfather. I knew you weren't the rat.

BILLY

Thank you.

COSTELLO

You know me and your father... anyway. I'm never gonna be in a legitimate business. But we're gonna set you up in one.

The drugs having been loaded fast, the container is hosed out.

BILLY gets into a car preparing to go.

(CONTINUED)

CONTINUED:

BILLY

Oh, I'm in the other car.

But instead of getting into the other car he is able to stand back in the shadow as both cars leave.

INT. COSTELLO'S CAR. NIGHT

FOUR CARS with no headlights bracket the vehicles as soon as they come out of the garage. COSTELLO realizes that something he has gone wrong.

COSTELLO

It's a robbery. Fuckin' Ricans.

Men get out their guns. But as they do...

LIGHTS come on, and Policemen are everywhere, guns in their hands.

COSTELLO (CONT'D)

Run them over!

POLICE fire at Costello's car. MISTER FRENCH (the driver) is shot in the head, and the car crashes into a wall. A gunfight opens up. COSTELLO, limping, gets out of the action, fast. He runs into the parking garage.

INT. PARKING GARAGE. NIGHT

COSTELLO is moving through the dark. All that's stored in this garage is heavy equipment for the big dig. Plenty of places to hide. We hear gunfire in the distance. COSTELLO hides between two pieces of heavy equipment and dials his telephone. To his surprise the phone rings quite nearby. And keeps ringing. COSTELLO moves out into the open, and sees, at a near distance, COLIN, his shadow long on the concrete. He has a gun in his hand. Costello moves out to face him.

COLIN

Amid the wreck of thousands I am
whole. For every crime I have a
laurel wreath...for every lie a
lordship...You remember that?

COSTELLO nods.

COLIN (CONT'D)

"What thousands must die that
Caesar can be great. You also told
me that. I was just a kid from the
projects. I never forgot it.

(CONTINUED)

CONTINUED:

GUNFIRE has stopped OS.

COSTELLO

You want some last advice from me?

COLIN

Sure.

COSTELLO

You better get it over with before
the others come.

Colin fires, twice. Then goes forward and drops a gun.
COSTELLO is still heard breathing his last.

COLIN

I've got to go get counseling. I
had to use my weapon.

He walks away.

COSTELLO is left alone lying in a pool of blood in the
deserted parking garage.

INT. OCU OFFICE. NIGHT

COLIN enters, tired from a debriefing.

Applause from everyone in the office--the full crew. COLIN is
a bit embarrassed by the attention. BROWN is leading the
whole team to a standing ovation. COLIN looks past the heads
of the crowd and sees: Dignam, staring at him evenly.

COLIN

(to crowd)

A guy's dead. It's not any reason
for, ah...

He takes a glass of wine. Then guiltily, almost in tears, he
drinks.

DIGNAM jerks a thumb towards Queenan's old office.

DIGNAM

He's waited a long time for you.
How'd you get him without the
files?

COLIN

Caller ID.

COLIN warily goes off.

INT. COLIN'S NEW OFFICE. NIGHT

Everything has been put into boxes. Among the boxes sits BILLY. He has his ankle on his knee. He looks very tired, dirty. Wearing a VISITOR badge.

COLIN
Just visiting?

BILLY
You're all packed up. Moving?

COLIN
I've been promoted again.

BILLY is unimpressed. But that's all right, because Colin is embarrassed.

COLIN (CONT'D)
How long have you been undercover?

BILLY
A year.

COLIN
Well you deserve something for that. My admiration....a drink.

BILLY
I just want my identity back.

COLIN
You want to be a cop again?

BILLY
I said I wanted my identity. I have to be a regular cop though, first. To start with.

COLIN
You're tired.

BILLY
You've never lived like I have. You can't understand.

A moment of irony.

BILLY (CONT'D)
I've had no contact with anybody. Except a shrink.

(CONTINUED)

CONTINUED:

COLIN

A shrink.

BILLY

A police shrink.

COLIN

Was it helpful?

BILLY

The only thing undone is finding the rat in this building. Who killed Queenan.

