



THE  
UNANTICIPATED  
EMANCIPATION  
OF  
ZEBULON  
PIERCE

BY  
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THE UNANTICIPATED EMANCIPATION OF ZEBULON PIERCE

Written by

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**EXT. CEMETERY - DAY**

A wind-swept high country cemetery sparsely dotted with leaning headstones and crooked obelisks.

A young boy in a black wool suit stands beside a freshly dug grave. This is ZEBULON (ZEB) PIERCE (late teens, hard as nails, a kid who's seen too much).

Next him stands a ragged, unshaven man obviously wearing another man's suit. This is AMBROSE MILLER (mid 40s, a tempestuous, shifty double-dealer).

**SUPER: CUSTER COUNTY, COLORADO, AUGUST, 1893**

Ambrose tosses a fist full of dirt down into the open grave and awkwardly tries to place his dirty hand on Zeb's shoulder as if to console him.

Zeb brushes it roughly away, turns to leave. His face betrays only disdain even though his cheeks are streaked with tears.

**EXT. COUNTRY ROAD - DAY**

Ambrose wordlessly pilots their decrepit little wagon across a dusty road. Pulling it is a regal looking, 15 hands tall Arabian. This is ABBY. More on her in a bit.

Amid the CLATTER of wagon wheels, we hear the sound of HOOFF BEATS approaching swiftly from behind.

Out of the dust emerges a tall man dressed in all-black riding a Friesian. This is SHERIFF MELVILLE (40s, chiseled features, icy stare, a man intoxicated by his own power).

He slows, lifts his hat, speaks. His badge sparkles gaudily in the harsh afternoon sun.

MELVILLE

Ambrose.

AMBROSE

Sheriff.

MELVILLE

So sorry for your loss.

Zeb wags his head, full of scorn.

ZEB

No you ain't.

Melville smirks, slips his hat back on.

MELVILLE

(to Ambrose)

You better shut that boy's mouth or  
he'll end up just like his mama.

Ambrose stiffens.

AMBROSE

Yessir.

Zeb looks ready to spring right out of the wagon and show  
the Sheriff what's what.

MELVILLE

(still to Ambrose)

Now, I know I don't need to tell  
you. But the bank wants you  
departed by noon tomorrow. My men  
are a little tied up chasing down  
those bastards who held up the  
American National. Even with the  
Pinkertons bloodying the waters,  
the whole deal's gone sideways.

(beat)

So, I'm just gonna have to assume  
y'all won't get uppity. Yeah?

Ambrose nods grimly, like a man accustomed to defeat.

MELVILLE (CONT'D)

(to Zeb)

Now, boy. Let this be a lesson to  
you. Never bet the farm on a losing  
hand.

(toward Ambrose)

Played by a drunk.

Melville gives his horse a firm pair of spurs.

MELVILLE (CONT'D)

Because the house always wins.

Melville's horse bolts, leaving Zeb and Ambrose to stew in  
their mutual contempt.

**INT. CABIN - NIGHT**

A modest log cabin that's clearly seen better days.

Hand-tinted photographs of ancestors Ambrose couldn't name  
hang at odd angles in the smoke-filled air.

It's later, and Ambrose is dead drunk. He's shed Zeb's daddy's suit coat and tie and, in one hand, he clutches a half-empty bottle of whiskey. In the other, a lit cigarette.

Zeb lunges at him. His eyes are red from crying.

ZEB

You give me that!

Ambrose stumbles backward, seeing double.

AMBROSE

Damn you, boy! Mind your fuckin' manners!

ZEB

Damn you! You ain't my daddy!

Zeb gives it another go, trying for a locket dangling from a chain slung around Ambrose's neck. Ambrose beats him awkwardly away.

Zeb stumbles backward, reaches for a nearby vase.

AMBROSE

Don't you dare!

Too fast for him, Zeb spins, surges forward, SMASHES the vase hard into Ambrose's face.

Porcelain bits go flying.

AMBROSE (CONT'D)

Goddammit!

Zeb jumps at him again, GRABS the necklace by the locket, YANKS it free.

AMBROSE (CONT'D)

(his face bleeding)

So help me *god* I will MURDER YOU!

Zeb wraps his fingers around the locket, turns to run.

But before he can, Ambrose drops his cigarette, winds up, and lands a meaty fist square in Zeb's face.

Zeb's feet fly out from under him and he hits the wooden floor with a resounding, dusty THUD.

The lights go out.

FADE TO:

**EXT. PASTURE - DAY [FLASHBACK]**

From darkness, light.

Blinding light streaming through immaculate white cotton bedsheets rippling in the wind.

Then a VOICE, mid-song. Sweet and clear. Angelic.

ANNA (O.S.)  
*...my only sunshine.  
 You make me happy  
 When skies are gray.*

We can only barely catch glimpses of her. It's Zeb's mother ANNA (30s, stalwart, venturesome, bright) seen from a low angle. From a child's height.

ANNA (CONT'D)  
*You'll never know dear,  
 How much I love you.*

She moves like a phantom - like a spirit - through the billowing white linens clipped to the line.

ANNA (CONT'D)  
*Please don't take  
 My sunshine away.*

Pausing, finally fully visible in profile, she reaches her hands up and tugs a sheet from the line.

ANNA (CONT'D)  
 Now, Zeb...

She turns, staring down at us. Her features are fine, her skin almost translucent. Bone China fragile.

ANNA (CONT'D)  
*...I want you to know something  
 very important.*

As she nips one end of the sheet under her chin to fold it, a faint hint of a COUGH stirs at her.

ANNA (CONT'D)  
 You. You can do whatever you want.

She GASPS weakly, suddenly short of breath.

ANNA (CONT'D)  
 (forging on)  
 Be whoever you wanna be.

Her hands move more quickly, urgently, as she tucks the folded sheet into a waiting wicker basket and reaches back to the line for a frilly white handkerchief.

ANNA (CONT'D)  
Don't let your daddy's  
misadventures...

The low RUMBLE in her chest deepens. She lifts the kerchief to her lips, struggles to continue.

ANNA (CONT'D)  
...or Ambrose's, well...

Holding the kerchief to her mouth, she clears her throat, trying hard to suppress the looming fit.

ANNA (CONT'D)  
...obvious lack of imagination...

A heavy, RASPING RATTLE overcomes her. The kerchief blossoms scarlet. She turns away, gulps down breath and blood.

ANNA (CONT'D)  
...convince you otherwise.

CUT TO BLACK.

Over sudden darkness, SILENCE.

Then, eventually, the faint CHIRP of crickets just outside. Then the sound of a man BREATHING. Like someone deep in a dreamless sleep.

CUT TO:

**INT. CABIN - LATER**

Sprawled out across the floor, still clutching the locket, Zeb comes back to with a jolt. He's got a massive blue, black shiner. And his eye is swollen nearly shut.

Ambrose is slumped, unconscious, in an half-split wicker chair across from him. Beneath the chair, moonlight glints in a puddle of whiskey surrounding his empty bottle.

Sitting up, his ears ringing, Zeb touches his eye gingerly.

ZEB  
(under his breath)  
Mama never shoulda married you, you  
miserable, no good...

Just beyond Ambrose, Zeb spies the man's gun belt draped over a tilt-top table. The hammer of the Colt in its holster also catches the moonlight.

Zeb pockets the locket, pushes himself back to his feet, quietly strides across the room toward the gun belt.

He picks it up and throws it over his shoulder. Then, he pulls out the pistol. It feels good in his hand. Heavy. Powerful. Right.

Zeb closes one eye, turns, levels the pistol at Ambrose.

ZEB  
(after a second)  
Not worth it, are you?

He quietly holsters the gun, heads for the door.

**EXT. CORRAL - NIGHT**

Zeb moves swiftly through the dust, away from the house.

In the distance, we can barely make out the sharp silhouettes of the looming *Sangre de Cristo* mountains.

Barely making a sound, he pulls open the gate to the corral and makes a beeline toward a barn with a sunken roof.

He pauses at the barn door, looks back to the house. No one is stirring.

ZEB (CONT'D)  
Probably should've torched the  
cussed place with him in it.  
(beat)  
Keep it from Melville and the bank.

Zeb unlatches the door, pulls it toward himself with a muted CREAK, ducks inside.

ZEB (CONT'D)  
Let 'em all rot.

**INT. BARN - NIGHT**

It's only once we're inside the barn that we notice most of the roof is actually missing. Moonlight fills the space, at the center of which stands Abby.

She turns toward Zeb and WHICKERS softly. Zeb lifts two fingers to his lips and the horse seems to nod his way as if she's in on the plan.



ZEB (CONT'D)  
 (hushed)  
 There, there girl.

Zeb grabs a saddle blanket from a nearby stand, silently tosses it up onto the horse. He smooths it out before reaching for a worn leather saddle.

ZEB (CONT'D)  
 (sotto)  
 Time to go find Daddy...

He tugs the cinch tight but not too, ties saddlebags on, gently guides a bridle bit between Abby's teeth.

Taking the bit, Abby studies Zeb with her deep, dark eyes.

ZEB (CONT'D)  
 ...wherever he might be.

Zeb buckles the gun belt around his waist, throws a boot into one of the stirrups, grabs the the saddle horn, swings himself up and on.

He quietly CLICKS his tongue twice, tugs the reins tight, guides Abby slowly back toward the open barn door.

**EXT. PASTURE - CONTINUOUS**

With the house and barn receding into the darkness behind them, Abby trots through the bone dry grass toward a stand of tall trees.

For a second Zeb looks back. The house disappears below the horizon. Gone for good.

**EXT. FOREST - CONTINUOUS**

As they enter the trees, Zeb reaches a hand back into his pocket, pulls out the locket.

He pops it open. And in the intermittent moonlight and shadows we can make out Anna's delicate features. Her eyes match his. Wary and tired.

ZEB  
 Why'd you have to go and leave me  
 like that? Both of you.

**INT. DAGUERRETYPE STUDIO - DAY [DREAM SEQUENCE]**

Zeb's father ELIJAH PIERCE (40s, thin mustache, rumped Stetson) flinches as a HOODED PHOTOGRAPHER behind a view camera sets off a hand-held powder flash.

Even while flash-blinded, he radiates the air of a reckless, perpetual optimist. A treasure-seeker.

ELIJAH  
 (brimming with pride)  
 Gonna send that one home to my boy  
 so that he don't forget me before I  
 send for him!

END DREAM SEQUENCE.

**INT. CONSUMPTION WARD - DAY [FLASHBACK]**

Zeb's mother lies wrapped in a tangle of sheets inside a crowded tuberculosis ward as masked nurses shuffle silently from patient-to-patient.

ANNA  
 (desperately weak)  
 Don't worry, my little angel. I'll  
 be out of here any day now.  
 (beat)  
 Good as new. Good as--

END FLASHBACK.

**EXT. FOREST - SAME**

Zeb snaps the locket closed with a CLICK, seeming briefly on the verge of tears once again.

ZEB  
 Stranding me all on my own with  
 that no good, loudmouth drunk.

Abby NEIGHS quietly in agreement.

Zeb nods back, ducks clear of a passing pine bough.

ZEB (CONT'D)  
 (to Abby)  
 Guess it's just you and me now,  
 girl. Just us two.  
 (his voice breaking)  
 'Till we find Daddy.

The two of them slowly emerge from the trees and into another wide, grassy, moonlit meadow.

**EXT. MEADOW - SAME**

Something up ahead catches Zeb's eye.

Carried by the wind, a single piece of paper tumbles through the grass. Then, another. And another.

Zeb squints.

Each small, rumpled piece of paper is covered in elaborately detailed engraving. Letters and numbers. And the indelible profile of Abraham Lincoln.

One of the scraps flutters up into the air and Zeb snatches it down. It's a United States \$100 bill.

Suddenly, in the distance, we hear the muted POP, POP, POP of GUNFIRE. Then, the low RUMBLE of HOOF BEATS. Five, maybe six horses at a full gallop, away.

Zeb pulls the reins. Abby slows. The gunfire ceases. The sound of the horses GALLOPING fades.

Zeb slowly pockets the bill, cautiously throws one leg over the saddle, dismounts.

At his feet more \$100s float by.

ZEB

Steady, girl. Steady.

He guides the reins forward with his left hand, draws the Colt from his holster with his right.

Up ahead, we can barely make out a dark bulge in the grass. It's stone-still. Just a boulder-like mound.

Zeb cocks the gun and steps warily through the thickening sea of money. Abby reluctantly follows.

Closer, closer, closer.

Then we see it. The mound, it's a saddled Appaloosa on its side. A single bullet wound in the horse's neck still oozes blood. Behind the saddle, an open saddlebag sheds bills.

ZEB (CONT'D)

Shhhh.

Zeb slows. Abby looks past him, toward the trees.

Face-down in the blood-stained grass is a DEAD MAN in a buckskin coat. In one hand, he holds a cocked rifle. In the other, a hand-rolled cigarette smolders.

The dry grass near the cigarette flickers and catches fire. Zeb bends to scoop up a handful of bills off the ground.

Then, out of nowhere, a MAN'S VOICE:

GIZBOURNE (O.S.)  
Wouldn't do that if I were you.

Zeb wheels around to see a solitary specter of a man:  
GIZBOURNE (30s, pale skin, waxed mustache, eye patch).

His good eye falls to Zeb's wavering pistol.

GIZBOURNE (CONT'D)  
That neither.

Gizbourne flares out his jacket, ready to draw. On one  
lapel: the silver badge of a Pinkerton.

GIZBOURNE (CONT'D)  
Now get outta here, boy. Go back  
home where you belong.

Looking like someone hypnotized by a snake charmer, Zeb  
slowly lowers his pistol, un-cocks it.

ZEB  
What happened to him?

GIZBOURNE  
None of your business, kid. But he  
got what was coming.

Gizbourne steps up and stomps out the smoking grass.

GIZBOURNE (CONT'D)  
Same with all the other low-life,  
dandified, half-breed ruffians and  
riffraff...  
(beat)  
...thinking they can pinch and  
pilfer from titans of industry.

Unexpectedly, the man on the ground MOANS.

Gizbourne smiles. One of his gold teeth glints in the  
moonlight. He draws and aims.

BANG! A single bullet to the head.

Zeb flinches. Abby doesn't.

GIZBOURNE (CONT'D)  
Now, git. Before I change my mind  
and take you in to see fine Mister  
Melville down in...  
(MORE)

GIZBOURNE (CONT'D)  
 (eying him closely)  
 Say, who's your daddy?

Zeb drops his fistful of dollars, holsters his gun, hops back up into the saddle, gives Abby both heels.

ZEB  
 Yah!

GIZBOURNE (CONT'D)  
 Anyway, watch for bandits, boy! The pretty one's gonna want that horse.

Zeb gallops swiftly across the meadow, toward the far trees half expecting to be shot in the back.

But just before he reaches the trees, he sees a split in the tamped-down grass. The trail of single horse veering away.

Instead of following it, Zeb swerves left, takes the path likely trodden by whoever Gizbourne was tracking.

**EXT. GROVE - LATER**

Back inside the safety of the trees, Zeb slows. Abby WHICKERS again, this time louder.

ZEB  
 Beats me. But no, we ain't going back. And we sure as hell ain't mixing with Melville ever again. Like Daddy used to say...  
 (beat)  
 ...man's so mean he'd steal a fly from a blind spider.

**EXT. ALAMOSA, MAIN STREET - DAY [FLASHBACK]**

Seen from a child's height, Melville stands with one hand on a bible as four DEAD MEN swing from a makeshift gallows behind him.

MELVILLE  
 By the powers vested in me, I will I swear, hunt down and execute every single malefactor, outlaw, horse thief, wrongdoer, and blatantly godless transgressor responsible for the current plague of larceny threatening our fine village. I will, so help me god, run them all down like the dogs that they are.  
 (MORE)

MELVILLE (CONT'D)  
 And I'll show them the business end  
 of a bullwhip or a bullet,  
 whichever's handier.

END FLASHBACK.

**EXT. GROVE - SAME**

Zeb nervously scans the trees, looking (for the first time) like the wholly unseasoned, frightened little boy that he actually is.

ZEB  
 If you can't trust the law, who the  
 heck can you--

Zeb spies what appears to be the faint flicker of a campfire in the distance.

Abby slows, Zeb's protector.

ZEB (CONT'D)  
 (hushed)  
 Don't worry, girl. We'll stay well  
 clear.

Zeb gently pulls the reins left, guiding Abby uphill.

**EXT. HIGH GLADE - LATER**

Further up the hill, Zeb quietly dismounts and quickly ties Abby to a tree. She NICKERS softly.

ZEB  
 I know, I know. Be right back.

With one hand on his holster, he turns and slowly nips back through the knee-high grass downhill.

In the distance, below, we can make out the now brighter light of the fire. Smoke rises through the trees.

As Zeb moves from tree trunk to tree trunk, we hear LAUGHTER in the distance, then the VOICE OF A MAN:

SESQUEMAH (O.S.)  
 To Shorty. May he find himself in  
 fields of plenty.

DALE (O.S.)  
 Plenty of buxom, good-natured  
 whores...



RED (O.S.)  
 ...capable of loyalty, courage,  
 fealty, and devotion.

MARY (O.S.)  
 Amen.

Zeb ducks behind a boulder, peers down toward a narrow ravine where FOUR FIGURES cluster around a tiny campfire next to a nearly-dry creek.

At the fire, MARY (20s, dressed for riding, but clearly bred for more) stirs something in a dangling cast iron pot.

Across from her sits RED (20s, a freed slave in an finely-tailored tailored three-piece suit).

Opposite Red sits DALE (early 30s, thick glasses, high cheekbones, not your average outlaw), STRUMMING a guitar.

And, across the fire from Dale is SESQUEMAH (mid-30s, a Ute Indian duded-out in the odd combo of buffalo fur chaps, a top hat, and an elaborately patterned Japanese Haori jacket).

Zeb watches as all four of them stare into the fire. Beyond them, we see four horses tied to nearby trees.

After a second:

SESQUEMAH  
 At least he died doing what he  
 loved best.

RED  
 Vitiating the powers that be.

They all nod, seeming to have heard this odd word before. Mary lifts a tin cup of whiskey.

MARY  
 Tear it all down!

All but Sesquemah lift their cups. But, before they can drink, we hear, from behind Zeb:

TUCKER (O.C.)  
 Ahem.

Zeb whips around to see a rotund man wearing a preacher's collar over a canvas bib shirt.

