SNEAKERS

by

Phil Alden Robinson

and

Lawrence Lasker

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EXT. COLLEGE - NIGHT

Snow falls gently on the grounds. In the background, a dignified eighteenth-century classroom building is softly lit by outdoor lights. A single light, on the second floor, is still burning. The opening credits continue to be assembled randomly, sans anagrams.

Dan Aykroyd Ben Kingsley Mary McDonnell River Phoenix Sidney Poitier David Strathairn

> MARTY (V.O.) Four six nine nine four zero two, transfer to five three zero one one three eight.

INT. COMPUTER ROOM

The forty-column display is connected to the United States Treasury Department, and shows the transaction taking place. \$25,000.

> COSMO What did we just do?

MARTY The Republican party just made a generous donation to the Black Panthers.

The camera pans across the terminal, the dial telephone resting in the acoustic coupler modem.

COSMO

Far out!

MARTY

Right on.

COSMO

Who's next?

MARTY Let's see... oooh...

Marty shuffles through some printouts.

MARTY Richard Nixon's personal chequing account is in here.

The camera continues to pan around the late-sixties equipment in the room, looking up to the huge nine-track tape drive. Empty chinese food boxes litter the room - something that hasn't changed among hackers in thirty years.

COSMO

(with slight sarcasm) Ooo, this is a challenge. Marty, we have to find somebody truly worthy to give his money to. How about... the National Association to Legalize Marijuana.

MARTY

Perfect!

COSMO Now, how much should he give?

MARTY He's a generous man. I'd say... all he's got!

COSMO

Yeah!

Cosmo thinks for a split second, and changes his tone.

COSMO Marty, you are sure we will not get into trouble for this.

MARTY Cosmo! Trust me.

EXT. POLICE CAR - NIGHT

Police officers drive slowly through the snow, and listen to instructions on the radio.

INT. COMPUTER ROOM

COSMO Posit. The Phone Company has too much money.

MARTY

Oh, good one.

COSMO

Consequence.

MARTY Uh, they're corrupt. Result?

COSMO The system perpetuates itself at the expense of the people. Conclusion? MARTY

Ma Bell needs to donate some money.

COSMO We're going to change the world, Marty.

MARTY I just wish we could get course credit for this.

He gets up.

MARTY Gawsh! You got it. You want some food?

Cosmo swivels around, and holds out a coin.

COSMO

Loser goes.

Cosmo hides the coin in one of his hands, and makes it look pretty obvious which one. He holds out both fists.

MARTY

I never lose!

He indicates Cosmo's left hand. Cosmo dramatically unfolds it, revealing no coin.

Marty Groans. Cosmo chuckles. Marty starts to leave.

COSMO Pepperoni pizza, please. Shaken, not stirred.

MARTY Power to the people, Cos.

COSMO Power to the people, Marty.

They both make half hearted fist gestures. Marty exits.

COSMO One cannot trust anybody these days.

EXT. COLLEGE - NIGHT

Marty emerges from the front door and walks off into the snowy night. He climbs into his snow-encrusted microbus, but it won't start.

MARTY

Don't do this!

Marty notices the flashing red police lights through the snow on his windows. He rolls down a window and watches as police and trenchcoated men pull up and run into the building.

INT. COMPUTER ROOM

Cosmo is working at the terminal. He hears a noise. He gets up and walks across to the window. Marty is down below, trying to signal Cosmo but it's too late. The police grab Cosmo and pull him away.

COSMO Marty! Marty! Wait! Wait!

Cosmo struggles, kicking out a window pane.

Marty runs off into the night. The snow turns into static on a TV screen.

INT. SNEAKER VAN - PRESENT DAY (1992)

CREASE

Martin? Martin?

Donald Crease is trying to wake up a now-older Marty Bishop. He shakes his shoulder.

> CREASE Martin? Martin?

Bishop wakes up.

CREASE

It's time.

BISHOP How are we doing?

CREASE Carl's in position on the fire escape. Mother's in the cable vault. Whistler is reading.

Whistler reads. In braille.

A noise sounds.

Whistler quickly puts away what he was reading. It's the braille edition of Playboy.

WHISTLER

We're up!

BISHOP What's with the lobby?

CREASE Still just the one guard.

WHISTLER (into his headset) OK, Mother, try the ones coming off the blue trunk.

Bishop looks out the van through binoculars, across the street and into a building. A security guard looks around.

More noises sound.

WHISTLER Mmmm, nope. Try the ones coming off the white trunk, Mother, these don't sound right.

Bishop looks down, to a manhole where Mother is working.

More tones sound.

EXT. MANHOLE

WHISTLER (over headset) No.

MOTHER

They even got photos of the guy leaving the embassy through the back service entrance. Hey Crease, you on?

INT. SNEAKER VAN

CREASE

Yeah, I'm on.

MOTHER Were you still in CIA in '72?

CREASE

Yep, why?

MOTHER Did you know the deputy director of planning was down in Managua, Nicaragua the day before the earthquake? CREASE

(annoyed) Now what are you saying, the CIA caused the Managua earthquake?

MOTHER Well, I can't prove it... but...

Crease hangs up his mic.

CREASE I can't talk to that guy.

Tones continue to sound.

WHISTLER Hold on, Mother, go back one.

A tone we just heard sounds again.

WHISTLER

Bingo!

EXT. MANHOLE

MOTHER Securing bridge clips.

Mother attaches the clips.

MOTHER Preparing to sever master alarm circuit. Five... four...

INT. SECURITY STATION

A lone security guard is watching television. A security panel in the distance briefly flashes a red light, which the guard barely notices before it's "green" again. He goes on watching television.

EXT. STREET - NIGHT

Bishop and Crease leave the van and run across the street. The building is a large bank. They reach the fire escape where Carl is stationed.

CREASE

Nice bank.

BISHOP You wouldn't believe what I had to go through just to get a safe deposit box.

INT. SAFE DEPOSIT BOX VAULT

The camera pans across dozens of boxes. There is a loud, ominous ticking. Box 589 begins smoking.

INT. SECURITY STATION

An alarm sounds. The security guard is startled and knocks the TV off the counter.

INT. FIRE ESCAPE DOOR

Carl, Bishop, and Crease enter the building through the fire escape.

INT. SECURITY STATION

The security guard frantically searches through a procedure manual.

INT. BANK FLOOR

The three run down through the main customer lobby of the bank. Bishop falls trying to jump the counter. Crease helps him up.

BISHOP Oh We're getting too old for this.

INT. SECURITY STATION

The security guard gets on the phone.

SECURITY CHIEF (on phone) Lifeguard Security.

SECURITY GUARD Yeah, I got a fire at Centurion Bank!

SECURITY CHIEF Yeah, we've got the alarm. Are there any secondary indications? Smoke, or flame?

The security guard looks around.

SECURITY GUARD Sm... uh, no.

SECURITY CHIEF Probably a false alarm. We've been getting them in your area all night. See if it resets.

INT. BANK ELECTRICAL ROOM

The three reach a small room and start looking behind panels. They come to one with a lot of wires behind it.

BISHOP You're sure you know which one to cut?

CARL Yes! The alarm's always the green one.

He cuts a wire. All the lights go out.

BISHOP

Good, Carl.

INT. SECURITY STATION

SECURITY GUARD Hey, man, I'm not waiting any longer, I'm calling the fire...

The alarm abruptly stops.

SECURITY GUARD Oh. It uh... stopped. Sorry.

SECURITY CHIEF Hey, no problem. And, uh, son...

SECURITY GUARD

Sir?

INT. SNEAKER VAN

The "Security Chief" is actually Whistler, back in the van!

WHISTLER

Good work.

SECURITY GUARD Thank you, Sir.

Whistler gets back on the radio.

WHISTLER All yours, Bish.

Crease is now hacking at a bank terminal. Bishop looks on.

CREASE So. How much do you want?

INT. BANK - DAY

A teller carefully places ten-thousand dollar wads of money in a briefcase.

TELLER Eighty thousand. Ninety thousand. One hundred thousand.

BISHOP

Okay!

TELLER May I ask why you're closing your account with us today, sir?

BISHOP Well, I just had this weird feeling that my money wasn't safe here anymore.

Bishop walks off, past a security guard and up the stairs and into a boardroom overlooking the bank floor. Several executives are waiting for him. He puts the briefcase down on the table and starts dramatically slapping ten-thousand dollar wads of money down in front of them.

BISHOP

Gentlemen, your communication lines are vulnerable, your fire exits need to be monitored, your rent-a-cops are a tad undertrained. Outside of that everything seems to be just fine. You'll be getting our full report and analysis in a few days but first, who's got my cheque?

A FEW MINUTES LATER.

A cheque is carefully typed out.

SECRETARY So, people hire you to break into their places to make sure no one can break into their places?

BISHOP

It's a living.

SECRETARY Not a very good one.

She gives Bishop the cheque.

BISHOP

Thank you.

Bishop leaves with his cheque.

EXT. STREET - DAY

Two guys watch Bishop from a parked car.

GUY

Is that him?

OTHER GUY Oh yeah. It's him.

INT. MARTIN BISHOP & ASSOCIATES OFFICES - DAY

Carl hurriedly marches across the room.

BISHOP Who's got the report for the bank sneak?

MOTHER I'm going to type it up later.

CREASE

You are?

MOTHER We haven't paid the typist since January, so it's either me or Whistler.

CREASE Better Whistler.

CARL We've got customers.

BISHOP

Shoes?

CARL

Expensive.

BISHOP

Look busy, guys.

Bishop straightens his tie and takes off to the waiting room.

GORDON Mr. Bishop! Dick Gordon.

He and Bishop shake hands.

BISHOP

Hi!

GORDON (indicating his associate) Buddy Wallace.

Bishop and Wallace shake hands.

BISHOP

Hi.

WALLACE

Hi.

GORDON We've heard a lot of great things about you.

BISHOP They're all true!

Gordon laughs.

BISHOP Thanks, Carl. Uh, gentlemen, why don't we go to the conference room, and you can tell us how we can help you, huh?

GORDON

Good!

They move to the conference room. Bishop motions for them to have a seat.

BISHOP

So, here uh...

GORDON Before we begin, uh, there's something we'd like to clear up.

Bishop closes the door.

GORDON

Most firms of this type are staffed with ex-law enforcement types, but your team, it's, uh...

Bishop smiles and finishes his sentence.

BISHOP I know... kind of different.

WALLACE

Yes, you are.

Bishop is caught off guard as Wallace finally speaks.

WALLACE Darren Roskow. Also known as "Mother".

The camera pans across to Mother working on an inspecific piece of equipment. Wallace continues.

WALLACE Eighteen months at Dannemora for breaking and entering.

BISHOP Yeah, he was framed. He's got the best hands in the business.

WALLACE

Carl Arbogast. Age nineteen. Caught breaking into the Oakland City School District computer to change his grades.

BISHOP

I know! We're the ones who caught him!

WALLACE Irwin Emery. Also known as "Whistler."

BISHOP

Yeah, yeah, I know. He had some little problem with the phone company.

WALLACE

Sixty-two counts?

BISHOP

Okay, you want law enforcement? How about Donald Crease? Twenty-two year veteran of the CIA.

WALLACE

Terminated! 1987. Why was that?

BISHOP I don't know, I think maybe a personality conflict. Who are you guys?

GORDON

Relax, Marty! We have to check on these things, it's just that everybody on your team has had some sort of problem in their past.

WALLACE

And then there's Martin Bishop.

An uncomfortably pregnant pause. Finally Wallace reveals an empty file folder.

WALLACE He doesn't seem to have a past.

BISHOP Ah. Sorry to waste your time, gentlemen. I don't work for the government.

GORDON

We know.

Gordon walks up to Bishop and shows his ID.

GORDON National Security Agency.

BISHOP Ah. You're the guys I hear breathing on the other end of my phone.

GORDON

No, that's the FBI. We're not chartered for domestic surveillance.

BISHOP

Oh, I see. You just overthrow governments. Set up friendly dictators.

GORDON

(smiling) No, that's the CIA. We protect our government's communications, we try to break the other fella's codes. We're the good guys, Marty. Gee, I can't tell you what a relief that is, Dick.

WALLACE All right, that's enough. Let's go.

Wallace and Gordon get up to leave. Wallace leaves immediately.

GORDON

If you change your mind, call us at this number.

Gordon hands Bishop a wrinkled scrap of paper with a number hastily scribbled on it. He looks Bishop straight in the eye.

GORDON

Mr. Brice.