COLIN

I'm still on that, you know. Let me give you back your identity. I'd open your personnel file but I don't have the password.

BILLY

It's the Morse code for "Undercover".

He writes it.

COLIN

I have to use another computer. This one's...

BILLY nods. COLIN goes off.

INT. COMPUTER ROOM. NIGHT

Colin accesses the personal database, enters the password. Billy's confidential file opens up. Every fact about the man. Photos.

INT. COLIN'S NEW OFFICE. CONTINUOUS

Billy takes a drink from the bottle Colin has put on the desk. As he puts the bottle down he sees, sticking out of a box, a BROWN ENVELOPE. On it is written "CITIZEN." BILLY picks up the envelope...and knows everything.

INT. COMPUTER ROOM. CONTINUOUS

BILLY'S FILE comes up. COLIN is reviewing it. Outside the glass wall we see BILLY, staring at Colin's back...and then moving on.

INT. COLIN'S NEW OFFICE. LATER

COLIN enters, holding a printout of Billy's personell file. He looks around the empty room. He sees the BROWN ENVELOPE lying on the desk, and understands everything. He sits down at his own computer--which does in fact work, and opens the personel file.

COLIN clicks DELETE.

"Do You Really Want to Delete?"

COLIN clicks "Yes" and Billy's picture, file, life, disappear.

EXT. POLICE BUILDING. NIGHT

BILLY exits the police building and moves across the plaza.

INT. MADELEINE'S OFFICE. NIGHT

MADELEINE is doing some paperwork.

MADELEINE

I haven't seen you. You want more pills?

BILLY

There aren't enough. What's this?

He indicates a box.

MADELEINE

It's a new CD player. I bought it for my husband.

BILLY

What's he like to listen to?

MADELEINE

His own voice, mainly. Self-made men are sometimes pretty hard to take.

BILLY

Self-destroyed ones can't be a bed of roses, but we're all either one or the other. Any future here? You and me?

MADELEINE

I don't think so.

(CONTINUED)

CONTINUED:

BILLY looks at the Christmas gift for Colin, and then he looks and sees: COLIN'S PICTURE on a shelf. It all comes together.

MADELEINE (CONT'D)

You get to a certain age and it's all about deciding to commit. Sometimes not what you want. You have to want what you don't. You keep wanting what you want and it's chaos. What do you want?

BILLY

Something simple, which I can't have. And which I don't know I want to bother getting.

MADELEINE

(not understanding that he doesn't mean her)
You should try.

BILLY nods, and backs out of the room.

BILLY

I'll see. Goodbye.

MADELEINE stares at the closed door.

INT. COLIN AND MADELEINE'S APARTMENT. MORNING

It is Christmas morning. They are opening gifts. The GIFT CD player is already on. COLIN is on the floor by the tree propped on an elbow. Madeleine spins him a small flat package. He reads the label.

COLIN

What's this one?

MADELEINE

It came under the door last night.

COLIN

Under the door?

MADELEINE

A secret admirer, probably.

COLIN opens the wrapping paper. He finds: a jewel case containing a CD. No label. A stickie on it reads PLAY ME NOW.

(CONTINUED)

CONTINUED:

COLIN puts the CD into his new player, replacing the Christmas music. He presses "Play" And hears (as does Madeleine):

COLIN

Can you lay low over the next couple of weeks? I'm serious.

COSTELLO

A man has to make a living. Laying low is not what I do. Not being caught is what I do.

COLIN

There is serious heat on you.

COSTELLO

You do your job. Keep me informed. And find the spy in my organization. Take that envelope. Find him.

COLIN

I don't know if I can handle it. Lay low.

COSTELLO

You're worried about yourself, Detective Quire.

MADELEINE and COLIN lock eyes.

COSTELLO (CONT'D)

You figure you got what you need, now, and fuck what I need? What I hired you for? There's less chance they'll find you now. With you looking for yourself I'd put my money on utter failure.

COLIN looks up at Madeleine. From his low angle we see her get up, barefoot, and walk out of shot. Dropping her coffee-cup. The liquid spatters the presents.