This is TUCKER (late 30s, priestly but unkempt).

Careful not to spill a drop from the bottle of rye in his left hand, Tucker closes an eye, makes a fist with his right, and PUNCHES Zeb out cold.

TUCKER (CONT'D)  
 (shaking his hand)  
 Goddamn, that hurts!

Zeb slumps sideways, out cold. Again.

TUCKER (CONT'D)  
 Sorry about that, kid.

**INT. CABIN, ZEB'S ROOM - NIGHT [FLASHBACK]**

Anna, sapped of energy and with dark rings around her eyes, leans over Zeb's bed to tuck him in.

The light is amber-hued. Flickering. Lamplight.

ANNA  
 (softly)  
 Life should be simple, son.

She runs a hand down over the edge of the bed, making sure everything is snug and safe.

ANNA (CONT'D)  
 Do well by others. Take pride in  
 your work. Stand by your word, and  
 you'll never need worry about  
 whether you are who you *should* be.

Anna barely suppresses another fit of coughing.

END FLASHBACK.

**INT. FIRESIDE - LATER**

Zeb comes to again with a start, scrambles quickly backward across the ground. His hands are unbound.

All five of his new-found acquaintances grin. Even Sesquema, who holds Zeb's gun belt in one hand.

SESQUEMAH  
 Such a fine firearm for such an  
 rough-sanded boy.

Zeb frantically pads at his naked belt loops.

ZEB  
 You give me that back. That's MINE!

Behind Sesquemah, Abby is tied to the trees with the rest of the horses. She looks alarmed.

Tucker takes an almost comically long swig of rye.

TUCKER

Managed to catch ya in the same eye  
even though I was seein' double!

MARY

As per usual.

TUCKER

Take it from me, kid. Nobody likes  
traipsing around town with two  
goddamn shiners! Pardon my French.

Zeb runs his back up the trunk of the nearest tree and stands, wincing.

ZEB

I ain't gonna say it again!

Without another word, Sesquemah tosses Zeb's gun belt across the fire. Zeb catches it awkwardly.

SESQUEMAH

If you plan to use it, choose  
wisely.

Sesquemah stands, shakes out the long, draping sleeves of his Japanese tunic.

It's only now that we notice what appears to be the hilt of samurai sword jutting slightly out.

SESQUEMAH (CONT'D)

Nothing is worse than winging a man  
you would rather... extirpate.

RED

(admiringly)

That's right.

(calmly, to Zeb)

Late Middle English from the Latin  
*exstirpare*. Outstrip.

Dale nods, still STRUMMING calmly.

DALE

To root out and destroy completely.

Zeb hastily cinches his belt, draws his pistol.

ZEB  
 (pointing)  
 You gimme back my horse!

RED  
 Whoa, whoa. Easy there.

One elbow on the ground, Red lets his red velvet jacket drape open to reveal the pearl handle of a pistol.

RED (CONT'D)  
 My default position is to not engage in small arms fire *without* getting to know a man's finer points first.  
 (beat)  
 What's your name, kid?

Still brandishing, Zeb STUTTERS:

ZEB  
 What's it to you?! Gimme my horse!

Still seated, Mary blithely stirs the pot.

MARY  
 Don't think you know who you're aiming at there, boy.  
 (beat)  
 That's Red Scarlet.

All nerves, Zeb lets his eyes dart her way.

MARY (CONT'D)  
 C'mon. What's your name? We don't mean you no ill.

TUCKER  
 Here, have a tippie.

Tucker thrusts his bottle toward Zeb. Zeb recoils.

DALE  
 It'll put some hair on your chest!

ZEB  
 Leave me be!

Zeb leaps around them toward the trees, quickly unties Abby with his pistol still trained toward the fire.

DALE  
 Suit yourself. Although we sure could use that pony!

Zeb switches hands with the pistol, grabs the saddle horn, kicks a foot into a stirrup, jumps on.

ZEB  
 She ain't for sale!  
 (beat, to Abby)  
 Yah!

Abby rears slightly and then BOLTS into the darkness. It's all Zeb can do to just hold on.

After a second.

MARY  
 Pity. Seemed like such a nice kid.

**EXT. HIGH GLADE - NIGHT**

Zeb holsters the Colt as Abby streaks through the trees.

She's going so fast he has to grab the saddle horn with both hands as he ducks branches.

ZEB  
 I know, I know!

**EXT. MEADOW - LATER**

Back at the edge of the meadow from earlier, Abby emerges from the trees and Zeb looks around.

The meadow is empty, minus the faint silhouette of the dead horse in the distance.

Zeb looks both ways, and then pulls the reins to his right, guiding Abby back toward the dead horse.

She seems to resist, shaking her mane.

ZEB (CONT'D)  
 You wanna eat don't ya?

Abby SNORTS, not happy, but relents. And they move slowly through the high grass.

Nearing the mound, Zeb quietly dismounts and steps toward the dead horse's saddle.

In the moonlight, something seems different. It's only once Zeb is almost upon the horse that we notice the saddle bags are gone. So is all the money.

And so is the man's body. All that's left is a blood-crusted bunch of grass where his head once lie.

ZEB (CONT'D)

Wait a minute...

From just beyond the distended ribs of the horse, a pair of eyes emerge. They're low and yellow.

A lone GREY WOLF cuts through the grass toward them.

Zeb takes a step back. The wolf bears its teeth. Its muzzle glistens red, covered in the dead horse's blood.

Zeb takes another step back, pulls Abby's reins with him. She WHINNIES, rearing.

The wolf advances, GROWLING. Pure menace.

ZEB (CONT'D)

Easy, easy.

Zeb lowers his right hand. His quaking fingers hover over the butt of the Colt.

The wolf crouches, about to spring.

Thinking fast, Zeb LEAPS for the saddle horn, PULL himself awkwardly up. Without being prodded, Abby bolts!

The wolf snaps at her hind quarters but misses.

Zeb struggles to right himself, tries to get his other foot into the bouncing stirrup.

He YANKS out the Colt, fires once at the wolf. BANG! A miss.

He swivels and leans harder, trying to get a better shot.

But, suddenly, the saddle shimmies sideways.

And, as Abby gallops wildly across the meadow (with the wolf hot on her heels), Zeb's saddle slides all the way down to her horse's belly.

But instead of falling free, Zeb dangles from the right stirrup. His right boot is wedged tight. Won't budge.

ZEB

Whoa, girl! Whoa!!

As he's being dragged on his back through the meadow, all Zeb can see are Abby's piston-like hindquarters pumping up and down above him.

Her hooves THUNDER all around his head, kicking up dirt.



And then, all of a sudden, Zeb's foot shakes free of his boot and he slides to a stop in the tall grass.

Having dropped his pistol, he just lies there, GASPING. In the distance, we hear Abby still GALLOPING away.

And then: GROWLING.

The blood-thirsty wolf LEAPS toward Zeb, fangs glistening.

From out of nowhere: BANG!

The wolf disappears from view, WHIMPERING.

RED (O.C.)  
One of these days...

Zeb jumps up, his hand on his empty holster, just in time to see the wolf stagger and collapse, dead.

Zeb wheels around to see Red from earlier, calmly striding toward him through the grass.

RED  
...we're certain to regret culling  
all these exquisite creatures.

Red holsters a silver pistol with an impossibly long barrel.

RED (CONT'D)  
Always a good idea to tighten the  
cinch now and again.

Up ahead, the saddle still awkwardly strapped to her belly, Abby slows, turns back around.

Red WHISTLES and Abby automatically veers his way.

ZEB  
She's my horse!

RED  
Unnecessary possessions are  
unnecessary burdens.

Zeb's eyes scan the path he cut through the grass. Something in it glitters about 20 feet back. His Colt.

RED (CONT'D)  
If you draw on me one more time,  
mark my word, I will dispatch you  
to Elysium faster than you can say  
lickety split.

Abby slows next to Red. He gently takes her reins.

RED (CONT'D)

Now, c'mon. Mary makes a delightful bowl of bacon beans.

Zeb, just stands there, frozen.

Red tenderly slides Abby's saddle and blanket back up into place, pulls the cinch tight, yanks Zeb's missing boot out of the stirrup, tosses it his way.

RED (CONT'D)

Catch.

Zeb does, his face betraying a deep confusion.

**EXT. HIGH GLADE - LATER**

Red is in the saddle. Zeb is right behind him, half on the blanket, half on the bags.

ZEB

You can't take her. And that's final!

RED

We only need her on loan. Briefly. To get down to Alamosa. One day, at the very maximum.

(by way of explanation)

Had to sacrifice Mary's paint to throw Gizbourne off our trail. The praetorian, double-dealing scoundrel.

Zeb, grips the back of the saddle, leans to one side like he's about to ask a question.

RED (CONT'D)

Also from the Latin. Of, forming, or resembling the Roman imperial guard. Nasty, dissolute rogue of a man. A Pinkerton. Does New York's dirty work for a pretty penny.

ZEB

Are you the ones he's after?

RED

You could say that. Boorish lout killed Shorty in cold blood.

(MORE)

RED (CONT'D)

Now we're gonna have to liberate  
his body before they make a mockery  
of him down in town.

Silence. Then, after a second:

ZEB

Say, you don't talk like any--

RED

Any what?  
(beat)  
Go ahead. Say it.

ZEB

*Dark-skinned* man I ever met.

Red smiles.

RED

And how many 'dark-skinned' men  
have you met during your long and  
illustrious life of adventuring?

ZEB

None.

RED

I suspected as much.  
(beat)  
But you're right. I most certainly  
am not like any other dark-skinned  
man you're ever likely to meet. My  
sartorial choices alone tend to  
narrow the field.

**EXT. PLANTATION - DAY [FLASHBACK]**

Red as a younger man, shirtless and chained, slowly removes  
the same red velvet jacket from the shoulders of a petrified  
white PLANTATION OWNER at knife point.

RED

Why, thank you. Thank you very  
kindly.

Red slips on the jacket. Luxuriates in it. Owns it.

RED (CONT'D)

Hmm. Perfectly... delightful.

END FLASHBACK.

**EXT. HIGH GLADE - SAME**

Zeb and Red continue to ride on in silence. Then:

ZEB

Zebulon. My name's Zebulon. Zebulon  
Pierce.

RED

Well, that's an awfully white,  
Mormon-y mouthful of a name. What  
do your friends call you?

ZEB

Ain't got none. But you can call me  
Zeb. And I ain't no Mormon. 'Least  
I don't think so.

RED

Well, Zeb, I'm Red. Pleased to make  
your acquaintance.

As they shake hands, it seems almost as though Abby is  
listening in, bemused.

RED (CONT'D)

Where you headed anyway?

ZEB

Anywhere but here.

RED

That's as solid an answer any man  
should require.

ZEB

Mama's dead. Daddy ran off. I'm  
aiming to find him. Last we heard  
he was working the Emma Mine in  
Little Cottonwood Canyon. Utah.

(beat, wistfully)

But that was a long time ago now.

RED

Well then, Zeb. I think we're gonna  
get along just fine.

(beat)

Just fine indeed.

**EXT. CAMPSITE - MORNING**

Zeb wakes again with a start, to the HISS of someone dumping  
cold coffee on the fire's embers to douse them.

Hovering over Zeb, still in his ornate Haori jacket and smoking a long, strange looking pipe, is Sesquemah.

He hands Zeb a steaming plate of chow.

SESQUEMAH

Seems to me, if he was worth  
finding at all, he'd have found you  
by now. Your father.

(beat)

Come. Time to break camp.

**EXT. SANGRE DE CRISTO MOUNTAINS, EAST SLOPE - MORNING**

Seated behind Mary, Zeb steadies himself as Abby climbs a dirt trail through the trees.

Up ahead, Dale (still strumming his guitar) leads the way. Behind him rides Red. His eyes reflexively scans the surrounding trees as they move.

And next to Mary and Zeb, Sesquemah rides a tall chestnut mare. Behind them, Tucker slumps in the saddle of a pinto, barely able to hold himself up.

SESQUEMAH

No, no. Even the criminal, no  
matter the crime, has a code.  
Shorty, for instance, was a  
Buddhist. Believed in the eight  
fold path. The wheel with eight  
spokes.

RED

From suffering to Nirvana.

Red slows, leans back toward Zeb.

RED (CONT'D)

And, yes, we don't converse like  
other highwaymen...

MARY

...or women...

RED

...you're ever likely to meet.

Sesquemah strikes a match, relights the bowl of his pipe. From behind them all, Tucker BELLOWS:

TUCKER

(still slurring)

The first spoke: Right view!

RED

Actions have consequences. The choices you make now reverberate long after you expire.

DALE

Nothing's fixed. Good and evil. Hero, villain.

MARY

Sacred and profane. They're the same. In other words, time to tear old-time-y religion brick-by-brick!

TUCKER

(crossing himself)  
*In nomine patris...*

SESQUEMAH

(leaning close to Zeb)  
You are still young. Follow the wheel, and you will be free.

RED

Or dead. Like Shorty.

Sesquemah shrugs, gives his horse a squeeze of the knees, and takes off after Red.

In front of Zeb, Mary smiles.

MARY

He was born a Ute. But he was taken as a boy by a white man. A showman. A snake.

(beat)

Paraded him around the capitals of Europe and Asia like some rare species of bird.

**INT. IMPERIAL PALACE, TOKYO - DAY [FLASHBACK]**

A YOUNG SESQUEMAH stands bedecked in a haphazard pastiche of Hopi, Zuni, and Navajo regalia before a COURT CONSORT to Emperor Meiji inside the dimly-lit palace.

COURT CONSORT

(in subtitled Japanese)  
*With the complements of his royal highness, Emperor Meiji.*

The Consort bows deeply with his arms extended toward Young Sesquemah. In his hands he holds a hand-forged Katana sword.



The same sword that Sesquemah has tucked inside his robe.

END FLASHBACK.

**EXT. SANGRE DE CRISTO MOUNTAINS, EAST SLOPE - SAME**

Mary and Zeb continue their slow and steady climb.

MARY

When he finally came back, his  
people didn't recognize him. Didn't  
want him.

(beat)

But we did.

Up ahead, Dale stops strumming, veers his horse hard right.

ZEB

Wait. Where are we going?

(pointing)

Alamosa's that way.

MARY

Just a little stop along the way.

**EXT. UTE CAMP - DAY**

As he and Mary emerge from the trees, Zeb sees over Mary's shoulder a sizable Ute encampment in the midst of being dismantled for the winter.

Stone-faced YOUNG MEN in muddy boots, mended jackets, and well-worn felt hats stand next to YOUNG WOMEN in calico dresses with jet black braids.

Dale and Red dismount near a large buffalo skin teepee at the center of the mesa. Both unbuckle their saddlebags.

An ELDER emerges from the teepee, locks eyes with Sesquemah. This is BROKEN ANTLER (60s, open eyes, sad face, a man accustomed to betrayal).

BROKEN ANTLER

(in subtitled Ute)

*Welcome, wandering one.*

Sesquemah nods deeply, stays in the saddle.

Red and Dale remove small paper boxes from their saddlebags. Dale hands one to Sesquemah, who slides it open.

Inside are silver syringes full of a clear liquid. Some sort of vaccine?

SESQUEMAH  
 (in English)  
 We come with what the white man, in  
 his infinite wisdom, holds onto  
 with an iron fist.

Red and Dale hand stacks and stacks of the boxes of syringes  
 over to the nearest YOUNG MAN. He takes them delicately.

Zeb leans forward toward Mary and whispers:

ZEB  
 What is this?

MARY  
 Shhh. You'll see.

Sesquemah closes his box, hands it over.

BROKEN ANTLER  
 (still in subtitled Ute)  
*Thank you, my son.*

SESQUEMAH  
 (still in English)  
 Treat the sickest first. Then the  
 young. By winter's end the pox  
 should be gone. And it will stay  
 gone, hopefully for good.

Broken Antler nods in silent appreciation. Then:

BROKEN ANTLER  
 (now in English)  
 It saddens me we must speak the  
 white man's words. Someday, I shall  
 teach you your own tongue again.

Sesquemah nods back.

SESQUEMAH  
 I look forward to that day.

He reaches behind himself, into one of his saddlebags, and  
 produces a huge stack of wrapped \$100 bills. Broken Antler  
 waves him off.

SESQUEMAH (CONT'D)  
 For the winter.

BROKEN ANTLER  
 No.

SESQUEMAH  
Please. We don't need it.

BROKEN ANTLER  
Neither do we.

He gestures broadly.

BROKEN ANTLER (CONT'D)  
Even with our land gone, our youth  
gone, our women gone...  
(arms wide)  
...here the *Nuche* have all that we  
require. *Senawahv* provides.

Beyond him, Dale and Red remount.

Sesquemah reluctantly slides the wrapped stack of bills back  
into his saddlebag.

SESQUEMAH  
(back to subtitled Ute)  
*Be well.*

BROKEN ANTLER  
(also subtitled Ute)  
*And to you.*

Sesquemah turns and veers his horse away.

Mary gives Abby a squeeze. And she, Zeb, and a still barely  
conscious Tucker follow Red and Dale toward the trees.

On the way, Zeb's eyes are glued to Broken Antler.

BROKEN ANTLER (CONT'D)  
(in Ute, not subtitled)  
*Ah gah-pah ah ne way?*

Zeb continues, staring back.

BROKEN ANTLER (CONT'D)  
(back to English)  
Where do you want to go?

**EXT. ASPEN GLADE - LATER**

They're all back on the climb again. Back in the trees.

ZEB  
Wait a minute. Wait a minute.  
Smallpox vaccine?!

Tucker passes him and Mary slowly.

TUCKER

Ah-yep!

ZEB

But, I thought...

He cuts himself off, not sure how to proceed.

TUCKER

Go ahead, son. Spill it.

ZEB

I thought y'all were, I dunno,  
bandits. Horse thieves.

MARY

Warmer.

ZEB

Bank robbers?

TUCKER

Don't worry. Took me by surprise  
too. But, in the grander scheme,  
it'll all make sense.

(beat)

Did you know that the 20 richest  
people in our country own more  
wealth than the bottom half of the  
entire population? Somebody's gotta  
do somethin'!

Zeb screws up his face.

ZEB

But that man... whoever he was,  
with missing eye and the gold  
tooth. The Pinkerton.

Mary's hackles raise.

TUCKER

Whatever you do, do not say his  
name.

ZEB

Why?

TUCKER

(slyly)

A certain someone...

He wags his head back toward Mary.

