

PORTRAITS OF MEN

*INSPIRED BY TRUE EVENTS*

Written by  
Chris Wakefield & Jennifer Wakefield  
&  
David Noroña

Story Lane Productions  
Info@DavidNorona.com

**FADE IN:**

**TITLE CARD:**

"I've been trying to live my life so that in the hour of my death I would rather feel joy, than fear."

- Witold Pilecki, Polish National Hero

And then below the first, a 2nd -

**TITLE CARD:**

"It's the unconquerable soul of man and not the nature of the weapon he uses which ensures victory."

- General George S. Patton, American World War II Legend

1

**INT. NEW YORK - APARTMENT BUILDING - BEDROOM - MORNING**

**SUPER: NEW YORK CITY - 1985**

EXTREME CLOSE UP: CLOSED EYES.

They belong to an enduring ELDERLY MAN, 60's. These eyes flicker under closed lids.

**DREAM** - A woman. She's laughing. Running through red poppies. But like an expiring ember, she fades.

The Elderly Man's eyes open, come to rest on a rusty ARBUCKLE'S COFFEE TIN at his bedside table. Realization, then resignation. He sits up, pulls the tin close, opens it.

Inside, a tattered black and white PHOTO of the same young woman and a simple RING. He clutches both to his chest.

The clock radio sounds it's wakeup call. A soft classical duet. The Elderly Man sighs deeply, collects himself.

**BATHROOM**

The Elderly Man leans over the sink to wash his face.

RADIO ANNOUNCER

A fine good morning to all of our  
New York listeners. And now please  
enjoy Bach's Chaconne from Partita  
No. 2 in D minor.

The piercing sound of a violin penetrates the room. He rises.

Water drips as his reflection peers back at him from the mirror. The mournful notes have changed him. It's not just water on his face now, but tears too.

#### **BEDROOM**

The Elderly Man's fingers tremble, switches off the radio.

**MEMORY FLICKER** - A sunrise. An easel. Violin bow strikes strings then - nothing. He's far away in the silence.

#### **KITCHEN - LATER**

The Elderly Man sags in front of a nearly empty coffee pot. He dribbles the last remaining mouthful into a dirty mug.

Sits at the table in front of the bulky New York Times. Pulls out a section - Arts and Leisure. Sets the rest aside. A moment of reverence before he begins.

On the front page a photograph of a reclining nude wearing a gorilla mask with the headline "THE GUERRILLA GIRLS ASK - DO WOMEN HAVE TO BE NAKED TO GET INTO THE MET?"

The Elderly Man absorbs each page. The one bright spot in his day. Another turn of the page -

A moment of utter shock. He jolts from his chair. Coffee spills. The mug shatters.

**MEMORY FLICKER** - Red on his hands. Paint. Or is it blood? This one's not an ember. It seers his brain and won't let go.

The Elderly Man explodes out of his apartment -

2

#### **INT. TAXI CAB - MORNING**

The Elderly Man barks impatiently at the CAB DRIVER -

ELDERLY MAN

The Met.

3

#### **EXT/INT. TAXI CAB - MORNING**

The Elderly Man's eyes full of sorrow mixed with rage stare beyond us. New York City scrolls across his face, reflected in the cab window.

4      **EXT. METROPOLITAN MUSEUM OF ART (MET) - DAY**

The Elderly Man parts a sea of picketing women wearing gorilla masks. These are the GUERRILLA GIRLS.

5      **INT. MET - DAY**

**SERIES OF SHOTS** as the Elderly Man darts from room to room searching, then -

Blocking his path, uniformed CATHOLIC SCHOOL GIRLS surround a bronze bust of General Patton. In the middle of her presentation, a TOUR GUIDE informs them -

TOUR GUIDE  
WWII military legend, General Patton said that the secret to victory was the determination to either live or die with honor.

She queries the Catholic School Girls.

TOUR GUIDE (CONT'D)  
What do you think?

Taken aback, the Elderly Man regards the Tour Guide, scurries away, then halts. He's found it...

**MAIN EXHIBIT ROOM - Moments Later**

From behind, we observe the Elderly Man sitting on a bench. Beautiful masterpieces hang all around.

Obscured by his sitting form hangs THE PAINTING that he's come to see. BUT WE CANNOT SEE IT. After a long stunned silence, a whispered plea -

ELDERLY MAN  
Forgive me.

A SECURITY GUARD eyes him from the doorway. Two topless Guerilla Girls wearing gorilla masks streak past the doorway.

VARIOUS GUERRILLA GIRLS  
Are we relevant now?

The Security Guard chases after them.