EXT. COMMERCIAL BUILDING ROOFTOP. DAY

BILLY is walking, on the phone.

BILLY

Costello wore a wire. Like fuckin' Nixon. He put all the tapes in a little box and kept them with a lawyer. That was his insurance.

(MORE)

(CONTINUED)

CONTINUED:

BILLY (CONT'D)

You know what turned up at my apartment? That box. Sound quality good enough? I was a little worried.

INT. MADELEINE AND COLIN'S APARMENT. CONTINUOUS

Colin closes a door to speak privately.

COLIN

What do you want?

BILLY

My identity.

COLIN

There are plenty of identities out there, man. You want me for Queenan.

BILLY

Three o'clock. Where Queenan died. Keep your cell on.

COLIN goes to the bedroom door and tries it. Locked. He knocks.

COLIN

You can leave. Or stay. It's all about the choices you make. I'll be me without you or with you. You'll be thirty-seven with one shit income. We're in this to get ahead. To get ahead. If I wasn't going to be a good guy now, why did I shoot Costello?

The lock clicks. COLIN hesitates and opens the door.

INT. BEDROOM. LATER

COLIN sits on the bed. Tying a tie.

COLIN

I'm going to meet him. No matter what, I'm going to give him back his identity. The file is in my laptop. The password is your birthday.

He leaves the shot. Madeleine sits where she is, staring into space.

(CONTINUED)

CONTINUED:

COLIN (CONT'D)

But. Do you really want me to maybe
go to jail? Do you?

She does not answer. Colin leaves the room.

EXT. COMMERCIAL BUILDING. DAY

COLIN comes along and walks into the lobby. He is not looking for a tail...but if we're careful we see in the glass of the closing door the reflection of a man in a suit standing across the street.

EXT. COMMERCIAL BUILDING ROOFTOP. DAY

COLIN walks on the crunching gravel, among the ventilators. A windy day. Gulls are everywhere, screaming. He walks past a tall ventilator and...

He has a gun to his head.

BILLY

Hands behind your back.

BILLY cuffs Colin, one-handed.

COLIN

You know what you're doing.

BILLY

I went to the cadet school.

COLIN

YOU got a thing for rooftops? You brought Queenan here.

BILLY shoves Colin to his knees. The knees of the suit open on the gravel. Billy crouches.

BILLY

I like the light. Space.

He searches COLIN'S pockets.

BILLY (CONT'D)

Where's the stuff I want.

COLIN

Where are Costello's tapes?

(CONTINUED)

CONTINUED:

BILLY

(pocketing Colin's pistol)
Guess we're here for a nice view of
the harbor and that's it. We didn't
come here to trade. You came here
to be arrested.

COLIN

Citizens arrest?

BILLY hits him in the mouth. COLIN stays upright.

COLIN (CONT'D)

I'm going to ask you something.
Something I never asked anybody.

BILLY

What's that?

COLIN

Give me a chance.

BILLY

What?

COLIN

Why do you think I killed Costello?
To go straight.

BILLY

You did it. I'm not your confessor.
There's no absolution. I'm a cop.
You talk to a judge. Get up.

(Colin stands)

Come on.

As COLIN doesn't move, BILLY presses the gun to his forehead.

A crunch of gravel, off. BILLY and COLIN both hear it.

BROWN (V.O.)

Don't move. Police.

BILLY

You know who I am.

BROWN

I don't know who you are. Drop your
weapon and move away from
Lieutenant Quire.

(CONTINUED)

CONTINUED: (2)

BILLY

Your boss got Queenan killed. He was Costello's spy. I got evidence. Tapes. Other documents. Let's go to the office.

BROWN

Drop your weapon now or I will fucking shoot you.

BILLY

Are you the police? Are you sure you're the police? Because I called the police.

On hearing this, Brown is startled, and COLIN is terrified.

BILLY (CONT'D)

I've got a gun to this fuckers head and if I shoot him I've got five boxes of evidence that explain why. You know me.

BROWN

I know who you used to be.

BILLY

You're off the hook. I said that I will shoot him. I will. I'm taking him downstairs. Now.