TUCKER (CONT'D)  
 ...has a long and sordid history  
 with that... *monster*.

**INT. BOARDING HOUSE - NIGHT [FLASHBACK]**

A much YOUNGER MARY, incongruously made-up and wearing a corseted silk dress, STABS a half-dressed Gizbourne in the eye with a pen knife.

He SCREAMS, gushing blood:

GIZBOURNE  
 You ungrateful, godless little--

END FLASHBACK.

**EXT. ASPEN GLADE - SAME**

Mary, Zeb, and Tucker ride on in silence. Then:

MARY  
 Suffice it to say, his intentions  
 were *far* from pure.

TUCKER  
 Shame you couldn't have taken both  
 his eyes.  
 (kneeing his horse)  
 Yah!

**EXT. SANGRE DE CRISTO MOUNTAINS, WEST SLOPE - LATER**

The lot of them descend the steep western slopes of the mountains in loose formation.

RED  
 (to Zeb)  
 Now, what'd you say your daddy's  
 name was again?

ZEB  
 I didn't.

Red lets this hang there for a second.

ZEB (CONT'D)  
 Elijah. Elijah Pierce.

Tucker and Red swap a quick look. Dale shouts back:

DALE  
 You sure you ain't a Mormon?

ZEB

What? Yes! Why?

Red looks like he's about to say something. Tucker waves him off. Zeb doesn't clock it.

**EXT. GREAT SAND DUNES - AFTERNOON**

Together, they descend through the heavy sands at the foot of the west slope of the *Sangre de Cristo* mountains. The light bends like oil in water.

Red, Sesquimah, and Tucker are in the lead. Dale follows them, SINGING sweetly:

DALE

*Now there is the talker,  
By talking he eats.  
And so does the butcher  
By killing his meats.  
He'll toss the steelyards,  
And weigh it right down.  
And swear it's just right  
If it lacks forty pounds!  
(deep breath)  
And it's hard, hard times!*

Zeb leans forward toward Mary.

ZEB

Does he ever stop?

MARY

Nope.

DALE

*And there is the lawyer  
you plainly will see.  
He will plead your case  
for a very large fee.  
He'll law you and tell you  
the wrong side is right.  
And make you believe  
that a black horse is white!*

In the distance, Red and Tucker join in:

RED

*And it's hard, hard times!*

TUCKER

*And it's hard, hard times!*

**EXT. ALAMOSA, STATE AVENUE - AFTERNOON**

Our riders pilot their way slowly down a largely empty dirt street, side-by-side.

Stately buildings (like that of the American National Bank Building) bleed by.

Red, Dale, and Mary study the bank eagerly. Sesquemah and Tucker wisely stare straight ahead.

Zeb glances around nervously.

Mary leans back, WHISPERS over her shoulder:

MARY

You know, you don't need to do this.

Zeb grits his teeth, steels himself.

ZEB

I can make up my own mind.

(beat)

And I got no love lost for that filthy bank.

Mary silently shrugs.

Opposite the bank, a few doors down, stands a red brick mercantile. And next to it, a drugstore. On the deck of the drugstore, a carved WOODEN INDIAN.

Sesquemah turns his head deliberately away from it as they pass. A few DUSTY ONLOOKERS track him and Red with their antsy eyes. Unwanted strangers.

Red doffs his cap. No one returns the courtesy.

RED

(to Tucker)

That should about do it.

Tucker narrows his eyes. Red wags his head toward the wooden Indian. Tucker smiles.

TUCKER

Bless you, my son. That will be *hilarious*.

Dale takes a left on Fourth. All follow.

**EXT. ALAMOSA, FOURTH STREET - CONTINUOUS**

As they ride slowly down Fourth Street, we see in the distance (in front of the courthouse) another impromptu gallows. Four empty nooses dangle in the dry wind.

Below the gallows, a BEARDED CARPENTER puts the finishing touches on a long, wheelbarrow-like open topped pine box.

Across the top of the box, a sign dangles. It reads:

JOHN (SHORTY) LONGFELLOW  
HORSE THIEF, BANK ROBBER, CONVICTED FELON  
EXECUTED AUGUST, 16, 1893

A white muslin sheet with what appears to be the faint hints of previous bloodstains dried into it lies in a crumpled heap at the foot of the pine box.

All of them eye the box gravely. Even Zeb.

SESQUEMAH  
(to Zeb)  
Last chance.

ZEB  
I'm *fine*!

DALE  
(meaning the gun)  
Can you handle that thing?

ZEB  
Of course I can.

RED  
Well then don't. You're only here  
to reconnoiter, you hear?

Zeb stares at him dumbly.

TUCKER  
(translating)  
Keep an eye out for Melville's men.  
Or you know who. See anything, and  
out we go, yeah?

Zeb nods.

SESQUEMAH  
(to Tucker and Dale)  
You two take the boy. Mary, you and  
Red see to Shorty.

MARY  
Where you going?

SESQUEMAH  
To round up another mare.



Sesquemah turns to Zeb.

SESQUEMAH (CONT'D)  
 (by way of explanation)  
 My kind are not allowed inside.

Tucker veers his horse up next to Abby.

TUCKER  
 (to Zeb)  
 Here, hop on.

Zeb shimmies his way over onto the back of Tucker's horse.  
 Abby watches him, side-eyed.

ZEB  
 (to Abby)  
 It's okay, girl. Mary'll take good  
 care of you.  
 (to Mary)  
 Wontcha?

She nods, and the team parts ways.

Red and Mary double back around, toward the courthouse.

Dale, Tucker and Zeb carry on back toward the bank.

**EXT. ALAMOSA, MAIN STREET - CONTINUOUS**

It feels as if the eyes of every SLACK-JAWED PASSERBY are  
 locked on Zeb and his new-found companions.

After a second, Zeb leans forward toward Tucker.

ZEB  
 So, uh, what's a man of god doing,  
 you know... this?

Tucker smiles, slides his priest's collar a tenth of a  
 degree to one side as if to conceal it.

TUCKER  
Former man of god.

Zeb waits for more.

TUCKER (CONT'D)  
 Got booted out on account of my  
 drinkin' mostly.

**INT. PRAIRIE CHURCH - MORNING [FLASHBACK]**

Tucker, three sheets to the wind and dead asleep, lies in a heap on a pew in his former country parish while STUNNED PARISHIONERS hover over him, aghast.

TUCKER  
 (slurring richly)  
*He that is without sin among you,  
 let him first cast a stone!*

END FLASHBACK.

**EXT. ALAMOSA, MAIN STREET - SAME**

Tucker cuts his horse back down State. The bank is dead ahead. Zeb does a double-take between him and the bank.

TUCKER (CONT'D)  
 You know God. He can be so...  
 (grinning broadly)  
 ...judgmental.

Slowing, he nods for Zeb to hop off.

Up ahead, Dale dismounts and calmly ties up his horse. His guitar is slung upside down over one shoulder.

DALE  
 (to Zeb)  
 Now keep it nice and calm, kid.  
 Easy-breezy. Yeah?

**EXT. DRUGSTORE - SAME**

With Abby and Red's horse studying them from a hitching post, Mary and Red marvel at the wooden Indian.

RED  
 My, my, my. Such an *exquisite*  
 specimen.

MARY  
 So... lifelike!

RED  
 Such craftsmanship.

A SNOOTY TOWNIE with a pink parasol passes them by.

MARY  
 (shuddering for effect)  
 Terrifying!

RED  
Quite. But, then again...

Red steps up, places his hands on the Indian's carved headdress, shimmies the whole thing side-to-side as if to guess its weight.

RED  
...most of us godless savages are.

Mary seems pleased as punch that the Indian isn't bolted to the wooden walkway.

MARY  
Couldn't have said it better myself, dear sir.

**INT. AMERICAN NATIONAL BANK - SAME**

Dale and Tucker blast their way into the bank, guns blazing and worlds away from 'easy-breezy'.

DALE  
(top of his lungs)  
Alright everybody, I want each and every dang one of you down on the ground RIGHT THE HECK NOW!  
(beat, spinning)  
This. IS. A PLUNDERING!!

Zeb stands, mouth agape, in the doorway.

ZEB  
I thought you said--

TUCKER  
Eyes! DOOR!

Tucker, once a bleary-eyed, soft in the middle drunk, abruptly squeezes off two rounds from each of the pistols in his hands. BANG! BANG! BANG! BANG!

Plaster of Paris from the elaborately frescoed ceiling rains down all around him.

TUCKER (CONT'D)  
We don't want your money. Just the bank's! So don't get all steely on us. Or I swear I will commit your soul to the Lord's ever loving care, post-haste!

A HARDY WOMAN in a turquoise dress stands and stares.

Tucker gestures toward her with both smoking pistols while Dale hops over the teller counter.

TUCKER (CONT'D)  
I'm sorry, miss. But down on the  
ground, if you please.

She frowns.

HARDY WOMAN  
Again?!

He nods, smiling. She finally obliges.

TUCKER  
Thank you kindly.

**EXT. DRUGSTORE - SAME**

Still beside the wooden Indian, Mary lifts a hand to her forehead as two RANCHERS stride by, entering the drugstore.

MARY  
Goodness me. I feel faint!

She falls backward toward the Ranchers. Thankfully, they both turn to catch her before all three of them stumble in the open doorway.

A small crowd of PASSING STRANGERS eye them nervously.

Red stays stone still, one arm on the Indian's shoulder.

**INT. AMERICAN NATIONAL BANK - SAME**

Zeb stares out the window as Dale and Tucker argue tensely with the BANK MANAGER.

DALE  
I said both keys! Both vault doors!  
Pronto!

TUCKER  
He may look mighty spindly, but he  
will sure as spit take you down.  
(beat)  
With God as my witness.

Out the window, all appears at it was, just a quiet little town going about it's meager business.

UNTIL...

Out of the red brick building across the street strides the shark-like figure of Melville himself.

He steps down the stairs, pauses, looks admiringly down at his brand new alligator boots.

The hand-embossed silver wedges capping each toe glint in the harsh afternoon sun.

ZEB

Um, guys.

His eyes still glued to the window, Zeb SHOUTS:

ZEB (CONT'D)

HEY!

Tucker and Dale, behind the counter, impatiently glare.

TUCKER

What?!

DALE

WHAT?!

Zeb silently gestures out the window like a dreamer unable to speak a single syllable.

ZEB

Mmmmmmmmelville.

TUCKER

Goddammit.

DALE

And it was goin' so peachy!

Dale reaches into a pants pocket, grabs something out, tosses it over toward Tucker.

Tucker catches it with one hand while striking a match with the other and not even bothering to holster either weapon.

He turns toward Zeb and tosses whatever it was his way.

Zeb, looking stunned, catches a LIT STICK OF DYNAMITE!

Dale takes aim at the arched window above Zeb, shoots it out. BANG! Glass rains down over Zeb.

TUCKER

Toss it, boy!

Zeb looks to the dynamite, then up to the window.

TUCKER (CONT'D)

Now!

Zeb JOLTS forward, HURLS the sparking stick up and out.

**KA-BOOM!!**

A huge explosion rocks the street just outside, shattering every nearby window.

Behind Zeb, Tucker and Dale hop over the counter carrying bags of money and sprint for the front door.

DALE

Good job, kid! Now MOVE!

Tucker grabs Zeb by the collar, drags him with them.

**EXT. AMERICAN NATIONAL BANK - SAME**

Tucker and Dale blast their way out of the bank.

Ahead of them, Melville stands stunned in the middle of the street. For a second he doesn't even react.

But then he catches sight of Zeb and draws.

MELVILLE

What the devil are you--

BANG! BANG! Dale fires first, clumsily. Melville spins on his heels, returning fire. BANG! BANG!

It's an inelegant, all-out gunfight.

BANG! Dale clips Melville, only making him more mad.

BANG! BANG! Tucker fires blindly as he shoves a dumbfounded Zeb toward the cover of their spooked horses.

TUCKER

(loud, to Zeb)

You wanna live, DRAW!

BANG! BANG! BANG!

Melville, advancing, blankets Dale with both pistols. One of the bullets shatters the body of Dale's guitar. He ducks behind a barrel under a downspout.

DALE

Oh, NOW you gone and done it!

BANG! BANG! Hugging the wall of the bank, Tucker fires quickly before nipping around the corner to safety.

Melville takes aim at the barrel in front of Dale.

MELVILLE

You come the hell out of there you  
four-eyed, limp-wristed pansy!  
Nobody robs the bank in my town and  
gets away with it!

Dale SHOUTS back from behind the barrel:

DALE

Twice!

MELVILLE

WHAT?!

DALE

Nobody robs the bank in my town and  
gets away with it... twice!

Suddenly, something red tumbles up into the air from behind  
the barrel. It lands right at Melville's feet.

Yep, it's another stick of dynamite with a lit fuse.

Melville LEAPS sideways just as:

**BOOM!**

A huge dirt plume fills the intersection while, in the  
distance, TOWNIES cower in every nook and cranny.

Dale leaps up, sprints around the corner after Tucker, Zeb  
and their horses.

With a hop skip and jump Dale is back in the saddle. Tucker  
skids to a stop, grabs Zeb, tosses him up onto the back of  
his horse backward, pulls himself into the saddle.

TUCKER

YAH!

**EXT. ALAMOSA, FOURTH STREET - CONTINUOUS**

With the dust settling behind them, Tucker and Dale gallop  
away, still clutching their bags of loot.

Behind them, Melville steps out of the dust, his brand new  
boots covered in dirt and his hat blown to bits.

BANG! Melville misses.

BANG! A second round WHIZZES right by Zeb's ear.

TUCKER

KID! Any time now!

Zeb looks down, seeming to have forgotten he has a pistol in his hand.

He lifts it, takes aim.

**BANG! BANG! BANG! BANG! BANG! BANG!**

He squeezes off six quick shots while bouncing up and down on the back of Tucker's horse.

Tucker looks over one shoulder to see a miraculously uninjured Melville still standing.

**TUCKER (CONT'D)**

Boy, we gotta work on your aim!

They take a hard left at the next corner and quickly disappear in a cloud of dust.

**EXT. ALAMOSA, FOURTH STREET - ON MELVILLE**

His eyes wide (and his un-tucked shirttails still smoldering slightly) Melville looks himself up and down.

**MELVILLE**

Told you not to get all uppity.

**EXT. PRAIRIE - DUSK**

As the first hints of sunset color the high clouds, Tucker and an injured Dale gallop through the bone-dry grass.

From the south, Mary and Red gallop into view, merging with Tucker, Dale, and (a now front-facing) Zeb.

A stiff-looking bundle wrapped in a tattered blanket is tied to the back of Red's horse like a giant bedroll.

From the north, Sesquema falls in behind them towing a handsome thoroughbred with an expensive-looking saddle.

Reunited, they CHARGE across the prairie, kicking up dust.

**SESQUEMAH**

(over thunderous hooves)

Was dynamite really necessary?

Dale, bleeding, manages a smile.

**DALE**

Can't never hurt.

**RED**

Thank GOD he got the guitar!



Dale does his best to heft his bag of loot. But, clearly, his bloody shoulder isn't having it.

DALE  
Think I might finally be able to afford that tuba I been eyein'.

TUCKER  
(to Red)  
Any luck?

Red smiles puckishly, gesturing to his parcel.

RED  
Like clockwork!

As they gallop west, Zeb holds on for dear life. His eyes are wide. Equal parts glee, fear, and strange admiration.

**EXT. ALAMOSA, COURTHOUSE - DUSK**

Having cleaned up but still barely able to hear, Melville steps closer to the pine box outside the courthouse.

It's now covered with the blood stained sheet. Melville clutches one corner of the muslin.

Gizbourne stands on the other side of the box. He picks at something next to his gold tooth with a whittled toothpick.

In the distance, an array of TOWN FATHERS and MORBID ONLOOKERS stand in eager anticipation.

A PHOTOGRAPHER crouches at the ready with a phosphorous flash in one hand.

MELVILLE  
(too loud)  
Let today stand as proof! These vermin must be exterminated!

With a flourish, he sweeps the cloth away.

The collected crowd GASPS. Gizbourne looks down, frowns.

GIZBOURNE  
You stupid hick..

Then, a smattering of SNICKERING burbles out of the crowd before. Melville's eyes fall to the open box.

In the box: the WOODEN INDIAN from the drugstore.

MELVILLE (CONT'D)  
 Goddamn son of a--

**EXT. MOUNTAINSIDE - SUNSET**

With their winded horses glistening in the distance, the whole crew stands circled around a hastily-dug grave.

ALL  
 Amen.

Mary bends to lay a bundle of wildflowers at the foot of a hand-tied sapling cross.

MARY  
 I bet he'll come back as a coyote.  
 Howlin' on into the night.

Red strides over and places an arm over Zeb's shoulder.

RED  
 See, kid. Death's not--

Sesquemah pushes his way between them, interrupting:

SESQUEMAH  
 Second spoke: Right thought.

Zeb looks up. *Huh?*

RED  
 Yeah. Definitely time to work on his marksmanship.

**EXT. SAN JUAN MOUNTAINS - DAWN**

Standing with one eye closed, Zeb takes aim at a row of bottles lined up on a split rail fence.

BANG! BANG! BANG! Miss, miss, miss.

A bandaged Dale regards Zeb curiously.

DALE  
 Maybe you should stick to the dynamite, kid.

Red steps up, draws his over-long pistol, and quickly dispatches each bottle without (seemingly) even aiming.

BANG! BANG! BANG!

RED  
 Don't squeeze the trigger.

He turns and and thrusts an index finger into Zeb's ear.

RED (CONT'D)  
Itch it.

ZEB  
Hey!

RED  
Gently. You'll never hit anything  
all angry.

Zeb slaps his hand away. Mary lines up more bottles.

ZEB  
Quit it!

DALE  
(to Tucker)  
Keep 'em comin', booze hound!

Tucker, in the distance, guzzles the last of an open bottle  
of beer, BELCHES loudly.

TUCKER  
(to himself)  
Sure don't shoot like his daddy.

Mary, about to place the last bottle on the rail, freezes.

ZEB  
What'd you say?

Mary looks to Red who looks to Dale who looks to Tucker.

DALE  
Dammit, you old fool!

ZEB  
(to Mary)  
What'd he say?!

RED  
Listen, we've been fixin' to--

ZEB  
Fixin' to what?!

Sesquemah bends to one knee.

SESQUEMAH  
Son, your father...

Zeb quickly flicks his barrel open, clumsily reloads.

