

Once Upon a Time in the West - Remake

Written by

Giacomo Giammatteo

Author: Giacomo Giammatteo

Contact Info: jgiammatteo@mac.com

(281) 370-2233

Draft 6: April 10, 2023

BLACK SCREEN

FADE IN:

INT. GENERAL STORE - SOUTHERN UTAH - NIGHT

JED (60s, thin, crackling voice) walks into the general store. He grabs a few items from the shelf and takes them to the counter.

BRETT MCBAIN (50s, full head of red hair) tallies up the list and puts them in sacks for Jed to carry out.

BRETT

That'll be two dollars and twenty cents, Jed. By the way, how's Millie?

JED

She ain't gettin' no younger.

Brett reaches over and taps Jed on the shoulder.

BRETT

And from the looks of it, neither are you.

Jed laughs, then he laughs harder.

JED

She done told me that just the other day - old hag.

(a beat)

By the way, you still got that mangy old dog?

BRETT

You mean Scratch? Couldn't get rid of him; he's the best dog there is.

(a beat)

Great watchdog too. Lets me know when I get home every night.

Jed waves his hand in the air and turns to leave.

JED

You take care, McBain.

Brett locks the door to his shop, then he steps behind the counter, opens the register, and counts the day's receipts.

He places the money in a leather pouch and puts it into a safe built into the wall. He locks the safe, checks the store, and leaves.

INT. MCBAIN HOUSE – NIGHT

AMY (16, long hair, obedient), and MATT (14, gangly, proud, wants to grow up too soon) finish eating supper. Amy cleans the table while Matt heats up coffee and brings mugs for everyone.

BRETT

I've got to meet a man at the store. Mind yourselves while I'm gone, and don't go anywhere.

AMY

How long will you be?

Brett wipes his mouth with a napkin, crumples it, and sets it on the table.

BRETT

Couple of hours. No more. And take care of your brother while I'm gone.

Matt waits for his father to leave, then he tugs on Amy's arm and takes her to the window in the kitchen. He pulls the curtain aside and waits for his father to get out of sight.

MATT

Let's go, Amy. Judd and Elle are going to be at the pond. Judd said they're going to have big bonfire.

AMY

You heard Dad. We're staying here.

Matt smacks his palm on the kitchen counter.

MATT

C'mon, Amy. All Dad ever does is dream of getting rich.

AMY

And all you ever do is dream of having fun. Grow up!

EXT. TOWN STREET - NIGHT

A full moon sprinkles rays of light over the town. Brett walks down the dirt-paved street past the blacksmith's shop and turns left. A small, two-bedroom house is tucked into a grove of trees, and a lit candle sits on a windowsill.

Brett climbs the steps quietly, wipes his boots on the mat, and goes inside, being careful not to wake anyone.

INT. HOUSE IN GROVE - KITCHEN - NIGHT

As soon as the door opens, SCRATCH (5, dog, fifty pounds, curly and bristly hair) barks repeatedly. Brett kneels and holds his hands to Scratch.

Scratch inches closer, then Brett rubs his head and gives him a piece of beef jerky.

He then removes two leather pouches from under the stove and counts the money and adds some of the receipts from the day. Afterward, Scratch follows him to bed.

KITCHEN - DAY

Brett cooks breakfast for the kids and brews coffee for himself, then he joins them at the table. He looks from Matt to Amy and smiles.

BRETT

I've got exciting news.

Amy lays her fork on the table and looks at her father.

BRETT (CONT'D)

We're moving.

Amy opens her eyes wide and stares.

AMY

All my friends are here!

BRETT

You only have two friends.

Amy clenches her fists.

AMY

I know, Dad. Mom's been gone for six years, and ever since then I've been doing the chores and taking care of Matt.

(MORE)

AMY (CONT'D)

When did I have time to make friends? And now you're moving us to . . . who knows where. How am I supposed to make friends in the middle of nowhere?

BRETT

You'll make new friends; besides, it's our chance to make good money; I mean real money.

Matt leans toward his father and hugs him.

MATT

We don't need anything but you.

Brett pats Matt's back and pulls Amy in to hug with his other arm. He rubs their heads as he holds them.

BRETT

Your mother and I had this planned long before she died, and I'm going through with it.

(A beat)

So get your belongings packed and put them in the wagon. I'll be back before noon.

EXT. HOUSE IN GROVE - DAY

As Matt and Amy put the last of their belongings into the wagon, Brett shows up. He leans over the wagon, checking it.

BRETT

Pack plenty of water for us and Scratch. You know how thirsty he gets.

The kids climb onto the wagon, Matt up front and Amy in the back. Scratch takes a position on top of Amy's suitcase, and Brett takes the reins.

AMY

Do we have to -

BRETT

Yes, Amy. We have to go.

Brett steers the wagon west. Soon, the landscape changes from rolling hills dotted with trees to mountains jutting up from vast expanses of desert.

Scratch barks and runs to the side of the wagon. Amy reaches to grab him and catches her dress on a nail.

AMY

Oh, no! My dress ripped.

Her eyes fill with tears as she looks at the torn dress.

BRETT

Not to worry.

AMY

Not to worry! It's the only one I have.

BRETT

It won't be that way for long. Soon you'll have the prettiest dress in town, and the best wagon to take you places.

Matt chuckles.

MATT

Dad, you've been dreaming of being rich ever since I can remember.

BRETT

This will be different. This time it's for real.

Matt and Amy look at each other and smile.

EXT. ROAD TO PROMONTORY - DAY

Brett and his family continue heading west in their wagon. Ten miles outside of town, they come across a gang of railroad workers laying track for a new line.

The FOREMAN (40s, burly, red hair) walks the tracks carrying a whip and wearing a holster. He cracks the whip on a WORKER'S back, drawing blood. The worker grimaces, but he grabs a pick axe and returns to work.

ANOTHER WORKER grabs a ladle of water and rinses the blood from the other man's back.

The foreman turns and whips him numerous times.

FOREMAN

Don't waste that water. Not one damn drop of it.

Matt stares at the foreman and then turns to his father.

MATT
Why did he whip him?

BRETT
Water – it's like gold out here.
Not enough of it.

Matt slides closer to his father as the foreman continues walking the line.

FOREMAN
Swing that hammer, yellow dog, and
swing it hard. If I gotta warn you
again, you're going to the tunnels.

The worker nods and swings the sledge hammer, driving the spike into the thick wooden ties.

Brett clicks the reins and steers the wagon through a long valley and up a steep mountain pass. He slows as he nears the top when the trail narrows.

Matt looks at the surrounding desert and reaches for the canteen.

Brett grabs it from him and sets it back down.

BRETT
That's the last of the water. We
need to watch what we drink.

Matt wipes his eyes on his sleeve and lowers his head.

MATT
I wish Mom was here.

Brett stops the wagon and turns in his seat. He stares at each of the kids, and his face turns solemn.

BRETT
That's the other thing I was gonna
tell you. When I went to New
Orleans, I met a woman.

Amy shakes her head and scowls.

AMY
Don't expect me to take care of
her. I've got enough to do.

Brett reaches for Amy's hand, but she pulls away.

BRETT

Amy? Amy, do you hear me?

She crosses her arms and purses her lips.

BRETT (CONT'D)

C'mon, Amy. Don't be like that.

Brett stretches his arm back and pats her shoulder.

BRETT (CONT'D)

Her name is Jill, and no one expects you to care for her. In fact, I'm sure she'll make your job easier. Besides, I already married her, and I'm sure you'll love her.

Amy huffs and speaks loudly.

AMY

Love her? She's not Mom.

Brett reaches for her hand.

BRETT

No, she's not Mom, and she never will be. But she's young and pretty, and best of all, she's kind.

MATT

When will she be here?

BRETT

In a few days. She comes in on a train about twenty miles north of here. That's why I want to get the farmhouse ready for her.

AMY

How much farther?

Brett turns the wagon toward another long stretch of desert between two mountain ranges.

MATT

What makes this is a good place to settle down? There's nothing here.

BRETT

This land has water on it - an underground supply that's endless.

Brett stops the wagon and turns so he can speak to them.

BRETT (CONT'D)

And like I said, water is as good as gold out here. The trains need water to run, and this will save them a hundred miles.

He wags his finger at them.

BRETT (CONT'D)

But you can't tell anyone. Nobody knows about the water but us. And this water is going to make us rich.

AMY

How do you know there's water?

BRETT

I did a favor for the Shoshone chief - gave him and his people food and clothes when the railroad moved them off their lands. He was grateful, so he told me about the water and where to find it. But remember, no one else knows.

EXT. BASIN BETWEEN MOUNTAINS NORTH OF PROMONTORY - DAY

FOUR INDIANS sit around a small campfire, bows and arrows lying on the ground next to them.

FRANK (40, tall, black vest with pocket watch, full-length duster and black hat, cares about no one but himself) rides into the basin with FOUR MEN. All of them wear full-length dusters and all wear holsters and carry rifles.

Frank brings his horse to a stop ten feet from the Indians.

FRANK

It's been long enough, Yutu. Time to pull up stakes.

YUTU (50, solemn) stands and faces Frank.

YUTU

But this is our land. White chief give to us. Railroad already take much land.

FRANK

Yeah, well, we need a lot.

Frank leans to the side and spits a wad of tobacco on the fire.

FRANK (CONT'D)

Get off the land or face the
consequences

NOCONA (30s, braided hair, hunting knife attached to belt)
stands and speaks loud and firmly.

NOCONA

This is Shoshone land. We live here
many years. Father's father and his
father all live here. We no go.

FRANK

Well, it's the railroad's land now,
and you need to get off.

YUTU

We not leave. Railroad and white
chief give us land.

FRANK

If they did, now they're taking it
back.

The TWO OTHER INDIANS stand, their hands by their knives.
Frank draws his gun and shoots the ground next to Nocona.

Nocona jumps back holds up his hands.

Yutu leans toward Nocona and whispers.

YUTU

Nii'ooxowu' ho'ene (He doesn't know
about water).

NOCONA

Nocona leave. I have young son who
need me to feed him.

FRANK

You should have thought of that
long ago. I learned early on that a
person doesn't need much food to
live. They might want more, but
they don't need it.

Frank aims his gun to shoot.

NOCONA

I know things railroad want.

FRANK

I doubt if you know anything the railroad wants, but go ahead - talk.

Nocona spreads his arms out and gestures to the surrounding area.

NOCONA

Long time ago, this area filled with water.

Frank looks around and nods.

FRANK

It's not filled now, and railroads don't run on dirt and rocks.

Frank strikes a match on his gun belt.

FRANK (CONT'D)

I don't see a reason to spare you. Somebody else can feed your kid.

Frank cocks the hammer on his gun.

NOCONA

I know where water is.

Frank stares and raises his eyebrows. He holsters his gun.

FRANK

I've been all over that land. There's no water.

NOCONA

Shoshone walk this land many winters. If Yutu say water here, then water here.

FRANK

Ask him where it is.

NOCONA

Héédoxowanee's máséethóowen? (Do you know where the water is?)

(pause)

I tell you, I live?

Frank puffs on his cigar and leans forward.

FRANK

I'll consider it.

Nocona bows and steps forward. He points to a ridge a short distance to the west of them.

NOCONA

Water run from mountains and go
under dirt and rocks.

Frank chews his tobacco and considers what Nocona says.

FRANK

If what you say is true, it would
be of interest.

(a beat)

All right. You can go, but if there
isn't any water, I'll find you.

Nocona nods and heads north.

Frank turns to his men.

FRANK (CONT'D)

Two of you check this land for
water. I'm going to see Morton.

EXT. ROAD TO PROMONTORY - DAY

Brett navigates a long curve as they climb a mountain. The WOBBLY SOUND of an ill-fitted wheel causes him to slow down, and when he reaches a spot wide enough, he pulls the wagon to the side.

Amy and Matt get down from the wagon to help their dad. Brett struggles to move the wheel, but then Amy huffs, and pushes the wheel forward.

She and Matt hold up the wheel while Brett hammers out the kink and puts the wheel back on.

They climb back on the wagon, and Brett takes the reins and moves the team of horses forward.

Brett steers the wagon along the trail and up a small rise. He stops at the top and points to the valley below. He beams when he speaks.

BRETT

There it is! And it's ours.

A large farmhouse with a full front porch sits in the corner of the valley with a small barn next to it.

AMY

That's a big house! Is Jill going to help take care of it?

EXT. MCBAIN FARMHOUSE - DAY

Brett stops the wagon between the house and the barn, then he and the kids get off.

BRETT

Let's get it unloaded. If something belongs in the barn, take it there. If it's for the house, put it on the porch.

Amy helps Matt carry a rocking chair. They put it onto the porch and return to the wagon.

AMY

Dad, is it safe out here? I mean, will we be okay if you're not here?

BRETT

You'll be fine. There are a few outlaws still around, but the sheriffs are clearing the territory out. Now grab hold of this table and help me get it inside.

INT. SILVER PENNY SALOON - PINEVILLE - DAY

CHEYENNE (40s, confident, optimistic, always smiling) stands at the bar drinking a shot of whiskey. THREE MEN (30s, dusty, braggarts) sit close by, sharing a bottle of whiskey.

The FIRST MAN gulps two shots and grabs the bottle to refill his glass. He pulls out a wanted poster folded up in his pocket and spreads it on the table.

FIRST MAN

This is who we're after. I think he's worth \$3,000 now.

The SECOND MAN shakes his head.

SECOND MAN

I heard he was fast.

FIRST MAN

Fast? There's three of us. Nobody's that fast; besides, we need to get him before somebody else does.

They argue with each other, growing louder all the time.

Cheyenne slams his empty shot glass onto the bar and speaks loudly.

CHEYENNE

Some people like quiet, so keep it down. And if you want advice, I wouldn't consider trying to bring Cheyenne in. He's too good.

The First Man stares at the back of Cheyenne, then he looks at him through the mirrored glass on the back wall. He unfolds the wanted poster again and taps the arm of the man beside him.

FIRST MAN

It's him! It's Cheyenne.

Cheyenne stares at them through the mirror and slowly puts his gun on the counter. The three men stand and face his back.

FIRST MAN (CONT'D)

I don't like shootin' men in the back, mister.

Cheyenne smiles but never takes his eyes off him.

CHEYENNE

You should try it. You might live longer.

The three men go for their guns, but Cheyenne spins around and shoots them before they get off a shot. The First Man drops to the floor and the other two fall onto the table.

Cheyenne walks over and nudges each of them with his boot. The First Man tries to stand, and Cheyenne shoots him again.

He walks up to the bar and hands the bartender a few dollars, and then he holsters his gun and exits.

EXT. MAIN STREET - PINEVILLE - DAY

Cheyenne exits the saloon to find four deputies with shotguns and rifles waiting. The SHERIFF (45, tall, thin, focused) is behind them.

SHERIFF

Don't move, Cheyenne. You're under arrest.

Cheyenne glances around, then shakes his head.

CHEYENNE

I guess you got me for now.

SHERIFF

I've got you for about twenty years.

Cheyenne laughs, and then laughs some more.

CHEYENNE

We'll see, Sheriff. We'll see.

EXT. DESERT TRAIL BEHIND THE RISE - DAY

TWO COWBOYS (both wearing long dusters and cowboy hats) dismount before reaching the top of the rise. They lie down and stare at the McBains through binoculars.

COWBOY ONE (30s, dead-eyed, twisted mustache, scar under right eye, coarse voice) hands the binoculars to COWBOY TWO (30s, maddening wide eyes, too eager).

COWBOY ONE

Looks like they plan on settlin' in.

Cowboy Two stands and walks to his horse.

COWBOY TWO

Frank won't like this. We better let him know.

INT/EXT. TRAIN CAR OUTSIDE OF TOWN - DAY

An engine and two cars sit on the train tracks a few miles from town. MORTON (50s, ambitious, uses crutches to walk, afraid of everything) shuffles back and forth in the last car. He frequently peers out the window.

Frank stands on the steps to the train, smoking a cigar and looking at the approaching riders.

The men ride up but stay on their mounts.

COWBOY ONE

It's like you thought, Frank. They're settlin' in.