Bishop looks up at him, surprised. Gordon looks back, with a "no look on his face.

Gordon leaves. Bishop unfolds the paper. It's a "Wanted" poster for Martin Brice - now Martin Bishop - with his picture from 1969.

EXT. STREET - DAY

Martin Bishop parks his car and crosses the street. A panhandler gets his attention.

PANHANDLER Spare a quarter? Help me out? The government's taken away my home.

BISHOP (indicating an election campaign poster on the wall behind) Talk to him!

Bishop tosses him a coin.

INT. NSA OFFICE

WALLACE Well! If it isn't Robin Hood.

BISHOP You know, I could have joined the NSA. But I found out my parents were married! Wallace is visibly upset by this. Gordon stops him.

GORDON Hey, heyheyhey, we're all friends here, alright? Easy, easy. (To Bishop) Want some coffee or something?

BISHOP

No.

GORDON Buddy, is that Janek's file?

Wallace puts down a file folder and opens it.

WALLACE Yeah. Janek's file.

GORDON

This is a mathematician, named Dr. Gunter Janek. Works at a think tank called the Coolidge Institute. Specializes in large number theory, prime numbers, factoring.

BISHOP

Cryptography.

GORDON

Very good! Last month, the good doctor gets a grant, three hundred eighty thousand dollars, way out of profile for a guy like that. It's our job to be curious, so we traced the money. Guess where it comes from.

BISHOP

I know you're not going to say Russia.

GORDON

Yeah!

BISHOP

Huh. Give me a break. We won, they lost, you know? It's been in a couple of papers.

GORDON Yeah, we still spy on them, they still spy on us.

WALLACE We intercepted a fax last week. Here. They're making some kind of box. (he shrugs) A little black box. GORDON The project is called "Setec Astronomy"... We don't know what "Setec" stands for... BISHOP Security Technology... GORDON Sensor Techniques, who knows. Anyway

WALLACE

Sensor Techniques, who knows. Anyway it may mean nothing, or it may be something, we need to know.

WALLACE

And your job is to find that little black box and let us take a look at it.

BISHOP

Yeah. No way.

GORDON Sorry, Marty, we don't have a lot of choice here.

BISHOP Do it yourself.

WALLACE

We can't!

BISHOP

Why not?

WALLACE

By law, we're not allowed or equipped to do this kind of operation.

BISHOP

Well, then get the FBI.

Wallace chuckles.

WALLACE Yeah, right. FBI.

GORDON

The FBI can't work for us without approval from a congressional oversight committee.

WALLACE We don't have the time.

BISHOP

So why me?

GORDON Frankly, because we...

Bishop cuts him off.

BISHOP

Frankly.

GORDON Marty, sit down, please.

Gordon and Bishop sit.

GORDON

Frankly, because it's kind of illegal. You've managed to stay underground for more than twenty years, that tells us you know how not to get caught.

WALLACE We know you can keep your mouth shut.

GORDON The job pays \$175,000, payable on delivery.

WALLACE You can... distribute it among the poor if you like.

BISHOP

Pass.

GORDON

We also clean up your record. Quash the outstanding warrant for your arrest.

WALLACE

Your pal Cosmo got twelve years. That was without "Flight to evade prosecution."

GORDON We all know what happened to him in there. Bishop pauses uneasily. BISHOP And if I say no? WALLACE Don't say no. GORDON What good would you do anybody in prison? INT. MARTIN BISHOP & ASSOCIATES OFFICES - EVENING CREASE I don't believe this. You lied to us all these years! Even lied to us about your name! BISHOP Sorry, okay? I'm sorry fellas, I'm sorry, but when you're wanted by the feds, you don't exactly go around telling everybody about it, okay? CREASE We are not "everybody", Martin, we are your partners, you tell us. BISHOP Exactly why was it you had to Fine. leave the CIA? With a foul look on his face, Crease turns his back on Bishop. BISHOP We all have our little secrets, don't we? Look, you guys have a decision to make. This is not a test, the penetration is live, the target is unaware. CREASE Sneaking a foreign intelligence service that might kill us to keep

us out is not what we do. BISHOP

The probable level of security is very low.

BISHOP But if you guys don't want to take that chance just to keep me out of jail, fine, I understand, I'll do it. WHISTLER Well, Bish, I can't speak for the other guys, but I'm in it for the money, I don't care if you go to jail. CARL Me neither. I'm in. MOTHER Uh... could we maybe just go back to the "they might kill us" part? BISHOP Mother, if I thought that was likely to happen, I wouldn't bring this to you. But there is a risk! WHISTLER And it pays \$175,000! MOTHER T'm in. CREASE You guys will be chalk outlines without me. All right, what do we need? Crease low-fives Whistler on his way back to the group. BISHOP All right, we start with a very light surveillance, level three, first

surveillance, level three, first sign of babysitters, we back off. Now this guy's giving a lecture tomorrow at UC, in the afternoon, I'm going to be there and checking him out. Okay? Any questions?

No one has any questions.

BISHOP Okay, let's do it.

Everyone gets up and starts to go home.

CREASE For the lecture, do you want to take Whistler, or do you want me to go? BISHOP Uh, no, no, that's okay, I thought I'd ask Liz. Everyone stops in their tracks and turns around. Bishop notices after a few seconds and looks up. EXT. MUSIC CONSERVATORY - DAY Piano music plays in the background. Children file across a grass quadrangle. INT. MUSIC CONSERVATORY Liz is supervising a young student, who is playing brilliantly. The girl notices Bishop approaching and stops. GIRL Who's this? T₁T₇ Sort of an old friend. (in a hammy Teutonic accent) Practice! Practice, practice! The girl giggles and leaves. BISHOP Hi. LIZ We're not getting back together. BISHOP Did I say anything? LIZ You will. BISHOP I'm here on business, Liz. She goes around the room and starts collecting music from the racks. LIZ Bishop, you don't have a business. You have a club! A boy's club.

T₁T₇ You have a little club house, you probably have a secret handshake... BISHOP Liz, I need your help. LIZ I will not be dragged back into your world. I have a new group of gifted children now and I like the fact that they're under thirty. Excuse me. BISHOP There's a mathematician named Gunter Janek. You know him? Liz is now shooing Bishop out the door. LIZI've read him. Now go away! BISHOP Well he's giving a master's lecture at 3:30... now I... T₁T₇ How nice for him! She shuts the door, with Bishop behind. Bishop opens the door and comes back in. BISHOP I thought I'd buy you dinner after. LIZI am not going out with you! BISHOP This isn't a date, dummy, this is a scientific exploration, a tutorial. I need you. Liz looks at him doubtfully. BISHOP To explain it to me. T₁T₇ Read a book! She starts to go.

BISHOP They've found me, Liz. She stops in her tracks. BISHOP The government found me. They offered me a deal. If I take their offer, they clear my record and I can get my name back. LIZ You and I are not getting back together. BISHOP Hey, don't flatter yourself! LIZ Pick me up at 3.

She leaves.

BISHOP

Yes!

INT. LECTURE HALL

Gunter Janek is giving his lecture. He is covered with cryptographic and mathematical figures from an overhead projector. He exudes confidence in his subject matter; he clearly has a talent for putting on a presentation.

JANEK

While the number field sieve is the best method currently known, there exists an intriguing possibility for a far more elegant approach...

Bishop and Liz watch as he continues his lecture.

BISHOP This guy's good.

LIZ

Sh.

JANEK

...and hence contained in a single cyclotomic field. Using the Arden map, we might introduce homomorphisms for the principal orders within each of these fields... BISHOP

You seeing anybody?

LIZ Sh. This isn't just about large number theory, it's about cryptography.

BISHOP

Oh. You mean codes?

LIZ I mean unbreakable codes.

JANEK

...It would be a breakthrough of gaussian proportions and allow us to acquire the solution in a dramatically more efficient manner.

LIZ Are you seeing anybody?

JANEK So far, no one has been able to accomplish such constructions... yet.

LATER - INT. RECEPTION HALL - DAY

Janek is now discussing his ideas with attendees over a buffet table, with all the confidence and showmanship of his lecture.

JANEK

The numbers are so unbelievably big, that all the computers in the world could not break them down. But maybe... just maybe... there's a shortcut.

LIZ I'll bet you anything he's found it. If he has, you're in over your head. I'll get my coat.

She goes to get her coat. Someone else notices Bishop.

GREG

Martin!

Bishop acknowledges.

GREG Martin, how wonderful to see you! BISHOP Hi, Greg, how are you.

GREG Is it not fabulous? Today I can, in public, come and learn your scientists' new secrets! Alas, I did not understand one bit what he was talking about.

Bishop is visibly distracted, but it's phoney - he's trying to get Greg to look the other way. Greg doesn't, and notices Liz.

GREG At least ... Goodness, can it be? Elizabeth!

BISHOP Oh yeah, right... she's dying to talk to you too, Greg.

GREG Excuse me. Elizabeth... Elizabeth!

LIZ

Hello, Greg!

GREG

Elizabeth and Martin. My heart leaps like gazelle to see you back together again.

Greg helps her with her coat.

LIZ Tell it to stop leaping, we are not back together.

GREG

Ah. Oh, what a pity. Wait, I have smashing idea. Martin! Martin! Kiev String Quartet plays at the consulate on thursday night, you will be my guests!

BISHOP

Really, Greg, I wouldn't know how to repay you.

GREG

Ha ha. Martin, now that our countries are such good friends, perhaps you will finally be able to do occasional favor for me? LIZ Gregor, you are shameless!

GREG I'll see you thursday night.

Greg hands Bishop a card - which he's scribbled something on.

BISHOP

What...

GREG Ah, new title. Cultural attache.

THE CARD READS:

Commonwealth of Independent States Consulate General Gregor Ivanovich Cultural Attache (415) 707-4321

BISHOP

Unbelievable!

GREG Hmm. Last few years it's been very confusing for people in my line of work.

BISHOP

I'll bet.

Greg excuses himself.

LIZ I don't care what anyone says about the New World Order. I don't trust that guy.

BISHOP Who, Greg? Ah, he's harmless.

Bishop notices that a woman is whispering in Janek's ear. He stops playing the crowd in mid-sentence.

> JANEK If you'll excuse me, I have some work...

LIZ You're going to follow him, aren't you?

BISHOP Liz, I... LIZ It's okay. I'll get a cab. BISHOP Can I call you? LIZ Just be careful. She leaves. So does Janek. EXT. SNEAKER VAN - NIGHT Bishop walks up to the van, which is on the top floor of a parkade across the street from the building the sneakers have staked out. He gets in. BISHOP Janek just got in the elevator. Going up. CARL We will be ready for him. BISHOP How's the audio? WHISTLER Good. Mother's pretty close. Through binoculars, Bishop sees Mother on a window-washer's platform just under Janek's office. Janek enters the office and turns on the lights. CREASE He's just wearing FOUR safety belts this time. BISHOP What, no parachute? CARL Alrighty, entry and lights on. WHISTLER Describe it. CARL Looks like a work room. You got yourself a bench with a soldering gun, two spools of wire and a magnifying lamp.

WHISTLER Huh. Sounds like they're making something.

CARL And a desk... telephone... lamp... answering machine... jar of pencils... but no little black box.

BISHOP

It's got to be there somewhere, what's he doing?

CARL He's logging on the computer.

Bishop now looks through the camera.

BISHOP Oh, this is good. He's going to type in his password, we're going to get a clear shot.

A knock on Janek's door. Janek answers.

JANEK Oh, Dr. Rhyzkov. Good evening.

BISHOP Let's get an ID on Dr. Rhyzkov. She was with him at the lecture this afternoon and she was trying to tell him something...

Rhyzkov immediately starts making an erotic move on Janek... her panting and moaning re-engages the attention of the sneakers.

> RHYZKOV Oh, Gunter... let's do what we did in Mexico City... Oh Gunter...

> BISHOP I didn't know you could do THAT in Mexico City.

CARL Mr. Bishop, do you mind if I take a look?

BISHOP

Carl...

CREASE

Grow up!

Rhyzkov continues loudly panting and moaning.

Crease taps on Bishop's shoulder and whispers.

CREASE

Let me see.

Bishop grudgingly obliges.

Janek pushes her away.

JANEK Elena, really! I must finish my work.

CREASE Okay, back to work.

BISHOP Nope, here we go, now we're going to get our password.

Rhyzkov rubs Janek's shoulders as he types in his password, inconveniently blocking the view.

RHYZKOV I leave message here on service but you do not call.