MARY  
Careful, now...

RED  
(calmly)  
Kid, your daddy... turns out old  
Tuck here knew him. Pretty well.

Zeb drops bullets.

ZEB  
The hell you say!

RED  
Dunno why I didn't figure it first.  
Apparently, you look just like--

Zeb SLAMS the barrel shut and aims for Tucker. Tucker drops his bottle. It shatters at his feet.

ZEB  
You tell me what you know!

Red takes a half step backward, away from Zeb. Mary moves between Zeb and Tucker.

Sesquemah stands, lets a hand drift to his sword.

ZEB (CONT'D)  
Or so help me god!

Tucker lifts his hands.

TUCKER  
Okay, okay. No need to get all  
ornery.  
(beat)  
He was a good, even-tempered man.  
Dead eye with a six gun.

ZEB  
What do you mean was?!

MARY  
(quietly, to Zeb)  
Put it down.

Tucker slides around in front of Mary, with his hands still up. Zeb, his hand shaking, tracks him with his pistol.

TUCKER  
I crossed paths with him about two  
maybe three years ago. He'd fallen  
into old Bert Curtis' crew.  
(MORE)

TUCKER (CONT'D)  
Tried to hide out in Wet Mountain  
Valley after Cotopaxi.

ZEB  
(back toward Red)  
What's he talking about?

RED  
Put it down, kid.

Tucker continues his slow advance.

TUCKER  
You might as well know now.

ZEB  
Don't you say it!

TUCKER  
I'm sorry, son.

ZEB  
Don't you damn well say it!

Zeb's quaking finger hovers over the trigger.

RED  
Kid...

TUCKER  
Gizbourne.  
(beat)  
Gizbourne killed your daddy.  
Against Melville's orders.

Mary winces. Dale freezes. Sesquemah watches calmly.

After a tense, airless moment, Zeb spins toward the fence  
and SCREAMS.

BANG! BANG! BANG! BANG!

Beat. A single tear rolls down his cheek.

BANG! BANG!

All six bottles go down.

RED  
(after a second)  
I stand corrected. Perhaps anger  
does have its place after all.

**EXT. ARID FOOTHILLS - DAY**

Back on Abby, traversing a steep hillside covered in dry sagebrush and dotted with piñon pine, Zeb slumps in the saddle, his mind racing.

Tucker pilots his horse up next to Abby. The ground crumbles under both their hooves.

Up ahead, Mary rides the newly-stolen steed. And further up, Dale and Red lead the way.

Seeming deep in thought, Sesquemiah rides to Zeb's right, slightly downhill from him.

TUCKER

I'm sorry I didn't spill it right up front.

ZEB

(coldly)

I don't care.

TUCKER

But he was a good man. Understood the deck's stacked against folks like us. I'm sure he was just tryin' to build up enough of a nest egg to...

Zeb veers his horse away.

TUCKER (CONT'D)

Anyway, now that you know. It's probably time you vamoose.

ZEB

And what? I got nowhere else to go!

TUCKER

You don't wanna mix with us. End up like us, like him.

Zeb thinks on this for a second.

ZEB

Yeah, you're right.

(beat)

A stinking drunk, a stupid Indian, a dandified negro...

(toward Mary)

...I dunno what you are...

(toward Dale)

...and you!

Dale sighs.

TUCKER  
What about him?

ZEB  
What'd Melville call him again?  
Outside the bank.

TUCKER  
Watch it now.

Sesquemah's ears prick up, and he calmly cuts his horse closer to Zeb.

ZEB  
(angrily)  
A cross-eyed, limp-wristed--

Sesquemah leans over and taps Zeb on the shoulder. Zeb twists his way.

And Sesquemah WALLOPS him with an open palm to the face so hard Zeb flies out of the saddle, through the air, and down onto the ground.

Tucker nods disparagingly, giving his horse a little flick. Abby stops dead.

ZEB (CONT'D)  
(on the ground, stunned)  
What the heck was that for?!

SESQUEMAH  
Third spoke: Right speech.

He throws a hand down toward Zeb. Zeb leaps to his feet, scowling. Up ahead, Mary slows. Dale and Red ride on.

SESQUEMAH (CONT'D)  
Words have power. Choose them wisely. Don't gossip. Don't hurt others. And tell the truth.

Zeb, his face still stinging, dusts himself off roughly.

ZEB  
That's rich coming from you!

SESQUEMAH  
Well, within reason.

Sesquemah retract his hand, gives his horse a gentle heel.

Zeb grabs Abby's reins, gets one foot in a stirrup, reaches for the saddlehorn, still a little stunned.

And hurt.

SESQUEMAH (CONT'D)

Talk that way about Dale again and you're out. Yes?

Zeb, hefts himself up into the saddle, reaches a hand up to his jaw, jiggles it back and forth. Sulking.

SESQUEMAH (CONT'D)

But, until then...

(beat)

...you're free to ride with us as long as you want.

Sesquemah's horse scrambles up a loose pitch, away.

SESQUEMAH (CONT'D)

But I can't promise you'll like where we're headed.

#### **EXT. CREEDE COLORADO - AFTERNOON**

The last silver boom town in Colorado, this lawless, ramshackle false-front, wood-framed hellhole is lined on both sides by jutting cliffs riddled with claims.

UNSAVORY MEN in threadbare suits and dented bowlers crowd every corner and spill out of each of the seemingly infinite number of saloons lining the dusty main street.

The sound of DISTANT EXPLOSIONS and OUT-OF-TUNE PLAYER PIANOS mingles with the DIN of a hundred ARGUMENTS and TALL TALES being told by down-on-their luck drunks.

Up above, a row of GUSSIED-UP CALL GIRLS wink, HOOT, and HOLLER down at Zeb.

Dale sidles his horse up next to Abby.

DALE

Normally, Red's the center of attention in this here grimy little neck of the woods. But I have a feeling you're gonna give him a run for his money, kid.

Zeb looks away.

ZEB

I'm sorry.



DALE  
Don't mention it. Happens *all* the  
time, kid!

Dale grins toward a DOWDY MADAME. She smiles knowingly back.

ZEB  
What are we doing here?

DALE  
Gotta see a woman about a train.

RED  
(to the call girls)  
Afternoon, ladies.

Tucker tosses Zeb what appears to be a bundle of bills. He catches it awkwardly.

TUCKER  
Here, son. Your cut.

ZEB  
What?

DALE  
Fair's fair.

TUCKER  
Don't spend it all in one place.

ZEB  
Oh, no, I...  
(beat)  
...I thought the whole point was  
that y'all give away what you get.

TUCKER  
Well, we do. Minus expenses.  
Otherwise we'd never get a good  
goddamn thing done!

RED  
At least buy yourself a decent hat.  
For my sake.

**INT. HOLY MOSES SALOON, BACK TABLE - LATER**

Seated at a corner table in this dimly lit saloon packed to the gills with PROSPECTORS and LABORERS, Tucker, Dale, and Red are deep in conversation with lovely young woman.

This is POKER LULU SWAIN (20s, auburn ringlets and ruby lips, unexpectedly canny and bright).

LULU

Sure, we got electric light. But far more flotsam than jetsam, if you know what I mean.

Red smiles, taking a sip of his beer. Over his shoulder, we can make out Mary, Zeb, and Sesquemah up at the bar.

Lulu leans in toward Red.

LULU (CONT'D)

You, on the other hand, are looking mighty fine if I do say so myself.

RED

Don't get me all fizzed, Lu. We're only passing through.

She reaches out, runs a hand down one of his crimson lapels.

LULU

Ain't that a pity.

She turns toward Dale and an already half blotto Tucker (his priests' collar twisted half way round) and WHISPERS:

LULU (CONT'D)

Alright, here's the dirty wash.

(beat)

Since old man Parker ran the rail line from down in Wagon Wheel Gap all the way through Willow Creek Canyon, rumor has it that over a million dollars of silver has been shipped up-valley. Just this year. Two trains full... a day.

Tucker's ears prick up.

LULU (CONT'D)

Most of it coming from The Commodore, that corporate interest run by the fellas from back east. The ones in cahoots with, you know, the Pinkertons.

Dale nods, favoring his wounded shoulder.

LULU (CONT'D)

Rumor has it, the miners are all set to strike. Tomorrow. Walking out. Every single one of 'em!

(MORE)

LULU (CONT'D)  
 (grinning wryly)  
 Which is good for business for me,  
 The Mormon Queen, and Timberline.  
 But bad for business for the greedy  
 swells that run the joint.

RED  
 We ain't looking to pilfer anything  
 but supplies, Lu. Nothing fancy.

LULU  
 Well then, tomorrow that world's  
 your oyster.

Tucker downs the last of his beer.

TUCKER  
 And if tomorrow's train departs  
 empty...

DALE  
 Thursday's train will be plum full.

LULU  
 And ripe for the picking.  
 (beat)  
 Although, watch out. I hear they're  
 also shipping all those ballot  
 boxes out under armed guard for  
 that cockamamie recount.  
 (gesturing)  
 Mister would-be Governor's been  
 outside bloviating about it day and  
 night for weeks.

TUCKER  
 Oh, no. We never touch the post.  
 That's a *federal* offense!

**INT. HOLY MOSES SALOON, BAR - SAME**

Mary, Zeb, and Sesquema stand elbow-to-elbow at the bar.

Mary's got a bottle of whiskey and two glasses. Zeb is half  
 way through a glass of sarsaparilla. And Sesquema's nursing  
 what appears to be a steaming cup of hot tea.

Mary tops her glass, pours one for Zeb, slides it his way.

MARY  
 C'mon. Try it! Like Dale said,  
 it'll put hair on your chest.

ZEB

No thanks.

MARY

For me. Pretty please?

Sesquemah looks away.

ZEB

Fine.

He takes a paltry sip, gagging.

ZEB (CONT'D)

UGH! It burns!

MARY

Yeah it does! That's the whole point!

From out of the crowd, a sweaty man with slicked-back hair and a greasy mustache steps up behind Sesquemah with one hand hovering close to his holster.

This is WILFORD PICKET (30s, a paunchy, greedy, gouty cardsharp with a lazy eye).

WILFORD

Well, if it ain't two sixths of the Hole in the Head Gang.

Mary, sensing trouble, quickly gulps the rest of her whiskey and Zeb's before turning to face him.

MARY

Don't you mean one third, you grimy, cross-eyed, card palming cheat?

WILFORD

No. I mean two sixths. Because there are two of you. Or should I say two fifths, now that poor old Shorty's been shown the short end of Gizbourne's greedy fury.

MARY

How you make a living in a numbers game is beyond me.

WILFORD

How you allow yourself to be  
defiled daily by this dimwitted  
Indian circus sideshow freak is  
beyond me.

Sesquemah slowly sets his steaming mug down and turns around. The sleeves of his floral jacket flare out and the leather-bound hilt of his samurai sword juts forward.

WILFORD (CONT'D)

You heard me, half-breed.

Mary wisely grabs the bottle and two glasses and gives Zeb a tug on the elbow.

MARY

I think that's our cue.

As Mary drags a transfixed Zeb away with her, the rest of the nearby PATRONS slowly back away leaving an airless void around Wilford and Sesquemah.

Wilford fans his fingers near the butt of his pistol. Each knuckle CRACKS.

WILFORD

Go ahead, boy. I'm on a winning  
streak of late.

Sesquemah nods grimly.

Near the entrance, Zeb pulls free from Mary not wanting to miss a second. She pauses, yanks the whiskey bottle's cork out with her teeth, spits it out.

MARY

Fine, suit yourself.

Sesquemah takes a deep breath, steps clear of the bar. Everyone behind him scatters.

He pauses, flicks his shoulders side-to-side, knocks his jacket open further.

WILFORD

Well, come on. Get to it! I ain't  
got all--

In an unexpected flurry of movement, Sesquemah draws his sword and lunges toward Wilford.

Wilford draws, lifts his pistol.

Sesquemah wheels around backward with the blade of his sword glinting in the light.

WILFORD (CONT'D)  
Gimme a fuckin'--

Wilford pulls the trigger.

But, before the hammer falls, Sesquemah spins, lunges closer him, SWEEPS the sward through the air, and DIPS the blade directly between the firing pin and the barrel.

CLICK! Nothing happens.

With Wilford's gun locked onto his blade like a clothes pin, Sesquemah spins again, flips the pistol out of Wilford's hand and sends it tumbling through the air.

It lands on the bar with a muted THUD.

Sesquemah turns again, runs his blade quickly across Wilford's abdomen before leaping deftly around behind him.

With a flick of his wrist, Sesquemah knocks Wilford's hat into the air with his sword and, with a barely visible set of flourishes, slices it up, down, and sideways.

The hat falls to the floor in a pile of perfectly carved tatters before Sesquemah leans in closer and WHISPERS:

SESQUEMAH  
I'm not what you think I am.

Sesquemah lowers his blade between them again at waist level and then pulls it quickly side-to-side before sheathing it and stepping away.

SESQUEMAH (CONT'D)  
You are what you think I am.

Wilford STAMMERS, stunned:

WILFORD  
Now wait one goddamn...

As if on cue, Wilford's sliced suspenders and gun belt give way and his pants fall to the floor, revealing his filthy red union suit bottoms.

WILFORD (CONT'D)  
Son of a--

Sesquemah loudly slides a chair out next to Lulu and sits.

Red, looking at his pocket watch, snaps his fingers. AND WILFORD'S UNION SUIT BOTTOMS FALL TO THE FLOOR.

The bar erupts into BOISTEROUS LAUGHTER.

**INT. HOLY MOSES SALOON, DOORWAY - ON ZEB AND MARY**

Taking a swig from the bottle, Mary throws one arm around Zeb and drags him with her out the door.

MARY

Alright, kid. Show's over. We got work to do.

**EXT. DOWNTOWN CREEDE - CONTINUOUS**

As a wide-eyed Zeb and whiskey guzzling Mary saunter away from the bar and into the street, a few electric lights flicker on inside each raucous, crowded saloon.

In the distance, we can hear the BELLOWING of pro-labor gubernatorial candidate DAVIS HANSON WAITE (late 60s, silver-bearded, a third-party populist).

As Mary and Zeb near him, we notice he's literally standing on a soap box.

WAITE

Fine people of Creede, we must ensure that your voices are heard! Your votes must be tallied. Don't let the greedy Republicans - with their hands in the pockets of each and every corporate trust looking to rob the little man blind - get their way. Don't let the Democrats - with their good intentions, infighting, and wishful thinking - leave you in the dust. Trust us, trust the People's Party, to have your best interests at heart. Don't let the inaction and greed of the establishment foul our sacred democratic rights. Together, we can and will reform the existing political system in this fine state! But only if your voice is heard! If your vote is counted!

Mary takes a long swig and swerves toward what appears to be a fancy, well-lit mercantile store.

MARY  
 (under her breath)  
 Malarkey.

His eyes on Waite and his mind still fixed on what just happened at the bar, Zeb trips over a deep gully in the dusty road.

ZEB  
 You really think so? Sounds pretty good to me!

Mary pauses at the window of the mercantile, eyeing a frilly white dress on the mannequin just inside.

MARY  
 Fourth spoke: Right action.

Zeb's eyes fall to the dress in the window just as an electric streetlight flickers on above them.

MARY (CONT'D)  
 What we do defines us. Same with what we think.  
 (beat)  
 In other words, don't promise anyone the moon. And stay true to your word.

She takes another gulp, heads for the door to the fancy mercantile, pulls Zeb with her.

ZEB  
 Do y'all *always* talk like this?

MARY  
 Pretty much. Thanks to Shorty.  
 (beat)  
 Now c'mon. You gotta pick me out some duds and we gotta get you a decent hat!

**EXT. WILLOW CREEK CANYON - LATER**

With the brightly lit town WHOOPING and HOLLERING it up in the canyon below, our crew rides single-file up a steep trail in the dark.

Zeb sports a perfectly sized, dark gray Round Edge Stetson. And a thick white garment bag drapes over Mary's saddlebags.

ZEB  
 How's come we can't stay in town? Sleep in a proper bed?



DALE  
No bed in that town's proper!

TUCKER  
My kinda town.

MARY  
(to Zeb)  
Plus, we prefer starlight to  
electric light.

RED  
And with good reason. Makes  
everything appear so...  
meretricious.

ZEB  
Where'd you learn to talk anyway?

SESQUEMAH  
Quiet.

He gestures toward the silhouette of a massive wood-framed structure perched precariously against a nearby cliff.

It appears to be bolstered by a six-story lattice of matchstick-like wooden beams. And out of it rolls a strand of mule-drawn rail cars full of ore. The night shift.

Down below, mountainous mounds of tailings and slag stretch toward the river.

ZEB  
(whispering)  
What is that?

TUCKER  
The Commodore mine. Biggest  
producer of silver, zinc, lead,  
copper, gold, antimony, and  
manganese in the entire valley.

DALE  
Owned by a bunch of city crooks in  
five dollar suits.

Zeb slows his horse.

ZEB  
You're not thinking of...

DALE  
...robbing the joint?

RED  
Of minerals, no.

TUCKER  
Of dynamite, yes.

Saying nothing, Mary just wags her head side-to-side.

DALE  
Don't worry, Lulu says the miners  
are striking tomorrow. Place'll be  
ours for the pillaging.

MARY  
And y'all trust that two-bit  
floozie?

RED  
Why, she's as pure as the driven  
snow.

DALE  
She never did let ol' Red here  
down. Well, almost never.

Sesquemah gestures toward a low rise to their right.

SESQUEMAH  
We stop there. Ride at dawn.

All but Mary nod. Smiling, Tucker produces a flask.

TUCKER  
(taking a sip)  
Nice work with Wilford, by the by.  
Poor old fool. Someday he really  
will get the jump on you.

SESQUEMAH  
Possible. But not likely.

Tucker passes the open flask toward Zeb. He waves it off.  
Tucker shrugs, avails himself of another gulp.

ZEB  
(to Tucker)  
I got a question for ya.

TUCKER  
(licking his lips)  
I'm all ears.

ZEB

Bein' that you are - well, were - a  
man of the cloth, do you believe  
that Heaven really exists?

Tucker flicks the flask closed with his thumb.

TUCKER

Most certainly not!

He pockets the flask. Moonlight glints in his eyes.

TUCKER (CONT'D)

As I happen to have discovered,  
western religion - heaven, hell,  
saints, sinners - all that hokum's  
just a bunch of fiction designed to  
keep the peace. Keep people in  
check. Servile. If you want real  
consolation, you gotta look east.