Frank shakes his head slowly.

FRANK

You know what we have to do. And bring Choppy.

COWBOY ONE

We don't need Choppy.

FRANK

We might not need him for this, but when we're finished, I want you to meet a man at the station. He's been pokin' around a lot - askin' a lot of questions. And this is the second time he asked to meet.

(a beat)

I got a feelin' you might need Choppy.

INT. TRAIN CAR OUTSIDE OF TOWN - DAY

Frank sits in a chair across from Morton. He strikes a match on Morton's desk and lights a cigar.

FRANK

I just found out there is water where that little farmhouse sits, just east of town.

MORTON

What farmhouse?

FRANK

It's about twenty miles east. It's the middle of nowhere, but a Shoshone Injun I spoke with said it has water - and a lot of it.

(a beat)

We should buy it, just in case.

Morton pulls a map from the top drawer of his desk and spreads it out. The potential route for the railroad is marked in red.

Morton traces the line east of town until he gets to the area Frank is speaking of. He jabs it with his finger.

MORTON

Someone bought this land months ago. If they know it has water, it won't be easy to buy it from them.

FRANK

Pay them more money, Morton. You've got plenty of it.

MORTON

I'm not made of money, Frank.

FRANK

You may not be made of it, but you've got more than you need. If you want the land, pay them.

MORTON

I can pay two thousand dollars. No more.

Frank shakes his head and stands.

FRANK

That's nowhere near enough. I guess I better pay them a visit.

Frank turns to leave, but Morton stops him.

MORTON

I want no trouble, Frank. Tell them if two thousand dollars isn't enough, we'll give them a piece of land twice as big.

Frank chuckles.

FRANK

If they know the land has water, two thousand dollars won't even cause them to think about selling. But don't worry, I'll get the land.

Frank grabs the handle of the door, stops, and turns around.

FRANK (CONT'D)

You know what gets to me, Morton. You've never wanted for anything, and now you want it all.

(pause)

You're just a greedy little man.

EXT. MCBAIN FARMHOUSE - DAY

Brett stands in the back of the wagon, handing things to Amy and Matt while Scratch runs around barking. The porch is packed with furniture and household items, and the barn is littered with tools.

MATT

You think Jill will like it here?
It's not much to look at.

BRETT

She'll love it. She's from a big
city, but she's been wanting a
family to take care of.

(a beat)

And she said she likes doing
household chores. I figure we got
plenty to keep her busy.

Frank and his men ride up, coming to a stop next to the
wagon. Brett looks over and smiles.

BRETT (CONT'D)

Can I help you?

Frank lights his cigar and offers a thin smile.

FRANK

We'd like to buy your land.
Everything you got.

Brett wipes his hands on his overalls and climbs down.

BRETT

I appreciate the offer, Mister. But
we're just moving in, not selling.

FRANK

Still, I'd like to buy it. I'll pay
a good price or even trade you a
much bigger parcel for it.

Brett stands up straight and loses his smile.

BRETT

As I said, it's not for sale.

Frank shakes his head again.

FRANK

Have it your way.

He draws his gun and shoots, hitting Brett in the arm. Brett
runs toward the house, but before he gets ten feet, Frank
shoots again. Brett spins around and falls to the ground.

Matt runs toward his father, and Frank shoots him too.

Scratch runs toward Frank. He growls and bites Frank's leg. Frank aims at the dog and fires. A shot is heard and then a yelp. Scratch falls to the ground.

Amy runs to the front door. She grabs the shotgun leaning against the wall and cocks it, then stands by the window.

One of Frank's men steps up on the porch. Amy pushes the barrel of the gun through the window and pulls the trigger. It hits him in the gut, knocking him three to four feet off the porch.

She puts another shell in the shotgun, and then she hears a sound behind her. She spins with the gun ready but Frank shoots her in the arm, and she drops the gun.

Frank grabs her other arm and drags her behind him, then puts her up on a horse.

FRANK (CONT'D)

Let's go we're going to see a man.

Amy narrows her eyes and stares.

AMY

I'll see you dead.

Frank smirks and spurs his horse forward.

FRANK

Join the list.

Frank yells to CHOPPY (30s, black, mean, wearing a duster and a tan hat).

FRANK (CONT'D)

Get to the station. I'm going to see Morton.

Amy glares at Frank and grits her teeth.

AMY

God will punish you for this.

FRANK

Tell Him I'll be waiting. He knows where I'll be.

EXT. TRAIN STATION - DAY

Choppy and Cowboys One and Two dismount and tie their horses to a hitching post behind the depot.

In the front of the depot, LITTLE DOVE (Native American Woman, 20s, braided hair, meek and soft-spoken) holds a dustpan and broom and talks to the TICKET OPERATOR (60s, white, frail, talkative).

TICKET OPERATOR
 Good morning, Little Dove. Looks
 like we got us a storm movin' in.

LITTLE DOVE
 I smelled it. It's a big one too.

A strong breeze rolls in along with some sand and dust, blinding Little Dove for a moment. She shields her eyes and shuts the window.

When the ticket operator smiles, she nods and resumes sweeping. He starts counting where he left off, when BAM - the door bursts open.

Little Dove puts her broom down and turns her back. She slowly makes her way toward the door.

INT. DEPOT - DAY

Cowboys One and Two enter, brushing dirt from their long dusters. Cowboy One approaches the ticket operator. He places both hands on the desk and leans forward.

COWBOY ONE
 What times's the train from
 Pineville get here?

The ticket operator fiddles with a few papers, then looks up at Cowboy One.

TICKET OPERATOR
 Sposed to be here at 2:15, and it's
 usually on time.

Cowboy One raises the corner of his mouth, which makes his scar twitch.

COWBOY ONE
 Okay, old man. We'll wait.

TICKET OPERATOR
 If you're waitin' on somebody, I
 can wire ahead to the next town.
 Tell 'em you're here.

Cowboy One spins around and glares.

COWBOY ONE

No need, old man. I said we'd wait.

The ticket operator begins tapping a message on the telegraph.

TICKET OPERATOR

It's no trouble. Only take a minute. Who is it you're waitin' for?

Cowboy One draws his gun and aims it at the ticket operator. His hands shake as he raises them above his head.

Cowboy One shoots him in the gut, and Cowboy Two shoots him in the chest, then he breaks the teletype and pushes it on the floor.

COWBOY ONE

I told you we'd wait.

Footsteps sound on the platform outside. Cowboy One sticks his head out the window and sees Little Dove running toward the end of the platform.

EXT. PLATFORM OF TRAIN STATION - DAY

Choppy steps out from behind the side wall of the depot and grabs hold of her.

She quickly pulls a knife and slices his arm.

Choppy punches her in the face, kicks her gut when she falls, then he kicks her again in the face.

CHOPPY

Squaw bitch!

Little Dove lies on the platform holding her side. Her face is bleeding, and she moans with each breath.

Cowboys One and Two approach.

COWBOY ONE

What happened?

Choppy holds up his arm, showing the cut she gave him. He looks at them and sneers, and his deep voice grows louder.

He draws his gun and cocks it, and then aims it at her head.

Cowboy One grabs his hand.

COWBOY ONE (CONT'D)

Let Frank decide. Those injuns
still got land we need. Send her
out in the desert and let her die.

Choppy nods and holsters his gun. He grins as he helps her stand and puts her on her horse. He takes rope from the supply shed and ties her hands and feet.

Choppy and Cowboy Two make sure Little Dove's hands are secured tightly, then they position her on the horse and smack it's haunches, sending it running into the desert.

Choppy and Cowboy Two sit down on the depot platform, joining Cowboy One as he whittles on a piece of wood.

Cowboy Two paces and continually twirls his gun and practices drawing from his holster.

Choppy checks his gun barrel to see that it's loaded, then he holds it to his ear and spins it.

EXT. SHERIFF'S OFFICE - NOON

DEPUTY QUILL (30s, confident, holsters on both sides), walks toward the back of the building. He holds his hands to shield his eyes from the sun.

A horse with a rider huddled over the saddle comes to a halt not far away. Quill runs up to it.

DEPUTY QUILL

Sheriff, you need to get out here.
Little Dove's on your horse, and
she looks hurt - like somebody done
beat her and tied her up.

SHERIFF BUCKNER (40s, serious look, dark hair poking out from his hat) comes outside and grabs the reins, then unties Little Dove and helps her dismount.

Blood mats her hair, and her face and lips are swollen and bloody. She moans as Buckner helps her.

SHERIFF BUCKNER

Little Dove, who did this?

Little Dove holds her side as she speaks.

LITTLE DOVE

(short breath)
Three men killed the ticket
operator and beat me.

(MORE)

LITTLE DOVE (CONT'D)

I heard them say they're waiting
for the train from Pineville.

Sheriff Buckner helps Little Dove to a seat, then he gets her
a blanket.

SHERIFF BUCKNER

Stay here and rest. I'll send for
the doc, then get a posse to ride
to the depot. We'll get the ones
who did this to you.

LITTLE DOVE

Be careful, Sheriff. They're a mean
bunch. Killing the ticket operator
like they did.

Buckner sends A MAN to fetch the doctor, then he and Deputy
Quill, along with SEVEN OTHER MEN mount their horses and race
toward the depot.

EXT. TRAIN STATION - DAY

The sheriff and his deputies ride up to the depot. The wind
blows hard, and a thick layer of sand covers almost
everything. The men advance cautiously, checking everywhere.
They cover their eyes and mouths with bandanas.

SHERIFF BUCKNER

I don't see 'em. Maybe they left.

INT. TICKET OFFICE - DAY

The sheriff signals in several different directions of the
train depot; the DEPUTIES split up into groups of three.

Three of them kick open the door and burst in, guns drawn,
scanning the room in unison.

Deputy Quill signals to the left and right. Deputies 2 and 3
nod, then check the corners of the room.

Quill looks over the ticket counter while Deputy Two searches
the corner closet. When Deputy Two opens the door, Cowboy One
pulls him in by the hair and slits his throat.

Deputy Two gurgles inaudibly as blood fills his windpipe and
runs down his chest.

Quill and Deputy Three spin around and shoot, but Cowboy One
jumps out the window and lands on the platform.

He rolls forward and jumps to his feet, turning in time to fire at the deputies who duck behind the wall for cover.

Deputy Three takes aim on the fleeing cowboy. Then Cowboy One emerges from a second closet and hurls a knife at him. It hits Deputy Three in the back taking him down, and Cowboy One races out the front door just as Quill shoots his gun.

Quill rushes to help Deputy Three, kneeling next to him, but he convulses, his legs flopping around, and he tilts his head to the side and spits blood.

EXT. TRAIN STATION - DAY

The deputies rush out of the ticket office, guns drawn, blood hot with vengeance. They run around to the platform and find Choppy and two others waiting for them. They're spread out ten feet apart.

Deputy Quill and two other men approach from the left side while Sheriff Buckner and three others come to the platform from the right. They stop about twenty feet away.

Buckner waits until they are all in position. He casts a glance at Quill, then back to Choppy.

Choppy sucks hard on his cigar and then tosses it out. He pulls the coattail of his duster behind his holster.

Choppy and the other cowboys take a few steps back, outside the large overhang on the platform.

SHERIFF BUCKNER

Take your guns out slowly. You need
to come with me.

Cowboy One shuffles his feet and tucks the coattails of his duster behind his holster like Choppy did. The scarred side of his face twitches.

COWBOY ONE

We're of a mind to stay put,
Sheriff. Never could get
comfortable in a jail cell.

Buckner lets his hand slip closer to his gun.

SHERIFF BUCKNER

Think hard; there are seven of us.

Cowboy Two nods and looks ready to draw his gun.

COWBOY TWO
Shame you didn't bring more.

DEPUTY QUILL
Put the weapons down.

Choppy looks sideways to Cowboy One and nods. They dive to the ground shooting, and use the platform as cover.

Cowboys One and Two aim at the joint supporting the heavy wooden overhang above the lawmen. They get off about eight shots and then a loud PING is heard. The overhang sags on the right side, and small pieces of wood fall to the platform.

Choppy continues firing at the lawmen while Cowboys One and Two focus on the joint supporting the left side.

Another PING is heard, then the left side of the overhang sags. Just then, a loud CREAKING sound is heard and the overhang collapses on top of the deputies.

Choppy stands cautiously, both guns in hand, and advances to the lawmen. He kicks aside debris, and turns over the bodies that aren't obviously dead. He prods them with the barrel of his rifle and puts a bullet in the ones who are still alive.

Choppy counts the bodies, as he slowly walks past them. He stares at Sheriff Buckner's body, then bends down and yanks the badge from his shirt.

CHOPPY
Never had me one of these.

Cowboy One grins and takes Deputy Quill's badge.

COWBOY ONE
Not a sheriff's badge, but I might
as well get me one.

EXT: TRAIN DEPOT - DAY

The cowboys drag the lawmen into the supply sheds and lock the doors. The sandstorm subsides as they head back to the platform to wait.

EXT. TRAIN STATION - CONTINUOUS

Choppy and the two cowboys sit on benches against the wall at the train station. Choppy whittles on a piece of pine, while Cowboy One cleans his nails with a knife. Cowboy Two holds his gun to his ear and listens as he rolls the barrel.

LATER

A TRAIN WHISTLE sounds and the men get up and look in that direction. The train rounds the bend and heads for the station, and the whistle grows louder.

Choppy cocks his rifle, leans it against the depot wall, and then he checks the bullets in both pistols.

Cowboys One and Two check their guns.

The brakes bring the train to a screeching halt, and the men walk toward the train and watch as baggage is unloaded – but no one gets off. The doors close, and the whistle blows again as the train prepares to leave the station.

The cowboys look at each other and are walking away when the EERIE SOUND of a HARMONICA grabs their attention. They spin around quickly, hands on guns.

A LONE MAN [HARMONICA] (40s, hard-looking, beady eyes, exudes confidence, will back down from no one) stands on the other side of the tracks.

He carries a satchel in his right hand, and he plays the harmonica with his left. He continues playing as the men approach.

HARMONICA

Which one of you is Frank?

The men focus hard glares on Harmonica.

COWBOY ONE

Frank sent us.

Harmonica looks at three horses hitched to a post in front of the station.

HARMONICA

Did you bring a horse for me?

CHOPPY

Looks like we're shy one horse.

The men laugh tauntingly.

Harmonica shakes his head slowly. He squints and glares at the three of them.

HARMONICA

Nah. You brought two too many.

The men facing Harmonica get a look of disbelief on their faces and push their dusters behind their holsters. The sunlight reflects off Choppy's pearl-handed guns.

CHOPPY

When you're ready, draw.

Harmonica shakes his head.

HARMONICA

I never draw first.

Choppy sneers and goes for his gun. Harmonica drops his satchel and draws his gun. He shoots Choppy, who is lifted off his feet and stumbles back a few steps.

The second shot hits Choppy's shoulder and spins him around. He stumbles over the fallen overhang.

Cowboy Two shoots and hits Harmonica in the shoulder. Harmonica dives to the ground and fires but misses. All three men continue shooting.

Harmonica rolls over and fires twice. He hits Cowboy One, then rolls the other way and shoots Cowboy Two. They both fall to the ground.

Choppy struggles to stand, and aims his gun again. Harmonica shoots him two more times, and Choppy reels, falling back several more feet. He drops his gun and falls off the platform and onto the desert sand.

CHOPPY

No . . . !

Harmonica lies still for a moment, then grabs hold of a post and helps himself up. He winces and looks at the blood as it seeps onto his jacket.

He pulls a knife from his pocket and digs out the bullet. More blood oozes from his shoulder and stains his coat.

He bends over and retrieves his gun, makes sure the men are dead, and then walks to where the horses are hitched, mounts one, and rides away.

EXT. PRISON WAGON FIFTY MILES NORTH OF PINEVILLE - DAY

A SHERIFF and THREE DEPUTIES escort Cheyenne, a known criminal. They are on their way to Denver to lock him up for prior crimes, including bank robbery and murder.

CHEYENNE

(taunting)

You don't think you'll get me to jail, do you?

SHERIFF

Don't worry. I'll get you there.

Cheyenne laughs.