JANEK I'm sorry, really.

BISHOP Oh, get out of the way, get ou... she's in the way.

Rhyzkov starts kissing Janek's neck, Janek bends away, resisting.

BISHOP I don't believe this.

Bishop leaves the camera in disgust. Carl leaps to replace him.

JANEK I'm sorry, it's just I have this work...

Rhyzkov opens her blouse, revealing a legendarily well-supported pair.

RHYZKOV I'll give you something to work, baby. This is too much for Janek.

JANEK Okay, just for a little while.

Janek takes off his jacket and they kiss. She closes the blinds. The blinds crumple as Janek throws her against them.

RHYZKOV

Oh, Gunter!

BISHOP What's going on?

CARL

Oh, nothing.

INT. MARTIN BISHOP & ASSOCIATES OFFICES

The scene we just witnessed is now being replayed on video.

MOTHER

Maybe there's a frame or two where she doesn't block it. I'll blow it up.

BISHOP

Who's Risekoff?

CREASE (correcting Bishop's pronunciation) Doctor Elena REESHkov. Visiting professor from Czechoslovakia. Senior research fellow in Astrophysics.

BISHOP

Bingo.

CREASE Setec Astronomy. Whatever that is.

Meanwhile, Mother blows up the video image as best he can. It's a close up of Janek entering his password, with Rhyzkov partially in the way.

MOTHER

There.

BISHOP

W..G..

CARL Looks like the H. MOTHER Where do you get H?

CARL Right there next to the L.

BISHOP Come on, come on, do it again.

MOTHER H isn't next to the L.

CARL

Then J!

BISHOP Guys, do it again!

Mother rewinds.

MOTHER OK, that's definitely W G.

CREASE Defintely not. That's a V.

BISHOP (giving up) She's in the way.

WHISTLER

Fellas, Janek's little black box is on his desk between the pencil jar and the lamp.

MOTHER Uh, Whistler, I hate to tell you this, but you're blind.

WHISTLER Play the tape back again.

MOTHER You can't even see anything!

WHISTLER Don't look, listen!

Whistler strikes a tuning fork.

BISHOP

Play it back.

(on tape) I leave message here on service but you do not...

BISHOP He's got a service.

They zoom in on the answering machine.

WHISTLER What's he need an answering machine for?

MOTHER There's our little black box.

INT. SNEAKER VAN - DAY

Bishop is being fitted with a hidden microphone and earpiece.

MOTHER

Okay, boss. This LTX-71 concealable mic is part of the same system that NASA used when they faked the Apollo moon landings. The astronauts broadcast around the world from a soundstage at Norton Air Force Base in San Bernardino, California, so if it worked for them, it shouldn't give us too many problems.

BISHOP

Thanks.

INT. COOLIDGE INSTITUTE LOBBY

Carl, posing as a delivery driver, is quietly arguing with the desk clerk. Bishop interrupts.

BISHOP

Hey. Did my wife drop the cake off for me?

CLERK Uh, what cake? There's no cake back here.

BISHOP Surprise party for Marsha on the second floor. She was supposed to have dropped a cake off.

CLERK I don't know anything about it. A horn honks outside.

BISHOP There she is, late as usual.

Bishop hurries outside.

The clerk continues arguing with Carl.

CARL Well it states right here very clearly that I am to deliver 36 boxes of Liquid Drano to this here address.

CLERK Look, I don't care what that says. If you're not on the list, you can't get in.

CARL I might lose my job.

CLERK That's not my problem, kid.

Bishop returns with a large box and many colorful balloons. He stands at a security gate beside the front desk.

> BISHOP Could you buzz me in?

The clerk is too busy arguing with Carl. He waves Bishop off.

BISHOP Hey just buzz it, I can't reach my card.

CLERK Wait one minute...

The clerk goes on arguing with Carl.

BISHOP Buzz it, okay? We're late for a party on the second floor.

Bishop, getting nowhere, raises his voice.

BISHOP Push the buzzer, will ya?

The clerk buzzes Bishop in. Bishop steps through the gate.

Thanks.

INT. COOLIDGE INSTITUTE HALLWAYS

Bishop emerges from the elevator. He discards the balloons and pulls his briefcase out of the cake box - there's no cake. He reaches Janek's office door. It has a digital keypad lock.

> BISHOP (into his hidden microphone) Anybody remember how to defeat an electronic keypad?

INT. SNEAKER VAN

WHISTLER

Uh oh.

CREASE Don't even joke about that, Martin. Those things are impossible.

BISHOP Think I'm joking? Looks like they just put it in.

CREASE

Oh boy!

MOTHER Here, maybe this might help. An old buddy of mine that was in Desert Storm sent it to me. Of course, he was on the other side.

He hands Crease a manual.

BISHOP (over radio) Come on, Crease, there's got to be a way around these things!

CREASE All right, all right. This might work.

INT. COOLIDGE INSTITUTE HALLWAYS

Bishop listens carefully to Crease's detailed and lengthy instructions.

BISHOP

Yeah... yeah... above... yeah... right... uh huh... uh huh... yeah... right... yeah... Okay. I'll give it a shot.

Bishop kicks the door open with one good boot.

BISHOP

That worked.

Bishop enters the office. He looks out the window to see the van parked across the street on the parkade. He goes to the answering machine, and opens it up. There, inside, is the Little Black Box. He puts the entire thing in his briefcase.

BISHOP

Got it.

Suddenly, Dr. Rhyzkov enters the room and turns on the lights.

RHYZKOV

Gunter?

She sees Bishop.

BISHOP Oh no. Hi, nice to see you.

RHYZKOV The lab is closed. Excuse me, I...

Bishop shuts the door. He grabs her and puts his hand over her mouth so she can't scream. The sneakers her her muffled cries over the radio.

INT. SNEAKER VAN

CREASE What the **Mater of Street** is that?

MOTHER Battle Stations!

CREASE Whistler, monitor the audio. Grab the mic.

INT. JANEK'S LAB

BISHOP Okay. I'm going to remove my hand, now please do not scream. I promise nothing is going to happen to you. He removes his hand, she runs across the room. RHYZKOV Who... who are you? Bishop doesn't know what to say. CREASE He's a P.I. WHISTLER (over radio) You're a private investigator. BISHOP I'm a private investigator. RHYZKOV But why? Who hired you? Bishop still doesn't have an answer. BISHOP Huh? RHYZKOV Who HIRED you? BISHOP Mrs. Janek. RHYZKOV There is not Mrs. Janek! Crease is becoming exasperated. CREASE Ugh! BISHOP Yeah? WHISTLER (over radio) You got us stumped. BISHOP Oh yeah? Who do you think paid for your little love jaunt to Mexico City? Rhyzkov is utterly horrified.

WHISTLER

(over radio) That was good.

BISHOP Velma. Velma Janek. She lives in Montreal where she handles her family's real estate holdings. Vast real estate holdings. Farms, banks, shopping malls. Two shopping malls. She supports Gunter but figured he was cheating on her and that's why she hired me.

RHYZKOV

liar!

She utters a few Czech swearwords and starts for the door.

RHYZKOV I'll kill him...

Bishop stops her.

BISHOP

Nonononono, get a hold of yourself, Dr. Rhyzkov. Get a hold of yourself! Mm mm! Now what you gotta do is you gotta not tell him you know.

RHYZKOV

Ha!

BISHOP No, you weren't here, we didn't talk. You don't know me. You don't know anything about a wife.

RHYZKOV Oh! You just give me one good reason why!

BISHOP Alright, I'll give you a reason.

No answer from the sneakers.

BISHOP I'll give you a really good reason.

CREASE (to Whistler) It's just what she would want you to do. (over radio) It's just what she would want you to do.

BISHOP It's just what she'd want you to do.

RHYZKOV

I don't understand.

BISHOP

Yeah, sometimes I don't understand myself.

He sits her down.

BISHOP

Here, look, I might lose my license for this. My client is a vindictive, bitter woman. She's been withholding marital favors from Gunter for many many years, and now she's out to ruin him.

WHISTLER

(over radio) And she's using you to get to her.

BISHOP

And she's using y... uh, me... to get to h... you. I know that's confusing, but don't you see what's happening here, you and me, we're just pawns in this ugly little game.

CREASE (to Whistler) If you love him...

WHISTLER

(over radio) If you love him...

BISHOP

If you love him...

Bishop looks confused. Nothing else is coming over the radio.

BISHOP

If you really love him, then just keep on loving him, and never let him know that you know what he thinks you don't know, you know. You know? Crease cracks up.

BISHOP And give him he... (suddenly getting it) help. Be a beacon in his sad and lonely life. Can you do that for Gunter?

RHYZKOV (sobbing) Yes, yes, I can. I can.

BISHOP Okay. Now get out of here.

Rhyzkov kisses him on the cheek and leaves, sobbing quietly.

BISHOP (over radio) Give him head?

WHISTLER Be a beacon?

They crack up laughing.

INT. MARTIN BISHOP & ASSOCIATES - NIGHT

The offices are lit up as if for Christmas. The guys are partying and celebrating. Don Crease has brought his wife and young daughter. Liz dances with all the sneakers. Including Whistler. Except Bishop. Mother is boring Mrs. Crease with one of his conspiracy stories.

MOTHER

But the key meeting took place July 1, 1958, when the Air Force brought the space visitor to the White House for an interview with President Eisenhower. And Ike said, hey, look, give us your technology, and we'll give you all the cow lips you want. So that's when...

CREASE Honey, don't listen to this man. He's certifiable.

MOTHER

Your husband knows about cattle mutilations, he's ex-CIA!

CREASE

He's touched!

MOTHER He knows the government's been suppressing for years.

Now at a banquet table, Carl has just finished hearing the story of Marty and Cosmo's exploits in the 60's.

CARL One thing I don't get, though, is you and Cosmo were taking all these chances, all these big chances, I mean, what for?

BISHOP

We were young. And there was a war on. It was a good way to meet girls.

LIZ

I'll bet.

MOTHER How come you didn't get caught?

BISHOP

I went out for pizza. Then I went to Canada. I was lucky, he wasn't.

WHISTLER Did he ever forgive you?

BISHOP I hope so. He died in prison.

A somber silence.

BISHOP

So, what are you guys going to do with your share of the money? Don?

CREASE

Well, we have never been to Europe, together, and we are going. Madrid, Lisbon...

MRS. CREASE Athens, oh and Scotland...

CREASE

And Tahiti..

MRS. CREASE

Oh, yes!

BISHOP

Mother?

MOTHER

Well, you know, I've never actually had a really cool car that I could fit comfortably into. So I think I'm going to buy me a Winnebago. With a big kitchen... waterbed... big kitchen...

BISHOP

Carl has been inhaling helium.

Carl?

CARL (in helium voice) I'd like to have a deep relationship with a beautiful woman who melts from the very first time our eyes meet.

Everyone laughs.

BISHOP We're not getting paid that much, Carl.

CARL Well you know, someone like Liz.

BISHOP You're definitely not getting paid that much.

Everyone oooohs.

MRS. CREASE

Uh oh.

Liz just taps Bishop.

BISHOP

Whistler?

WHISTLER

Uh, peace on earth, good will toward men.

MOTHER Right on. WHISTLER (indicating Crease's daughter) And women. BISHOP Hear hear. LATER. Some of the sneakers are playing Scrabble. Bishop adds "S" and "Y" to "CRUNCH". LIZ That's not a word! BISHOP Yes it is. LIZ Scrunchy. BISHOP Yeah! LIZScrunchy's not a word. Scrunchy is not a word. BISHOP (in unison with Liz) Scrunchy. Scrunchy is a word. LIZSince when? BISHOP You know what happens to your face? LIZOh, please. It's not a word! BISHOP Right now your face is scrunchy. You are scrunchy, so that is a word. CREASE All right, we're gonna take it as a word for the time being ... Meanwhile, Whistler is examining (as best a blind person can) the little black box.

WHISTLER

Carl!

CARL

Yes?

WHISTLER What does it say where this is?

CARL Hold on a second here.

Carl turns on a magnifying lamp.

CARL

"System Out."

Crease notices what they are doing.

CREASE Guys, I really think you should leave that thing alone.

WHISTLER Yeah, I know. I just wanted to see something, don't worry, Don. (To Carl) How do you spell Setec?

CARL S.E.T.E.C. Setec. (he thinks) Special... Extraterrestrial?

WHISTLER Earthling Counter.

CARL

Boo!

Meanwhile, Liz is telling a story over the Scrabble game, and Bishop is pondering over the letters. Apparently it's his turn.