Tucker gives his horse flick of the reins.

TUCKER (CONT'D)

Think of death more like a wave  
returning to the sea. Not the end.  
Just a different beginning.

(beat)

Sorry again about yer daddy. He was  
a good man. Just picked the wrong  
pack to ride with.

Tucker veers past Zeb, leaves him alone in the darkness.

TUCKER (CONT'D)

Plus, eternity?! That's not heaven!  
That's torture!

**INT. HOLY MOSES SALOON - NIGHT**

Back in the saloon down below, Lulu leans toward Wilford,  
WHISPERS something in his ear.

He smiles, turns away from her toward another LOWLIFE at the  
nearest table.

WILFORD

Telegraph Giz. Tell him we're  
fixing for the re-ward.

**EXT. COMMODORE MINE - MORNING**

Dawn breaks and, as promised, the normally bustling mine is  
thoroughly abandoned. Even the mules are on strike.

With their horses tied up somewhere in the sparse woods above the mine, Red and Tucker scramble across the craggy face of the cliff.

Zeb, Mary, and Sesquemiah slide down a loose mound of tailings toward the rickety maze of wooden piers and trusses supporting the rail line leading out of the structure.

Perched up the hillside, Dale watches through a spyglass.

**EXT. COMMODORE MINE - DALE'S POV**

From above, magnified, we see Red and Tucker reach their side of the building and start climbing.

Then the view swings to Zeb, Mary and Sesquemiah as they climb the piers and trusses below.

They're all entirely on their own.

**EXT. COMMODORE MINE, ENTRANCE - ON RED AND TUCKER**

Already out of breath, Tucker pauses half way up the weathered wooden structure.

RED

Come on you old fool. Faster.

TUCKER

I'm doing the best I can!

Tucker reaches for a nearby beam and it cracks under his weight. His body swings to his left, hits the wall hard.

Red swiftly scrambles over to him, reaches out his hand just as the beam gives way completely.

Tucker grabs him. And for a breathless instant, they both swing there, suspended over the rocks.

RED

We need to seriously consider curtailing your intake!

Tucker reaches behind himself with his free hand, finds another beam, grasps it for dear life.

RED (CONT'D)

And I'm with Mary, you shouldn't have told him.

TUCKER

What? Why?!

RED  
 (straining)  
 Last thing we need is a half-pint  
 vigilante in our midst.

**EXT. COMMODORE MINE, SUBSTRUCTURE - ON MARY AND ZEB**

Behind Sesquemah, Mary keeps a close eye on Zeb. He's doing everything he can not to look down.

MARY  
 That's right. You're doin' fine.

She looks up.

Sesquemah peers down to her, nods. The coast is clear.

MARY (CONT'D)  
 (still to Zeb)  
 C'mon. Almost there.

**EXT. COMMODORE MINE - DALE'S POV**

Back through the spyglass, we can see Tucker turn and climb again just as Red wedges himself between a diagonal cross beam and the frame of another windowless opening.

Below them, Mary reaches the top of the sub-structure, pulls herself up next to Sesquemah. And together they pull Zeb up onto the rails.

**EXT. COMMODORE MINE, RAIL STRUCTURE - ON MARY AND ZEB**

Winded, Zeb looks down and almost loses his balance. Mary grabs him, pulls him clear of the edge.

MARY  
 Told you not to do that!

Sesquemah reaches into his Haori jacket, pulls out a pocket watch on a gold fob.

MARY (CONT'D)  
 (to Sesquemah)  
 Now?

SESQUEMAH  
 Almost.

He looks over to Zeb and smiles. For a moment he seems to brim with pride that the aimless little kid in their midst is now a proper, well-dressed outlaw.

SESQUEMAH (CONT'D)  
 (to Zeb, quietly)  
 The forth spoke...

Mary grins.

ZEB  
 (under his breath)  
 Right action. Say what you do. Do  
 what you say.  
 (beat)  
 Mary beat you to it.

SESQUEMAH  
 Very good. Very good.

And, with that, they draw and charge toward the darkened  
 entrance to the mine.

**INT. COMMODORE MINE, MAIN BUILDING - CONTINUOUS**

Already inside the entrance, Red and Tucker run down a barn-  
 like hall with their eyes still adjusting.

Flickering bare bulbs light the way.

Behind them, FOOTFALL. Red and Tucker both slow. But it's  
 just Mary, Sesquemah, and Zeb on the run.

SESQUEMAH  
 This way.

His sword glinting under electric light, Sesquemah passes,  
 turns and runs toward a tall steel door marked:

TNT. NO SMOKING!

They all follow. Sesquemah slides to a stop, raises the  
 sword, gives the padlock a swift blow.

A hollow, high-pitched CLANG echoes through the dimly lit  
 space. And, miraculously, the lock falls to the ground, its  
 steel shackle split in two.

RED  
 What the devil is that thing forged  
 from again?!

SESQUEMAH  
*Tamahagane.* Jewel steel.

He sheathes the sword, unbolts the door.

The door CREAKS open to reveal a darkened room stacked to the rafters with wooden crates of explosives, fuse wire, blasting caps, and detonators.

Suddenly, in the seemingly abandoned room, someone STRIKES A MATCH and lifts the flame to a thin cigar.

It's Gizbourne himself, seated on a tall wooden crate in the center of the room!

GIZBOURNE  
Y'all really should reexamine the  
company you keep.  
(eyes on Zeb)  
You especially.

Full of fury, Zeb lifts his pistol, takes aim.

ZEB  
You son of a--

In a kinetic flurry, Sesquemah disarms Zeb, tosses the gun to Tucker, draws his sword.

ZEB (CONT'D)  
HEY!

Gizbourne smiles broadly. Smoke curls around his gold tooth.

GIZBOURNE (CONT'D)  
(to Sesquemah)  
You have got to be, without  
question, the most mixed-up Indian  
I have ever--

Out of nowhere, Dale HURLS a long silver BOWIE KNIFE at Gizbourne. It impales his hand to a nearby wooden crate.

Across the crate is stenciled:

HERCULES POWDER  
HIGH EXPLOSIVES - DANGEROUS

Gizbourne stares at his skewered digits for a second as his cigar still smoulders. Blood SPURTS everywhere.

GIZBOURNE (CONT'D)  
(to Zeb)  
Just like your daddy.

Gizbourne squints his good eye at Zeb.

GIZBOURNE (CONT'D)  
Terrible taste in friends.

Zeb lunges at him. Mary grabs his shoulders.

Tucker winds up and cold-cocks Gizbourne with the butt of Zeb's pistol. Out go the lights.

TUCKER  
Bad idea, kid. Ain't worth it.

ZEB  
GIMME BACK MY GUN!

Red nips between Tucker and Zeb to snuff out the lit cigar dangling from Gizbourne's blood-spattered fingers.

Zeb charges at Tucker. Mary holds him back.

MARY  
Listen, Zeb. Zeb!

Zeb looks like her wants to tear Gizbourne and Tucker and Red limb-from-limb.

Behind Mary, Sesquemah slides his sword back into its hilt, and nervously eyes the dimly lit space.

TUCKER  
You kill this bastard and they'll  
hunt us like the dogs for the rest  
of our days!

Zeb surges at him again. Red steps in his way.

RED  
Listen. Listen! The only way to put  
a man like this in the place he  
belongs is to prove that he can't  
touch you.  
(beat)  
Can't catch you.

Mary lets go of Zeb. And, together, she and Sesquemah turn and bolt across the room toward what appears to be a closed rolling barn door.

RED (CONT'D)  
(still to Zeb)  
Now, we've got one last job on the  
books. A big one. Massive. If you  
want in, you're in.

Zeb's eyes are still glued to Gizbourne's slumped figure.

RED (CONT'D)  
It'll chap his hide to no end.



Mary throws open the barn door. Light streams in.

Red turns away from Zeb, plunges one hand into a nearby crate of dynamite.

RED (CONT'D)

C'mon. It's time to fight fire with fire. Together.

Outside the barn door, a rusted steel pulley dangles from a thick beam. Through the pulley runs a worn sisal rope tied to a cleat just inside the door.

SESQUEMAH

Time to go.

Zeb looks to Sesquema, then to Mary. She scoops up sticks of dynamite too, shoves them in her pockets.

MARY

(to Zeb)

Always better to rob a man blind than take an eye for an eye.

(beat, smiling)

In a manner of speaking.

Sesquema unties the rope leading to the pulley, gathers as much slack as he can.

Zeb looks to back Red, then to Tucker.

TUCKER

Yep.

Sesquema clutches the rope, leans out over the edge.

**EXT. COMMODORE MINE, MAIN BUILDING - SAME**

The rope runs through the pulley and all the way down to a large wooden crate wrapped in netting sitting on a mound of splintered rock below.

It's a good six or seven story drop.

In the distance, a WHISTLE. It's Dale. He slides down the tailings with a wild look in his eyes and his rifle drawn.

DALE

Get the hell outta there! They're swarming the place!

Out of nowhere, we hear the ferocious RAT-A-TAT of a Gatling Gun. Bullets strafe the hillside above Dale and send shards of pulverized rock flying every which way.

Dale ducks behind a pile of abandoned timbers, takes aim, returns fire.

**I/E. COMMODORE MINE, MAIN BUILDING - SAME**

As Tucker, Red, and Mary fill their pockets with dynamite, Sesquema quickly wraps the rope around his waist.

SESQUEMAH  
Five: Right livelihood.

He's tying a swift hitch.

SESQUEMAH (CONT'D)  
(to Zeb)  
Make your living through a peaceful  
profession.  
(to the rest of them)  
Hurry! We will have to jump!

He tugs at the rope, tries to get more slack. It won't budge. Whatever's down there, it's heavy.

Zeb absentmindedly grabs the line with both hands.

SESQUEMAH (CONT'D)  
Avoid livelihoods that deal with  
weapons, mean-spirited people, or  
intoxicants of any kind!

ZEB  
You have got to be--

Behind him, Gizbourne GROANS.

Mary and Red grab the line, too. Tucker hesitates.

SESQUEMAH  
Hurry!

Outside, the CLATTER of gunfire is near deafening.

TUCKER  
May god have mercy on our souls!

Tucker, his pockets brimming with dynamite, RUNS across the space and JUMPS.

In the air, he SNATCHES the last free section of rope and YANKS the lot of them with him out the barn door and into the open air.

For a second, they all just jangle, limbs akimbo, above the hail of bullets.

But then the rope SNAPS taut and the wooden crate below LEAPS up off the ground.

As it rockets up toward them, the five of them plummet swiftly downward, straining to keep hold of the rope as the pulley above them whipsaws wildly.

For a split second, as the crate passes them we notice, stenciled behind the netting, the words:

ATLAS NITROGLYCERINE  
HANDLE WITH CARE!

**EXT. COMMODORE MINE, TAILINGS - CONTINUOUS**

All five of them hit the ground hard. Sesquema pulls out his sword and SLICES the rope.

SESQUEMAH  
RUN!

With machine gun fire RICOCHETING all around them and with Dale returning fire from just uphill, the lot of them claw their way up the steep, loose slope.

Behind them, the massive crate of high explosives trundles back down to the ground.

**KA-BOOM!**

The MASSIVE explosion sends all five of them skyward and splinters the foot of the substructure.

The entire façade of the building buckles briefly, then crumbles to the ground in a slow-motion chain reaction.

In the distance, Dale pokes his head up.

DALE  
Well, I'll be!

**EXT. WILLOW CREEK CANYON - MOMENTS LATER**

Covered in dust and gasping for air, the whole gang quickly untie their spooked horses, throw themselves into the saddle, and run for the hills.

INSERT MONTAGE:

-- All six of them ride full-bore up a steep slope of loose rock, surrounded on all sides by cliffs --

-- A huge MEGAPOSSE of Pinkertons and deputized townsfolk from Alamosa fan out and give chase --

-- Red slows and spins his horse around to get a good look at their pursuers before catching back up --

-- Sheriff Melville furiously whips his horse as it struggles up the mine tailings in hot pursuit --

-- Dale strains to keep the seemingly ever-expanding posse in view with his extended looking glass --

-- Gizbourne, his hand bandaged and his suit blackened with soot from the explosion, saddles up --

-- Zeb charges toward the summit on Abby looking equal measures scared witless and thrilled beyond measure --

END MONTAGE.

**EXT. MAMMOTH PEAK, UPPER SLOPES - CONTINUOUS**

Our crew slows near the summit. Everyone looks over their shoulders down toward Willow Creek.

SESQUEMAH

Scatter!

Everyone takes off in different directions. Zeb, confused, freezes. Abby rears up, antsy.

MARY

(over her shoulder)

This way. With me!

He turns Abby, gives her a quick kick, takes off after Mary.

**EXT. MAMMOTH PEAK, SUMMIT - DAY**

Their horses heaving and tied to a single tree, Mary and Zeb lie crouched on the top of a jagged outcropping.

Mary clutches a smaller looking glass, peers downhill.

**EXT. MAMMOTH PEAK, SUMMIT - MARY'S POV**

Through the distortion of Mary's ground glass, we see the Megaposse reach the point at which they all scattered.

And, without even slowing, the Megaposse splits into five bunches with a military precision.

**EXT. MAMMOTH PEAK, SUMMIT - BACK ON MARY AND ZEB**

Mary slowly lowers the looking glass.

MARY  
That's not good.

ZEB  
What? What is it?!

MARY  
These guys. They're professionals.

ZEB  
So are we!

MARY  
No, I mean...  
(beat)  
Never mind.

Mary collapses the looking glass, pockets it.

MARY (CONT'D)  
Listen, you need to go. Get  
yourself back wherever you came  
from. I know you want vengeance.  
But this, it's too much.

ZEB  
No it ain't!

She carefully stands, doing her best to remain out of view.

MARY  
You stick with us, and you're done  
for, you hear? Go! Git!

She shoves him away. Abby WHINNIES.

MARY (CONT'D)  
Red never shoulda roped you into  
this. You're just a damn kid for  
crissakes!

Zeb stares at her, blindsided.

ZEB  
Why didn't you damn well kill him  
when you had a chance?!

Ignoring this, she quickly unties her horse.

MARY  
None of your beeswax. Now GO!

ZEB

Shorty, he was alive when I found him. Alive!

MARY

What're you talking about?!

ZEB

When I found him, he was still breathing. I saw that bastard... I saw Gizbourne shoot him.

(beat)

In the head. Point blank!

Mary spins her horse around, filled with rage.

MARY

Fine. You make this choice, it's on you. When that... *fiend*... does the same damn thing to you, I for one will not shed a tear!

Zeb stares up at her.

MARY (CONT'D)

Alright! One tear. Maybe two.

(beat)

Well c'mon! We ain't got all day!!

**EXT. SAN JUAN MOUNTAINS, BOX CANYON - DUSK**

As the sun sets, Red, Tucker, Dale, and Sesquema converge on a small box canyon from four different directions.

Mary and Zeb trot in through a dry riverbed.

All of their horses seem spent. And it's the first time we've seen Red look even the slightest bit unkempt.

SESQUEMAH

Anyone wants out, that's fine.

TUCKER

Balderdash!

RED

This is certainly the most... *formidable* force we've faced.

TUCKER

Aw, we seen worse.

DALE  
Half Pinkertons. Half Melville's  
goons. These guys are good.

MARY  
All the more reason.

ZEB  
To what?

MARY  
To stick to the plan!

Red smiles.

MARY (CONT'D)  
They'd never think we'd go through  
with it. Not now that everyone and  
their inbred second cousin is hot  
on our tails!

TUCKER  
(to Zeb)  
What about you?

ZEB  
What about me? I came of my own...  
my own... volition!

RED  
Hmm.

DALE  
But don't you think--

Sesquemah raises a hand, silences Dale.

SESQUEMAH  
Like Shorty said. Don't dwell in  
the past. Don't dream of the  
future. Concentrate on the present  
moment. Today.

TUCKER  
Which means what precisely?!

SESQUEMAH  
In the present moment, the boy  
rides with us. Whatever happens  
tomorrow, who's to know?

Even Mary shakes her head at Sesquemah's opacity.

SESQUEMAH (CONT'D)  
 (to Mary and Zeb)  
 Head back to town. Stay out of  
 sight. Board the first train to  
 Lake City. Be ready by the bridge  
 at Devil's Creek.

She nods. Zeb's eyes whip between Mary and Sesquemah.

SESQUEMAH (CONT'D)  
 (to Dale)  
 We have enough?

Dale pads his dynamite-laden saddle bags.

DALE  
 More than, I think.

SESQUEMAH  
 Any questions?

Zeb slowly raises his hand. They all stare at him. He slowly lowers it again.

SESQUEMAH (CONT'D)  
 Good.

Sesquemah spins his horse around toward the slot in the canyon he entered through.

SESQUEMAH (CONT'D)  
 Sometimes life opens the door.  
 Sometimes you have to pick the  
 lock.  
 (beat)  
 Sometimes you have to blow the door  
 clean off its hinges.

And with that, he gallops away.

TUCKER  
 Good talk.

**EXT. WEST BELLOWS CREEK - EVENING**

As dusk fades and darkness sets in, Mary and Zeb crisscross their horses from one side of a shallow creek to the other to evade tracking.

ZEB  
 How do you say his name again?



MARY  
 (sounding it out)  
*Ses-kwah-mah.*

ZEB  
 What's it mean?

MARY  
 I dunno. Daybreak? Sunrise?  
 Something like that.  
 (beat)  
 Don't make me regret letting you  
 stay!

Zeb is quiet for a second. All we hear is the SPLASHING and CLANGING of hooves on river rock.

ZEB  
 How'd you meet him?

Mary veers her horse up out of the creek and toward a tall stand of trees. Zeb follows.

MARY  
 Will you hush?

ZEB  
 And what about Gizbourne?

Mary's horse picks up steam, headed toward higher ground.

MARY  
 What about him?

ZEB  
 You were... uh... courting?

MARY  
 I wouldn't call it that.

ZEB  
 What about Red? How'd you meet him?

MARY  
 (exasperated)  
 In jail!

ZEB  
 Jail?

MARY  
 Did I stutter?

Mary looks over her shoulder down to the valley they were just crisscrossing. But the trees are too thick. Her face softens slightly.

MARY (CONT'D)

Down in Alamosa. After I took, uh, you know who's eye.

Zeb nods, hanging on her every word.