CHEYENNE

Not in your lifetime, you won't.

The wagon slows as it navigates a narrow, winding road in the mountains. It rounds a bend and a shot is heard (blends into the whistle from a train).

INT. TRAIN FROM KANSAS CITY - DAY

JILL (30, slim, light-blue lace dress, and long blonde hair) sits near the window of the last car. She removes a neatly folded letter from her handbag and reads it.

INSERT LETTER

JILL (ON CAMERA)

(reads to herself)

Jill, it's only been a few months, but I miss you more than you know. I can't stop thinking about our last week together, and about how much I love you.

When my wife died, I felt as if my life was over, but you changed all that. You made me whole again. I can't wait to see you.

(beat)

All my love, Brett.

The train whistle blows as the brakes are applied. Jill folds the letter and puts it away.

EXT. TRAIN STATION - TWENTY MILES NORTHEAST OF PROMONTORY - DAY

The WHISTLE announces the arrival of the train from New Orleans. After it stops, passengers get off, carrying bags and holding their children's hands.

JILL, a sophisticated YOUNG WOMAN exits the last car. She looks around the platform as if searching for someone. A PORTER unloads her three bags and sets them on the platform.

Many passengers get off the train and are met by friends and relatives. Jill mills about, her three bags sitting nearby. As she searches, she never wanders far from the bags.

HANK (20, tall, black, underfed, overly polite, wearing a floppy cowboy hat) approaches Jill and offers a big smile. He reaches down and grabs the handles of the bags.

HANK

Ma'am, you want I should tote your bags? I can do it. Can get all three, and it won't cost you but a quarter. That's all.

Jill smiles at Hank and uses a handkerchief to dab sweat from her forehead.

JILL

My husband is supposed to meet me, but I don't see him. Wait here for a moment. If he doesn't show, I will need help. And I'll pay you for the time you wait.

A MAN (50, white, tall, slender, mustache) wearing a jacket, vest, and top hat approaches Jill and bows.

MAN

If you'll allow me, ma'am. I'll get your bags so you don't get too near that black dog.

Jill narrows her eyes and glares.

JILL

That man you called a 'black dog' has been nothing but a gentleman. I'm fine as I am.

MAN

Don't say I didn't warn you.

The man turns and walks away.

Hank stays with the bags while Jill paces the platform looking for her husband. She dabs her forehead with a handkerchief as she approaches Hank.

JILL
If you could get the bags and
follow me.

Hank follows her to the end of the platform where a Native American, TIVA (20s, respectful, hair in long braids, ribbon tied to forehead), meets her.

TIVA
Lady need ride?

Jill shakes her head and continues to walk the platform. The clock on the outside wall of the depot strikes two, and she turns and looks around again.

The crowd all but disappears. She walks closer to the remaining people, but her husband isn't there.

Tiva approaches her again, lowers his head and speaks softly.

TIVA (CONT'D)
You need ride? I take you.

Jill casts a final glance around, then nods to Tiva.

JILL
I guess I do need a ride, but I
think it's a long way - about
twenty miles.

TIVA
Twenty miles not far. I take you.

Tiva turns and walks to the end of the platform where a small buggy waits.

Hank loads her bags onto the wagon. Jill gives him 50c, and climbs into the buggy.

Tiva gets in and holds the reins.

TIVA (CONT'D)
You know where go?

Jill unfolds a piece of paper containing a hand-drawn map and hands it to him. Tiva studies the map and nods.

TIVA (CONT'D)
I know place. Won't take long.

LATER

Tiva pulls up to a run-down cantina. It appears to have been a white stucco building, but it's painted desert-brown from a continuous barrage of hard-blown sand.

Tiva dismounts and hitches the buggy to a post.

TIVA

You thirsty? I get water.

Jill's lips turn down, and she looks disgustedly at the run-down cantina.

JILL

Not from here.

TIVA

If you thirsty, this only place with water.

Jill sighs and gets off the buggy.

INT. CANTINA ON ROAD EAST OF PROMONTORY - DAY

Inside, a BARTENDER (50s, barrel-chested, loud) chops meat with a cleaver and slugs ale from a large mug. Dust-covered, dirty-looking men sit at tables or stand at the bar, many of them are drunk and the others look to be well on their way.

A BLACKSMITH (40s, large, thick-necked, muscled arms) pounds a piece of metal against an anvil in the back of the room.

Next to him, SEVERAL MEN sit at a table playing cards, and on the other side of the room a WELL-DRESSED MAN (40S, thin, glasses) sits by himself and smokes a pipe.

Behind them, horses are stabled and munching on straw. They continually hang their heads over the stable walls and beg for food. The place reeks of urine and horse manure.

Tiva leans forward and puts his elbows on the bar.

TIVA

Water . . . please?

The bartender looks at Tiva, and his voice is dismissive. He brushes his hand in the air, as if swatting a bug.

BARTENDER

Go on, boy. We don't serve injuns.

The swinging doors open again, and Jill walks in. Most of the men in the room turn and stare. Several of them stand and offer her a seat, or their company.

Jill stands beside Tiva and addresses the bartender.

JILL

You said something when I came in?

BARTENDER

I said we don't serve no redskins.
Not at this bar, we don't.

Jill nods and smiles.

JILL

Then I'd like two glasses of water -
for me.

The bartender scowls but hands her two mugs filled with water.

Jill uses her handkerchief to wipe the rim of the glass, then she takes a long, slow sip. She hands the other mug to Tiva, who looks at the bartender, then quickly downs the water.

The bartender rushes over, and yanks the mug from Tiva.

A harmonica sounds from the back of the room, an area hidden by shadows. The bartender tilts the overhead lantern so that it shines light in that direction.

Harmonica sits in the corner. He stops playing and stands, staring at the bartender.

HARMONICA

Let the boy have water. As much as
he wants.

BARTENDER

We don't -

HARMONICA

(adamant)
Let him have it.

The bartender stares at Harmonica for a long time, but then he hands another mug to Tiva.

HARMONICA (CONT'D)

And make sure it's a clean mug.

The bartender takes the mug and gives it a quick swipe. When he sees Harmonica step forward, he cleans the mug with a towel and gives it back to Tiva.

Harmonica sits down.

Idle chatter comes from all the tables and much boasting and taunting from the bar. Soon, the cantina becomes as boisterous as it had been.

The sound of several horses arriving brings the noise to an end. Everyone stops talking and looks toward the door.

The swinging doors open and Cheyenne walks in. His hands are bound with thick handcuffs, and he is covered in dust and sand. He brushes the dirt from his long coat, revealing it to be a long, brown duster.

He casts suspicious glances around the room before walking to the blacksmith. He spreads his hands apart - as far as he can - and lets the chain sit on the smith's anvil.

CHEYENNE

Get these cuffs off. Do it right,
and I might buy you a drink. But if
I get nicked . . .

As Cheyenne is getting the cuffs removed, a harmonica sounds from the shadows of the room at the other end.

Cheyenne, startled, looks around carefully. He holds a gun in his left hand.

CHEYENNE (CONT'D)

Whoever the hell is making that
noise, shut it up.

Harmonica continues to play.

When the handcuffs are taken off, Cheyenne moves slowly toward Harmonica, his gun pointed at him. He grabs hold of the overhead lantern and slides it along as he moves.

Harmonica is framed in the light of the lantern and surrounded by shadows. He continues to play.

Cheyenne gets within a few feet of him and stares.

CHEYENNE (CONT'D)

Don't you hear?

Everyone's attention is alerted to the sound of more horses galloping and coming to a stop outside. The swinging doors open again and FIVE MEN walk in wearing long, brown dusters.

Cheyenne reaches for the harmonica, but he grabs Cheyenne's gun, spins him around, and holds the gun to his head.

Cheyenne's men push back their dusters and prepare to draw. They look to Cheyenne, but he shakes his head slowly.

HARMONICA

Smart move.

He pushes Cheyenne toward the bar, and grabs his coattail as he walks away. Harmonica gestures to the men wearing the dusters.

HARMONICA (CONT'D)

Those your men?

CHEYENNE

What if they are?

HARMONICA

If they are, we might have a problem.

Cheyenne looks skeptically at Harmonica and shakes his head, then he slowly walks away. When Cheyenne gets near Jill, he reaches over and yanks the necklace from her.

Jill grabs for the necklace and slaps him.

Cheyenne rubs the side of his face and smiles.

CHEYENNE

I like a rugged woman.

Harmonica steps closer, and he pushes his coat back to reveal his holstered gun.

HARMONICA

Give it back.

Cheyenne glares. He slowly turns around and sees five of his men with him. He stares at Harmonica and walks toward him.

CHEYENNE

You trying to tell me something?

HARMONICA

Already did. Give her the necklace.

Cheyenne continues to stare at Harmonica and then reluctantly hands the necklace to PACO (30s, weather-beaten, scars on both sides of his face).

Paco walks it to Jill, but he keeps his eyes on Harmonica.

Cheyenne turns and faces Harmonica.

CHEYENNE
Satisfied?

HARMONICA
You Frank?

Cheyenne laughs.

CHEYENNE
If you don't know Cheyenne, you
must not be from around here.

HARMONICA
Cheyenne? What kind of name is
that? Sounds Indian.

Cheyenne scowls at Harmonica.

CHEYENNE
I'm half Indian, half Mexican, and
half white man.

He steps closer and glares challengingly.

CHEYENNE (CONT'D)
You got a problem with that?

Harmonica laughs.

HARMONICA
The only problem I got, is that's
three halves. You can't have three
halves.

Cheyenne picks up his shot glass and slugs it down.

CHEYENNE
Tell that to my mother, and father
- whoever he was.

Harmonica's smile turns into a laugh. He and Cheyenne stare
at each other, then Harmonica continues playing.

CHEYENNE (CONT'D)
Do you only know how to play, or do
you know how to shoot? Because
you're not gonna kill Frank by
playing a harmonica.

Paco turns to leave. Harmonica grabs his coat and examines
it.

The well-dressed patron sitting by himself, slowly moves his hand toward his gun. Harmonica glances to the card table, where another man is inching toward a gun sitting on his lap.

Harmonica shakes his head at the well-dressed man, but he continues to move his hand toward the gun. Harmonica draws his gun, lightning-fast, and shoots the man's hand, then he spins and shoots the card player's hand.

Cheyenne and his men draw their guns, but Cheyenne looks at the two men and at the guns sitting on the floor.

CHEYENNE (CONT'D)

It looks like I owe you, music man.

Harmonica steps up to the bar, takes a swig from a bottle and turns to face Cheyenne.

HARMONICA

It's no big deal.

Cheyenne moves closer.

CHEYENNE

It's no big deal that you shot them, or my life is no big deal?

Harmonica gulps another shot.

HARMONICA

Either way.

Cheyenne stares, then laughs and turns toward the door. He stops and looks at the men Harmonica shot.

CHEYENNE

Try anything like that again and you'll lose more than a hand.

Harmonica looks at Paco's duster again and examines it, then turns to face Cheyenne.

HARMONICA

I saw three of these dusters a short time ago. They were waiting for a train.

Cheyenne moves back to the bar and takes a sip of whiskey from Harmonica's bottle, but he keeps his eyes on Harmonica.

HARMONICA (CONT'D)

Inside the dusters, there were three men.

Cheyenne cocks his head and raises his eyebrows.

Harmonica takes a long gulp from the bottle.

HARMONICA (CONT'D)

Inside the men, there were three
bullets.

Cheyenne turns and looks quizzically at his men, then back to face Harmonica. He moves closer and wags his finger in Harmonica's face.

CHEYENNE

That's a crazy story - for two
reasons.

(A beat)

One - nobody in these parts got the
guts to wear these dusters except
Cheyenne's men. And two -
Cheyenne's men don't get killed.

Harmonica raises his eyebrows and Cheyenne continues staring.

CHEYENNE (CONT'D)

That surprise you?

Harmonica sets the bottle down hard. He moves a step closer to Cheyenne.

HARMONICA

Yeah, now I see you can count - all
the way up to two.

Cheyenne doesn't take his eyes off Harmonica. He puts his gun up next to his ear and spins the gun barrel.

CHEYENNE

All the way up to six if I have to.

He taps the gun against Harmonica's shoulder, the one showing a bullet hole and blood from his shootout at the depot.

CHEYENNE (CONT'D)

And maybe faster than you.

Harmonica grins as he turns his back to Cheyenne and takes another swig of whiskey. He then continues playing the harmonica.

Cheyenne shakes his head and laughs.

CHEYENNE (CONT'D)

Yeah, go on. Play, Harmonica. Play
so you can't bullshit.

He turns to leave.

CHEYENNE (CONT'D)

But be careful of those false
notes.

Harmonica plays a few notes, then hits several sour notes.

Cheyenne stops. He listens to Harmonica play, then he nods
and leaves. His men follow.

Jill puts her necklace back on and turns to Harmonica.

JILL

Thank you for getting my necklace
back.

HARMONICA

I didn't do it for you. I was
testing his mettle.

EXT. MCBAIN FARMHOUSE - DAY

Tiva steers the buggy to an area in front of the farmhouse
where a small crowd gathers. People are milling about or
sitting at long wooden tables laden with food - fruits, meat,
casseroles, and more.

All the people stare as Jill pulls up. She looks around
inquisitively.

An OLDER GENTLEMAN (60, glasses, kind) helps her get off the
buggy, and leads her to a PREACHER (50, pious, speaks loudly)
surrounded by a small group of townsfolk. He reads to them
from a Bible.

Jill walks past him and suddenly stops. Her hands fly to her
mouth and she gasps. Two lifeless bodies are lying before her
on tables - Brett McBain and his son, Matt. Their chests are
covered in blood.

Jill wipes her eyes with a handkerchief, lowers her head, and
cries. She races over and throws herself on Brett and holds
him tightly.

The older gentlemen pats her back, and several of the women
offer comforting words. Off to the side, a FEW YOUNGER MEN
dig graves.

Jill sits at one of the tables loaded with food. She looks at
the older gentleman, tears in her eyes.

JILL
Where is Amy?

The older gentleman looks around and then turns back to Jill.

OLDER GENTLEMAN
Who?

JILL
He had a daughter - Amy. She was sixteen.

DEPUTY SIMMS (35, calf-high brown boots, white shirt and tie, and brown jacket, cowboy hat) steps up holding the brim of his hat.

A MAN (20s, thin, wide-brimmed hat) rides up and dismounts his horse, then he whispers in the deputy's ear.

Simms nods and faces Jill.

DEPUTY SIMMS
We just got news that Cheyenne escaped on his way to prison. It's clear who did this.

Simms holds Jill's hand and pats it.

DEPUTY SIMMS (CONT'D)
Don't worry, Mrs. McBain, we'll find the girl. I'm sure Cheyenne has her.

JILL
I'm not so sure, Deputy. Cheyenne was at the cantina when I was. He didn't seem like the type.

DEPUTY SIMMS
I know you're upset, Mrs. McBain, but leave the lawman work to me.

Simms raises his voice and addresses the crowd.

DEPUTY SIMMS (CONT'D)
There is now a \$5,000 reward for Cheyenne. And that's dead or alive. My guess is his men killed Sheriff Buckner and Deputy Quill this morning.

(A beat)
And now he's done this. There'll be no jail for him. He's gonna hang.

Tiva waits for people to leave, then he approaches Mrs. McBain.

TIVA

You want I take you to town?

Jill shakes her head and dries her eyes.

JILL

No, I'm staying here. I made it out of New Orleans, and I swore I'd never go back.

INT. MCBAIN FARMHOUSE - NIGHT

Jill walks through the house, picking up things to examine. She sees pictures of Brett's kids, picks them up and sheds a tear. She then continues going through the house.

She opens and empties all the drawers, looks under the beds and mattresses, and even goes into the attic. Frustrated, she sits on the sofa and holds her head in her hands.

Jill flops on the bed and cries. She opens an unpacked suitcase, takes out a dress and holds it up. After a long gaze, she puts the dress back and closes the suitcase.

INT. SMALL HOUSE AT EDGE OF TOWN - NIGHT

CHESTER (40, short, chubby, Mexican, full mustache and beard) finishes off a jug of wine and gets up for another one.