BROWN lowers his gun, and watches the men go.

INT. ELEVATOR LOBBY/ELEVATOR. DAY

BILLY moves COLIN into the elevator and as the doors close looks back at BROWN.

BILLY

It's all right. You ever get that blowjob from your mother?

BROWN smiles despite himself. The doors close.

COLIN

You take what you're dealt, right?

BILLY

Yeah. It's the essence of cards. You play what you're dealt, or you're a fucking cheat.

(CONTINUED)

CONTINUED:

COLIN

Who dealt me the projects? Who dealt me no money. Who dealt me nothing but shit.

BILLY

Talk to a priest when you're in jail.

The doors open and for a frozen moment BILLY, holding the gun on COLIN, stares out of the car.

A LOUD BANG. BILLY is shot through the head. BLOOD sprays the walls, and COLIN is hit by flying blood and matter. BILLY falls, crumpled, on his face, half in and half out of the elevator. The doors try to close...open...

COLIN, covered with blood, looks up.

BARRIGAN lowers his pistol.

BARRIGAN

Don't remember me from L-Street?

COLIN shakes his head.

BARRIGAN (CONT'D)

Costello's dead. I need someone to look after me. You gonna look after me?

COLIN nods.

BARRIGAN uncuffes him.

BARRIGAN (CONT'D)

You got it.

BARRIGAN picks up BILLY'S gun. The other elevator doors open and BROWN emerges. He looks down at the dead man. BARRIGAN pulls out Billy's gun and shoots BROWN in the head. He turns to find:

COLIN draws and fires at him.

BLACK.

EXT. THE COMMERCIAL BUILDING. DAY

POLICE TAPE, plenty of cars. Three corpses being loaded onto ambulances. COLIN, hands free, is drinking coffee from a paper cup, being checked out by a doctor.

(CONTINUED)

CONTINUED:

ON SOUND

BAGPIPES (Something like "Cross of Fire") as we

DISSOLVE TO:

EXT. MT. HOLYROOD CEMETARY, BROOKLINE. DAY

BILLY'S GRAVESITE. The same cemetery as his father is buried in. UNIFORMED POLICEMEN (not only State, but MDC, the way they do it, for "brother officers"), saluting.

MADELEINE is at the gravesite, dry-eyed though in, distinctly apart from COLIN. He looks at her. She looks away from him, apparently forever.

COLIN squares off: his job in the world is to get ahead. A salute is fired with rifles. But later...

COLIN and MADELEINE are walking through the graves.

COLIN

What are you going to do?

MADELEINE

What do you think?

COLIN

Did you open his file?

MADELEINE

There was no file.

COLIN knows it. She moves a little way away from him. He sees at the gates: two uniformed officers not dressed for the funeral. Madeleine walks out through the cemetery gates. COLIN hesitates. He thinks that the police are going to arrest him. But they don't. He walks on by, and to his car.

INT. THE STAIRWAY OF COLIN'S APARTMENT. EVENING

COLIN has a bag of expensive groceries and wine. Living the Beacon Hill dream. He climbs the steps slowly. He nods to a neighbor, an old lady coming down with her dog (who incidentally will never accept him as a neighbor, and Colin briefly seems aware of this). (Don't be afraid to get a bit French here). He gets to his door, and beginning to use his key, just starts to cry, and nearly crumples. But he gets into the apartment. He looks up and sees a gun. Behind it, stepping fast out of the shadows, DIGNAM. Avenging a guy he didn't even like, because it's the right thing to do.

(CONTINUED)

CONTINUED:

Colin looks down and sees that Dignam has plastic hospital boots on his feet.

COLIN

(accepting it, sort of,
but only in a Colin way)

OK.

DIGNAM fires. Flash groceries fall all over the floor. Dignam's feet, step over Colin's body, crushing one of a half dozen croissants, and DIGNAM goes down the expensive staircase, leaving the door to the apartment open. The strangest thing happens: a rat emerges and begins to eat the dead man's upwardy mobile croissants. The rat hears something and runs so it's not in the shot when it

FREEZES.