BISHOP

Setec...

LIZ

What?

BISHOP Setec Astronomy.

to me. BISHOP Setec doesn't mean anything. Excuse me. He pours the scrabble pieces onto the table and puts aside the board. He forms the words "SETEC ASTRONOMY" from scrabble pieces. Then he starts making anagrams from those letters. Meanwhile, Carl and Whistler are poring intently over the Little Black Box. WHISTLER Hmm. Carl... get me some cable... and an I/O interface please. Carl obliges. Meanwhile, Bishop has come up with the anagram: MONTEREYS COAST BISHOP Montereys Coast. Does Montereys Coast mean anything, you guys? CARL No. WHISTLER No. Whistler keeps working. WHISTLER Carl.... get the diagnostics. Liz and Bishop find another: MY SOCRATES NOTE. LIZ How about "My Socrates Note?" CARL No. MOTHER

T₁T₇

I just love it when a man says that

Uh-uh.

They find another: COOTYS RAT SEMEN

BISHOP

No, I...

LIZ

No. No.

Mother probes different parts of the little black box with a test probe, and Whistler's Braille Terminal gives him a rapid readout.

WHISTLER Uh huh. Got it. Move to another one.

The scrabble letters start resolving into: TOO

WHISTLER Mmm hmm. Give me another one.

Whistler's Braille Terminal rattles away.

WHISTLER Stay in that quadrant.

The scrabble letters now say TOO MANY

WHISTLER It's kind of like the same thing. Try another quadrant.

Something comes up on the monitor.

WHISTLER Whoa. What was that? Go back one.

MOTHER

All right.

The monitor fills with data.

WHISTLER Holy cow! What the is this?

Data streams across the screen.

Now the scrabble letters say, TOO MANY SECRETS

BISHOP Too many secrets.

WHISTLER Bish, I think you'd better come over here. Carl, you got your little black book?

CARL

Yes.

WHISTLER Give me the number for something impossible to access. CARL What about this: Federal Reserve Transfer Node, Culpepper Virginia.

MOTHER Yeah, sure, good luck.

CARL 900 billion a day go through there.

WHISTLER That'll do. Punch it in.

CARL Okay. You won't get in. It's encrypted.

Encrypted text fills the screen.

CARL

See?

WHISTLER Mother, that last contact.

The encrypted text slowly resolves into plain text.

WHISTLER Look at this, boys. Anybody want to shut down the Federal Reserve?

CREASE Hey, hey hey, don't screw around with that thing. You...

Bishop stops him.

WHISTLER What else have you got?

CARL The national power grid.

Whistler chuckles.

CARL

Okay!

WHISTLER Here we come... Mother?

MOTHER

Probing.

This time a power grid map of the northeastern United States appears.

MOTHER Wow... unbelievable!

WHISTLER Anybody want to black out New England? Carl, what else?

CARL Air Traffic Control System.

WHISTLER

Hmm.

The scrambled data comes back.

WHISTLER

Okay, Mother.

Mother probes the box. An Air Traffic Control map of the Bay Area comes up.

Ch my

CREASE How is this possible?

WHISTLER

Crytpography systems are based on mathematical problems so complex they cannot be solved without a key.

LIZ

Janek must have figured out a way to solve those problems without the key, and he hard wired it into that chip.

CREASE

Turn it off.

WHISTLER Anybody want to crash a couple of passenger jets?

CREASE I said turn it off!

BISHOP

Turn it off!

Bishop turns it off.

CARL So it's a code breaker.

BISHOP No. It's THE code breaker. No more secrets.

CREASE Honey, you and Melissa get your things.

A MINUTE LATER.

Crease shows his wife and sleeping child to the door.

MRS. CREASE

Night-night.

CREASE

Night-night.

He shuts the door behind them.

CREASE What time is the handoff?

BISHOP

Nine. AM.

CREASE Well, between now and then we are going to institute some security around here.

Crease looks for his long-disused sidearm. He straps it on.

LIZ Ooo oo oo, this is where I get off. Nice to see you again, guys. I'm out of here.

She starts to leave, but Crease stops her.

CREASE Don't take this personally, Liz, but you were the only one who knew Martin's secret, and somebody talked. So make yourself comfortable, we're all staying right here tonight.

LIZ (in her most forcefully calm cadence) No. I'm getting my bag. And I'm leaving. So relax, Crease. Crease stops her again.

CREASE I'll relax when we get that thing out of here. Until then, you stay.

BISHOP

What?

CREASE (to Bishop) There isn't a government on this planet that wouldn't kill us all for that thing.

Bishop gets up and walks over to Liz to break the bad news to her.

BISHOP

Sorry.

LIZ

I see.

BISHOP Carl? Hit the alarm. Whistler, let's unplug that thing.

CREASE (over Bishop) Mother, lock everything down. Doors and windows. Then kill the lights.

MOTHER

You bet.

LIZ Thank you for the trust, fellows.

Time passes. Bishop paces. Crease loads his revolver. The others sleep. Fade to black.

INT. MARTIN BISHOP & ASSOCIATES OFFICES - THE NEXT MORNING

LIZ I really enjoyed sleeping with all you guys. Take care.

The guys all say goodbye. Bishop helps her with her coat.

LIZ I hope the handoff goes well. I'd hate for you to have something new to run from. She leaves.

CREASE Martin? It's time.

BISHOP

Yeah.

He packs up the box.

EXT. STREET - DAY

Bishop parks his car on a street by the Bay, in the shadow of the Golden Gate Bridge. Wallace and Gordon are waiting for him at a sidewalk cafe table. Crease waits at the car.

GORDON

'Morning!

BISHOP

Hi.

GORDON

Any problems?

BISHOP

Nope.

GORDON Want a cappucino?

BISHOP

No.

Bishop hands over the box. Gordon and Wallace look inside. Gordon smiles broadly.

Meanwhile, Crease notices something on the front page of the newspaper:

MATHEMATICIAN KILLED. MURDER, ARSON SUSPECTED.

The face in the picture is Janek's. Crease realizes something horrible. Ominous music starts.

GORDON Got his cheque?

Wallace opens a briefcase.

CREASE (from the car) Hey, Martin! Telephone!

He waves a cellphone dramatically.

BISHOP Just a minute!

CREASE It's your MOTHER.

Bishop looks back at Gordon and Wallace, whose smiles have disappeared.

BISHOP She's, uh... she's old. Excuse me.

He goes back to the car without the box or any cheque.

CREASE Get in the car.

BISHOP

What?

CREASE (emphatically) Get in the car!

BISHOP I didn't get the money!

Gordon starts after him.

CREASE

Now!

They get in the car and drive off like a shot.

BISHOP What the are you doing? I didn't get the money!

CREASE Janek's dead.

BISHOP

They killed him!

CREASE

The NSA doesn't kill people, Martin. Who are they?

BISHOP You said it last night, there isn't a government on earth that wouldn't kill for that thing.

CREASE Not ours! Who were those guys? BISHOP There's one way to find out.

He hangs a star-wars left turn, cutting off another driver. They arrive at the building where Wallace and Gordon's office was. "Was" being the proper word: it has been demolished.

A panhandler approaches the car, cup held out.

PANHANDLER They took away my home. Help me out? The government took away my home.

BISHOP

My

INT. MARTIN BISHOP & ASSOCIATES OFFICES - RAINING

Bishop looks dejectedly out the window to the rainy city. Behind him, Crease paces busily. He's on the phone.

CREASE

Don't tell me you can't do it, because I know you can. And don't tell me you won't do it because I've got to have it. I need to know! And I need to know now!

MOTHER

Hey, guys, interesting. That federal building? It's been scheduled for demolition since August. It housed the Federal Trade Commission and the Department of Agriculture. It's been vacant for a month.

CARL The NSA never had an office in San Francisco! Their West Coast operations are run out of Los Angeles!

CREASE Oh Yeah, thanks. (he clicks the phone off) Janek's grant is from the NSA.

He throws the phone across the room and bears down on Bishop.

CREASE

How could you be so goddamned stupid? Two guys show up, say they're government and you just buy it. Bishop looks at the card Greg gave him after the lecture and ponders whether to call him.

BISHOP Everybody pack up whatever you can. This place isn't safe.

Bishop goes to his desk and gets a 38 special.

CREASE What do you think you're doing?

BISHOP I'm going to a concert.

INT. C.I.S. CONSULATE

The string quartet plays masterfully to an intimate, formally dressed audience. Greg has a lovely young date with him. Bishop sneaks up behind Greg and pokes the revolver into his shoulder.

BISHOP (whispering) Keep smiling.

GREG Martin, have you lost your mind?

BISHOP

Excuse yourself.

GREG (to his date) My darling, would you excuse me for a moment?

They leave.

INT. UNDERGROUND SWIMMING POOL

BISHOP Give me back Janek's box, Greg.

GREG Martin, I don't have it. Now, you must believe me.

BISHOP No. You used me, you set me up, Greg, no I do not believe you.

GREG We had nothing to do with this Janek business. Not for lack of trying, mind you. Your codes are entirely different from ours. We've never had any luck in breaking them. So Lord knows I wanted that box. But we didn't take it. Bishop puts the gun away. BISHOP Then who did? GREG What I will tell you now I cannot tell you in this building. Do you understand? Come. He starts back up the stairs. Bishop doesn't. GREG Martin. You must trust me. INT. LIMOUSINE Greg is showing Bishop a spy scrapbook. GREG Him? BISHOP No. Greg flips the page. GREG Him? BISHOP No. Greg says something in Russian to his driver and flips again. GREG Him? BISHOP No. Greg puts the book away.

> GREG I am afraid these books are not as current as they used to be.

BISHOP You guys still keep tabs on all our agents, huh?

GREG These are just the ones we thought we could turn. You know, sexual problems... financial troubles... then we had financial troubles.

By now Greg is flipping through another book. Bishop stops him.

BISHOP

That's him. The older guy.

The picture is a clear profile of Buddy Wallace.

GREG A loathsome man named Buddy DeVries. A.K.A. Buddy Weber, Buddy Wallace...

BISHOP

Wallace. That's him.

GREG Hm. We tried to recruit him in '83. Drinking problem, married three times. Left the NSA four years ago... Oh my.

Greg abruptly slams the book closed. He is as white as a sheet.

BISHOP

What?

Greg just looks grim.

GREG You disappeared once before, my friend. I suggest you do it again.

BISHOP Why? Who's he working for?

A police siren sounds behind them.

GREG Your FBI is such a pain in the

He says something in Russian to the driver.

BISHOP Who's he working for? The car pulls over.

Martin, I can offer you asylum inside this car. Technically it's part of the consulate. Do you wish our protection?

BISHOP What? Who is Wallace working for?

Someone taps on the window. It rolls down.

FBI AGENT Mr. Bishop? My name is Special Agent Vestrop, FBI. Please, step out of the vehicle.

GREG Do you wish our protection?

FBI AGENT Mr. Bishop, get out of the vehicle now.

Bishop starts to get out.

GREG You won't know who to trust.

Bishop exits the car. It turns out that they are in a tunnel.

2ND FBI AGENT Mr. Bishop, step over here please. Hands on the wall, sir.

Bishop complies. The agent frisks him, and finds Bishop's handgun. We notice that the agent is wearing gloves...

FBI AGENT Is this loaded?

BISHOP

Yes.

The agent puts on a glove, takes Bishop's gun from the other agent, aims it into the car, and executes Greg. Greg's driver gets out of the car and runs for it, and he is shot in the back. He slowly turns around and carefully leaves the weapon on the ground.

> FBI AGENT Too many secrets!

Buddy Wallace emerges from the "FBI" car and knocks Bishop unconscious with a single blow. Fade to black.

INT. AUTO TRUNK

(Trivia nuts: the car's license plate is California 2EAK042)

Bishop regains consciousness in the trunk of a car. A recurring noise is heard. He strikes a match so he can see. He squirms around to no avail. He hears other noises and just lies there. Finally the car stops, and someone gets out. The trunk opens, and Buddy Wallace is shining a flashlight in Bishop's face.

BISHOP

Oh,

WALLACE What are you doing up?

Wallace knocks him out again.

INT. COSMO'S OFFICE

Bishop regains consciousness in an ultra-modern, wellappointed office suite. With an aquarium full of exotic fish, and a Cray supercomputer Cosmo is waiting in the shadows.

COSMO

Pain?

BISHOP

Yeah.

Cosmo steps out of the shadows, so that his features can be discerned.