Harmonica kicks open the door and walks in. Chester hides behind the door leading to a storage area.

Harmonica glances around the room. Four children lie asleep on makeshift beds, and their mother sleeps next to them. The mother stirs, and Harmonica holds a finger to his lips.

HARMONICA

Shh!

Harmonica continues searching. He moves aside sheets covering doors and he looks under the makeshift beds. He comes to the closed door and kicks it open. Chester cowers on the floor.

Harmonica reaches down and grabs him by his collar, yanks him up, and slams his head against the wall.

CHESTER

What do you want? Money?

Harmonica drags him out of the room and slams his head into a large pail of water hanging from the ceiling. Water spills over the rim of the pail and onto Chester. Droplets of water run down his face and soak into his shirt.

CHESTER (CONT'D)

But I -

Harmonica slams him into another wall and then back into the pail of water. More water spills onto Chester and it mixes with blood that drips from the side of his head and his nose. Chester spits blood onto the floor.

Harmonica ties a short rope around Chester's neck and squeezes. Chester chokes and gasps. His breathing is short and labored.

CHESTER (CONT'D)

I . . . can't . . . talk.

HARMONICA

You know, Chester, I'm kinda mad at you.

Harmonica chokes harder.

HARMONICA (CONT'D)

Frank wasn't at the station.

(A beat)

But he sent three friends.

Harmonica loosens the rope so Chester can speak.

CHESTER

I know nothing.

Chester bends over, holds up his hand, and coughs.

CHESTER (CONT'D)

I only arranged the meeting. I don't know why Frank wasn't there.

HARMONICA

(Disgustedly)

Because he was at McBain's farm.

CHESTER

That wasn't Frank. Everyone knows Cheyenne did that.

HARMONICA

I don't think so, Chester. And the next time I tell you to give someone a message, make sure they understand it.

Harmonica lets go of the rope around Chester's neck and walks out the door. He turns and punches him one more time before leaving, knocking him to the ground.

INT. MCBAIN FARMHOUSE - NIGHT

Jill searches the house again. She searches unpacked luggage and large chests. In one of the chests, she finds several wooden models - one is a large sign sitting atop two posts.

INSERT: SWEETWATER

Other models depict a general store, a blacksmith shop, a stable, a church, a bank, and more. She sets them on a table and lines them up. Then she sits back and stares.

The sound of a harmonica from outside alerts her. She gets up quietly and creeps to the front door where a rifle leans against the wall. She picks up the rifle and carefully moves the curtains aside so she can peek outside.

The music continues to play, but Jill sees no one. She goes to bed but keeps her eyes open and the rifle by her side.

EXT. MCBAIN FARMHOUSE - DAY

Jill walks across the porch carrying an empty pail. She goes down the steps and toward the well.

She only takes a few steps before Cheyenne and several of his men ride up. They exchange stares until she lowers her head.

CHEYENNE

Did you make coffee?

Jill lifts her head and looks at him with sorrow in her eyes. She shakes her head.

JILL

I had no one to make it for.

CHEYENNE

You do now.

INT. MCBAIN FARMHOUSE - DAY

Jill reluctantly reenters the house and goes to the kitchen. She attempts to light a fire several times. Finally, Cheyenne sighs and snatches a match from her hand.

CHEYENNE

I'll do that. You fix coffee.

Cheyenne lights the fire while Jill prepares the coffee.

CHEYENNE (CONT'D)

That stupid deputy and his posse chased after me all night. They're accusing me of killing your family.

The fire crackles. Cheyenne stands and rubs his hands together. He walks slowly to Jill. He spins her around, leans close to her face, and stares.

CHEYENNE (CONT'D)

I never had a problem killing things. I'll kill most anything, but I'd never kill a child - never.

Cheyenne picks up the coffee pot and puts it on the fire.

JILL

Do you know where the girl is?

CHEYENNE

I didn't know there was a girl.

Jill nods.

JILL

She was sixteen. I've never seen her, but I have pictures that Brett gave me.

(a beat)

I hate to think what might become of her.

Cheyenne grits his teeth and checks the gun in his holster.

CHEYENNE

You got a picture of her? Because I think I know who has her; the same one who tried to frame me. And that fires me up.

Jill looks at Cheyenne, on his knees stoking the fire. She opens a drawer, stares at a knife that's lying there, and glances at Cheyenne. She slowly reaches for the knife while keeping an eye on Cheyenne.

From the corner of his eye, Cheyenne catches a glimpse of Jill. He grins.

CHEYENNE (CONT'D)

One thing for sure – you don't want to see a fired-up Cheyenne.

Jill slams the drawer and glares.

Cheyenne smiles and relights the fire, then he stands and looks at the mess Jill made while searching.

CHEYENNE (CONT'D)

By the looks of things, I guess you didn't find any money.

JILL

There's nothing here. Search if you want. If you find any, it's yours.

Cheyenne walks around opening drawers. He pushes the curtains aside on the front window and looks outside, and then he sits at the table. He stares as Jill moves back and forth, preparing coffee.

CHEYENNE

Not many women would have stayed when their husband was killed. You're a pretty remarkable woman, Mrs. McBain.

Jill looks at him from the corner of her eye, then she pulls the coffee pot from the fire. She sets it on the table and returns to get mugs.

JILL

There are many people in New Orleans who would disagree.

CHEYENNE

What did you do to them?

JILL

I did nothing. I . . . was a whore.

Jill looks at Cheyenne from the corner of her eye.

JILL (CONT'D)

Does that surprise you — that I admitted it?

Cheyenne shakes his head and smiles.

CHEYENNE

Nothing you do surprises me; besides, my mother was a whore. She was also the most remarkable woman I knew.

(a beat)

And best of all, she made a great cup of coffee.

JILL

You should look for the money. Maybe you'll change your mind.

CHEYENNE

Tempting, but no need to look. By the way, do you know anything about that man who plays the harmonica — the one at the cantina?

JILL

I saw nothing more than you did. I know he got my necklace back — the one you took from me.

Jill grits her teeth and glares.

JILL (CONT'D)

Now you should leave. I've got no use for killers. Or thieves. Or criminals of any type.

CHEYENNE

Already told you. I don't kill people unless I have to.

Cheyenne gets up from the table and heads to the door.

JILL

Wait!

Jill holds Amy's picture with both hands. She seems hesitant to show it to Cheyenne.

JILL (CONT'D)

You asked for a picture of Amy. Why do you want it?

CHEYENNE

So my men can spread word that she's missing. Sooner or later, someone will spot her.

(a beat)

And you should go to the hotel. You'll be safe there, at least for a while.

INT. TRAIN CAR OUTSIDE OF TOWN - DAY

An engine and two cars sit on the train track, and a few horses are tied up outside.

Inside the spacious third car, items of high value decorate expensive woodworking. Morton sits behind a large mahogany desk bearing intricate woodwork. Floor-to-ceiling bookcases fill the gaps between windows.

Frank sits in a chair opposite him and smokes a cigar. He kicks his feet up on a nearby chair.

MORTON

Was it necessary to massacre the whole family? I told you to scare them, not kill them.

FRANK

Shouldn't be any problem now that we've got the girl.

Morton slams his fist on the desk.

MORTON

No problem? You killed a man and his child.

FRANK

Who's gonna say anything? We own this town.

MORTON

You don't own the sheriff.

Frank chuckles, as if he knows something Morton doesn't.

FRANK

Haven't you heard? The sheriff's dead. So is his deputy and others who might have stood against us.

Morton stands. He grabs hold of overhead bars he uses to walk and makes his way to a small desk sitting against the wall near the center of the car and removes some papers.

MORTON

That's why you'll never be anything but a hired hand, Frank. I checked with the land office today because I planned to transfer the deed, but it seems there is a Mrs. McBain. The deed is in her name too.

Frank puffs on his cigar and blows smoke in Morton's direction.

FRANK

A bullet will stop her just like anyone else.

MORTON

It might not be so easy. She's being protected by a mysterious stranger.

Frank furrows his brow. He sits up and leans toward Morton.

FRANK

The one who plays the harmonica?

MORTON

And from what I hear, you already lost three men trying to get him.

FRANK

Yeah, I did. But this time, I'm sending five. It doesn't much matter. We can buy more men.

The train door opens, and Amy enters balancing a tray of drinks. She walks slowly, careful not to spill any.

MORTON

Just in time, Young Lady.

Frank grabs Amy's dress as she passes and rips it open at the legs, exposing her thigh.

FRANK

How many times do I have to tell you? The next time I see you dressed so prudish, I'll rip the whole thing off. You won't feel so smug walking around naked.

Amy sets the tray on Morton's desk and turns to exit. She stops when she gets to Frank.

AMY

I'll never dress the way you want.
It's not proper; besides, that land
is mine, and you're not getting it.

FRANK

I doubt if your mother will stand
so firm.

Amy smacks him in the face.

AMY

She's not my mother.

Morton pushes the curtains aside at the sound of horses arriving.

Frank points outside to the arriving riders and turns to Amy.

FRANK

You see those men out there? Do as
I say, or I'll let them have you as
much, and as often, as they want.

Amy nods but holds her head up high. She exits when Frank goes outside to meet the riders.

EXT. TRAIN CAR OUTSIDE OF TOWN - DAY

SEVEN RIDERS (30s and 40s, all wearing long brown dusters) bring their horses to a stop outside the train car.

JAKE (30, weather-beaten, brown cowboy hat, riding a white stallion) leans forward in his saddle.

JAKE

Frank, two of Cheyenne's men
checked into the hotel.

Frank bites the end off his cigar and spits it to the side.

FRANK

And the woman?

JAKE

Far as we know, she's at the
farmhouse.

FRANK

What are you waiting for? Send two men to get the widow and take the rest to the hotel.

Jake shifts in his saddle and hesitates.

JAKE

What if Harmonica is there?

Frank grins. He reaches down and strikes a match against his boots, lights his cigar, then flicks the match at Jake.

FRANK

Then you'll have to earn your money for once.

INT. MCBAIN FARMHOUSE - DAY

Jill packs several suitcases and prepares to leave, but as she ties her horse to the buggy, the sound of a harmonica comes from the loft. She spins around, shocked.

JILL

What are you doing here?

Harmonica descends the ladder.

HARMONICA

Escort you to town safely.

JILL

Why do you think I'm going to town?

HARMONICA

Because Frank will be after you, and I intend to be there when he finds you.

JILL

So you're using me! As bait.

Harmonica shrugs.

HARMONICA

If you want to see it that way.

Jill reluctantly climbs into the wagon, but Harmonica grabs her arm and pulls her down. He rips her sleeves off at the elbow, then he rips the top of her dress, exposing a lot of cleavage.

She quickly covers herself and glares.

JILL
What do you think you're doing?

HARMONICA
This isn't the time to leave.

He gestures toward the well outside.

HARMONICA (CONT'D)
Get me some water. And get it from
the well. I like my water fresh.

EXT. MCBAIN FARMHOUSE - DAY

TWO MEN (30s, brown dusters, brown hats, thin) wait outside,
hidden among the scrub brush. Both hold rifles.

Jill walks out carrying an empty pail and is followed by
Harmonica. She gets to the well and lowers the bucket.

Harmonica removes his hat and jacket while he stares into the
surrounding brush. His gun sits on the top of the well.

Jill raises a pail of water, and Harmonica dips in a ladle to
take a sip. All the while, he scans the surrounding area.

HARMONICA
When you hear a strange sound, get
down.

Jill seems puzzled. She stares at Harmonica.

JILL
A sound like what?

The two men spur their horses and ride toward Jill. They hold
their rifles ready to fire. The sound of guns cocking alerts
Harmonica, and he pushes Jill to the ground.

HARMONICA
Like that.

He draws his gun, and as the men come over the rise, he
fires, taking them both out before either one could shoot.

Harmonica puts his hat back on and picks up his jacket.

EXT. BRUSH OUTSIDE OF FARMHOUSE - DAY

Further out in the brush, Cheyenne and four of his men wait.
He holds a rifle.

After Harmonica shoots Frank's men, Cheyenne stares.

CHEYENNE

He not only plays, he shoots too.

Harmonica helps Jill stand, and he brushes off her dress.

HARMONICA

Now's the time to leave.

JILL

I don't intend on leaving. I was going into town to get supplies.

HARMONICA

It's not safe for you out here. Not by yourself.

Jill casts a hard-eyed look.

JILL

I'm not leaving.

Harmonica sighs and shakes his head.

HARMONICA

If you say so.

Jill goes into the barn to get the wagon. When she returns, Harmonica helps her onto the seat and secures all the belongings.

Cheyenne and four of his men ride up slowly.

CHEYENNE

Mind if we tag along?

Harmonica shrugs.

HARMONICA

I like company.

CHEYENNE

You'll need it, the way you stirred up Frank.

Harmonica looks at Cheyenne.

HARMONICA

You're not coming?

Cheyenne shakes his head.

CHEYENNE

Frank framed me for killing the
McBains. It wouldn't do for me to
be seen in town.

Cheyenne gestures to the wagon, and his men position
themselves on each side and in the front and back. Cheyenne
rides off.

INT. GENERAL STORE - DAY

Jill buys supplies: sewing material, needles and thread,
cooking oil, coffee and more. She then buys tools for
repairing things on the farm.

On her way to get in the wagon, Harmonica greets her.

HARMONICA

Your mind still made up?

JILL

And I won't change it. Frank won't
bother me while I own the land. And
I have an idea about an auction.

Harmonica looks at her questioningly.

JILL (CONT'D)

In New Orleans, it was a well known
saying that the best way to win a
poker game was to let your opponent
think they were winning.

HARMONICA

We can help with that.

Jill gets in the wagon and heads for home.

Paco steps up next to Harmonica and waits for Jill to leave.

PACO

I sent two men back to the
farmhouse. They'll watch out for
her, but they'll stay out of sight.

Harmonica nods.

HARMONICA

Good.

EXT. MCBAIN FARMHOUSE - DAY

Jill drives up to the house and stops near the porch. She unloads the wagon, sets everything onto the porch, and parks the wagon in the barn.

Cheyenne's men watch from the other side of a hill, using scrub brush for cover.

Frank rides up and quietly dismounts almost 1/4 mile away. He ties his horse to a small tree and then creeps forward.

He takes the last few steps very slowly, then he taps one of the men on the back. When the man turns, Frank plunges a knife in his heart.

Cheyenne's other man jumps up, reaching for his gun, but Frank cuts his throat. He cleans the blade of his knife, sheaths it, then walks toward the farmhouse.

INT. MCBAIN FARMHOUSE - NIGHT

Jill finishes putting things away, and then she heats up water for tea. She hears footsteps sounding on the porch, shakes her head, walks to the front door, and yanks it open.

JILL

I told you, I'm not leaving.

She gasps, and her hands fly to her mouth.

JILL (CONT'D)

What are you doing here?

Frank smiles and steps inside. Jill tries to shut the door, but he pushes it open and shoves her toward the kitchen. She reels, but catches herself and continues moving back.

Jill grabs a knife from the kitchen, raises it, and lunges toward Frank.

JILL (CONT'D)

Get back or I'll stab you.

Frank grins and continues to move toward her.

FRANK

You won't. Not that you don't want to, but I won't let you. Not tonight. Not ever.

Jill thrusts the knife at him, but Frank grabs her arm and twists, causing her to drop the knife.

Jill yells and pulls her arm free.

JILL
You hurt me!

FRANK
You're not hurt. Not yet.

Frank grabs her dress and tears it off her. Then he takes hold of her hair and drags her to the bedroom.

FRANK (CONT'D)
I know you're just a whore from New Orleans, or N'awlins, as you folks like to call it, but if I don't get the land, you might be hurt by the end of the night. And if that happens, you'll wish you never left your fair city.

Jill tries covering herself, but Frank throws her on the bed.

FRANK (CONT'D)
Finish undressing.

Jill cowers and shakes her head.

JILL
No. I know what I've been, and I know what I am. And nothing you can do will change that.

Frank backhands her and strips the rest of her clothes off.

FRANK
Like I said, you're just a New Orleans whore. Does it matter who has a turn with you?