MARY (CONT'D)

All three of 'em were in the next cell. Public drunkenness, being an Indian and, well, being a negro. We got to talking. Got along nice. And eventually Shorty sprung us.

(beat)

And we've been thick as thieves ever since.

Mary bends to the left, toward a high clearing.

ZEB

Was he a slave?

Mary nods deeply.

MARY

Used to say the only way to keep from wailin' about it - being swept half way round the globe, losing your history, your people - was to find a way to better the so-called best. Make 'em laugh.

(beat)

You know. Give the people a penny candy, *then* punch them in the face.

Zeb ponders this. Then:

ZEB

What about Dale?

She LAUGHS lightly to herself.

MARY

That a good one, actually. He was a teller at a little podunk bank we stuck up in Saguache. Barely worth the effort. But he seemed kindly enough. Not some hotheaded hotshot.

ZEB

A teller? At a bank?!

Mary nods.

MARY

Complimented Red on his suit coat  
and his diction. And that was all  
it took. He was in.

ZEB

And you've been robbing banks ever  
since?

MARY

Banks, trains, Wells Fargo. You  
name it.

They emerge into a clearing. Mary cranes her head again back  
down toward the valley.

ZEB

And you just go around stealing  
from the rich and giving to the  
poor? Like Robin Hood?

MARY

Who?

Mary slows her horse, turns around.

ZEB

Ever kill anybody?

Mary's face goes deadly serious.

MARY

Goddammit.

Zeb cuts his horse in behind Mary's.

ZEB

What? What is it?

She wags her head, grabs her looking glass.

It's not really needed. Because, down in the valley, we can  
make out the faint glow of hand-held lanterns gliding  
through the trees lining both sides of the creek.

Mary trains her looking glass on them.

MARY

Damn Pinkertons. Always spoiling  
the fun.

ZEB  
How could they track us through  
water? Over rocks?

Down below, we see the lights converge across the creek and  
bend up the slope we just ascended.

Mary slams the looking glass shut.

MARY  
Heck if I know! Let's go!

**EXT. WHEELER RIDGE - NIGHT**

At a full gallop on nearly spent horses, Zeb and Mary take  
the shortest line through a high grassy ridge and head for  
the trees on the other side.

ZEB  
(to Abby)  
C'mon girl, you can do it.

MARY  
I know a place where I think we can  
shake them! It's steep though.  
Think she can handle it?

ZEB  
Abby? She can handle anything!

**EXT. STEEP RAVINE - NIGHT**

Zeb and Mary funnel their horses swiftly down an impossibly  
steep, boulder-strewn precipice.

Sharp branches tear at their clothes and cut up their faces.  
Horses hooves shed sparks as they skid down lichen-dotted  
limestone faces.

A branch takes Zeb's brand new hat. He grabs it back.

In silence, their cheeks bleeding and their eyes glinting in  
the darkness, Mary and Zeb press on.

**EXT. ABANDONED CABIN - NIGHT**

At the foot of the rock face, in the center of a small,  
pitched clearing sits a crumbling prospector's cabin.

Mary and Zeb race toward the cabin, dismount, and guide  
their horses into the shadows.

Breathing heavily, Mary pulls out her looking glass again  
and peers up the face. Not a sign of them.

MARY  
I think we lost 'em!

Zeb wipes the backs of his gloves against his face.

ZEB  
Good, because I think that's just  
about as much--

MARY  
Shhh.

She continues scanning the hillside.

ZEB  
So, what's the plan?

MARY  
(distantly)  
For what?

ZEB  
You said, 'all the more reason to  
stick to the plan'.

Suddenly, we see it. The same glittering lanterns crest the  
ridge line and descend down the steep ravine.

MARY  
Who are these ratbag sons of  
bitches?

Not even bothering with the looking glass, Mary turns to  
suss out any viable escape route.

MARY (CONT'D)  
(to herself)  
Okay. Watson's Gulch is that way.  
Creede's about there. If we can  
make it to Watson's - to Quiñones'  
place - I'm sure he'd cover for us.  
Owes Red a mighty favor.

ZEB  
Who?

MARY  
Doesn't matter. Listen, we need to  
head due north.  
(pointing)  
As fast as she can handle. Yeah?

Zeb nods.

MARY

If these guys catch us, we're done.  
And I don't just mean jail.

Zeb nods again.

MARY (CONT'D)

If you want out, this is your last  
goddamn chance. I won't hold it  
against you. In fact, you're  
slowing me down!

ZEB

I am not! And no I won't. Wherever  
you go, I go.

Mary wags her head side-to-side.

MARY

Kid, you're starting to make me  
question my resolute stance on  
child rearing!

She grabs him by the shoulders.

MARY (CONT'D)

C'mon.

**EXT. PASTURE - NIGHT**

Back on their horses, Zeb and Mary canter through the tall  
grass. We can see their horses' breath with each stride.

MARY

(loud)

We stay the night at Quiñones'. See  
if we can borrow a trunk. Hitch a  
ride with him down into town. Catch  
the first train. Check the trunk  
into the express car.

(beat)

The treasure car.

ZEB

What's in the trunk?

MARY

You are, my dear. You *and* as much  
dynamite as we can muster. I lock  
you in. They cart you up. Train  
starts up. Wait about 45 minutes.  
Kick out the side. Plant the  
dynamite. Run the fuses. We'll give  
you the signal.

ZEB  
To do what?!

MARY  
Blow the door from the inside.

Mary kicks her horse, picks up speed toward the treeline.

MARY (CONT'D)  
Remember, whatever happens, we  
don't touch the post. Nothing  
federal. Only the silver.  
(beat)  
And whatever else might happen to  
be in the--

CRACK!

From somewhere far off to their right, we hear the sound of  
a single GUNSHOT. It seems to echo and bounce across every  
nearby stone cliff before:

THUD!

A single bullet pierces Abby's neck, just below her mane.  
For a second it's entirely unclear what's just happened.  
Abby doesn't break stride. And then:

CRACK!

Another shot.

SMACK!

A second bullet grazes her withers, just beyond Zeb's saddle  
horn. Blood, carried by the wind, sprays his hands.

ZEB  
What the...

CRACK!

A third shot hits Abby just above the breast - in the  
jugular groove. A direct hit.

Without so much as a sound, her legs give out and she  
collapses, mid-stride.

Zeb SCREAMS!

He's pinned half under Abby as she skids across the ground -  
her legs no longer moving, her neck broken.

Thinking fast, Mary cuts her horse left, grabs her Winchester, and blindly returns fire.

In the distance, we see MUZZLE FLARES. Bullets WHIZ and WHINE, ricocheting off rocks in the grass just behind Mary.

MARY  
(screaming, firing)  
Get up! Get up!

**EXT. PASTURE - ON ZEB**

Struggling to free himself as Abby wheezes, her chest rising and falling and her eyes wide, Zeb SHOUTS:

ZEB  
Abby! NO!

A stray bullet ZIPS through the grass, just behind Zeb's head. He SCREAMS:

ZEB (CONT'D)  
Goddammit! NO!

MARY (O.S.)  
(returning fire)  
Get the hell up!

ZEB  
(straining)  
I... I... I...

Finally, he gets his blood covered left leg free, crawls around in front of Abby's face, runs a hand through her bloody mane.

ZEB (CONT'D)  
(crying)  
No, girl. No!

He locks eyes with her. Her long lashes blink. She WHICKERS faintly, almost exactly like she did way back in the falling down barn outside Zeb's mother's house.

ZEB (CONT'D)  
Please. Please don't go. You're all  
I got left!

The light slowly leave her eyes.

Everything around goes SILENT. No gunfire. No hoof beats as Mary in the distance bobs and weaves, returning fire.



Just the brutal stillness of Abby's now motionless body,  
moonlight glinting in her jet black eyes.

Then:

MARY  
(loud)  
NOW!

Bending with her free hand, Mary snatches Zeb by the collar  
and throws him up behind her like a rag doll onto the  
garment bag still tied to her saddlebags, backward.

Firing without looking, pumping her rifle with one hand as  
she goes, Mary gallops flat out for the trees.

Shots tail them. But Zeb's eyes stay with Abby until she's  
gone. Tears stream down his face.

**EXT. WOODS - NIGHT**

As they ride through the trees, Zeb (still facing backward,  
his hands gripping the edge of the saddle blanket) bawls.

He's crying the tears of an abandoned, orphaned child.

MARY  
Stop it, just stop it.

ZEB  
(sobbing)  
Why? Why would they do that? She  
didn't do anything to them.

MARY  
I'm sorry, Zeb. I'm sorry!

ZEB  
She was the only one. The only one  
left who cared. About me.  
(convulsing)  
There's nobody... nobody else.

Even Mary's wipes away a tear.

MARY  
That's not true. It's not.

ZEB  
It is!

MARY  
No.

She tries and fails to regain her normally steely composure.

MARY (CONT'D)

No, it ain't. You're with us now.  
And we may not be much. Truth is,  
we're just a bunch of good-for-  
nothing ne'er-do-wells no one ever  
wanted neither. But we'll look out  
for you. If you want.

Behind her, Zeb, his bloody cheeks now streaked with tears,  
tries to catch his breath.

MARY (CONT'D)

If there's one thing I know, it's  
that people who ain't got no one -  
people like us - we gotta look  
after each other when we find each  
other. You hear?

His chest heaving, not saying a word, Zeb nods slowly to  
himself as Mary pilots her horse swiftly through the trees.

**EXT. QUIÑONES RANCH - NIGHT**

QUIÑONES (40s, weather beaten and unshaven) guides Mary,  
Zeb, and Mary's horse into his barn by lamplight.

QUIÑONES

Killing a man's horse without even  
looking him in the eye? Atrocious.

MARY

(to Zeb)

See, what'd I tell you?

Zeb, still in shock, says nothing.

MARY (CONT'D)

Another one of Red's vocabular  
protegees. Who says he's a bad  
influence?

Up ahead, inside the barn, stand three more well-tended  
horses hitched to a post.

Quiñones takes the reins from Mary, leads her horse next to  
his, gestures up toward the hay loft.

QUIÑONES

Bed down up there. I'll send  
*Tessora* out. Let her carry your  
tracks up.

(MORE)

## QUIÑONES (CONT'D)

Once they follow her all the way  
back here in the morning, you'll be  
long gone.

Mary nods, quickly undoes her saddle, tosses it onto a  
nearby saddle horse.

Zeb, still stunned mute, just stands there until Mary throws  
him her garment bag. He catches it awkwardly.

MARY

(to Zeb)

Oh, and...

She pulls her rifle from her saddle scabbard.

MARY (CONT'D)

...take this, keep a lookout. I'll  
be right up.

He just stands there, holding a dress and gun.

MARY (CONT'D)

Go on.

He shivers for a second like his soul has just been shot  
back into his body. Like he's finally awakened.

MARY (CONT'D)

Don't shoot unless I say so.

He turns toward the ladder.

As he climbs, Quiñones unties a tall mare, drops a lead  
around her neck, guides her toward the barn door.

Mary grabs a broom from a nearby wall, and then brushes away  
all the hoof prints dotting the floor of the barn and the  
corral just outside.

Behind her, her spent horse steams.

**INT. QUIÑONES RANCH, HAY LOFT - NIGHT**

His blood- and tear-streaked face betraying no emotion, Zeb  
tosses the garment bag down onto the hay, flicks up the  
sight on Mary's Winchester, and lies down.

He silently guides the barrel out a wishbone shaped crack in  
the wall of the barn.

**INT. QUIÑONES RANCH, HAY LOFT - ZEB'S POV**

Down the barrel of the rifle, we see Quiñones find Mary's tracks, lift the lead, and then give his horse a firm WHACK on her hindquarters.

She takes off with a start, seeming tickled pink to be free to canter through the moonlight all by her lonesome.

Mary, outside, continues obscuring her path while she backs her way toward the barn.

Quiñones blows out his lantern, snaps off a large sagebrush branch, and dusts away his own prints as he walks slowly back to his house.

**INT. QUIÑONES RANCH, HAY LOFT - NIGHT**

Back inside the barn, Mary climbs up into the loft, tosses her dynamite-laden saddle bags onto the loose hay, and lies down on her stomach next to Zeb.

MARY  
(quietly)  
Anything?

Zeb peers down the barrel with one eye closed.

MARY (CONT'D)  
Well, it's high time we had some  
good--

Something catches Zeb's eye. He quickly COCKS the rifle.

**INT. QUIÑONES RANCH, HAY LOFT - ZEB'S POV**

Back down the barrel, we see a handful of PINKERTONS on horseback carrying lit lanterns.

At the head of the pack, bareback, is a young-looking SHOSHONE TRACKER. He hops down off his horse, studies the ground closely.

**INT. QUIÑONES RANCH, HAY LOFT - BACK ON ZEB AND MARY**

Zeb looks up from the rifle, gestures to Mary.

MARY  
(hushed)  
No, you keep it. If they head this  
way, kill each and every last one  
of 'em.

Zeb stares at her for a long beat.

MARY (CONT'D)  
I won't think any less of you.

He takes a deep breath, and levels his aim back out.

**INT. QUIÑONES RANCH, HAY LOFT - ZEB'S POV**

The Tracker gestures roughly in the direction Quiñones' horse just bolted.

A solitary man in black (sporting a long rifle) gestures toward Quiñones' darkened house. Then, to the barn.

Zeb focuses squarely on the Man in Black. As he points our way, we make out a badge on his lapel. It's Melville.

Below him, the Tracker says something we can't hear and then points again away.

MELVILLE  
Goddamn it all.

Melville spurs his horse and does a long, slow arc around the Tracker with his eyes (and lantern) fixed on the ground.

The rifle barrel tracks him closely. Tensely. For a breathless second, we wait.

MELVILLE (CONT'D)  
Time's a wastin'! Take the tracks.

Melville cuts his horse hard left and then lays in with both spurs, bolts away.

**INT. QUIÑONES RANCH, HAY LOFT - BACK ON ZEB AND MARY**

Zeb, his finger still on the trigger, barely breathing, opens his other eye, looks to Mary.

MARY (CONT'D)  
See, I told you. Quiñones is good people.

Without taking back her rifle, Mary rolls over onto her back, nestles herself into the hay next to the garment bag.

MARY (CONT'D)  
Better get some sleep. I doubt they'll be back 'til morning.

Zeb turns the rifle over sideways.

ZEB  
It was him, wasn't it? Melville.

MARY  
 (closing her eyes)  
 Yep, most likely.

ZEB  
 I would've killed him if he took  
 one step this direction.

MARY  
 Uh-uh.

ZEB  
 And he's the law.

MARY  
 So he thinks.

ZEB  
 I woulda killed each and every last  
 one of them. Just like you said.

MARY  
 I'm sure you would have.

ZEB  
 I don't wanna feel this way.

Mary opens her eyes and swivels her head his direction.

MARY  
 Good. Cause I never killed a man  
 neither. Only wounded 'em.

She smiles wryly, knowing he knows who she's talking about.

MARY (CONT'D)  
 Okay, listen. Bedtime story.  
 (beat, doing Sesquema)  
 Shorty's sixth thing: Right effort.

Zeb GROANS, throws himself over on the hay, stares at the  
 wood-beamed ceiling.

MARY (CONT'D)  
 The Buddha says--

ZEB  
 Wait. Who the heck's that?

MARY  
 Dunno, some guy.  
 (MORE)

MARY (CONT'D)

(beat)

The Buddha says you gotta work hard to perfect a good and wholesome way of life.

ZEB

(yawning)

Again, you *are* bank robbers...

Mary smiles, rolls back over onto her back.

MARY

(continuing)

It's alright to be angry. It's fine to be full of hate. But it's better to put your mind to bigger things. Make *yourself* better. Stronger. Smarter. And eventually, one day, you'll overcome those who hold you down - just by being who you are.

(beat)

Anyway, get some sleep. Early day tomorrow.

She reaches out across the hay to take Zeb's hand. In the darkness, he clutches it tight.

**INT. QUIÑONES RANCH, MAIN HOUSE - EARLY MORNING**

Zeb, cleaned up and fresh faced, stands staring directly toward us. His eyes are wide.

ZEB

Oh. My. Goodness!

**INT. QUIÑONES RANCH, MAIN HOUSE - ON MARY**

Standing opposite Zeb, Mary wears the frilly white dress from the mercantile window. Her hair is washed and her face free of dust and dirt.

She's a vision.

MARY

WHAT?!

ZEB

Holy...

In the doorway, Quiñones covers the ears of his YOUNG DAUGHTER who stands with her arms wrapped around his legs.

MARY  
It's not *that* bad, is it?

ZEB  
No, I just... wow.

MARY  
Well, spit it out why don't ya?

ZEB  
You look... like a proper lady.

MARY  
I am a proper lady.

ZEB  
No, I mean...

She spins away from him, toward a mirror hanging crookedly on a nearby wall.

Mary roughly smudges the color off her lips.

MARY  
You better quit while you're ahead, boy. I'm about to lock you into a box full of dynamite!  
(tying on a bonnet)  
And I might just happen to misplace the key, being as forgetful as I am these sweltering summer days.

She spins back toward him. He smiles, still in awe.

MARY (CONT'D)  
Well, anyway, if our luck holds, the boys should be well underway.  
(beat)  
Shall we?

She flares out her elbow like a debutante at a ball.

Zeb snaps to, and quickly obliges. He throws one arm through hers and then gestures grandly toward the door.

ZEB  
This way, your highness.

MARY  
(to Quiñones)  
My liege, show me to your finest steamer trunk.



**INT. QUIÑONES RANCH, MAIN HOUSE - MOMENTS LATER**

A mildewed, cobweb-filled wood and leather steamer trunk sits on the floor brimming with stolen dynamite and thick coils of braided fuse line.

Zeb stares down at it.

ZEB

Great. Just great.

**EXT. CREEDE TRAIN STATION - MORNING**

Melville stands with his hands on his hips on a platform teeming with dusty PINKERTONS.

Next to him, Gizbourne watches as a pair of CHINESE LABORERS heft the last of a mountain of steel-clad ballot boxes onto a waiting wagon.

Gizbourne's hand is bandaged and still bleeding.

MELVILLE

You sure you're sure about this?

One of the Pinkertons slips Gizbourne a hand-rolled cigarette, lights it for him.

GIZBOURNE

See now, that's the problem with you civil servants. No imagination.

He exhales a fine gray plume.

GIZBOURNE (CONT'D)

They make a move and we've got them dead to rights for destroying federal property.