COSMO

Try aspirin.

Cosmo offers him a small jar of pills.

He hides the jar in one of his hands, in the same magician's style that he hid that coin all those years ago.

BISHOP

Cosmo!

Cosmo reveals the jar.

COSMO I'm sorry if he hurt you. I'm afraid Wallace doesn't like you very much.

BISHOP

Yeah. You ought to have that guy checked for rabies.

COSMO

Rabies occurs only in warm-blooded animals. Anyway, I couldn't have you talking to the Russians. Five years ago, yes, we could trust them not to go running to the FBI, or if they did, we could trust the FBI not to believe them; today... we can't trust anybody.

BISHOP

What the going on here? Cosmo, what... what happened?

COSMO

The world changed on us, Marty. And without our help.

BISHOP

What happened?

Cosmo smiles and motions to get up. Both do.

COSMO

There I was in prison, and, one day I help a couple of nice older gentlemen make some free telephone calls. They turn out to be... let us say "good family men".

BISHOP

Organized crime?

COSMO

Heh. Don't kid yourself. It's not that organized. Anyway, they arranged for me to get an early release from my "unfortunate incarceration" and I began to perform a variety of services.

Cosmo turns on a large monitor.

COSMO

(continuing) For starters, I re-organized their entire financial operation. Budgets, payroll, money laundering, you name it.

Cosmo demonstrates with a computer spreadsheet.

COSMO (continuing) And the whole network is protected by a very powerful encryption system, so the government cannot read it. BISHOP But if the feds get Janek's box... Cosmo switches off the screen. COSMO Disaster! Therefore, we must have it. BISHOP To protect the organization. COSMO (hesitantly) Yes. BISHOP I don't buy it. I know you. No. Cosmo grins. COSMO it's good to see you.

Cosmo silently puts his finger to his mouth, "Shhh", and looks to the cieling. He motions Bishop toward the Cray supercomputer's air-conditioned glass compartment.

As they walk over to the Cray, Cosmo starts whispering.

COSMO Remember how to change the world, Marty? Remember? Did you ever get around to actually doing it? No? I guess not. Well, I think I can.

They enter the Cray compartment.

BISHOP

Really?

COSMO

Yes.

Cosmo continues aloud.

COSMO What's wrong with this country, Marty? Bishop just looks dumb. Both men sit down on the Cray's padded "seat".

COSMO

Money. You taught me that. Evil defense contractors had it, noble causes did not. Politicians are bought and sold like so much chattel. Our problems multiply. Pollution, crime, drugs, poverty, disease, hunger, despair; we throw gobs of money at them! The problems always get worse. Why is that? Because money's most powerful ability is to allow bad people to continue doing bad things at the expense of those who don't have it.

BISHOP

I agree. Now who did you say you were working for?

COSMO

Oh, that's just my day job. Listen, when I was in prison, I learned that everything in this world, including money, operates not on reality...

BISHOP

... but the perception of reality.

Cosmo smiles broadly, sensing the old college banter coming back.

COSMO Posit. People think a bank might be financially shaky.

BISHOP Consequence. People start to withdraw their money.

COSMO Result. Pretty soon it IS financially shaky.

BISHOP Conclusion. You can make banks fail.

COSMO Bzzzt! I've already done that. Maybe you've read about a few?

Bishop puts on a "no "" look.

COSMO Think bigger. BISHOP Stock market? COSMO Yes. BISHOP Currency market. COSMO Yes.

BISHOP Commodities market.

COSMO

Yes.

BISHOP Small countries?

Cosmo nods.

COSMO

I might even be able to crash the whole system. Destroy all records of ownership. Think of it, Marty. No more rich people, no more poor people, everbody's the same, isn't that what we said we always wanted?

BISHOP Cos, you haven't gone crazy on me, have you?

COSMO Who else is going to change the world, Marty? Greenpeace?

Bishop laughs.

BISHOP You ARE crazy!

A disappointed Cosmo briskly leaves the compartment.

COSMO

Tomorrow, they will retrieve your fingerprints from the gun that killed the Russian consular officer.

COSMO The following day, those prints will be run through an FBI computer.

Cosmo taps on a keyboard.

COSMO They will come up with a name.

Cosmo starts entering Bishop's real name, Martin Brice, into an FBI computer record.

COSMO Martin Brice! My old and good friend who promised me we would not get in trouble and who I might add, did not. And then they will check this database in Washington, D.C., which I'm now able to access, thanks to you.

Now a screenful of random junk resolves into a login screen.

COSMO (continuing) Of course, no one knows where Martin Brice is, today. But what if this indicated an alias?

Cosmo types "Martin Bishop" into a "Known Aliases:" field, overtyping "None".

Bishop is shaken.

BISHOP Don't... don't do it, Cos.

COSMO

Pain?

Bishop nods.

COSMO

Try prison.

Cosmo hits "Enter" and then "Information Updated" appears in red on the screen.

Bishop slumps.

COSMO

Buddy Wallace comes up behind Bishop.

Ciao.

BISHOP Oh no, not the head.

Dick Gordon is now also behind Bishop.

GORDON

Just relax.

Gordon puts Bishop in a headlock.

COSMO No more secrets, Marty.

EXT. SAN FRANCISCO STREET - DAWN

It's dawn atop one of San Francisco's famous slopes. Alcatraz Island lies in the distance. A black car crests the hill and screeches to a halt. Martin Bishop is thrown, half conscious, onto the street, and then the car takes off. He painfully gets up, finds his bearings, and walks away.

INT. APARTMENT BUILDING

Bishop knocks on the door of apartment 4B.

INT. LIZ'S APARTMENT

Liz, wearing a bathrobe, answers the door. She gasps at Bishop's condition.

BISHOP I've had a bad night.

LIZ Really. You look terrific.

BISHOP

You look awful.

Liz, who is not wearing any makeup and looks like she's just gotten out of bed, nevertheless looks stunning as always.

LIZ Well, I should think so, considering what I've been through.

BISHOP What happened?

LIZ

You tell me.

They go to her bathroom.

BISHOP Oh, you got hit over the head twice and got thrown out of a speeding car? LIZ No. Here, let me do this. She cleans up the cut to his head. It stings. BISHOP I'm sorry. LIZ I understand. It's okay. Bishop looks her in the eye. BISHOP I'm sorry. They embrace mournfully. LIZ The paper said that Greg was killed. I called your number and someone else answered. I didn't recognize the voice. BISHOP I can't do this alone, Liz. LIZ T'm here. Bishop makes a phone call. BISHOP (into phone) We have to meet. LIZ'S APARTMENT - LATER A television news show goes in-depth about Greg's murder. ANCHOR The FBI says the fingerprints found in the embassy car match those taken from the office of a government researcher found murdered earlier this week in Palo Alto. The connection was made after a Bay Area

radio station received an anonymous

tip linking the two killings.

BISHOP

Yeah, I'll bet it was anonymous.

He turns off the TV.

BISHOP

Son of a

CREASE All right, it's time we call the authorities.

MOTHER Oh yeah. Great. Now that we're accessories to espionage and murder.

CREASE All the more reason to turn ourselves in now, while we can still cut a deal!

MOTHER With what? We got bupkus! We turn ourselves in now, they'll give us twenty years in the electric chair!

CREASE You think I like it? **The second second**, I've got a family! But we have no other choice.

BISHOP Yes, we do. We make the call, but we make it our way. Unload the van.

A FEW MINUTES LATER.

The sneakers are turning Liz's apartment into an electronic command center. She meekly holds the door.

CARL Thanks. Nice apartment.

A FEW MORE MINUTES LATER.

A map of the world is displayed on a computer screen. Lines start forming between different points.

WHISTLER I'm going to bounce this call through nine different relay stations throughout the world and off two satellites. It'll be the hardest trace they've ever heard. Mother proudly shows off an impressive-looking pen register machine.

MOTHER This'll measure stress in the voice of the person on the other end of the line. Not as accurate as a polygraph, but for today's purposes it'll do.

It becomes apparent that we've seen Whistler and Mother's little presentations through Liz's eyes.

LIZ Unbelievable.

BISHOP

Let's do it.

Bishop places Liz's phone handset in an acoustic coupler and dials.

OPERATOR Fort Meade, Maryland. Good afternoon.

CREASE (whispering) Try director of ops.

BISHOP Uhm, National Security Agency, director of operations please.

OPERATOR What extension, please?

BISHOP Uhm, sorry, I forget the number. Uh, could I please have director of operations? It's very important.

OPERATOR What extension, please?

CREASE

(whispering) Try research.

BISHOP Give me research. It's an emergency.

OPERATOR I need an extension or a name. BISHOP Setec Astronomy.

The operator is silent for a few seconds. Her tone of voice changes dramatically.

OPERATOR One moment, please.

A link on Whistler's phone connection display blinks. Weird noises in his headset signal him.

WHISTLER They've started the trace.

A deep-voiced man comes on the line.

ABBOTT (on phone) Who is this, please?

BISHOP

It's my dime, I'll ask the questions. Who are you?

ABBOTT Well, let's say my name is... Mr. Abbott.

Mother's lie-detecting pen register wavers a little.

MOTHER (whispering) True.

WHISTLER They've made the second leg!

Another link on Whistler's display blinks.

BISHOP Mr. Abbott, are you interested in Setec Astronomy?

ABBOTT I'm interested in all kinds of astronomy.

Mother's pen register wiggles a little bit.

MOTHER (nodding) Yup.

BISHOP

Cute.

WHISTLER They've got the satellite and Tokyo. These guys are good!

BISHOP I need to know if you're someone who can make a deal.

ABBOTT

Go on.

BISHOP Can you deal?

ABBOTT

Yes!

MOTHER AND CARL (in unison) True.

Another link on Whistler's display blinks.

WHISTLER They're across Transcom, you've got about twenty seconds, Bish!

BISHOP If I come in with what I know, can you guarantee my safety?

ABBOTT Do you have the item?

Crease shakes his head and mouths "No."

BISHOP

No.

WHISTLER Fifteen seconds!

BISHOP Can you guarantee my safety?

ABBOTT Where is the item?

BISHOP Can you guarantee my safety?

WHISTLER Five seconds! ABBOTT Yes, I can guarantee your safety. The pen register goes crazy. MOTHER Bish, he's lying! WHISTLER Hang up, they've almost got us! MOTHER (excitedly) He's lying! WHISTLER Hang up, Bish! MOTHER He's lying, he's lying! WHISTLER Hang up! Whistler gets up and blindy fumbles across the room. MOTHER There's got to be a way to cut a deal with those guys. CREASE Too late. If we had the box, yes. Without it, no. CARL So let's get this fricking thing! BISHOP I don't know where it is, remember? WHISTLER What did it sound like? MOTHER You've no idea at all where they took you? BISHOP They threw me in a trunk, drove No! around in circles. It could be a hundred miles away, it could be next

BISHOP

door, it could be underground, it could be in a skyrise. Forget it!

WHISTLER Bish, what did it sound like?

BISHOP

What?

WHISTLER The road. When you were in the trunk, what did the road sound like?

BISHOP Well, I don't.... highway, a regular highway.

WHISTLER Well, did you go over any speedbumps? Gravel? How about a bridge?

BISHOP

Bridge. Yeah.

MOTHER Four bridges in the Bay Area.

WHISTLER Was the Golden Gate fogged in last night?

CREASE

Yes.

WHISTLER Did you hear a foghorn?

BISHOP

No.

CREASE Scratch the Golden Gate.

CARL That leaves three.

WHISTLER What did it sound like? Did you go through a tunnel in the middle?

BISHOP

I'm not... no.

CREASE Scratch the Bay.

CARL Well that leaves two.

MOTHER San Mateo and Dunbarton.

WHISTLER What did it sound like?

Whistler, by now, has set up a musical synthesizer and is making noises with it.

BISHOP

Lower.

Whistler lowers the pitch of the noise a couple of notches.

BISHOP

Lower.

Whistler lowers the noise again.

BISHOP There was a recurring sound.

WHISTLER Like seams in the concrete.

Whistler adds a recurring thumping to the noise.

BISHOP

But further apart.

Whistler slows the thumping.

Bishop's eyes light up.

BISHOP

Yeah.

EXT. BRIDGE - DAY

The sneakers' van drives across a very long concrete bridge. The tire noises sound almost exactly like the noises Whistler synthesized earlier.

INT. VAN

MOTHER (yelling from driver's seat) Now what?