Jill wipes the blood from her lips and pulls a quilt up to cover herself. She glares at Frank and scowls.

JILL
I've known men like you - men too cowardly to fight real men, and too pitiful to attract women, so you beat on them.

Frank steps closer to Jill and holds her shoulders.

FRANK
A woman like you shouldn't be hit.
(a beat)
Do as you're told and you won't be.

JILL

And I should believe that?

(a beat)

After you have what you want,
you'll forget about me, just like
everyone else. And I don't mean
just the land; besides, if you kill
me, you'll never get the land.

Frank looks at her questioningly.

FRANK

And why not? I have the girl.

JILL

Because I signed the land over to
Harmonica.

Frank paces, thinking.

FRANK

I guess I'll have to see Harmonica.

EXT. MCBAIN FARMHOUSE - NIGHT

Jill watches Frank ride off, then quickly dresses and heads
toward town. She meets Cheyenne a few miles outside of town.

Cheyenne pulls his horse alongside her and leans forward.

CHEYENNE

You don't look so good.

JILL

Frank came to see me.

Cheyenne grits his teeth.

CHEYENNE

Did he hurt you?

Jill's face is set in stone.

JILL

Nothing I couldn't take.

EXT. HOTEL AND CANTINA - NIGHT

Cheyenne's men, accompanying Harmonica and Jill, arrive at
the hotel and hitch their horses to the post. The noise
travels to the blacksmith's shop and can even be heard over
the pounding on his anvil.

TWO MEN approach, kick the mud off their boots, and enter the hotel. Chester locks his laundromat, and follows the other men inside.

INT. HOTEL AND CANTINA - NIGHT

Swinging doors open to a large room filled with tables and chairs. A long bar runs the length of the room with bottles of whiskey filling the shelves behind it and dusty, grimy men waiting to down a shot or two. A lantern sits on every table.

Chester sits at the bar, orders a bottle, and downs shots like a thirsty man does water. After a few shots, he joins a card game with a large ROUGH-LOOKING MAN (pockmarked face, short beard) and ANOTHER of Frank's men.

MAI-LIN and SUN-LU (20s, Asian, timid, thin, black hair) serve drinks, clean tables, and sweep the floor, all the while keeping their heads hung low and speaking to no one.

The hotel doors swing open and Harmonica and Jill enter. Harmonica looks around the room, then carefully makes his way to the bar. He and Jill stand at the end.

HARMONICA

Water for the lady and a bottle of whiskey for me. Good whiskey.

The rough-looking man is joined by three other cowboys who sit at the table and break open a deck of cards. One cowboy uncorks a bottle and takes a long swig.

The rough-looking one and one of the others continually cast glances at Harmonica and Jill.

Jill stares at the men and trembles.

JILL

I'm afraid. They're here for me.

HARMONICA

They won't get you. No one will.

The rough-looking man laughs loudly and tosses a few dollars into the pot and hollers to Jill.

ROUGH-LOOKING MAN

Don't think that half-man can protect you 'cause he can't.

Harmonica turns sideways and squeezes her hand.

JILL

Frank can't hurt me. Tell him I
said that, and tell him I said he's
a coward. Afraid to meet with me.

Mai-Lin and Sun-Lu move to the side and continue their work.

MAI-LIN

Stay away from those men. They bad.

The rough-looking man and the others laugh.

ROUGH-LOOKING MAN

All right, here are the rules. The
winner gets the pick of the chinks.
The losers get the other one.

The other men at the table hoot and holler. The rough-looking
man turns his head and stares at Jill.

ROUGH-LOOKING MAN (CONT'D)

We'll tell Frank what you said.

Harmonica turns and faces the rough-looking man. He pushes
his coattail to the side, exposing his holster and gun.

HARMONICA

Tell him I said it too.

The man loses his smile, and the table goes quiet.

ROUGH-LOOKING MAN

You'll be sorry you said that.

HARMONICA

Just tell him.

The rough-looking man takes a swig from the bottle and passes
it around to the others. When the last man finishes, he
tosses it to the floor.

ROUGH-LOOKING MAN

Need another bottle over here.

MAI-LIN

Gěi tā yī píng. (Get him a bottle)

The rough-looking man stares at Mai-Lin, and then he grabs
her arm and yanks her to his table.

ROUGH-LOOKING MAN

Yellow girl, what'd you say to her?

Mai-Lin fights to get free. Her skimpy outfit tears and she runs away.

The rough-looking man gets up to follow, but Chester hesitantly grabs his arm. He looks at him meekly and shakes his head.

The rough-looking man scoops his money from the table and stuffs it in his pocket, then he grabs hold of Mai-Lin and drags her up the stairs. She tries to fight him off, but when she can't stop him, she cries.

SECOND FLOOR BEDROOM - CONTINUOUS

Mai-Lin's screams and the sound of furniture breaking is interrupted by the door bursting open. Mai-Lin stumbles out the door backward, but before she gets her balance, the rough-looking man backhands her and knocks her down the stairs.

She falls down a few steps, but manages to keep hold of the handrail. She continues to grab it until she reaches the bottom where she falls the last few steps.

Harmonica helps her up and stands beside her while she brushes her dress off. She folds her hands and bows to him.

MAI-LIN

You save me.

Harmonica nods as Mai-Lin speaks, but he doesn't take his eyes from Frank's men.

HARMONICA

You're just lucky. I needed a reason to kill him.

The rough-looking man descends the steps and tries to leave but Harmonica grabs hold of his coat sleeve.

HARMONICA (CONT'D)

Don't forget to apologize.

The rough-looking man squints.

ROUGH-LOOKING MAN

Apologize for what?

Harmonica stands rigidly and stares.

HARMONICA

The girl.

The man laughs and moves toward the steps.

ROUGH-LOOKING MAN
Maybe I'll stay a while.

HARMONICA
You'll be dead before your boots
touch the first step.

The rough-looking man faces Harmonica and grins. His hand moves slowly toward his gun.

ROUGH-LOOKING MAN
Frank sent more men this time.

Harmonica nods.

HARMONICA
I hope he dug enough graves.

One of the men goes for his gun and Harmonica draws and shoots. The man crashes onto the table, turning it over. Another stumbles back until he hits the wall, and the rough-looking man falls sideways, breaking the railing.

Harmonica overturns a table and ducks behind it just as bullets from the other two cowboys hit the table.

Paco enters the front door and shoots one of Frank's men, and RENNI (40, scruffy beard) steps in from the back and shoots Frank's other man.

Harmonica stands and glances around. He nods to Paco and Renni.

HARMONICA (CONT'D)
Guess it's time to see Frank.

Jill looks behind the bar and sees Chester cowering on the floor. He gets up and stands in front of her.

JILL
Find some courage, and tell Frank I
want to meet him - personally.
(A beat)
And tell him I know everything.

Harmonica steps between the two of them. He looks at Chester and shakes his head.

HARMONICA
I asked Frank to meet me, but he
didn't show. I'm sure Mrs. McBain
doesn't want to meet a man who
doesn't keep appointments.

Chester looks at Harmonica and sneers.

CHESTER

This is Frank's business. I don't
remember asking you, Mister.

Harmonica smiles. He pushes his coattails behind his holster.

HARMONICA

Now I know that your memory's good.
(A beat))
Let's see how good your draw is.

Chester loses his smile. Harmonica nods and holsters his gun.

HARMONICA (CONT'D)

I thought so.

Harmonica grabs Jill's arm gently.

HARMONICA (CONT'D)

We got you a room upstairs, and
several of Cheyenne's men are in
rooms on each side of yours.
(a beat)
And this time, you're staying put.

JILL

How long do I have to stay?

HARMONICA

Until it's safe.

JILL

I can't even walk through town?

HARMONICA

You can leave the room and walk
through town, but only if
Cheyenne's men are with you.

EXT. MAIN STREET IN TOWN - DAY

Jill walks down the street with Cheyenne's men. Harmonica
watches from behind a wooden post that supports an
overhanging roof. He waits for Chester to leave and follows.

INT. TRAIN CAR OUTSIDE OF TOWN - DAY

Chester stands with Frank and Morton. Morton glares and
purses his lips.

MORTON

You were told never to come here,
no matter what business you have.

CHESTER

I wouldn't have come, but when
McBain said she knew everything, I
thought I better tell you about it.

Frank stares out the window, and sees the shadow of a man
walking on the top of the train car.

FRANK

And you're sure you weren't
followed?

CHESTER

(NERVOUS)

You know how careful I am, Frank.
No one saw me come here. You can
trust me.

Frank walks over to Chester. He looks him in the face and
smiles. He then reaches down and pulls his suspenders out and
lets them snap back to place.

FRANK

Chester, how can I trust a man who
wears both a belt and suspenders.

Harmonica stares through a skylight in the top of the train
car. Frank walks over and tugs on a cord, signaling the train
to get moving.

A whistle blows and the train moves. Harmonica holds onto the
sides of the car and lies as flat as he can.

In the distance, a half dozen horsemen ride toward the train.
Harmonica presses himself even lower onto the top of the car.

As the riders draw closer, Harmonica quietly climbs down the
ladder. When he reaches the bottom, Frank waits with a gun
pointed at his face.

Harmonica stares.

HARMONICA

You Frank?

FRANK

You know I am.

HARMONICA

I've been looking for you.

FRANK

And now you've found me.

Frank gestures with his gun toward the inside of the train car. Harmonica goes inside.

FLASHBACK

A man walks slowly through the desert filled with scrub brush. A coat is draped over his left shoulder and he wears a holster on his right side. His face is blurry and can't be made out, but he is tall and thin with dark hair.

END OF FLASHBACK

Frank takes Harmonica's gun and gives it to one of his men.

FRANK

Tie him up to the post inside.

Frank walks to Chester, stands in front of him, and stares.

FRANK (CONT'D)

So you weren't followed?
So I can trust you?

Frank pushes Chester out the door of the train car and all the while Chester protests that he can be trusted.

CHESTER

You don't have to worry about me,
Frank. I'm reliable.

EXT. TRAIN CAR OUTSIDE OF TOWN - DAY

Chester lands on his back in the dirt. He struggles to get up but moans every time he moves. When he finally stands, he sees Cheyenne hanging onto the undercarriage of the train.

Cheyenne holds his finger to his lips, as if to say 'shh.'

CHESTER

Frank, you know -

Frank draws his gun and shoots.

INT. TRAIN CAR OUTSIDE OF TOWN - DAY

Frank looks to one of his men, Jackson (40, rugged-looking, black hat).

FRANK

Did they take care of the woman?

Jackson shakes his head.

JACKSON

We found them dead out by the farm.
The five you sent to the hotel are
dead also.

A wide grin covers Harmonica's face.

HARMONICA

Your friends have a high mortality
rate, Frank. First three, then two,
now five. If you're not careful,
you'll run out of men.

Frank walks over slowly and takes off Harmonica's hat.

FRANK

So you're the one who makes
appointments?

HARMONICA

And you're the one who doesn't keep
them.

Frank stares while puffing cigar smoke in his face.

FRANK

What do you want? Who are you?

Harmonica looks back with cold eyes.

HARMONICA

Dave Jenkins.

Frank's face loses color. He takes the cigar out of his mouth
and steps closer.

FRANK

Dave Jenkins has been dead for a
long time.

HARMONICA

Calder Benson.

Frank bites the end of his cigar. Frustration shows on his
face.

FRANK
(irritation)
What's your name? Calder Benson's
dead too.

Harmonica squints his eyes until they're nearly closed. He
stares at Frank.

HARMONICA
You know better than anyone. You
killed 'em.

Frank tosses his cigar away and grimaces. He turns to his
men.

FRANK
Soften him up. Maybe he'll feel
like talking then.

MUSHON (30, brash, overly-confident) steps up and punches
Harmonica in the face.

Harmonica smiles.

HARMONICA
You can do better than that.

Mushon hits his gut, then his kidney.

Harmonica falls forward, but he recovers quickly. When he
stands, his smile remains.

HARMONICA (CONT'D)
C'mon, you can't hurt me like that.

Frank scowls and steps up to Harmonica. He holds a match
against his arm. Harmonica stares, but he doesn't react.

Frank lights another match and holds it until the skin sears.

HARMONICA (CONT'D)
That all you got, Frank? You'll
never get your land this way.

Several other men punch and beat Harmonica using whips,
clubs, and the butt of their guns.

Harmonica bleeds from his mouth and nose. His eye is
blackened.

HARMONICA (CONT'D)
You can keep this up all day, but
you're not getting the deed.

Frank steps forward and gets within inches of Harmonica face.

FRANK

I can break your hand so you can't shoot. What good is a man if he can't shoot?

HARMONICA

I'll learn to use my left hand.

FRANK

I can break that one as easy as the other.

HARMONICA

If you break both my hands, I won't be able to sign the deed. Then where will you be, Frank?

(a beat)

The railroad almost here, and you with no land.

Harmonica laughs.

HARMONICA (CONT'D)

Besides, if you torture someone, you have to be willing to kill them. If they know you won't kill them, there's no reason to do what the person wants.

FRANK

Maybe so, but you'll end up like Morton if you don't sign soon.

Harmonica squints and stares at Frank.

HARMONICA

Judge Salazar has to witness the signing of this deed. If you take me to him beaten up, he'll know what happened.

(a beat)

Face it, Frank, that train's gonna come and go, and you still won't have that piece of land.

FRANK

What do you suggest we do? Maybe I should just kill you.

HARMONICA

If I die, Cheyenne gets the deed.
You'll have a much tougher time
getting the deed from him.

Frank punches the wall and moves closer to Harmonica. He slaps both sides of his face several times.

FRANK

Who are you? What do you want?

Frank rears back to hit harmonica again.

MORTON

Frank! Remember the woman. We're
losing time.

Frank looks from Morton to his men.

FRANK

All right let's go. I guess we'll
have to take care of her ourselves.

Frank turns to the man standing next to him and points to Harmonica.

FRANK (CONT'D)

Keep an eye on him. If he gives you
any trouble, hit him hard, but
don't hit his mouth. He's got a lot
of talking to do.

EXT. TRAIN CAR - DAY

Frank exits the train and gets on his horse. Four others join him. He turns to a man standing by Chester's body.

FRANK

Bury this one. And make sure you
keep an eye on that cripple while
I'm gone. Understand?

Frank rides off with his men. As they disappear, we see Cheyenne hanging onto the bottom of the train car.

INT. TRAIN CAR - DAY

The train whistle blows and the train moves. Morton sits behind his desk, while three of Frank's men nap in chairs. One chair is next to the window and the others are near the end of the car.

Harmonica is tied to a dark wooden post that supports the set-up Morton uses to walk.

As the train picks up speed, Harmonica looks to the side window and opens his eyes wide. Cheyenne is hanging upside down from the top of the car and looking in the window.

Cheyenne smiles and nods to Harmonica, who smiles in return. Cheyenne taps the window lightly with his gun. When Frank's man doesn't respond, he taps it twice more, then again.

Frank's man stirs and turns to look out the window. When he sees Cheyenne, he goes for his gun, but Cheyenne shoots first. The bullet hits him in the throat.

Morton stands, using his crutches, and FRANK'S OTHER MEN jump out of their chairs, guns drawn.

FRANK'S OTHER MAN

Who the hell was that?

Cheyenne climbs back atop the train car. Within a moment, he comes in through the door between the cars. He shoots one of Frank's men, then returns to the top of the car.

Morton hides behind his desk.

One of the last of Frank's men moves slowly across the train car, listening closely to Cheyenne's footsteps on the roof. He hears a gun cock and spins around quickly.

A man's boot is seen through the window, as if someone is descending from above. Frank's man moves quietly, and when he is close, he raises his gun, waiting for Cheyenne to show, and prepares to shoot.

The boot turns a little, and a gunshot sounds, shooting a hole in the toe of the boot and in the man's eye.

Morton limps on his crutches as he moves across the car. Cheyenne enters holding his gun.

Harmonica, still tied to the post, looks at him and smiles.

HARMONICA

Do you only know how to shoot? Or
do you know how to cut too?