(beat)

And we keep that so-called man of the people out of the Governor's mansion.

(menacingly)

Two birds. One stone.

**EXT. DEVIL'S CREEK BRIDGE - MORNING**

Sesquemah, Red, and Dale water their exhausted horses at a small stream high above the Devil's Creek Denver & Rio Grande narrow gauge rail bridge.

The trestle spans a gap of about 800 feet between sheer rock cliffs and stands a couple hundred feet or more above the rushing waters below.

RED  
I hereby foreswear evading any sort  
of posse all night long ever again.

DALE  
Hate these goddamn mercenary guns  
for hire.

Red slaps the dust from his jacket.

RED  
What is the world coming to?

DALE  
(to Sesquemah)  
Think ol' Tucker made it?

Saying nothing, eyes glued to the bridge, Sesquemah nods.

RED  
Never bet against a Hibernian  
inebriate's likelihood to land on  
all fours smelling like roses.

Sesquemah points to a section of wooden timbers near the far  
side of the bridge.

SESQUEMAH  
There?

Dale nods. And, as if on cue, Red reaches back and unties  
one of his saddlebags.

DALE  
Thereabouts.

Red throws a hand into his open saddlebag, pulls out a  
bundle of sticks of dynamite.

RED  
This suffice?

DALE  
Better, or else we'll take the  
whole damn thing down with us!

Dale takes the dynamite and deposits it into his own  
brimming bag.

SESQUEMAH  
Wait until Red separates the cars.

He points to a bend in the tracks just before the bridge.

SESQUEMAH (CONT'D)  
There. The bend.

RED  
I know! I know!

SESQUEMAH  
(back to Dale)  
Wait until the passenger car clears  
the gap.

Dale nods.

SESQUEMAH (CONT'D)  
With any luck--

RED  
Luck is for the dimwitted, the  
careless, and the idle.

Dale looks to Red.

RED (CONT'D)  
Mary's just fine. So's the boy.

Sesquemah glances up to the sky.

SESQUEMAH  
Alright.

DALE  
See y'all on the other side!

Red tips the brim of his hat toward Dale, gives his horse a gentle prod, makes his way south. Sesquemah does the same.

As they go, Dale slowly dismounts.

DALE (CONT'D)  
(to his horse)  
C'mon, Gerty. Time's a'wastin'.

**EXT. CREEDE TRAIN STATION - MORNING**

The locked steamer trunk at her feet, Mary leans toward the barred window of a ticket booth as the CHUGGING steam engine pulls into the station behind her.

The engine is followed by only five cars: a lounge car, a passenger car, a mail car, and express/treasure car, and an unmanned caboose.

MARY  
 (to the ticket agent)  
 Last of my dear departed Daddy's  
 personal effects. May not be much,  
 but it sure is treasure to me.

She snaps open a leather pocketbook likely borrowed from  
 Mrs. Quiñones, delicately fingers bills.

MARY (CONT'D)  
 I'd be mighty obliged if you could  
 see to it that it gets stowed in  
 the express car, if you don't mind.

TICKET AGENT nods, seeming smitten.

TICKET AGENT  
 Why of course, young lady. We'll  
 see to it that it is.  
 (stamping her ticket)  
 That'll be two dollars, twenty-  
 five.

MARY  
 Thank you, dear sir. Thank you ever  
 so much.

The Ticket Agent hands her her ticket, SHOUTS through the  
 bars to a waiting PORTER.

TICKET AGENT  
 Rodney, Take the steamer to the  
 express for this lovely young lass.

PORTER  
 Why, yessir. Certainly sir.

The Porter wheels a wooden dolly over just as the train's  
 engine BLASTS a cloud of steam across the platform.

In the momentary haze, the Porter bends to heft the steamer  
 trunk onto the dolly.

Behind him, Melville and Gizbourne stride by followed by a  
 pair of Pinkertons.

The ballot boxes are gone.

Mary fumbles for a frilly white fan, turns away.

PORTER (CONT'D)  
 (straining)  
 Gee, miss. Whatcha got in here?

MARY  
 (trying on a voice)  
 Why, just a wise man's life's work.

Gizbourne slows, looking like a phantom in the rising steam.

Mary throws one hand down onto the trunk.

MARY (CONT'D)  
 (theatrically)  
 Oh, dear Daddy! Never again will  
 God above make a kindlier, more  
 gentle man than you.

Gizbourne smiles to himself and continues on.

MARY (CONT'D)  
 Now you take good care of Daddy's  
 things, you hear?

PORTER  
 Yes ma'am.

She slips him a little extra.

MARY  
 Much obliged, Rodney.

Rodney blushes.

PORTER  
 No, thank you, miss...

MARY  
 Delilah. Delilah Coopersmith.

With one hand on the dolly, he takes the money looking like he'd much rather take her hand.

In the distance, we see another familiar silhouette approaching.

It's Tucker. He appears to be, perhaps for the first time, stone-cold sober and dressed head-to-toe in the black garb of a pious prairie preacher.

As he passes, he nods to Mary. He has a bible in one hand. It's upside down.

Mary smiles back, slyly gestures to flip the bible over.

As the Porter departs with the trunk, Tucker spins the bible in his hands and approaches the ticket window.

TUCKER  
One for Lake City if you please, my  
son.

TICKET AGENT  
Why yes, parson.

The Ticket Agent tears and stamps another ticket while Mary disappears in the crowd.

TUCKER  
Thank you kindly.

He slips the ticket into the bible, SNAPS it shut.

TUCKER (CONT'D)  
May god bless and keep you.

TICKET AGENT  
And also with you.  
(beat, loud)  
NEXT!

**INT. INSIDE THE STEAMER TRUNK - ON ZEB**

With the Porter pulling the heavy trunk up each step to the train, Zeb slams back and forth inside.

Sticks of dynamite and dust swirls all around him.

ZEB  
(sotto)  
Yeah. I know. I know. Not the  
smartest move I've ever made.

Outside the trunk, over the sound of the Porter STRAINING, we hear muted VOICES. And then:

THUD!

The Porter drops the steamer onto the narrow passageway inside the train and starts dragging it.

SKIDDDDDDDDD. BANG!

The trunk stops dead. Over the JANGLING of KEYS we hear the STERN VOICE of another man:

MAN'S VOICE #1 (O.C.)  
Whoa, whoa, whoa. Not so fast.

PORTER (O.C.)  
What? This piece goes there. It's  
all paid for an' everything.

Another equally STERN VOICE joins in:

MAN'S VOICE #2 (O.C.)  
We'll take care of that. Government  
orders.

We hear the CLINKING of the Porter pocketing his keys.

PORTER (O.C.)  
Fine. Suit yourself.

As we hear the Porter TROMP away, one of the two men fetches their own set of keys, unlocks the door, and shoves the trunk inside where it SLAMS into something else.

Still in the dark, dust still swirling around his face, Zeb contorts his body to pull out a pocket watch out. He clicks the crown. The watch starts TICKING.

*NOTE: the following sequence will be accompanied by the TICKING of Zeb's timepiece.*

**EXT. ABOVE WILLOW CREEK CANYON - MORNING**

Red and Sesquimah streak purposely through the trees high above the river.

Through the strobe-like effect of passing branches we can barely make out, down below, the empty train tracks winding along the river.

Then, further ahead, we see what appears to be a little whistle-stop station with a tall Rio Grande water tank perched next to a small maintenance shack.

Sesquimah pilots his horse toward the whistle-stop.

**INT. MAIL CAR, PASSAGEWAY - MORNING**

Mary, striving to maintain her composure, walks her way up the interior passageway of the mail car as the train CHUGS out of the station.

Up ahead, two armed FEDERAL MARSHALS stand guard in front of the locked mail compartment.

As the train trundles side-to-side, Mary feigns losing her balance and stumbles into one of the Marshals.

MARSHAL #1  
Careful there, miss.

She places both her hands on his chest, one frilly gloved hand right next to his badge.

MARY

My apologies, Marshal. Dunno how I  
can be so clumsy sometimes!

He suavely rights her while she assesses his armaments.

MARSHAL #1

No worries. Where you headed?

While she makes mental notes, her eyes fall to the second  
Marshal. He shoots her a crooked smile.

MARY

Lake City. To see my dear Daddy off  
to the great beyond.

At this, the Second Marshal doffs his hat.

MARSHAL #2

Condolences, ma'am

MARY

Why, that's sweet of you, sir.

She pauses.

MARY (CONT'D)

My, my. Whatever is beyond that  
door must be mighty important!

They both stiffen as she continues by.

MARSHAL #1

Just every election ballot from the  
south and west of the state!

MARSHAL #2

For the recount.

MARY

Thank you gentlemen for your fine  
service to this great land!

As she throws opens the door to the next car, the CLATTER of  
steel and the HOWL of the wind obscures any reply.

**EXT. DEVIL'S CREEK BRIDGE - MORNING**

Dale slides his way down the rocky slope at the far end of  
the bridge. His horse is tied to a tree behind him.

Bulging saddlebags drape over each of Dale's shoulders. And  
he's got a coil of fuse line clenched between his teeth.



He pauses, looks both ways, and then LEAPS out onto the weather-beaten trestle timbers and starts climbing.

**EXT. WHISTLE-STOP - DAY**

Now on foot, Red and Sesquemaah move swiftly and silently toward the water tower.

Luckily, the stop is clearly abandoned.

As they approach the tower, we notice a jutting section of side track on which stands a rickety looking hand car. It's basically a manual pump trolley on wheels.

Red, on the run, eyes it, grinning.

RED  
(to Sesquemaah)  
You really would've made a  
masterful general.

Sesquemaah turns and looks far off down the tracks.

Down valley, we can make out the rising steam cloud of the train's engine approaching.

Together, they start climbing the water tower.

**INT. PASSENGER CAR - MORNING**

Closing the door behind her, Mary steps into a hushed car full of Pinkertons, some of whom no doubt were just hours before hunting her and Zeb on horseback.

Up ahead, seated, Tucker nods discretely to her while pretending to study the good book.

She sashays quickly down the rows brimming with well-armed mercenaries, alights upon an empty seat, tucks a hand under her skirt, slides in.

Awash in a sea of taffeta and crinoline, she looks nothing like the Mary we've come to know.

**INT. INSIDE THE STEAMER TRUNK - BACK ON ZEB**

With the TICKING growing louder, Zeb strains to see the watch face. He leans it up toward a skinny band of light shining through a tiny crack in the lid.

In the band of light, dust particles twinkle.

Suddenly, Zeb's throat catches. And he SNEEZES.

AH-CHOO!

The case shudders. He covers his mouth.

Silence. Then:

AH... AH... AH... CHOO!

**INT. MAIL CAR, PASSAGEWAY - ON THE MARSHALS**

Both Marshals look at each other for half a second.

The space beyond the locked door behind them is silent.

Then, a TICKET TAKER throws open the door from the next car up, filling the space with SOUND and LIGHT.

And, as luck would have it, he promptly SNEEZES. And then he lifts a hanky and loudly blows his nose:

HONK! HONK!

**EXT. DEVIL'S CREEK BRIDGE - ON DALE**

Dale lashes clusters of dynamite to both sides of the thick wooden braces about ten feet below the bridge deck.

Over the sound of Zeb's watch TICKING, we can faintly hear the CHUG CHUG CHUG of the train racing up the valley.

He works fast, running out of time.

**EXT. WHISTLE-STOP - MORNING**

Sesquemah and Red lie on their bellies atop the water tower tank, shielding their eyes from the sun.

In the distance, the steam of the train is getting closer.

Red taps Sesquemah on the shoulder. He looks down to see a middle-aged FARMER steps up onto the platform beneath them.

Sesquemah nods, lifts a finger to his lips.

**INT. PASSENGER CAR - CONTINUOUS**

Tucker looks over one shoulder, slams his bible shut and stands. The water tower of the whistle-stop nears through the windows behind him.

Not an eye in the place tracks him. Not even Mary's.

As the train begins to slow, he reaches up to the luggage rail for his satchel.

As he does, Mary slides herself out of her seat, stands.

Avoiding looking Mary's way, Tucker moves for the door.

Mary follows from a safe distance.

Outside, we see the Farmer waiting on the platform.

The train slows, belching steam.

Tucker opens the door. The train stops. Mary surges forward, barely keeping her balance.

The Pinkertons' eyes are all locked on her frilly dress.

Behind them, the Ticket Taker enters the car, loudly SHOUTS:

TICKET TAKER  
Silver Thread! Silver Thread! Last  
and only stop before Lake City.

He lifts his hanky and blows: HONK!

TICKET TAKER (CONT'D)  
Tickets, gentlemen. Tickets.

The Pinkertons turn to him, scowling, as Tucker ambles away down the platform.

Lifting her skirt, Mary crosses the linkage and enters the lounge car. The Farmer hops aboard.

FARMER  
Ma'am.

MARY  
Mornin'.

BANG!

The lounge car door SLAMS shuts behind her. And with a loud series of steam BLASTS, the train slowly GRINDS forward.

**EXT. WHISTLE-STOP - ON RED AND SESQUEMAH**

From high above, we see the train begin to move, just as Red and Sesquemah leap to their feet.

Below them, Tucker walks past the equipment shed, toward the waiting hand car.

The train whistle BLOWS. And Red and Sesquemah JUMP from the water tower onto the roof of the express car.

On bended knee, the hilt of his sword jutting out, Sesquemah gestures for Red to move up the train.

**EXT. WHISTLE-STOP - ON TUCKER**

Back down on the ground, Tucker pauses at the hand car, opens his bible (which we now see houses a silver flask neatly tucked into a void in the pages).

He pulls out the flask, tosses the bible into the bushes, and takes a prodigious gulp - before hopping up onto the hand car, pocketing the flask, and pulling off his jacket.

TUCKER

Why is it I always draw the short  
straw?

With the train disappearing into the distance, Tucker rolls up his sleeves and starts pumping.

**EXT. DEVIL'S CREEK BRIDGE - ON DALE**

Dale gathers up all of the fuse lines he's run, braids them together, and then spools out a few extra feet before pausing and looking back.

In the distance, the steam cloud is getting closer.

He lets out a couple extra inches just to be on the safe side, reaches for his knife.

Something about the motion throws his balance off for a split second, and he nearly drops the knife and fuses, windmilling his arms to keep from falling.

Below him, it's more than a 100 foot drop. Definitely not survivable, even if you made it to the water.

DALE

That'd be just my luck.

Leaning one shoulder against the nearest beam, he cuts the fuses in one go.

DALE (CONT'D)

Speakin' of...

Flipping his knife back over, he slides it back into its sheath and grabs his matches.

**INT. LOUNGE CAR - CONTINUOUS**

Gizbourne and Melville sit in the plush lounge car amongst a random array of Pinkertons disguised as supposedly respectable townsfolk.

Gizbourne's back is to us. Across from him, Melville skims a wrinkled broadsheet.

Over the CLACKING and BELLOW of the the train and the faint TICK-TICK-TICK of Zeb's pocket watch, practiced SMALLTALK fills the stale air.

Mary fearlessly strides down the middle of the car. Up ahead to her left, Melville folds down a corner of his newspaper.

She nods his way like a proper lady. He blushes.

Gizbourne notices.

GIZBOURNE

You are dumb as a post.

Melville glares at him.

GIZBOURNE (CONT'D)

Why don't you make yourself useful and check on our cargo, huh?

Melville CRUMPLES the paper closed just as Mary passes and turns toward last open table in the car.

MELVILLE

Why don't you go check? I don't work for you.

GIZBOURNE

Yes you do.

(beat)

And the men I represent. Don't you forget it.

Melville gruffly stands.

MELVILLE

Fine!

Tossing the paper to the table, he takes off back down the car, nearly running headlong into the LOUNGE CAR HOST as he heads toward Mary's table.

As Melville throws open the door, something catches Gizbourne's eye outside. He smiles.

With the train making a long, arcing bend, we can see the crisp shadows of each car washing across the pines.

A couple cars back, the equally crisp and clear outline of a man can be seen slowly advancing along the top of the train.

Mary sees it too.

LOUNGE CAR HOST

Ma'am, what can I get for you this fine morning?

MARY

(nervously)

Ah, just... coffee if you please.

Still staring at the figure rippling across the treetops, Gizbourne listens in, seeming to savor Mary's act.

MARY (CONT'D)

(flowery)

Thank you ever so much.

Suddenly, the shadowy silhouette outside disappears and Gizbourne nods to himself and stands.

LOUNGE CAR HOST

My pleasure, miss. How nice it is some folks still have manners!

Deliberately not making eye contact with Mary, Gizbourne spins on his heels and strides off after Melville.

**INT. TRAIN CAR - ON THE STEAMER TRUNK**

From low to the ground right next to the steamer trunk we LINGER for a moment before:

BANG!

The trunk shudders sideways but doesn't break.

BANG!

Again, nothing. Then:

BANG!

The side panel goes flying and the TICKING ceases.

A sweaty and dust-covered Zeb shimmies his way out of the crate, sending sticks of dynamite rolling out after him.

**EXT. HAND CAR - ON TUCKER**

Tucker, also sweating, furiously pumps the hand car crank up and down as he glides down the tracks with the steam of the engine not too far off ahead of him.

**EXT. LOUNGE CAR ROOF - ON RED**

As the train speeds down the tracks, Red LEAPS the gap between the passenger car and the lounge car, just as Gizbourne crosses below him going the other direction.

Throwing his body down onto the roof he gestures 'get down' back to Sesquema.

**EXT. CABOOSE ROOF - ON SESQUEMAH**

Sesquema nods calmly back, bends, swings over the edge of the end of the caboose, lands on the back stairs.

THUD!

**EXT. DEVIL'S CREEK BRIDGE - ON DALE**

Dale lights the fuses, waits a second to make sure they're going good, and then cautiously scampers away.

**INT. LOUNGE CAR - ON MARY**

With Gizbourne gone, Mary quickly stands and breezes her way forward to the door separating the lounge from the engine.

**INT. TRAIN CAR - BACK ON ZEB**

Zeb stands at the foot of the smashed steamer trunk. His hands hang over his drooping gun belt. His slack-jawed face is frozen. His eyes stare dead ahead.

The camera WHEELS AROUND to reveal that we're actually inside the MAIL CAR, not the express!

ZEB

No, no, no!

Stacked against the far wall is the huge pile of metal ballot boxes.

They're crisscrossed with ignition wires and dotted with bundles of dynamite!

ZEB (CONT'D)

The mail car?