BISHOP Bumps. Rough ones. CREASE Railroad tracks. CARL (reading map) Yeah, a right on Anthrem and a left on eighty-four. WHISTLER And then what did you hear? BISHOP A cocktail party. CARL What? BISHOP We drove through what sounded... it sounded like a... (realizing how dumb it sounds) cocktail party. It was a chattering. It was right at the end. CREASE Great. Now we gotta look for a cocktail party on the other side of the railroad track. WHISTLER Wait, Carl, what's the exit where the railroad tracks are? CARL Crescent! WHISTLER Well then stay on Crescent, get off at the reservoir. MOTHER

Okay!

CREASE There's a cocktail party at the reservoir?

WHISTLER Uh, yeah. Yeah. A busy chattering can be heard. It *is* kind of like a cocktail party.

WHISTLER That was very good, Bish. Remind me to make you an honorary blind person.

BISHOP

Great.

We see the sneakers looking at hundreds, maybe thousands of geese on the bank of the reservoir.

BISHOP Where's this road go?

CARL Nowhere. Looks like it ends right around that hill.

CREASE What's behind the hill?

CARL Nothing. It's private property.

Bishop realizes what this means.

BISHOP

Private!

The sneakers hurry back into the van, and leave the geese behind them.

SHORTLY AFTER.

They arrive a couple of hundred yards from a big, modern building. Carl looks around through binoculars. A flag flies out front. A corporate sign:

PLAYTRONICS THE FUTURE OF TOYS

CARL Forget it. It's a toy company.

Bishop takes the binoculars.

BISHOP

Toy company my That's laser fencing. There's high voltage on the perimeter. The whole building says "Go Away." It's Cosmo, I know it. The toy company's a front. BISHOP Mother, get the directional. Carl, get the video. Let's go.

MINUTES LATER.

Mother is aiming a super-directional microphone at different points on the building. Whistler listens carefully.

MOTHER Second floor, northwest two.

WHISTLER That's a bathroom.

MOTHER Second floor, northwest three.

WHISTLER Uh, that's an emergency exit.

MOTHER How do you know that?

Crease is making a diagram as they go.

WHISTLER I can hear the emergency floodlight batteries recharging.

Mother moves onto another one.

WHISTLER Hold it right there. Crease, what's this mean: "My voice is my passport, verify me?"

CREASE Some sort of voiceprint ID. I'll check it out.

WHISTLER What am I listening to now, Mother?

MOTHER Third floor southwest. Corner.

WHISTLER

Oh, it's bursting with ultrasonic. I've never heard sensors that powerful before. Bish, someone is very serious about keeping people out of that room. BISHOP

Yeah.

Bishop camouflages a video camera.

INT. LIZ'S APARTMENT - DAY

Mother points out a single lighted window in a time-lapse video of the building. In the time lapse, dawn breaks.

MOTHER Okay, there's the corner room with the motion detectors Whistler heard.

BISHOP That's Cosmo's office. I saw the sensors.

MOTHER

They keep the lights on all night, so we have to assume the sensors are on too. It won't be easy getting in there.

BISHOP

Okay, run this on ahead, let's figure out who works next door.

Carl bursts in excitedly. He's carrying a large, rolled-up blueprint.

CARL It's fascinating what fifty bucks can get you at the county recorder's office.

BISHOP What have you got?

CARL PlayTronics Corporate Headquarters. The complete blueprints.

BISHOP Not bad. Not bad, Carl!

CARL

Why, thanks.

BISHOP Where'd you get the fifty bucks?

CARL I took it from Mother's wallet. BISHOP

Good.

Liz is on the phone.

LIZ No, mom. Today's not a good day to come over. N...No...

Bishop walks past her and into her kitchen. In there, Crease is unpacking a large machine.

BISHOP Okay, what have we got here?

CREASE It's called a man-trap. I borrowed this demo from the manufacturer.

WHISTLER It's a digital voice recognition monitor, hooked up to an access booth.

CREASE NSA uses the same technology to keep people out of restricted areas at Fort Meade. Card?

He hands Bishop a card. Bishop swipes it through the machine's card reader.

CREASE Now speak right into this box.

He indicates a speaker-like grille.

Bishop reads from the screen.

BISHOP Hi. My name is Martin Bishop. My name is my passport. Verify me.

The machine buzzes and replies:

*** ENTRY DENIED ***

WHISTLER And you can't pass through unless your voiceprint matches the one encoded on the card.

BISHOP So we need someone's card. CREASE

And their voice.

BISHOP Can we beat this with tape?

WHISTLER Has to be up close and personal.

CREASE

Otherwise you'll be caught in the steel-reinforced booth while the guards with shotguns are called.

BISHOP

Oh, that's great. Really great. What about motion detectors?

CREASE

I'm picking one up this afternoon. That makes beating this look easy.

MOTHER (from the other room) Hey Bish. I think we've found our guy.

Mother's video screen shows the Playtronics building with just a few lights left on.

MOTHER

Okay, I've blown up the image a little. Here's the room next to Cosmo's. Now it's the end of the day.

Some lights go out in the building.

MOTHER

(continuing) Watch who comes out. Let me zoom in on the front door. A lady in a green skirt, and this guy with the cap. Nobody comes out for another eighteen minutes.

BISHOP So it's one of those two.

MOTHER Right. Now here's the next evening. Again. The office next to Cosmo's. The lights go out. BISHOP

The guy in the cap. Anybody else?

MOTHER Nobody else comes out for twenty-two minutes. That's who works next door.

BISHOP Good. Okay, we'll use his office to get into Cosmo's. Can we get plates?

MOTHER Let's see. Zooming in...

He zooms in on the license plate of the car the guy in the cap got into.

MOTHER Another bump... enhancing...

The plate comes into clear focus: California plate "180 IQ".

MOTHER There's your plate. 180 IQ.

BISHOP Hah. Cute. Alright. Carl? Let's do this guy.

Crease looks up the guy's Motor Vehicle Report.

CREASE His name's Werner Brandes. Single, 6'1", 174 pounds, must wear glasses to drive, no outstanding tickets or warrants.

Bishop looks over surveillance photos of Brandes and his car. With a magnifying glass.

CARL He leaves work between six and seven every night, takes the same route home, he obeys the speed limit and comes to a complete stop at every stop sign, and signals when he changes lanes. He's a very safe driver.

CREASE (now looking up Brandes' credit report) \$750 limit on his Visa, pays his bills, no bad debts, no bum checks. No registered firearms. Member, International Microchip Designer's Association and chairman of the social committee.

BISHOP

Great. The world's most boring human. How the **second** are we going to get close enough to record him?

Bishop and Crease are startled by a crashing sound from the kitchen. It's garbage.

LIZ

Oh, Mother!

Mother walks in carrying two garbage bags.

MOTHER Sorry, Liz. Standard procedure. Trash from the guy's house.

LIZ And thank you for bringing it into mine.

The sneakers dump the trash out onto the floor and begin sifting through it.

BISHOP

Okay, let's see here. Phone bill, no long distance. Club Med brochure. Ticket stubs to a Barry Manilow concert. Here it is. Here we go. "Dear Compu-dater. Welcome to the world of automated compatibility." He's a computer dater!

CREASE I love it! Let's get him a date!

BISHOP

What was the name of that gal that we did... used in the cereal company sneak last year?

CREASE

Sandy Krieger?

BISHOP

Yeh.

CREASE Forget it. Married a cop. How about... Barbara?

CREASE (To Mother) She was cute. MOTHER Yeah, but she'd never do it. She regards this work as juvenile. That's why she divorced me. (To Carl) How about your friend Jessie? CARL Yeah, she's buff! LIZ Fellas, fellas, look at this man's trash! He's not looking for buff. Mother holds up two neatly folded empty cereal boxes.

> MOTHER It's the nicest garbage I've ever seen.

LIZ The man who folded this tube of Crest is looking for someone meticulous, refined. Anal.

All the sneakers look at her. She's just described herself wonderfully and hasn't quite noticed yet.

LIZ

What...?

INT. CHINESE RESTAURANT

An asian man is on stage, singing "Bad, Bad Leroy Brown" in Chinese.

Liz winds her way through the restaurant to find Brandes. When she finds him, he is putting in eye drops. He stands to greet her.

> LIZ Werner? Hi! I'm Doris. BRANDES Uh... hi! Are you ready for the Dim Sum bar? LIZ

Oh, I'm not really in any hurry.

Alright. I'll be right back.

He takes off. She sits down and waits. She checks her hidden microphone and pulls out a notepad. The notepad has written on it:

Hi, my name is Werner Brandes. My voice is my passport. Verify me.

She scratches off "Hi." Werner returns with a plate of Dim Sum.

LIZ So. What an interesting name you have.

Werner stuffs a spring roll in his mouth whole, and starts munching.

LIZ How exactly do you pronounce it?

Werner's mouth is full. He mumbles his reply.

BRANDES

(mumbling) Muumuu Mammbed.

INT. LIZ'S APARTMENT

Close-up on a high-tech looking motion sensor.

CREASE This is what's in Cosmo's office.

Mother enters the room and waves. The sensor beeps.

CREASE Best motion sensor on the market.

MOTHER

And watch this!

Mother breathes on the sensor. It beeps again.

CREASE Also responds to thermal differentials.

BISHOP Does this have a happy ending?

MOTHER

Oh yeah.

MOTHER We can wrap you in a full body suit of neoprene heat-resistant rubber.

He demonstrates with a neoprene wetsuit.

MOTHER

(continuing) Or we can raise the temperature in Cosmo's office to 98.6 degrees. Which is probably what we'll have to do, because the neoprene would suffocate you. Either way, you've got a top speed of...

He slowly moves his neoprene-shielded hand across the sensor.

MOTHER (continuing) ...two... inches... per... second... any faster than that...

He waves the hand quickly, the sensor beeps.

MOTHER

(finishing) and... big guys with guns. But, you'll probably do fine.

BISHOP Since when am I the one that...

Mother cuts him off.

MOTHER

This is the same model of answering machine that Janek used for the shell of his box, now that's what you'll be carrying across the floor at two inches per second. I got that for you because I figured that you'd... you know, just wanna practice with it. Remember to... go real slow!

BISHOP

Slow.

CREASE (facetiously) You get all the fun stuff!

INT. CHINESE RESTAURANT

Liz has crossed off all the words except "Passport." A waiter is vacuuming the floor.

This date should have ended a long while ago. Werner comes back to the table, the waiter says something to him in Chinese.

LIZ So, what about travel? Where do you like to go? Europe? Mexico? BRANDES Uh, I don't know, I've never been out of the country. Look, I think they want us to leave. He grabs her arm. She grabs back and forces him to sit down. LIZ Sit down, Werner. (she laughs) Oh, talk to me. You know what? I really love the sound of your voice. BRANDES Really? I always thought it was kind of nasal and pinched. His voice IS nasal and pinched. LIZ Oh, no, not at all, it's lovely. And, um, there's this one word... I've always loved the sound of this word... BRANDES Well? LIZOh, no! Oh, no, you wouldn't... no... BRANDES No, I would, what? LIZ Never mind, no. BRANDES No, what? Please. What? LIZ I would really... like to hear you say the word... "passport"...

Brandes looks confused.

BRANDES

Passport?

Liz sort of half laughs, half moans with excitement. She kisses him on the cheek.

LIZ You know, you're right, we ought to leave.

BRANDES Uh, Doris? Would you like to have breakfast with me?

LIZ

Sure, fine.

BRANDES Shall I phone you or nudge you?

Liz looks around, discomforted.

LIZ

Check, please!

INT. SNEAKER VAN

Whistler is assembling a tape loop of the words Liz got Brandes to say. It sounds unnatural but seamless.

RECORDING Hi! my, name. Is, Werner Brandes. My. Voice? is my. Passport??? Verify. me...

EXT. PLAYTRONICS BUILDING

Carl, posing as a groundskeeper, prunes a shrub and walks across the parking lot and up to the building.

INT. PLAYTRONICS SECURITY BOOTH

SECURITY GUARD Is that the gardener? I thought they already left.

SECURITY GUARD #2

I guess not.

INT. PLAYTRONICS LOBBY

CARL (to Desk Guard) May I use your john, please? Carl walks past an ornery-looking security gate and into the men's room. He climbs up into a duct above the cieling, and starts crawling around. Outside, the desk guard notices that he's been in a while. He goes into the men's room, but it's unoccupied. He goes back to the desk and starts to make a phone call.

> SECURITY GUARD Uh, listen, a few minutes ago a gardener came...

He notices a gardener outside raking leaves.