Cheyenne pulls a knife and cuts Harmonica free. He hollers at Morton, who is limping away.

CHEYENNE

Let's have a good look at you.

He walks to Morton and draws his gun. His voice is taunting.

CHEYENNE (CONT'D)

Mr. Choo Choo.

Morton slowly turns and moves toward Cheyenne while holding onto the overhead rails.

Cheyenne chortles as he looks Morton up and down.

CHEYENNE (CONT'D)

It's easy to find you, bastard. I don't have to kill you now. You leave a slime behind you like a snail - two beautiful shiny rails.

Harmonica walks up to Cheyenne.

HARMONICA

Don't forget there's another bastard, and he gets farther away every minute.

Harmonica pulls the strap signaling the train to stop. The whistle blows and the brakes squeal as they come to a stop.

Cheyenne opens the door leading to the steps at the end of the car. He looks west, into the horizon. Soon, riders appear. Cheyenne turns to Morton.

CHEYENNE

It won't be long, Mr. Choo Choo.
Here come my men.

EXT. TRAIN CAR - DAY

EIGHT MEN, riding hard, approach the train cars. Cheyenne looks out at them and smiles.

As the riders get closer, they continually fire on the train, focusing on the engine. As they gain ground on the train, the side door of the second train car slides open to reveal A MAN standing behind a GATLING GUN sitting atop a tripod.

The horses close to one hundred feet before the man turns the crank. The gun fires hundreds of bullets rapidly. The bullets rip through Cheyenne's men, knocking them from their horses and leaving gaping holes where the bullets hit. Three men fall with the first burst.

Frank's man turns the crank on the gun again and bullets fly toward the rest of Cheyenne's men.

The two men in front are knocked off their mounts as soon as they're hit, flying backward. The second wave of bullets takes out the rest of them, including a few horses.

Cheyenne climbs back atop the train car and makes his way to the next car. He steps quietly and slows even more when he gets close to the man with the Gatling gun.

He lies as flat as he can on top the car, then leans over and fires three shots, killing the gun's operator. The man falls forward, and Cheyenne shoots him two more times.

EXT/INT. MCBAIN'S FARMHOUSE - DAY

Frank knocks on the door, but no one answers. He kicks the door in and goes through the house, searching everywhere.

He finds models of a town and nods knowingly, and then he goes outside and gets on his horse.

FRANK

Looks like we're going to town. Two of you need to get the girl while I'm in town. Meet me outside of town by the split in the road.

INT. HOTEL AND CANTINA - DAY

Frank walks up to the bar and orders a shot of whiskey. He downs it and signals the MAN TENDING BAR (60s, almost bald, thin) for another.

FRANK

I need to speak with Mrs. McBain.

MAN TENDING BAR

(stammering)

I don't know any . . . McBain.

FRANK

She's a good-looking woman, and I heard she might be staying here.

Footsteps sound on the stairs and Harmonica slowly descends.

HARMONICA

She's here, Frank, but she doesn't want to see you.

Frank takes a step back and stares.

FRANK

And you know that?

HARMONICA

She has no business with you, so I guess you'll have to wait.

FRANK

Wait for what?

HARMONICA

For the train tracks to get here.

Frank turns slowly and faces Harmonica. He pulls his duster behind his holster.

Harmonica smiles and does the same.

FRANK

I see you got away from my men.
They dead?

Harmonica nods.

HARMONICA

I'm afraid they are. But you're a smart man, Frank. You knew they would be.

(a beat)

And you noticed I'm here, so you've got good vision too.

The sound of more footsteps on the stairs. Three more men appear and stand next to Harmonica.

Frank glances from one to another.

FRANK

I guess what I need will hold.

He slugs the last of his drink, keeping an eye on Harmonica as he does, and then he tosses a few silver dollars on the bar and leaves.

EXT. OUTSIDE OF TOWN BY SPLIT IN ROAD - DAY

Frank and his men sit inside a basin of rocks, sipping on coffee the men made over a campfire. Several riders approach with a young woman. Mushon rides at the front.

MUSHON

Here she is, Frank.

FRANK
Thanks . . . What's your name
again?

MUSHON
It's -

FRANK
Ah, never mind. A name's a name.
One's as good as another.

INT. TRAIN CAR - DAY

Frank enters the car and sits in Morton's chair, his feet
propped up, boots on the desk.

FRANK
Looks like the land is going for
auction.

MORTON
What! We can't have that. What if
-?

FRANK
Don't get worked up. It won't go
for more than a few hundred
dollars. I'll make sure of it.

Morton sighs, opens the top drawer of his desk, and gives
Frank a stack of cash.

MORTON
Here's two thousand dollars, just
in case it goes for more. I'm not
concerned with a little money. As
long as we get the land.

EXT/INT. HOTEL AND CANTINA - DAY

Frank hitches his mount in front of the hotel, and then he
helps Amy dismount. He unties her hands before going inside.

A dozen of his men follow him.

Frank holds onto Amy's arm and sits at a nearby table along
with several of his other men.

FRANK
Remember what I told you, girl. You
need to sign that deed over after I
win the auction.

AMY

You're wasting your time. I won't sign anything.

Frank squeezes her arm tightly.

FRANK

We'll see.

Frank's men mill about the crowd of potential bidders. As the auction starts, there are a few low bids, then one of Frank's men bids two hundred dollars.

Frank looks over to his man and smiles.

Harmonica stands on a landing halfway to the second floor.

The deputy calls out the bid.

DEPUTY SIMMS

We have a bid of two hundred dollars. Do I hear three hundred? How about two hundred fifty?

Simms turns to Mrs. McBain and whispers.

DEPUTY SIMMS (CONT'D)

Are you sure you don't want to set a minimum price?

Jill shakes her head.

JILL

I want to be rid of it.

DEPUTY SIMMS

Two hundred going once, twice . . .

The BLACKSMITH (40, muscled) raises his hand to bid, but one of Frank's men grabs his arm and lowers his hand. The rest of Frank's men glare at people, a warning not to bid.

The room is silent, then the blacksmith bids despite the threat.

BLACKSMITH

Three hundred dollars.

Frank's men stare. Everyone casts looks in that direction.

SIMMS

That's more like it. Do I hear four hundred? All right then, three hundred once. Three hundred twice.

Simms raises the gavel and is about to bring it down when someone hollers from the stairs.

HARMONICA
Five thousand dollars.

Everyone turns to see who bid. The room is abuzz with chatter. Frank's face is ashen. He appears shocked.

Deputy Simms walks up the stairs to meet Harmonica.

DEPUTY SIMMS
This is a cash only auction. You
have the money?

Harmonica looks up the stairs and nods. Footsteps are heard on the steps above, then a man comes down leading Cheyenne with a rope tied to his neck and his hands tied before him.

Harmonica looks to Deputy Simms.

HARMONICA
I understand there's a five
thousand dollar reward for him.

Simms nods. He looks to JUDGE SALAZAR (60, gray hair, chubby, stern), and the judge gives his okay.

Cheyenne looks sourly at Harmonica.

CHEYENNE
Judas was content with 4,970
dollars less.

HARMONICA
There were no dollars in them days.

CHEYENNE
But sons of bitches, yeah.

JUDGE SALAZAR
The bounty is valid. The land goes
to -

Frank stands.

FRANK
Hold that bid for thirty minutes.
I'll be back.

Judge Salazar shakes his head and bangs his gavel on the table.

JUDGE SALAZAR
The sale is final.

Frank approaches Salazar.

FRANK
But judge, I'll -

JUDGE SALAZAR
I said the sale is final, and that
concludes our business.

Frank slams his fist on the table and then he takes hold of
Amy's hand and pulls her up to go with him.

Jill grabs Amy's other hand.

JILL
Amy's staying.

Harmonica, Cheyenne, and Deputy Simms stand up.

Frank looks at them, then to the door. Five of Cheyenne's men
stand by the door and others descend the stairs.

Frank stares from one group to the other, then lets go of Amy
and signals for his men to follow him.

FRANK
This isn't over.

After Frank leaves, Amy turns to Harmonica.

AMY
Thank you for your help.

HARMONICA
It was all Jill's idea - the
auction and everything else.

Amy blushes and turns to Jill. She extends her hand.

AMY
It's not something I ever imagined
I'd say, but thank you.

Jill smiles and shakes her hand.

JILL
It was Harmonica, the deputy, and
Cheyenne who did all the work.

Deputy Simms waits for all of Frank's men to leave, then he
cuts Cheyenne free and turns to Harmonica.

DEPUTY SIMMS

Looks like you were right. It was obvious Frank was after the land, but why? He was prepared to pay more than five thousand.

Cheyenne rubs his wrists and smiles. He and Harmonica sit at a table with Jill, Amy, and several of Cheyenne's men. One the men carries a bottle of whiskey and several shot glasses.

Cheyenne pours a drink for everyone and sits.

CHEYENNE

Simms is right. The question is why does anyone want that piece of land. First McBain and now Frank.

HARMONICA

Don't forget the railroad.

AMY

I know why.

She turns to face Jill.

AMY (CONT'D)

Do you know why?

Jill loses her smile and gets a serious look on her face.

JILL

All I know is what Brett told me - he said this land would make him wealthy, but he didn't tell me how.

Amy continues to stare, her face a mask.

AMY

Did he love you?

Jill folds her hands in front of her and thinks.

JILL

I can't be sure, but I think he did. The first night I met your father, he took me to dinner at a very nice restaurant - Antiones.

(a beat)

As we ate dinner, Brett told me how lonely life was without his wife, and told me how hard it was to raise two kids by himself.

(MORE)

JILL (CONT'D)

He told me he put a lot of weight on you, Amy, and asked you to do too much, especially when it came to Matt. But he said you never complained.

Jill cocks her head, as if in thought.

JILL (CONT'D) (CONT'D)

He surprised me again, though. We sat in that restaurant until it closed, and then he walked me home and said goodnight. And all we did was talk. I had a lot of respect for your father after that night. I decided then, I'd go off with him if he asked.

AMY

And did you love him?

JILL

I promised I would cook for him, take care of him physically and mentally, clean for him, and be faithful. What else can a man want?

AMY

You didn't answer my question.

JILL

No, I didn't, but I gave you my answer.

All eyes turn to Amy.

AMY

(sighs)

My father told us before we got here that the land had water on it — a lot of water. He said the railroad needs water to run, and that land would make us rich.

Jill bends over and hugs Amy.

JILL

If there was water, I think I would have seen it. But if it's there, let's make Brett's dreams real.

AMY

If that's what you plan to do, I'll help. Dad would have wanted that.

Cheyenne turns to Paco.

CHEYENNE

Get some of your Indian friends and find out if there's any water on that land. If there is water, find out how much is there and how to get to it.

Paco gulps his glass of whiskey and gets up to leave.

PACO

I leave now. Be back late morning.

Harmonica sips on his glass.

HARMONICA

If the land has water, it explains why the railroad wants it.

(A beat)

I think we need to visit the McBain's farmhouse.

JILL

I think so too. I'm going with you.

Harmonica gestures to Cheyenne.

HARMONICA

Watch her. I'll finish registering the deed and join you afterward.

Cheyenne and his men ride out, accompanied by Jill and Amy.

EXT. ROAD TO MCBAIN FARMHOUSE - LATER

Harmonica leaves the land office and heads toward the farmhouse. He rounds the bend where the road splits, going north and east.

Just as he heads east, where the road narrows, a DOZEN MEN block his way. Harmonica brings his horse to a stop. He looks from one man to the other.

Mushon spurs his mount forward a few steps.

MUSHON

Frank wanted to make sure you got where you're going.

Harmonica continues glancing at the men.

HARMONICA

Tell Frank not to worry.

Mushon draws his gun, as do all the others.

MUSHON

I know you're fast, but not fast
enough to take all of us.

Harmonica sits up tall and pulls his coat behind his holster.
Mushon and his men draw their guns and aim them at Harmonica.

MUSHON (CONT'D)

We're not gonna hurt you, but
you're coming with us.

Harmonica looks at the men again. He lets go of his coat.

HARMONICA

I'll go with you, but you're not
getting my gun.

Mushon tugs on the horse's reins and heads further east. The
rest of the men fall in behind him.

EXT. RAILROAD LINE EAST OF PROMONTORY - DAY

LATER:

Mushon rides up to the railroad line, where hundreds of
workers put down railroad ties, lay tracks, and pound spikes.

FOREMEN walk up and down the line whipping and clubbing
people for not working hard enough or even for stopping to
take a drink.

Harmonica looks around, then turns to Mushon.

HARMONICA

Why are we stopping here?

Mushon grins.

MUSHON

This is your home until Frank gets
the land.

Harmonica nods.

HARMONICA

One home's good as another.

MUSHON

We'll see.

Harmonica dismounts and goes to see the OVERSEER (40, harsh, Irish accent).

OVERSEER

Get a hammer and pound those spikes.

Mushon walks to the overseer and whispers.

MUSHON

Frank wants you to keep an eye on this one. Don't take it easy on him, but don't hurt him too badly.

Mushon gets on his horse, and he and his men ride away. The overseer steps over to Harmonica and taps his shoulder.

OVERSEER

What kind of man you be?

HARMONICA

Just a man.

OVERSEER

We got us four kind of men working these lines, Mister. White men, including Irish, and the lesser men - redskins, yellow men, and blacks. Since you don't fit with the whites, I'm putting you with them.

Harmonica turns around and swings the hammer.

The overseer whips his back several times. Blood trickles from the lashes the overseer gives.

OVERSEER (CONT'D)

Nobody turns their back on me, Mister. You got that?

LATER:

Harmonica finishes hammering a spike into the ground when the whistle blows. The men stop working and carry their tools with them as they move toward an encampment made of tents.

HARMONICA

This where we sleep?

OVERSEER

Someone will be around with food,
or what they call food. You sleep
with the blacks, the chinks, and
the redskins. White people sleep in
the boxcars.

EXT. RAILROAD LINE EAST OF PROMONTORY - NIGHT

A wagon carrying two dirt-covered barrels moves slowly through the camp. The DRIVER (40s, tall, thin, wiry) stops, gets off, and ladles soup from the first barrel. Pieces of something float on the top. Some of them appear to be moving.

Harmonica looks closely at the soup and scowls.

HARMONICA

You expect me to eat that?

The driver spits to the side.

DRIVER

It's this or nothin', Mister.

Harmonica grudgingly takes a bowl of soup and sits next to the fire. He wraps a blanket around his shoulders.

After eating, the workers retire to the tents to sleep. Harmonica picks a tent with two CHINESE MEN and a BOY (10, scrawny, ribs showing, scars on his back).

LATER:

During the middle of the night, the boy hugs himself and shivers. Harmonica gets up and lays his blanket over the boy, then he goes back to sleep.

EXT. RAILROAD LINE EAST OF PROMONTORY - DAY

Harmonica eats breakfast by the fire when the young boy comes out. He wipes sleep from his eyes and sits next to Harmonica.

BOY

Thank you for blanket.

HARMONICA

You looked cold.

The overseer walks up and down the line whipping people. When ONE MAN resists, the overseer shoots him, and he falls onto the tracks, bleeding badly.

OVERSEER

Get him off the tracks. And do it now! If work is held up, you'll pay with your blood.

Harmonica stands, reaches a hand to the boy, and picks up his hammer which he swings over his shoulder. He sees Paco riding his horse in their direction.

Paco looks at Harmonica, but Harmonica shakes his head. Paco nods and continues riding along.

EXT. MCBAIN FARMHOUSE - DAY

Paco dismounts and joins Cheyenne and TEN more on the porch.

CHEYENNE

About time you got here. What did you find out?

PACO

Nothing yet, but on way, I see Harmonica working on railroad. I come to tell you.

CHEYENNE

What?

PACO

Men whipping him and others.

CHEYENNE

Frank must have gotten him.

Cheyenne mounts his horse and looks to the others.

CHEYENNE (CONT'D)

What the hell are you waiting for? Let's go get him, but four of you stay here.

(a beat)

Paco, see about the water while I take care of this.

EXT. RAILROAD LINE EAST OF PROMONTORY - DAY

Cheyenne and his men ride along the tracks and continually look for Harmonica. Cheyenne sees him and steers his horse close. When he is next to Harmonica, he leans down and whispers.