The ignition wires feed directly into a crude detonator made out of a wind-up alarm clock tied to an old-fashioned wooden blasting machine.

ZEB (CONT'D)

It's a trap.

*NOTE: the TICKING commences again, this time louder and in time with the alarm clock.*

Zeb slowly turns toward the triple-locked door. Beyond it, we hear FAMILIAR VOICES.

**INT. MAIL CAR, PASSAGEWAY - ON GIZBOURNE**

Standing in front of the two Marshals, Gizbourne reaches out and unceremoniously PLUCKS their badges off their lapels.

In the distance, further down the car, Melville moves toward the door to the express car.

GIZBOURNE

I'll take those!

For a second, both Marshals look crestfallen.

GIZBOURNE (CONT'D)

As if anyone in their right mind would deputize either of you cousin kissers!

(loud, to Melville)

Where the hell'd you think you're goin'?

MELVILLE

Just takin' one last look-see.

He opens the door and steps out into the NOISE.

GIZBOURNE

(sotto)

Suit yourself, rube.

The door SLAMS shut.

GIZBOURNE (CONT'D)

(to the Marshals)

Never liked that heavy-handed, clammy, headline-seeking crusader.

(beat)

C'mon.



**EXT. PASSENGER CAR ROOF - ON RED**

Red tiptoes over the top of the passenger car as the train streaks along toward another long bend.

Pausing, he falls to one knee, does his best to peer down through the glass portal in the door to the mail car.

Suddenly, Gizbourne throws the door open and roughly shoves the Marshals through. Red ducks out of sight.

Over the HOWLING WIND we can barely hear what sounds like Gizbourne's VOICE continuing to bark orders to the Marshals and, perhaps, the rest of the Pinkertons.

Red presses one ear to the roof, unable to hear.

**INT. LOCOMOTIVE - ON MARY**

Mary reaches into her pocket book amid the UNHOLY DIN of the locomotive, steps up next to an ENGINEER.

With one hand on the throttle and another near the brake, the Engineer startles at the sight of her.

ENGINEER

(LOUD)

Jesus! You scared the living  
daylights out of me!

Mary smiles sweetly.

ENGINEER (CONT'D)

What in tarnation are you doing up  
here, little lady?! Get the hell  
back to yer seat!

Mary continues smiling, one hand still in her pocketbook.

MARY

(ALSO LOUD)

Lovely weather we're having of  
late, wouldn't you say?

ENGINEER

I said GET BACK TO YOUR SEAT! This  
is no place for a--

Mary calmly pulls out a pearl-handled Derringer, levels it at the Engineer's abdomen.

MARY

If you happen to value your life,  
and I assume that you might, drive.  
No matter what happens. You hear?

**INT. CABOOSE - ON SESQUEMAH**

Having opened the rear door to the caboose, Sesquema suddenly spies Melville right outside the door to the express car.

He ducks flat against the wall.

**INT. EXPRESS CAR - ON MELVILLE**

Having glimpsed Sesquema, Melville smiles to himself and discretely reaches a hand inside his jacket.

With his other hand tapping the locked steel door to the treasure compartment, he mutters under his breath:

MELVILLE

Can't believe that old cyclops  
called it.

**INT. MAIL CAR - ON ZEB**

Working frantically, Zeb reaches his hands inside the tangle of ignition wires and gingerly slides out one metal ballot box at a time.

The clock still TICKING LOUDLY, Zeb KICKS each box across the floor to a pile of others he's already slid to the base of wall adjoining the passenger car.

The dynamite stays in a heap on the floor.

Then, looking up, he notices an air vent in the center of the ceiling. Unlike the windows, it isn't barred.

**EXT. PASSENGER CAR - ON RED**

As the train begins another long bend, Red (careful not to be seen), lowers himself down onto the linkage between the passenger car and the mail car.

As the tracks and ties speed by, Red looks to the thick iron link pin rattling as the linkages bend.

At just the right moment, he bends to one knee and pulls the pin clear. And the two cars decouple, drifting slowly apart.

He ditches the pin, jumps the burgeoning gap, and clambers quickly up the ladder to the roof of the mail car.

**EXT. DEVIL'S CREEK BRIDGE - DALE'S POV**

Through Dale's looking glass, we FOLLOW the sparks of the lit fuses as they snake their way through the timbers.

Then we DRIFT up and over to the train. It's just about to hit the far end of the span.

The clock still loudly TICKS.

**EXT. CABOOSE ROOF - CONTINUOUS**

Sesquemiah swings himself back up onto the roof of the caboose, crouching with one hand on the hilt of his sword.

The camera WHEELS around to reveal Melville standing on the roof of the express car. His fingers hover over both his pistols, ready to draw.

Behind him, on the roof of the mail car, Red draws his pistol. The wind sends the lapels of his coat fluttering.

Behind him, we can see the first three cars of the train speeding toward the bridge while the last three cars slow.

**INT. LOCOMOTIVE - ON MARY**

Still leveling her Derringer at the Engineer, Mary tugs the fingers of one of her dainty gloves off with her teeth like a wolf freeing itself from a trap.

Then, suddenly: BANG!

A bullet pierces the glass portal in the door from the lounge car and ricochets off the steel stack above her head.

It's Gizbourne and his men!

Mary ducks, returning fire: POP! POP!

One of the Marshals falls.

Gizbourne, his gold tooth glinting, fires once more, with his bandaged hand.

BANG!

The engineer jolts forward, struck in the back. He falls hard onto the throttle arm, sending the train jolting forward with a SHRILL ROAR.

**EXT. DEVIL'S CREEK BRIDGE - ON DALE**

Seeing the locomotive suddenly pick up speed, Dale instantly realizes the fuse is too long.

The train's coming in too hot.

DALE  
Goddamn, that's too fast!

Without a second thought, he runs for the trestle.

**EXT. HAND CAR - ON TUCKER**

Sweating profusely, Tucker continues pumping away, grinding on in time with the TICKING CLOCK.

**EXT. TRAIN ROOF - CONTINUOUS**

Sesquemah flashes Red a quick look and draws his sword.

Melville pulls both pistols, advances.

Sesquemah squares off, lifting the sword blade horizontally just above eye-level.

MELVILLE  
Give it a rest, you crazy loon.  
Fight like a man!

Suddenly, behind Melville, the roof vent to the mail car goes flying.

And Zeb throws himself feet-first up onto the roof.

ZEB  
It's a trap!

Melville spins back around, firing reflexively. The bullet skips across the roof, barely missing Zeb.

MELVILLE (CONT'D)  
YOU!

Zeb throws his hands up.

ZEB  
Whoa, whoa, whoa!

BANG!

Red fires once, knocking one of Melville's pistols clean out of his hand.

MELVILLE

Son of a--

Zeb draws his own pistol.

ZEB

(to Melville)

Gizbourne! Where the hell is he?!

**EXT. DEVIL'S CREEK BRIDGE - ON DALE**

Dale scrambles quickly through the trestle beams, spits out a cut section of fuse line, leaps for the adjoining rock face just as --

KA-BOOOM!

A GIGANTIC EXPLOSION splinters a section of the bridge right behind the lounge car, sending the passenger car full of Pinkertons instantly airborne.

Dale's flies away from the bridge, onto the rocks.

**EXT. HAND CAR - ON TUCKER**

Not far behind and still pumping, Tucker follows the airborne passenger car with his eyes.

TUCKER

That is not good.

**EXT. TRAIN CAR ROOF - CONTINUOUS**

In stunned disbelief, Melville looks past Zeb and Red, toward the passenger car as it falls back down onto what remains of the far side of the bridge.

It hits the mangled deck, cracks nearly in half and plummets down into the canyon pulling the lounge car and locomotive backward with it.

ZEB

(still to Melville)

WHERE IS THAT ONE-EYED BASTARD?!

**I/E. LOCOMOTIVE/TRESTLE - ON MARY**

Mary braces as the locomotive slips backward toward the abyss. The wheels GRIND, sending up sparks.

Gizbourne leaps the gap toward her, catches the edge of her dress with one hand.

Amid the DEAFENING SQUEAL of metal-on-metal, Mary ditches the Derringer, grabs onto a rail, hangs by both hands as the front of the locomotive tips skyward.

GIZBOURNE

See now, if you'd only allowed me to show you the finer things in life, we wouldn't be at sixes and sevens all the damn time!

Gizbourne clings to her for dear life, still clutching his smoking pistol in his bandaged hand

Slowly, stitch after stitch of the dress POPS and TEARS.

MARY

(straining)

I told you once and I told you twice.

She kicks at him with all her might.

MARY (CONT'D)

Get your money-grubbing mitts...

The final stitch POPS.

MARY (CONT'D)

...off me!

RIIIIPPPP!

Her entire hoop dress unravels. And Gizbourne tumbles backward through the air toward the rocks below.

MARY (CONT'D)

Good goddamn riddance!!

Mary (wearing dungarees and chaps below tattered shreds of crinoline) kicks her legs up and onto the back wall of the upturned cattle guard and jumps.

She lands on what remains of the mangled trestle just as the CHUGGING engine careens down toward the rapids.

**EXT. TRAIN CAR ROOF - CONTINUOUS**

Amid the chaos, Melville wheels back around toward Sesquema, pure menace.

MELVILLE

What the hell did you just do?!

RED  
Put it down, Zeb!

Zeb fires once, hitting Melville once in the shoulder.

ZEB  
You...

Zeb fires again, clipping Melville in the other shoulder.

ZEB (CONT'D)  
...killed...

Zeb takes a step forward, firing a third time.

ZEB (CONT'D)  
...my...

Sesquemah lunges past Melville, toward Zeb.

SESQUEMAH  
No, Zeb!

ZEB  
...HORSE!

But, before he can pull the trigger, Melville fires once.

BANG!

The bullet hits Sesquemah in the back, sending a crimson gust into the wind between him and Zeb.

ZEB (CONT'D)  
NO!

BANG! BANG!

Red fires twice, advancing. He doesn't have a clean shot.

Locking eyes with Zeb, Sesquemah drops his sword.

SESQUEMAH  
(pained)  
The mail car.

Suddenly remembering the dynamite, Zeb's eyes flare.

ZEB  
We gotta...

BANG!

Red fires again, winging Melville.

SESQUEMAH  
Spoke seven...

BANG! BANG!

Melville returns fire, missing.

ZEB  
What?!

Sesquemiah winks. His blood-soaked jacket flaps in the wind.

SESQUEMAH  
...right action.

Suddenly, Sesquemiah spins around and LUNGES back at Melville, who gets off one last shot before Sesquemiah throws his arms around him, and LEAPS from the roof of the train.

For a split second, Zeb and Red stand staring as Sesquemiah disappears from view with Melville in his clutches.

Then, remembering, Zeb SCREAMS:

ZEB  
GO!

RED  
What?

ZEB  
JUMP!

The two of them turn and leap in the opposite direction just as a second MASSIVE EXPLOSION rips through the linkage between the mail car and the express car.

**KA-BOOM!**

Wood splinters. Glass shatters. Metal snaps and strains. The concussion billows through the air behind Zeb and Red like ripples on a mirror-still pond.

**EXT. WILLOW CREEK CANYON - MORNING**

Ripping off her torn bodice and tossing it away, Mary jumps back down onto solid ground.

At her feet lies Dale. His hair is burnt, his spectacles are shattered, and his ears are bleeding. But he's still alive.

MARY  
You alright?



DALE  
 (TOO LOUD)  
 Peachy!

She throws a hand down toward him. He looks up, smiling. She's still wearing her frilly bonnet.

DALE (CONT'D)  
 (STILL TOO LOUD)  
 Told 'em you'd clean up nice!

He takes her hand and she hefts him up.

**EXT. HAND CAR - ON TUCKER**

His hands no longer on the pump handle, Tucker stands, gobsmacked, as the hand car CREAKS to a stop.

TUCKER  
 Well, bless my soul.

The massive black safe from the treasure car sits alone and open at an odd angle in the center of the tracks behind the demolished caboose.

Out of it spills a king's ransom in silver ingots, unsigned bank drafts, and gold bars!

**EXT. DEVIL'S CREEK BRIDGE, TRESTLE - ON ZEB AND RED**

Red and Zeb pull themselves back up onto the trestle.

Saying nothing, they cross the tracks and stop side-by-side at the edge. In silence, they peer down into the canyon.

Their fearless leader, he's gone.

Red lifts a hand onto Zeb's shoulder. Without even looking, Zeb reaches across himself, puts his hand on top of Red's.

A heavy tear rolls down Red's face. And then the both of them draw a deep, pained breath.

Trying to keep himself together, Red runs the back of one hand across his face, turns, throws both his arms around Zeb. Overcome, Zeb holds on tight.

Biting his lip, Red peers over Zeb's shaking shoulders to see that each of the ballot boxes is still stacked up neatly inside what's left of the mail car.

**EXT. WILLOW CREEK CANYON - LATER**

Mary, having ditched her bonnet, pilots Dale's horse through the trees and down toward the far end of the bridge.

DALE  
(SHOUTING)  
Well, you know me. Terrible with numbers, for a bank teller!

MARY  
*Former bank teller.*

DALE  
WHAT?!

They slow at the sight of Red and Zeb alone on the trestle.

MARY  
Oh, no.

DALE  
(again too loud)  
WHAT?!

MARY  
(gravely)  
Sesquemah.

Even though he likely didn't even hear her whispered response, he knows it immediately. *He's gone.*

**EXT. DEVIL'S CREEK BRIDGE - CONTINUOUS**

Red's hands set the last of the ballot boxes onto the deck of the stationary hand car.

We PULL BACK to see Zeb standing on the deck of the car with both hands reluctantly clutching the pump arm.

The rest of the gang stands behind him, arm-in-arm on the trestle, their cheeks stained with tears.

TUCKER  
You sure you're sure, kid?

Zeb nods halfheartedly, his eyes red, and stare off down the tracks toward town.

RED  
Where'd you think you'll head?

Beat.

ZEB

I dunno. I don't really...

Zeb's voice trails off. Red nods deeply.

RED

Endure and persist, kid. All pain  
turns to good, by and by.

(beat)

Ovid.

Zeb laughs to himself between tears at Red's perennially overpriced allusions.

Tucker, aiming for consoling, BARKS:

TUCKER

Hell, on the plus side, he ain't  
even made the wanted poster yet!

Zeb's laugh turns toward a sob again.

MARY

Go, live your life. It's what he  
would've wanted.

(beat)

Meet a pretty girl. Swan around.  
Tell a few tall tales. Settle down.

She flicks a couple silver ingots back into the busted safe.

RED

Hey! Buy back the house!

(beat)

Look for a sizable donation to an  
account in your name at the ol'  
American National.

Zeb smiles, still choking back tears.

ZEB

You mean the one that keeps gettin'  
robbed?!

DALE

(still too loud)

Not anymore, son! Not anymore.

After a second:

MARY

(quietly)

To Sesquemah.

Zeb presses his wavering hands back down onto the pump arm.

ZEB  
(somberly)  
To Sesquemah.

TUCKER  
May he find himself in fields of  
plenty.

Zeb gives the pump arm a slow push, and the heavily-laden car SQUEAKS slowly forward.

MARY  
Now, you make sure old what's his  
name from the whatever it is -  
Mister Mayor elect - buys you a  
stiff drink and a steak dinner for  
protecting the integrity of his  
precious recount, huh?

ZEB  
Yes, ma'am.

MARY  
And, if you don't mind, maybe we'll  
come see how yer holding up. Okay?

With his hands still pumping, he can't wipe away the tears.

ZEB  
(his voice breaking)  
I'd like that. I'd like that very  
much.

Zeb continues slowly rolling away from his new-found family.

ZEB (CONT'D)  
(through tears)  
Say, what was it again? The eighth  
thing. The last spoke?

She waves him off.

MARY  
Bah, like any of us remember  
anymore! But I'd say... stick close  
to the family you choose.

Behind Zeb, Tucker and Red leap from the trestle, hefting their bags of silver ingots up onto their waiting horses.

MARY (CONT'D)  
 (still to Zeb)  
 And remember, you can be whatever  
 you damn well please!

Afraid to look back, Zeb just nods while he pumps the hand crank and the car grinds slowly away.

Alone but wiser. And free.

SLOW FADE TO:

**EXT. CABIN - DAY**

A slightly older Zeb stands at the peak of the moss-covered roof of his once falling down cabin, hammering down new shingles one after the other.

BANG! BANG! BANG!

Out of nowhere, a WOMAN'S VOICE:

MARY (O.C.)  
 You know, the human heart is nearly  
 73% water.

Zeb looks down to see Mary leading a regal Arabian across the pasture toward the house.

Zeb drops his hammer, stands. She tosses him her canteen.

MARY (CONT'D)  
 Same thing with the brain.

Zeb catches the canteen, grins ear-to-ear.

MARY (CONT'D)  
 Or so says that dolled-up dandy.

Behind Zeb, Red stands on a ladder in sweat-stained shirrtails smiling broadly. Almost fatherly.

MARY (CONT'D)  
 So, have a tippie. Tuck and I got a  
 present for you!

The Arabian WHICKERS sweetly - just like Abby.

Red turns his gaze to the other side of the house, where we see Tucker and Dale trotting their horses through the tall winter wheat looking pleased as punch.

Dale doffs a brand new Stetson.

MARY (CONT'D)  
 We were thinking of namin' her  
 Shorty 'til we found out he was  
 she.

Zeb looks to Red who, for the first time, is entirely  
 without words.

And then he turns and slides down the roof, over the gutter,  
 and down to the ground with a THUD.

MARY (CONT'D)  
 No sign of Ambrose?

Zeb nods a silent 'no'.

MARY (CONT'D)  
 Good riddance. Probably drank  
 himself to death before you even  
 wandered off!

Still silent, Zeb nods again. This time 'yes'.

MARY (CONT'D)  
 Mind if we stay for a spell?

Zeb's eye's say it all. Of course. Forever.

MARY (CONT'D)  
 Good, 'cause going strait is plum  
 exhausting!

She dismounts, bends to one knee, opens her arms.

And Zeb rushes into them as Dale and Tucker near.

Tucker, it appears, is clutching Sesquemah's salvaged sword  
 in one hand and a glinting silver flask in the other.

TUCKER  
 Goin' straight?  
 (beat)  
 Try totalin' tea!

With a wide, mischievous grin, Tucker tosses his empty flask  
 to the rocky ground. Clean.

For now.

CUT TO BLACK.

THE END