SECURITY GUARD Skip it, I see him.

The other gardener is Mother.

MOTHER Okay fellas, I'm out of here. Carl, have a nice ride.

INT. ELEVATOR SHAFT

Carl jumps onto the roof of a moving elevator. He gets off in another shaft, and enters a boiler room. In the boiler room, he sets a thermotstat. The temperature display starts rising.

INT. BRANDES' HOUSE - KITCHEN

Brandes is cooking something.

LIZ Ooo. It's hot in here.

BRANDES

(chuckling) Uh huh!

LIZ Maybe I'll just open this window a little bit.

She goes over to a window and opens it.

BRANDES I'll join you as soon as I'm finished pounding these breasts.

Liz laughs and passes something to Mother, who is waiting outside.

BRANDES You know, the best thing about this meal, besides it's absolutely fabulous, is it only has 400 calories. LIZ Oh, great! BRANDES You know, I'm very concerned about what we eat. T.TZ You are. Mother rifles through Brandes' wallet and finds a card. BRANDES What would you say is the ideal diet? LIZI sort of ... eat, you know, sort of on the run... You know, I'm really busy, so... Mother whistles unobtrusively. BRANDES Okay, I'll tell you, the ideal diet don't laugh - is the bottom of the monkey cage. Liz takes the wallet back from Mother. LIZ I'm sorry, what did you say? BRANDES Take a look at the bottom of the monkey cage. You have, uh, greens... Someone knocks on the door. LIZ Is there someone at your door? BRANDES I'm not expecting anyone. Brandes checks the front door. While he's not looking, Liz replaces his wallet. BRANDES No, nobody there.

Liz, Oh, I'm sorry. BRANDES We're all alone. T.TZ Ah. I'll just close the window. It's okay now. She closes the window. Brandes goes back to his cooking. BRANDES No, but it's true, I read that once. LIZ Bottom of the monkey cage! What are you talking about? BRANDES You have fruit, you have greens, you have... Mother drives away. INT. PLAYTRONICS BULDING A security guard watches a monitor. The phone rings. SECURITY GUARD Good evening, Playtronics. Bishop casually walks up to the security gate. He swipes Brandes' card through. The gate lets him through. A printout shows that Werner Brandes has entered through the front entrance at 8:20 PM on October 26. Inconvenient time to answer the phone ... INT. SNEAKER VAN Mother is reading a tabloid. MOTHER Cattle mutilations are up! CREASE Don't! MOTHER Sorry. INT. PLAYTRONICS CORRIDOR

Bishop, now wearing glasses, strides through the corridor. He enters a stairwell and goes up. He attaches a small black box to the security camera. Suddenly, a bank of security monitors in the van light up with pictures from inside the building.

MOTHER Hey, here we go.

CREASE (on radio) Martin, we've got video.

MOTHER Whsitler, hit record.

WHISTLER

Rolling.

CREASE (continuing) The pictures are coming in fine. You are clear all the way up to the man-trap.

INT. PLAYTRONICS CORRIDOR

Bishop swipes Brandes' card again and enters the man-trap. He plays a tape. It's too fast. The machine buzzes gently and says:

*** ENTRY DENIED *** Please speak more slowly.

Bishop quickly rewinds. He plays it back normal speed.

RECORDING Hi! my, name. Is, Werner Brandes. My. Voice? is my. Passport??? Verify. me...

The machine displays "*** THANK YOU ***" and lets him through.

He enters Brandes' office using the card. A security printout clicks to register the fact. He empties his briefcase and takes off his tie.

INT. BOILER ROOM

The temperature gauge now says 88.1 degrees and rising.

INT. BRANDES' OFFICE

Bishop is up in the cieling, now moving over Cosmo's office. He lifts a panel and looks down. The sensors, the Cray, the designer wire furniture, and the metal briefcase containing Janek's box are all in plain view. He lowers a sound sensor into the room.

BISHOP There's a three foot area in the corner just outside the sensors' range.

INT. SNEAKER VAN

CREASE Good. Hold on. Whistler?

WHISTLER Carl, how's the weather?

INT. BOILER ROOM

CARL 98.6 and holding!

INT. SNEAKER VAN

WHISTLER Beauty. We got body temp, Crease!

CREASE

Go.

INT. CIELING CRAWLSPACE

Bishop carefully lowers himself into Cosmo's office, in the area behind the sensors that is out of their range. He starts walking excruciatingly slowly.

INT. BRANDES' HOUSE

Liz is looking out the window.

BRANDES Once again, I am so sorry about dinner.

LIZ No, it was really delicious.

BRANDES No, no, I overcooked the carrots.

LIZ No, I like them really squishy like that.

Liz notices a stuffed toy dog.

LIZ

That's cute!

Brandes lights up.

BRANDES Oh, uh watch. Watch this!

Brandes snaps his fingers.

BRANDES

Play dead!

The toy dog rolls over onto its back.

LIZ

Great!

Brandes laughs.

BRANDES I designed the voice recognition chip.

LIZ What a thing to do. Could I just make a quick phone call?

BRANDES Sure, uh, it's in the bedroom.

LIZ

Upstairs?

BRANDES Yeah, just go upstairs and then you walk straight forward. And the first one is a closet.

She goes. The toy dog thinks it hears a command: "Walk Straight Forward." It complies and walks straight forward. It knock's Liz's purse off the table.

> BRANDES Oh pooch. Look what you've done to Doris' purse!

He picks up the purse, and her wallet which has fallen out. It opens up to her driver's licence. He takes a look and realizes that Liz's name is not Doris.

BRANDES

Hmm.

Bishop continues to walk painstakingly across the room.

INT. BRANDES' BEDROOM

Liz is on the phone, but it's just ringing. Brandes arrives at the door and knocks.

BRANDES Psst. What do you say we go for a ride... Doris.

INT. COSMO'S OFFICE

Bishop is still moving across the room at top speed, 2 inches per second.

INT. SNEAKER VAN

CREASE I don't believe it! Now what are you saying, the NSA killed Kennedy?

MOTHER No, they shot him, but they didn't kill him. He's still alive!

CREASE That's it. I've had it. I don't want to talk to you anymore. You just do your job. I don't want to

talk to you anymore.

MOTHER Okay, fine. It was the same people who framed Pete Rose.

CREASE (exasperated) Ugh!

EXT. ROAD TO PLAYTRONICS - NIGHT

Brandes is driving to work. At night. With Liz.

LIZ Boy, this was fun. Want to go back?

BRANDES Oh, no, we're almost there.

LIZ Almost where?

MOTHER

Crease.

CREASE

Forget it.

MOTHER No, no, no, Crease.

CREASE

Forget it!

MOTHER Werner just pulled up. He's got Liz with him.

CREASE

Oh no.

Crease gets on the radio.

CREASE Martin, I think you'd better hurry.

INT. COSMO'S OFFICE

BISHOP The one thing I can't do is hurry.

He opens the briefcase. Inside is Janek's answering machine.

INT. PLAYTRONICS FRONT DESK

Liz protests incomprehensibly as Brandes drags her to the security guard.

BRANDES (mimicking Liz) Come on, I want you to say it for me just one time, "Passport", you have such a beautiful voice!

They reach the guard.

BRANDES Hi. I'm Dr. Brandes, I work up on three, and I believe that this phoney is involved in some kind of plot to break into my office.

SECURITY GUARD Hold it, hold it! Let me see your entry card. Brandes doesn't have it.

BRANDES You took my card!

LIZ What card? See, I...

They go on arguing, and another security guard behind a booth makes a phone call upstairs.

SECURITY GUARD #2 Sir, we have a problem.

INT. COSMO'S OFFICE

Carrying Janek's box, Bishop inches his way back across the room. He makes it back to the sensors' blind spot.

INT. PLAYTRONICS FRONT DESK

Dick Gordon and Buddy Wallace arrive on the scene. Liz and Brandes are still arguing with the desk guard.

BRANDES ...now there is a great idea, call the police! I'm very sorry to disturb you, but I think that someone is trying to break into my office!

Now Cosmo shows up.

COSMO Let's take a look at his office.

INT. BRANDES' OFFICE

Bishop hurriedly puts everything back in his briefcase.

INT. STAIRWELL.

Cosmo, Gordon, Liz, Wallace, and Brandes make their way upstairs.

INT. BRANDES' OFFICE

Bishop grabs his briefcase and goes back up inside the cieling.

INT. PLAYTRONICS CORRIDOR

Cosmo uses a remote control to completely bypass the mantrap. All five walk through. They arrive at Brandes' office and hit the lights. Bishop has *just* made it. Brandes looks around. Well?

BRANDES Well, uh, everything seems to be in order.

COSMO

Does it?

BRANDES

Yessir.

GORDON We're very sorry to have troubled you, miss.

LIZ Not as sorry as I am, Werner.

They all leave.

BISHOP They're letting her go.

INT. PLAYTRONICS CORRIDOR

COSMO We'll call you a cab.

LIZ Thank you. This is my last computer date.

Cosmo thinks about this.

COSMO Wait. A computer matched her with him? I don't think so.

Gordon and Wallace start back.

COSMO

Marty!

He runs back to his own office, using his remote control to enter.

COSMO Why is it so hot in here?

He runs to his desk and opens the metal briefcase. It is empty.

COSMO

(furious) MARTY!

EXT. PLAYTRONICS BUILDING

The whole complex goes into a full scale security lockdown. Floodlights light, alarms wail. Armed men pour in from out of nowhere.

INT. SNEAKER VAN

CREASE Martin, we've got six guards in the front lobby, four in the south corridor, second floor, five upstairs north.

MOTHER Guards in the boiler room.

CREASE

Oh, (into mic) Carl, listen carefully. You've got trouble.

Mother opens the blueprint.

MOTHER Heating ducts, over the furnace.

CREASE You'll be alright. Just find the heating ducts above the furnace.

MOTHER That'll get him to the elevator.

CREASE

That will lead you to the elevator chasm. Martin, there's a fire escape at the end of the north corridor. You'll have to break through a couple of firewalls.

MOTHER Have him go south.

CREASE No! Go directly north!

MOTHER There's an air duct there! CREASE Directly north about thirty yards! Once you're there, let me know.

INT. PLAYTRONICS SECURITY

Dick Gordon and Cosmo oversee the sweep for Bishop and Carl.

GORDON

(into intercom) Blue team, move to southwest corridor one. Green team, secure north corridor three. White team, secure all exits...

COSMO He'll be in a crawl space. Break through.

Two guards with shotguns comply.

INT. CIELING CRAWLSPACE

A guard climbs up into a cieling crawlspace and looks around. Bishop gets out of his sight just in time.

> BISHOP Crease, I'm in Northeast 3 over the corridor. I think it's a dead end.

INT. SNEAKER VAN

CREASE Don't move. And don't worry, we'll get you out of there.

MOTHER Whistler, we've got guards in every stairwell. Can you hear if there's any...

Mother notices that a guard has found their video transmitter. The guard abruptly yanks it. All the monitors go blank.

MOTHER

Oh, no.

INT. CEILING CRAWLSPACE

BISHOP What? Don't say "Oh, no."

INT. PLAYTRONICS CORRIDOR

Buddy Wallace strolls down the corridor carrying a mean-looking shotgun.

WALLACE (into radio) This is Wallace, I'm in Northeast 3, going to check it out.

INT. CEILING CRAWLSPACE

Bishop hears him below.

CREASE (over radio) Martin, we've lost pictures...

In the quiet, the noise of Bishop's earpiece can be heard by Wallace. Bishop desperately tries to cover it up but it's too late.

CREASE DO YOU READ ME??

INT. PLAYTRONICS CORRIDOR

Wallace smiles, he knows he has Bishop cornered. He shoots into the ceiling. And again. And again. And again. His fourth shot barely misses Bishop.

COSMO

(over P.A.) Stop shooting. Marty? I know you are in the building, and I know you can hear me. Whoo, You should not have come back, Marty. I won, you lost.

Cosmo's voice echoes throughout the entire building.

COSMO

(continuing) And if our friendship had meant anything to you at all, that's the way you should have left it, but you always had to be the one to win, didn't you? You're the one who got away with things while I never did. You always had to get the girl, didn't you? So I never did. At least not until now. INT. COSMO'S OFFICE

Liz looks on from a wire couch in Cosmo's office.

COSMO She's lovely, Marty.

INT. CEILING CRAWLSPACE

Bishop gasps, astonished and fearful.