CHEYENNE

We're getting you out of here. Be ready in five minutes, and it wouldn't hurt to have help.

Harmonica nods.

HARMONICA

What took you so long?

Cheyenne rides further along, and Harmonica moves slowly from one worker to the next, whispering.

As the overseer moves away from Harmonica, Cheyenne turns his horse and draws his gun.

CHEYENNE

Fat man, you're gonna listen closely.

Cheyenne points to Harmonica.

CHEYENNE (CONT'D)

See that man? He's coming with me.

The overseer shakes his head.

OVERSEER

He works for the railroad. I hired him.

Cheyenne draws his gun and shoots the man in the foot.

CHEYENNE

I just un-hired him.

The gunshot draws attention, and several of the foremen move quickly toward Cheyenne.

Harmonica waits until one of them gets a few feet away, and swings his hammer at the man's gut, dropping him.

A Chinese worker swings his hammer while the foreman is down. It strikes his arm. Bones break.

The riot continues as more and more workers join in and revolt against the railroad men. Cheyenne's men shoot more of the foremen.

Cheyenne sees Harmonica's horse and unhitches it, then takes it to Harmonica.

CHEYENNE (CONT'D)
Time to go, and don't think of
stopping to play any music.

As they ride away, Harmonica hollers to the workers.

HARMONICA
Tell the bosses Cheyenne did this.

Harmonica spurs his horse to a gallop and catches up with Cheyenne

EXT/INT. TRAIN CAR - DAY

Frank rides up to the train car and dismounts. He climbs the steps and goes inside. He looks around at the dead men.

FRANK
Harmonica do this?

MORTON
Cheyenne helped. They got the
Gatling gun too.

Frank shrugs and takes a seat.

FRANK
We didn't win the auction, but I
intend to get that land back.

MORTON
You never had the land, Frank. And
I've been a fool thinking you could
get it. You cost me money and time.
And I can't afford the time.

FRANK
You'll have to get used to it. In
the meantime, I'm going to town to
settle things once and for all, but
I'm going to need more money.

MORTON
How much?

FRANK
Better make it ten thousand.

MORTON
Ten thousand!

FRANK

They paid five thousand for the land. Gotta show them a profit.

MORTON

No violence. You know I don't like violence.

FRANK

Yeah, well there are a lot of things you don't like, but you'll get used to them too.

MORTON

There's no need to be violent. I'll find another way to get the land.

Frank kicks his feet up on the desk and strikes a match on the heel of his boot. He lights a cigar, takes a long drag, and blows smoke toward Morton.

MONTAGE: FLASHBACK - FRANK'S EARLY LIFE

- Five-year-old Frank, looking emaciated, scrounging for food behind the cantina.
- Frank in front of the cantina begging for food or change.
- Frank at the dinner table with only soup to eat.
- Frank walking home with his father and two men take his money and the food he carries.
- Frank being tortured and beaten by older boys.

END OF MONTAGE

MORTON

Are you listening, Frank? I said I'd find another way.

Morton stares and shakes his head.

MORTON (CONT'D)

What makes you so mean?

Frank puffs on his cigar, leans his head back, and thinks.

FRANK

I'm not mean. I'm just not gonna let anybody take from me like they did from my father.

EXT. TRAIN CAR - DAY

Frank exits the car and saddles up. He takes four men with him and rides off, leaving four behind.

INT. TRAIN CAR - DAY

Morton invites Frank's men to play cards with him. He sits behind his desk, then reaches into a drawer and pulls out a huge stack of cash.

Instead of dealing cards, he slowly deals out hundred dollar bills until there is a thousand dollars in front of each one of them.

CISCO (30s, rugged, cowboy hat) picks up the cash and counts it slowly. He looks at Morton.

CISCO

How do you . . . how do you play this game, Mr. Morton?

MORTON

It's simple. As long as you use your head, you never lose.

CISCO

I still need a clue.

MORTON

Let's say it would be a shame if Frank were to befall an accident, or die at the hands of a bandit.

The men look at him as if they don't trust him, then one of them picks up the cash and pockets it. The others follow suit. Each man pockets the money and leaves. They ride off on their horses toward town.

EXT. OUTSIDE PROMONTORY - DAY

Frank stops about halfway to town, and his men come to a stop alongside him.

FRANK

I don't like the way things are going. I want you to ride to Pineville and pick up some more men. Get five or six of them and wait for me at the train.

Frank sits astride his horse. He stares across the vast desert wilderness as if thinking.

FRANK (CONT'D)

Mushon, did you take care of that thing I told you about?

Mushon nods.

MUSHON

Dropped him off like you said. They put him with the yellows.

Franks smiles.

FRANK

All right, good. That solves one of our problems.

EXT. MCBAIN FARMHOUSE - DAY

Paco rides up and dismounts, then he goes to Cheyenne.

PACO

You were right. I find nothing, so I go to Shoshone chief and he say underground water near farmhouse. Big river. Plenty of water.

CHEYENNE

And it goes through McBain's land?

PACO

Chief say yes. And he say McBain pay him many favors for access.

CHEYENNE

That about solves it. Let's search this place and find it.

Harmonica, Cheyenne and his men, and Jill and Amy walk the property.

A dozen or more wagons loaded with lumber and other building material pull up to the farmhouse. The DELIVERY FOREMAN (30s, scrawny, wiry hair) hands a bill of sale to Jill.

DELIVERY FOREMAN

Here it is, Mrs. McBain. Everything that Mr. McBain ordered - stacks of beech, pine, oak - all cut to order.

(MORE)

DELIVERY FOREMAN (CONT'D)

Plus ten kegs of nails, windows and doors, and all the tools needed to work it.

(A beat)

And it's all paid for, so nothing is owed.

JILL

But why? What is it for?

Harmonica takes the bill of sale from her hand.

HARMONICA

I think I know, Mrs. McBain. Your husband bought this land because he found out there was water. The railroad needs water to run and having water on this land will save them a lot of money and time. That's why Frank wants it so bad.

Jill frowns, and she lowers her head. She speaks somberly, a defeated woman.

JILL

And now you want it?

Harmonica shakes his head.

HARMONICA

We don't want it. We just want to make sure you get it. Plus, I have a score to settle with Frank.

(A beat)

Let us take it from here?

Cheyenne's men wander around, looking at the stacks of lumber.

HARMONICA (CONT'D)

This stack has a sign on it. It says: general store.

CHEYENNE

And this one says, Post Office.

PACO

These stacks are for a church and a bank.

CHEYENNE

What the hell is this?

HARMONICA

Can't you see?

(A beat)

It's a station for the train and the beginnings of a town. McBain's dream was real.

Cheyenne looks around and shakes his head.

CHEYENNE

There's already a station twenty miles from here.

HARMONICA

But it doesn't have enough water for all the trains that will be coming past here. When McBain found out about the water, he bought the land. He wouldn't have been better if he found gold.

Jill walks over carrying a handful of papers.

JILL

I just found these among Frank's papers. It's a contract with the railroad, and it states it will honor the deal as long as the depot is built before the tracks reach this point.

Cheyenne looks east, where the tracks are being laid.

CHEYENNE

Well, that's not going to happen.

HARMONICA

It might.

Harmonica saddles up and heads eastward.

Cheyenne hollers to his men.

CHEYENNE

What are you waiting for? Let's go.

After riding for a few hours, they come to the point where the tracks are being laid, the same place where they kept Harmonica.

A foreman whips a WORKER for drinking too much water, and ANOTHER is beaten for eating.

Harmonica stops his horse and glares at the FOREMAN (40s, huge forearms, heavily muscled).

HARMONICA
Why did you hit that man?

FOREMAN
He took too many drinks; besides, he's a yellow-skinned chink.

HARMONICA (V.O.)
How many drinks do you take in a day?

The man glares and slowly moves his hand toward his gun.

FOREMAN
None of your business, stranger.

The foreman picks up his whip to strike another man. Harmonica draws his gun and shoots him in the leg.

The Chinese worker who was whipped runs up to Harmonica.

WORKER
Now you make it bad for us. We no get paid, and we no have work.

Harmonica leans down and raises his voice.

HARMONICA
Don't worry. If anyone wants work, we have a lot of it, and we'll pay you fair - five dollars a day and all the water and food you want. Good, clean food and water.

The man looks shocked and suspicious.

WORKER
What kind work?

HARMONICA
Building a town.

The man nods and turns to the other men and speaks in Chinese. He then faces Harmonica.

WORKER
We do work for you.

THREE RAILROAD MEN (30s, big and burly) approach, hands on holsters.

RAILROAD MAN ONE
You lookin' for trouble?

Harmonica stares, but says nothing.

RAILROAD MAN ONE (CONT'D)
I asked if you're lookin' for
trouble? You can't have these men.
We own them.

CHEYENNE
You ought to know better, Mister.
You can own a horse or a dog, but
you can't own men. Now get out of
my way before I forget that.

Cheyenne and six of his men surround them, guns drawn.

CHEYENNE (CONT'D)
That man's not lookin' for trouble,
but I might be. Wanna oblige?

The foreman looks at Cheyenne and gulps. Then he leans to the
top BOSS (60, white hair).

FOREMAN
That's Cheyenne.

The boss stares at Cheyenne, and then he looks around to his
other men.

CHEYENNE
If you're thinking - can you and
all your workers take us, you're
probably right.
(A beat)
But we can kill a lot of you before
you get off a shot.

Cheyenne points to the boss.

CHEYENNE (CONT'D)
Staring with you.

BOSS
We want no trouble. Take who you
need.

Cheyenne and Harmonica ride away with THIRTY to FORTY Asian
men following them.

When they get to the farmhouse, they hand out tools to all of
the workers, give them food and water, and afterward, they
instruct them on what to do.

HARMONICA

We should get more help. This thing needs to go up quickly.

JILL

I'll go to town.

CHEYENNE

No, you don't. I can't have you out there by yourself, not with Frank on the loose.

Cheyenne signals Paco.

CHEYENNE (CONT'D)

Paco, pick out six or seven of our best men and have them escort Mrs. McBain to town.

HARMONICA

You think that's wise?

CHEYENNE

She'll get men to work for her quicker than they'd work for us.

Harmonica stares as she rides away.

EXT. FARMHOUSE - DAY

Jill returns from town with TWO DOZEN WORKERS, men willing to work hard for a good day's pay.

Cheyenne smiles when she gets back with the men. He taps Harmonica on the arm and whispers.

CHEYENNE

We could make a fortune here - hundreds of thousands of dollars. Hell, we could make thousands of thousands of dollars.

Harmonica laughs.

HARMONICA

They call that millions.

Cheyenne hollers to his men.

CHEYENNE

What the hell are you standing around for? Get busy.

(MORE)

CHEYENNE (CONT'D)

You got men here to help you, and
we could make millions here.

PACO

Help doing what?

CHEYENNE

What do you think? Building a
station - hell, building a whole
damn town.

The Chinese workers jump in and begin hauling lumber and
swinging pick axes.

Jill watches from the porch of the farmhouse, but after a few
minutes, she walks toward the door.

INT. MCBAIN FARMHOUSE - DAY

Jill enters the house and into the kitchen. Cheyenne follows
her in and lights a fire.

CHEYENNE

I need coffee to get anything done.

He walks over to Jill and rips the sleeves off her dress,
then he tears part of the top off, exposing milky skin.

She spins around, eyes agape, and covers up.

CHEYENNE (CONT'D)

Don't think harshly of me, Mrs.
McBain, but if you want those men
to work harder, take them some food
and water dressed like this.

(A beat)

You'll have your town built in no
time, then you can dress any way
you like.

Jills looks at Cheyenne and smiles. She takes a pair of
scissors and cuts a little more from her dress to show more
cleavage.

JILL

If all they need is a look, I have
no problem.

(a beat)

By the way, I'm going to the hotel
with Harmonica. Can you watch over
the workers?

CHEYENNE

Of course.

Jill fills a pail with water and sets several ladles inside it to use for drinking.

Cheyenne laughs as she walks out the door.

CHEYENNE (CONT'D)

I may not have said it before, Mrs. McBain. But you're a remarkable woman.

JILL

Where are you going?

CHEYENNE

I've got business with Frank's men.

INT. HOTEL AND CANTINA - DAY

Jill and Harmonica stand alongside each other at the bar. She sips on a glass of water, and he nurses a bottle of whiskey.

JILL

What do we do now?

Jill raises her glass in a toast and taps Harmonica's shot glass against hers.

JILL (CONT'D)

Congratulations. You got a good deal.

Harmonica looks at her.

HARMONICA

You mean the auction? Forget it. I don't invest in land. That auction was just part of your plan.

Jill sets her water down and grabs a shot glass. She then pours herself a shot from Harmonica's bottle.

She swigs the remainder of her drink and Harmonica eyes her up and down. She finishes her drink and sets the glass on the bar and turns to Harmonica.

JILL

Then I guess all I need is hot water - a bathtub full of it.

The swinging doors open and Frank steps inside. Jill scowls and glares.

Frank looks to Harmonica and Jill, then he pulls his duster behind his holster and approaches very slowly. He moves to a nearby table surrounded by four chairs and sits with his back to the wall. He doesn't take his eyes off them.

Jill grits her teeth and turns to go up the stairs, but she frequently looks back and glares.

FRANK
(smirking)
What's your hurry?

Harmonica grabs his bottle and two shot glasses. He takes his time walking over to Frank's table, then he sits in a chair across from Frank.

HARMONICA
Looks like it's just us, Frank.

Frank pours himself a whiskey from Harmonica's bottle and gulps it down. He signals for the BARTENDER (50s, thin, balding). The bartender brings a bottle of whiskey.

Frank picks the bottle up and turns it in his hand, staring.

FRANK
This is horse piss.

Harmonica picks up the bottle and examines it as well.

HARMONICA
He's right. Bring us a bottle of
the best you have.

FRANK
And bring me the best steak you
have too - medium rare.

Frank stares at Harmonica but keeps his hand near his gun.

FRANK (CONT'D)
I see you got away.

HARMONICA
Stuff like that happens.

Frank gulps down a shot of whiskey.

FRANK
Who are you?

Harmonica gets up and walks around. He leans over, places his palms on the table.

HARMONICA
Jim Cooper.

Frank pours another drink.

FRANK
Jim Cooper's dead.

HARMONICA
Jack Youngblood.

FRANK
Another dead man.

Harmonica nods, then he stands and moves toward the swinging doors. He leans his elbows on them and looks out.

Frank looks at Harmonica from the corner of his eye.

FRANK (CONT'D)
You paid five thousand dollars for something that belongs to me.

He pulls out a stack of cash and sets it on the table.

FRANK (CONT'D)
Five thousand dollars . . .

He sets a silver dollar on top of the cash.

FRANK (CONT'D)
Plus one.
(a beat)
Everyone deserves to make a profit

The sound of a harmonica playing is heard. Harmonica stares out the door.

FLASHBACK

A lone man is walking through the desert, a coat is draped over his left shoulder and he wears a holster on his right side. He smiles and his eyes are intense.

END OF FLASHBACK

FRANK
I wouldn't take too long thinking about it if I were you.
(MORE)

FRANK (CONT'D)

You got yourself into something
that's bigger than you are.

(a beat)

You have a chance to get out easy,
and you better take it.

Harmonica continues staring outside.

HARMONICA

You sound like a real businessman,
Frank. Being with Mr. Morton has
done you a lot of good.

The streets bustle with activity, men working, wagons being
unloaded, and women shopping. The area near the cantina is
not so active.

Harmonica searches the streets both ways.

A MAN with a rifle hides behind a building across the street.

HARMONICA (CONT'D)

And you've learned a lot of new
methods. Yeah, Mr. Morton has shown
you a lot of new ways.

Harmonica continues searching. He sees ANOTHER MAN on a
second-floor balcony, also toting a rifle.

The man positions himself so he can't be seen from the
street.

FRANK

Pick any method you like - just
make the deal.

Frank turns his head and spits tobacco on the floor.

Harmonica continues to look up and down the dirt-paved
street.

HARMONICA

Which deal, Frank? We have more
than one, you and me.

Frank stares and puts another wad of tobacco in his mouth.

FRANK

Well, we can lump 'em together into
one bundle and settle all of them.
Here and now.

Harmonica looks down the street again. A THIRD MAN waits
behind a wagon in front of the blacksmith's shop.

Harmonica clicks his tongue several times (an admonishment).
Harmonica turns and looks at Frank.

HARMONICA

Easy, Frank. Easy. You gotta learn
not to push things. Taking it easy
is the first thing a businessman
should do.

Harmonica leaves the swinging doors and slowly walks to the
table, his boots clicking loudly on the floor. He picks up
the shot glass, fills it from Frank's new bottle, then sets
the glass down and signals to the bartender.

HARMONICA (CONT'D)

How much?

BARTENDER

One dollar.

Harmonica picks up Frank's silver dollar and drops it into
the shot glass. Then he climbs the stairs as Frank watches.

Frank waits until Harmonica disappears, then he riffles the
cash he laid on the table and puts it in the inside pocket of
his coat. He nods his head, takes a final look, then grins
and walks out the doors.

Frank walks out and looks both ways. The area surrounding him
is quiet, not many people. He stares suspiciously.

INT. HOTEL AND CANTINA - DAY

SECOND FLOOR

Harmonica walks quickly down the hall, and opens the window
at the end. He stares outside, watching Frank as he
cautiously makes his way down the street.

EXT. STREET OUTSIDE HOTEL AND CANTINA - DAY

Frank narrows his eyes and checks both sides of him. He moves
very slowly and has his duster pulled back, ready to draw.

INTERCUT HOTEL AND STREET - DAY

Frank walks even slower as he makes his way down the street,
checking both ways.

Harmonica stares from the second-floor window of the hotel. He loses sight of two of the men, so he walks down the hall, kicks open the door to Jill's room and rushes to the window.

Jill is naked, taking a bubble bath. She GASPS and covers her breasts with her arms. Her eyes open wide.

Harmonica hurries by and hands her a towel. As an afterthought, he hands her a scrub brush, and then he goes to the window and opens it.

HARMONICA

Don't worry. I'm not here to see you.

Harmonica moves the curtain to the side and looks out the window.

Frank is making his way down the street. He walks slowly, and looks in all directions.

Harmonica sees the men behind the wagon and behind the post office, but he doesn't see the other one. He continues looking and spots the barrel of a rifle sticking out from behind a banner above the roof of a new business.

Frank positions himself in front of the bank, allowing his back side to be protected. He moves slowly along the porch.

The barrel of the rifle moves, following Frank, and Harmonica tracks it. As Frank moves from under the overhang, his shadow is visible. Soon, he's in plain view of the shooter.

Jill scrubs her back with the brush. Soap floats atop the bath water and covers her body.

JILL

I could swear we're going to hear that strange sound.

HARMONICA

Right now.

Harmonica aims his gun and fires three shots, dropping the man behind the banner. He falls onto the street.

Frank jumps back, draws his gun, and stares. The dead man falls in front of Frank, and then the other two men step out, carrying rifles.

Frank spins and shoots both of them, and when ANOTHER MAN steps out on the balcony, Harmonica shoots him.

Overly conscious now, Frank takes one small step at a time, and he checks every direction. He hears a sound and spins, pointing his gun across the street.

Harmonica stands on a balcony looking down on him.

HARMONICA (CONT'D)

Aren't you glad you didn't break my hand now?

FRANK

Am I supposed to be impressed?

HARMONICA

Just grateful. But I'd be more concerned about the time. It's almost twelve thirty.

Frank stares, brow furrowed, but then he spins and shoots a man hiding behind the clock on top of the store behind him.

Frank lowers his gun, but he continues staring at Harmonica as he comes out from under the overhang.

Harmonica gives him a hard-eyed glare. They stare at each other for a moment, then Harmonica holsters his gun.

After a few seconds, Frank holsters his, but as he walks away, he continually looks back at Harmonica.

Harmonica watches him ride off, then he walks back to where Jill is bathing.

END INTERCUT

INT. HOTEL AND CANTINA - DAY

SECOND FLOOR

Jill is out of the tub and wrapped in a towel. Suds cover the top of her body.

JILL

They were his men!

HARMONICA

Guess they found somebody who pays better.

JILL

(disgustedly)

And you saved his life.

Harmonica spins around and stares. His voice is cold.

HARMONICA

I didn't let them kill him, and that's not the same thing.

He stares at Jill, lust in his eyes.

HARMONICA (CONT'D)

Get dressed. It's time to go home.

EXT. TRAIN CAR OUTSIDE PROMONTORY - DAY

Frank rides up and dismounts near the train. Bodies litter the ground, and as he gets closer, he sees they are his men. He turns a few over with his boot, and then enters the train.

INT. TRAIN CAR - DAY

Frank pulls his gun and walks through the train cars. He carefully makes his way to the last train car, where Morton stays, and kicks the door open, gun drawn and ready.

He finds more of his men dead - on the floor, in the chair and lying across Morton's desk. He goes to the rear door and opens it.

EXT. TRAIN CAR - DAY

Frank steps onto the small platform and looks around. He sees Morton crawling toward a mud hole. Frank walks over, and Morton turns his head.

MORTON

Help me, Frank? I'm hurt.

FRANK

Looks like you're thirsty too. Go ahead and take a drink. I've got time.

Frank draws his gun and waits while Morton inches his way to the filthy water.

Frank cocks his gun and aims it at Morton, but as Morton drinks from the dirty pool of water, Frank lowers his gun. He grins and spits tobacco, then he holsters it.

FRANK (CONT'D)

I should kill you, Morton. I'd be doing you a favor if I did.

(MORE)

FRANK (CONT'D)

But your life is so miserable,
you'd rather be dead.

Morton collapses face down in the mud as Frank leaves.

EXT. RAILROAD TRACKS EAST OF PROMONTORY - DAY

Hundreds of railroad workers lay track not far from the McBain farmhouse. In the distance, a town is being built. The station is finished, and the frames of the bank and general store are complete.

Harmonica sits on a fence post, his gun resting atop it, handle facing him. He whittles on a piece of wood.

Cheyenne rides up and Harmonica stops whittling long enough to look at him and nod. Cheyenne nods in return.

HARMONICA

You did a good job, Cheyenne.

CHEYENNE

I aim to please.

Harmonica grins and goes back to whittling.

HARMONICA

Especially the woman, huh?

Cheyenne nudges his horse toward the farmhouse. He dismounts and walks to the door.

INT. MCBAIN FARMHOUSE - DAY

Cheyenne opens the door and goes inside. Jill, preparing pails of water for the workers, is startled. When she sees it's Cheyenne, she smiles warmly.

Cheyenne looks her up and down. She wears a white bottom with a black top showing plenty of cleavage. Amy sits on a bench at the end of the table.

AMY

I never thanked you for helping.

CHEYENNE

No need.

Cheyenne turns to Jill and smiles.

CHEYENNE (CONT'D)

I see you took my advice.

Jill fills the pails with water.

JILL
And it works.

Cheyenne sits at the table and takes his hat off.

CHEYENNE
Did you make coffee?

Jill's smile broadens.

JILL
This time, I did.

Jill pours a cup of coffee and gives it to Cheyenne. He sips it and smiles.

CHEYENNE
Good. My mother made coffee this way - hot, strong, and good.

Amy looks out the window at Harmonica, still whittling on his piece of wood.

AMY
What's he waiting for? What's he doing?

Cheyenne splashes his face with water and then dries it with a towel.

CHEYENNE
He's whittling on a piece of wood.

Cheyenne moves closer to where Jill and Amy stand.

CHEYENNE (CONT'D)
I got a feeling when he stops whittling, something's gonna happen.

Men are working at all sorts of jobs, and in the middle of it, Frank rides up.

Harmonica stares as Frank approaches, then he tosses the whittling stick away, folds his knife, and puts it away.

Frank brings his horse to a stop in front of Harmonica.

FRANK
Surprised to see me here?

HARMONICA

I knew you'd come.

Frank dismounts slowly, cautiously, and walks his horse toward Harmonica. They both stare.

FRANK

Morton once told me I could never be like him. Now, I understand why. Wouldn't have bothered him knowing you were around somewhere - alive.

Harmonica's stare is intense.

HARMONICA

So you found out you're not a business man after all.

Frank shakes his head.

FRANK

Just a man.

Harmonica loses his smile and grows serious.

HARMONICA

An ancient race.

Harmonica looks around, focuses on the railroad workers.

HARMONICA (CONT'D)

Other Morton's will be along, and they'll kill it off.

FRANK

Doesn't matter to us. Nothing matters now. Not the land, not the money, and not the woman. I came here to see you.

(a beat)

Because I know that now you'll tell me what you're after.

Harmonica sits up and gets off the post. He does it slowly.

HARMONICA

Only at the point of dying.

Frank nods.

FRANK

I know.

Harmonica reaches for his gun belt and slowly puts it on. Frank watches, fully prepared to draw.

Harmonica puts on the gun belt, and then picks up the gun by the barrel and puts it in the holster, careful to make no threatening moves.

Harmonica walks toward McBain's farmhouse. Frank ties his horse to a hitching post, all the while watching Harmonica.

HARMONICA

What is it you're after, Frank? The money or the power.

FRANK

Maybe both. I just don't want people to have what I don't have.

Harmonica nods.

HARMONICA

It'll all be over soon.

INT. MCBAIN FARMHOUSE - DAY

Jill stares out the window, a worried look on her face.

Frank and Harmonica enter the front of the farmhouse property taking each step cautiously.

Cheyenne steps up to stand beside Jill.

JILL

I heated some water for you. And I also found a razor.

CHEYENNE

Put it there, please. I want to watch the railroad being built while I shave.

Cheyenne continues to look out the window.

CHEYENNE (CONT'D)

If I were you, I'd go down there and give those boys a drink.

Jill stands beside Cheyenne and looks out the window.

CHEYENNE (CONT'D)

You can't imagine how happy it makes a man to see a woman like you.

Jill stares harder.

CHEYENNE (CONT'D)

And if one of them should pat your
behind, just make believe it's
nothing. They earned it.

Jill pulls Amy close and puts her arms around her.

JILL

You once asked me if I loved your
father. I didn't answer because I
didn't know, but I think I do now.

(pause)

Your father was a good man. He
offered me a new life – a good life
– and for that I am grateful.

Amy pushes Jill away and stares with hard glares.

AMY

I can manage by myself.

Jill nods disappointingly.

JILL

I'm sure you can manage by
yourself, and I admire you for
that, but I'm here if you need me.

(a pause)

I know I could use your help. I
can't run this town by myself. Will
you stay and help me build what
your father started – what he
dreamed of?

Amy looks up at Jill for a long time, then nods her head.

AMY

I'm not going to call you mom, but
I am ready to work with you to make
Dad's dream come to life.

Jill dries her eyes and hugs Amy long and hard. She cries a
little more and holds Amy at arm's length.

JILL

We'll get it done together. Brett
would've been proud.

AMY

I think that would be nice.

They both hug each other.

EXT. MCBAIN FARMHOUSE - DAY

Frank and Harmonica stand fifty feet apart, staring. Watching each move carefully. Frank has the farmhouse to his back, and Harmonica has the mountains.

They walk in circles, each glancing up at the sun to gain an edge with position.

Frank removes his coat and drops it on the ground. He steps to his left, but never takes his eyes off Harmonica.

Harmonica stands still, his left foot on a rock, his glare intense.

Frank moves another twenty feet to his left and stops. He appears ready to draw.

Harmonica smiles and advances to within twenty feet. He pulls his coat behind his holster, then continues to stare. They both stare for a long time.

FLASHBACK

A man (the same one, but a clearer image) walks through the desert, coat over shoulder and holster on the right side. He walks through scrub brush, smiling.

The man's image comes into focus, and it is Frank as a younger man. He pulls a harmonica from his shirt pocket.

END OF FLASHBACK

Harmonica glares intensely at Frank. (close up on eyes)

FLASHBACK

Young Frank puts the harmonica into a YOUNG BOY'S (12, STRINGY BLACK HAIR) mouth.

FRANK

Keep your loving brother happy.

The young boy supports someone who stands on his shoulders.

Frank and several others watch as the boy holds another man on his shoulders and keeps him from hanging.

The young boy's older brother has a rope around his neck and is hanging from an arch.

The boy wobbles, unsteady, as the brother strives to maintain balance.

The brother gets a determined look in his eyes, and then he kicks his brother out from under him, hanging himself. The boy lands in the dirt, dust going everywhere, and the harmonica falls from his mouth.

END OF FLASHBACK

Frank draws, followed by Harmonica. Harmonica shoots him, spinning him around. Frank has a surprised look on his face.

INT. MCBAIN FARMHOUSE - DAY

Cheyenne cuts himself shaving at the sound of the gunshot.

EXT. MCBAIN FARMHOUSE - DAY

Frank tries to holster his gun, but he is hurt badly, and can't manage to do it.

INTERCUT MCBAIN FARMHOUSE

Frank continues to try to holster his gun, but he can't and it falls to the ground. He attempts to walk, but stumbles to the ground.

Harmonica stands above him.

Frank struggles to speak, but manages to utter a few words.

FRANK
Who are you?

Harmonica says nothing, just glares. He rips the harmonica from his neck and bends over, shoving it into Frank's mouth.

END INTERCUT

A harmonica sounds.

FLASHBACK

The young boy falls into the dirt and the harmonica falls from his mouth.

Frank's eyes show recognition, and he nods and then falls over and dies.

END OF FLASHBACK

INT. MCBAIN FARMHOUSE - DAY

Jill and Amy are with Cheyenne in the kitchen. Jill smiles broadly at Cheyenne.

JILL

You're sort of a handsome man when
you're cleaned up like this.

Cheyenne looks at Jill with a somber expression, his eyes have no life to them.

CHEYENNE

But I'm not the right man.

Jill loses her smile. Her attention is distracted by the noise outside.

CHEYENNE (CONT'D)

And neither is he.

Jill smiles.

JILL

Maybe not, but it doesn't matter.

Jill takes plates and napkins to set the table. Cheyenne follows her.

CHEYENNE

You don't understand. People like
Harmonica have something inside.
Something to do with death.

(a beat)

If that fellow lives, he'll come in
this door, pick up his gear, and
say adios.

Cheyenne hears footsteps on the porch. He reaches for his gun.

The door opens and Jill smiles as Harmonica enters. Amy runs and hugs him.

Harmonica stares at Jill, then he picks up his bags.

HARMONICA

I gotta go.

Jill turns and sighs. Cheyenne stares.

Harmonica opens the door and looks outside. Buildings are springing up everywhere.

HARMONICA (CONT'D)

It's gonna be a beautiful town with some water.

Jill looks longingly at Harmonica.

JILL

I hope you'll come back some day.

Harmonica turns slowly and stares at her.

HARMONICA

Someday.

Cheyenne watches Harmonica leave.

CHEYENNE

Yeah. I gotta go too.

Cheyenne walks over to Jill and lightly taps her ass, then he smiles.

CHEYENNE (CONT'D)

Make believe it's nothing.

Jill pecks Cheyenne on the cheek.

JILL

Anytime you need a good cup of coffee, stop by.

Cheyenne rubs his cheek gently and smiles.

CHEYENNE

I'll take you up on that sometime.

Jill walks to the window and watches Cheyenne and Harmonica ride off. She steps across the kitchen and hugs Amy again.

JILL

Let's take the men some water.

EXT. MCBAIN FARMHOUSE - DAY

Jill and Amy cross the front yard on their way to take water to the workers. Amy stops near Frank's body and stares.

A bullet hole is in his chest and blood pools on the ground under him. Amy looks as if she want to kick him.

Jill looks for a moment and then she grabs Amy's arm and tugs her forward.

JILL

We have the water now; that's all
we need. And now that we have that,
there is nothing the two of us
can't accomplish - together.

Amy's face lights up as she walks with Jill.

AMY

We'll make Dad proud.

A train whistle is heard as it pulls into the station.

FADE OUT.