INT. COSMO'S OFFICE

COSMO

Please, Marty, please bring me the box. You must come. I will never let either of you live if you try to get out. I am your way out. I'm your only way out. If I wanted you dead, you would be dead. Marty, I cannot kill you. I cannot kill you. You have to trust me.

INT. CEILING CRAWLSPACE

BISHOP Guys, I'm going in. You hear me, Carl?

CARL

Yes...

Bishop pulls a ceiling panel aside. Below is Wallace, ready to blow him away.

INT. COSMO'S OFFICE

Wallace leads Bishop in at gunpoint.

BISHOP

Hi.

LIZ

Hi.

BISHOP How are you?

LIZ Fine. How are you?

Bishop just sighs.

LIZ

Yeah.

COSMO So you have my box? BISHOP We have a deal, right? Cosmo starts to leave. BISHOP Wait a second. Wait a minute. Dick Gordon loads his pistol. BISHOP , you gave me your word! COSMO I cannot kill my friend. (To Wallace and Gordon) Kill my friend! BISHOP Son of a WALLACE (smiling broadly) You didn't really think we were gonna let you go, did you? BISHOP You didn't really think I was going to let you have this box, did you? WALLACE What? BISHOP Now. WALLACE Now? What are you talking about, "Now?" BISHOP Now! WALLACE right, now! Wallace and Gordon take aim. BISHOP

Carl, now!

Carl leaps through the ceiling panel and lands squarely on Gordon, knocking him down. In the split second of distraction, Bishop grabs Wallace's shotgun. Liz screams. The two men struggle. Liz picks up Gordon's pistol.

> LIZ Let go of him!

She fires a shot into the ceiling. Wallace and Bishop stop struggling. She's shaking and hyperventilating.

LIZ I mean it! I'm an excellent marksman... woman...

Wallace puts his hands up.

LIZ

Move!

WALLACE Oh sure, sure.

Bishop takes the gun from Liz.

BISHOP

Get up.

Wallace slowly complies.

BISHOP

Yeeeeoooou...

Bishop smacks Wallace squarely in the jaw with the gun. Wallace falls, out cold.

BISHOP Carl, what the were you waiting for?

CARL That's not easy, what I just did!

LIZ Guys, can we get out of here?

The three run to a stairwell and go up.

EXT. PLAYTRONICS ROOF. NIGHT

Bishop, Carl, and Liz run across the roof, dodging spotlights.

BISHOP Crease, we're on the roof. There's a fire escape on the north side.

100.

BISHOP

Is it clear?

INT. SNEAKER VAN

CREASE

Yes, clear.

EXT. PLAYTRONICS ROOF

The three reach the fire escape.

BISHOP

Where are you?

CREASE (over radio) On a hill overlooking the northeast corner of the parking lot.

The van's headlights flash.

CARL

There!

BISHOP Beautiful, come and get us.

Carl and Liz go down the fire escape.

BISHOP And hurry up, we've only got a few minutes before anybody knows we're gone.

EXT. SNEAKER VAN

Crease and Mother go up front. Mother starts the van.

CREASE Coming to get you.

Two guards appear, weapons drawn.

GUARD Put your hands where I can see them and step out of the van. (To Crease) You too, midnight.

Whistler, still in the back of the van, puts on a radio headset.

WHISTLER Bish... they've got Crease and Mother! BISHOP Whistler, you've gotta do it.

INT. SNEAKER VAN

WHISTLER

Do what?

EXT. FIRE ESCAPE

BISHOP You've gotta drive. I'll talk you through it. Now hurry.

INT. SNEAKER VAN

WHISTLER

D-Drive what?

EXT. SNEAKER VAN

The guards frisk Crease and Mother. Whistler comes up to the driver's seat.

WHISTLER

Okay, Bish.

BISHOP Now, there's a gate about thirty yards behind you. Put it in reverse and floor it.

CREASE Did I ever tell you why I had to leave the CIA?

MOTHER

No?

WHISTLER Uh, what's reverse?

BISHOP

Uh, one down.

CREASE

My temper.

Wow!

Whistler floors it in reverse. The van takes off. In the split second of distraction, Crease overpowers both guards.

MOTHER

CREASE mess with me, I'll split your heads! MOTHER Uh, Crease, where's Whistler going? WHISTLER Uh, Bish? I'm going backwards. BISHOP You're doing fine... you're doing fine. The van, going backwards, breaks through a gate. Whistler yells. BISHOP Now, hit the brakes, now! The van screeches to a halt. BISHOP Okay, Whistler, put the gear shift down two notches. Whistler shifts gears. BISHOP Turn left, floor it. WHISTLER I'm going forward. BISHOP Straighten out, straighten out! The van straightens out. It jumps curbs and grassy islands in the parking lot. WHISTLER What... what was that? BISHOP Okay, keep coming... WHISTLER I'm driving. I'm driving. Oh The van continues to jump curbs across the parking lot. Whistler covers his face.

> WHISTLER Oh no, don't do that, I'm driving!

Whistler is coming up on some cars now.

BISHOP Whoa, whoa, whoa, go left... uh... my left! Right! Right, right!

Bishop is too late. Whistler hits two cars, which spin out of the way. The van keeps going.

BISHOP It's... it's okay. Beautiful, now keep coming. Keep coming. Now, you're going to go down a very... gentle slope.

WHISTLER Oh, okay, fine, great. No problem.

The "slope" is not at all gentle.

WHISTLER Whoo-oa! Oh boy!

BISHOP Okay. Five more seconds, then stop.

The van crashes into a wall. Whistler's headset is knocked off.

WHISTLER I think I'll stop right here.

Liz and Carl run to the van.

LIZ Whistler, that was great!

CARL

Whistler!

WHISTLER

Where to?

CARL Oh no, I'm taking the wheel. In the back.

Mother and Crease run up to the van.

CREASE

Where's Martin?

Bishop starts down the fire escape.

COSMO

Marty!

Cosmo aims a gun at Bishop.

COSMO Would you step away from the ladder?

Bishop does.

COSMO You will give me the box right now, or I will kill you, right now.

BISHOP

No.

Cosmo fires. He just misses.

BISHOP

COSMO Just give me the box, Marty!

BISHOP I thought you couldn't kill your friend, Cos!

COSMO I missed on purpose, now give me the box!

BISHOP Take the thing! I don't want it! You win, I lose, that's what you want, isn't it? Say it. Say it!

COSMO

Bishop gives Cosmo the box.

YES!

BISHOP I'm sorry, Cos.

COSMO You could have shared this with me.

BISHOP

I know.

COSMO You could have had the power.

BISHOP

I don't want it.

COSMO

Don't you know the places we can go with this?

BISHOP Yeah, I do. There's nobody there.

COSMO

Exactly! The world isn't run by weapons anymore, or energy, or money, it's run by little ones and zeroes, little bits of data. It's all just electrons.

BISHOP

I don't care.

COSMO

I don't expect other people to understand this, but I do expect YOU to understand this! We started this journey together!

BISHOP

It wasn't a "journey", Cos. It was a prank.

COSMO

There's a war out there, old friend, a world war. And it's not about who's got the most bullets, it's about who controls the information. What we see and hear, how we work, what we think, it's all about the information!

BISHOP

If I were you, I'd destroy that thing.

Bishop starts down the ladder again.

COSMO

Don't go.

Cosmo again takes aim at Bishop.

COSMO

Don't go.

BISHOP You do what you have to do, Cos, but if you want to stop me, you'll have to pull the trigger.

Bishop continues down the ladder. Cosmo lets him. Cosmo looks inside the box. It is empty! He's astonished. Meanwhile, the van speeds away.

INT. SNEAKER VAN

As they drive back to the office, Bishop opens the REAL box. The codebreaker chip is still inside.

INT. MARTIN BISHOP & ASSOCIATES OFFICES - NIGHT

The sneakers return to the office for the first time in days.

CREASE I can't believe we actually made it back.

CARL I can't believe that we pulled off the greatest sneak in history and we can't tell anybody about it.

MOTHER You know what I can't believe? I can't believe tomorrow's Thursday!

Someone else turns on a light. He aims his gun at Mother.

NSA AGENT

Not one word.

A female NSA agent with a submachine gun appears.

FEMALE AGENT Okay, all of you, step over here. Hands over your heads. Move!

The agents herd the sneakers up against the wall of the conference room.

ABBOTT Mr. Bishop. I'm Bernard Abbott. National Security Agency. We spoke on the phone. I believe you have something that belongs to me.

BISHOP It's interesting, don't you think, you guys? That the NSA is here?

BISHOP

I thought the FBI was supposed to do this kind of thing.

CREASE

Absolutely. This is outside the NSA's jurisdiction.

WHISTLER

Unless the NSA didn't want anybody to know about Janek's little black box.

BISHOP

I keep thinking about something Greg told me. He said that our codes were based on an entirely different system than the Russian codes. So this box really wouldn't work on them. The only thing it would really be good for is spying on Americans.

MOTHER

Oh, sure, with a box like that, they could read the FBI's mail.

WHISTLER

Or the CIA's. Or the White House's!

CREASE

No wonder they don't want to share with the other children.

ABBOTT

What do you want, Mr. Bishop?

BISHOP

Clear up my record. Get out of my life.

ABBOTT

I don't have much choice, do I?

BISHOP

Not unless you want to read about it in Newsweek.

ABBOTT

Deal. The box.

MOTHER Not so fast. I want a Winnebago.

ABBOTT

What?

Fully equipped. Big kitchen. Waterbed. AM/FM CD. Microwave.

ABBOTT This is not a car dealership, pal!

BISHOP

He wants a Winnebago.

ABBOTT

(grudgingly) Alright. A Winnebago.

MOTHER Thank you. Burgundy interior.

ABBOTT

Now the box.

Crease clears his throat.

CREASE Uh, I have never taken my wife to Europe.

ABBOTT I'm sorry to hear it. (to Bishop) Give me the box!

CREASE

You will buy me two round trip first class tickets to Athens, Lisbon, Madrid, and Scotland.

BISHOP Don't forget Tahiti.

CREASE

And Tahiti.

ABBOTT Tahiti is not in Europe!

CARL Excuse me, when you get the box, you can give us geography lessons, until then, this man goes to Tahiti.

ABBOTT Fine. Tahiti!

'ine. Tahiti!

BISHOP

Carl?

Carl walks up to Abbott and speaks quietly. CARL The young lady with the ... (he checks) ... Uzi. Is she... single? BISHOP Uh, you know, Carl... (to Abbott) Excuse us please. Bishop takes Carl aside. BISHOP This is the brass ring. Now, you've got to think bigger thoughts. CARL I just want her telephone number. Please? The young woman lowers her weapon, amazed. BISHOP (to Abbott) How about a lunch? You can chaperone. ABBOTT No! I will not do this. BISHOP Hey, Abbie. Abbie, come on, now the FBI would give him twins! ABBOTT NO! FEMALE AGENT Wait a second. You can have anything you want, and you're asking for my phone number. CARL Yes. She smiles. FEMALE AGENT 273-9164. Area code 415. CARL

I'm Carl.

FEMALE AGENT I'm Mary. ABBOTT I'm going to be sick! Are we done here? BISHOP No, not yet. Whistler? Whistler walks out into the middle of the room. WHISTLER I want peace on earth and goodwill toward men. ABBOTT Oh, this is ridiculous. BISHOP He's serious. WHISTLER I want peace on earth and goodwill toward men. ABBOTT We are the United States Government. We don't do that sort of thing. BISHOP You're just going to have to try. ABBOTT (eyes narrowing) Alright! I'll see what I can do. WHISTLER Thank you very much. (shaking Abbott's hand) That's all I ask. ABBOTT (to Liz) How about you? What do you want? LIZOh, I'm fine. She smiles sweetly.

> ABBOTT May I have the box?

Bishop gives him the box.

BISHOP You know it doesn't work. It never did.

ABBOTT That's not important, is it? What's really important is that none of this ever happened. This box doesn't exist.

BISHOP I never saw it before.

ABBOTT Remember that.

Abbott and the agents leave.

LIZ Bishop. All you did was say it was broken. Can't they still just hook it up and do terrible things with it?

Bishop shows her Janek's chip.

Nope!

BISHOP

LATER.

TV NEWS ANCHOR

In a surprise announcement, the Republican National Committee has revealed it is bankrupt! A spokesman for the party said they had plenty of money in their accounts last week, but today they just don't know where the money has gone. But not everybody's going begging. Amnesty International, Greenpeace, and the United Negro College Fund announced record earnings this week, due mostly to large, anonymous donations.

The credits roll.