The Elderly Man makes his move. Takes a lighter and lighter fluid out of his pocket. Douses THE PAINTING. Drips smear a title card underneath that reads, "Unknown" by Anonymous.

The Security Guard returns. His attention back on the Elderly Man, but he's too late. -- FIRE ENGULFS THE PAINTING --

The Security Guard lunges. Pulls a fire alarm lever. Sonic blaring invades the room. The Catholic School Girls shriek.

**BACK ON THE PAINTING** - The angelic face of what looks to be an image of a nude woman, but it's hard to tell because most of THE PAINTING has already been consumed by the hungry fire.

6

**INT. MET - RESTORATION ROOMS - VIEWING AREA - DAY**

The Elderly Man sits handcuffed to a heavy triple bench located in the space between two RESTORATION ROOMS sequestered behind walls of glass.

Everything's stark white. On the other side of the glass, silent RESTORERS work meticulously on ornate masterpieces.

A black, female FBI agent, 30's, SPECIAL AGENT DAGNY, enters this purgatory. Closes the door behind her.

SPECIAL AGENT DAGNY

The office is full of naked women in monkey masks. The Met's not equipped for this much crazy, so you get your own room. I'm Special Agent Dagny. I handle art theft.

ELDERLY MAN

I didn't steal anything.

SPECIAL AGENT DAGNY

The FBI doesn't have an art torching department.

Special Agent Dagny studies the Elderly Man. Takes a seat beside him. She notices tattooed numbers etched into his arm. He's a Holocaust survivor. This just got complicated. As she removes his handcuffs -

SPECIAL AGENT DAGNY (CONT'D)

You don't strike me as a vandal.  
So, why'd you do it?

The Elderly Man doesn't answer right away. Then -

ELDERLY MAN

It's all I could do.

SPECIAL AGENT DAGNY  
 You just destroyed a painting worth  
 God knows how much and almost  
 burned down the Met. I'm going to  
 need a little more than that.

The Elderly Man's foggy, forlorn. He mumbles -

ELDERLY MAN  
 A cowboy from South Dakota.

Concern sweeps across Special Agent Dagny's face. This man's  
 not making sense. Deep in his eyes, the PAINTING burns -

**OFF THOSE LICKING FLAMES WE -**

**MATCH CUT TO:**

**A RING OF FIRE -**

7

**EXT. STURGIS, SOUTH DAKOTA - PARADE GROUNDS - DAY**

THROUGH THIS RING OF FIRE a powerful horse, SNIPPER leaps out  
 over the top of us. Cavalryman, LEO WAKEFIELD, a headstrong  
 adventurer, late 20's, dressed in full regalia, riding.

**SUPER: FORT MEADE, SOUTH DAKOTA - 1943**

A fluttering banner reads: "FORT MEADE CAVALRY EXHIBITION" as  
 a line of CAVALRYMEN following after Leo also jump their  
 horses through the ring of fire.

Leo drops the reins. Grasps his pistol. Snipper, guided only  
 by feel, gallops Leo towards the target. Leo fires. Bullseye.

Leo removes his sword. He soars with Snipper over a jump  
 slicing the head from a canvas dummy as he descends. The  
 other Cavalrymen follow suit.

In the stands, Leo's wife, VERLYN, a firecracker, late 20's,  
 with their four youngsters. Baby PAUL perches on her hip,  
 while a stout LEO JR. 4, little red-headed DELORIS, 3, and  
 toddler CATHERINE, clap wildly with the rest of the audience.

Leo's swept up in the moment. Veers from his troop and  
 gallops Snipper back once more towards the ring of fire, but  
 this time Leo raises the stakes, stands in the saddle. Verlyn  
 shakes her head. This isn't part of the act.

Snipper leaps through the fiery circle, while Leo jumps over  
 it in time with Snipper. Leo teeters, but sticks the landing.

The crowd roars it's affirmation. Leo raises his arms in triumph, standing on his galloping steed, king of the world. But then the crowd gasps.

Leo's pant leg's ablaze, Snipper's saddle blanket too. Leo drops back down in his saddle, but the flames flare. Snipper panics, starts to buck.

Leo turns him in tight circles. Snipper's whirling haunches knock the ring of fire onto adjacent straw bales, igniting them. Worried murmurs erupt from the crowd.

DELORIS  
(as she bursts into tears)  
Momma! Daddy's on fire!

Straddling his spinning horse, Leo skillfully unfastens his rigging, leaps from Snipper, taking the saddle and flaming blanket with him. From the ground, Leo moves with Snipper, calms him to a stop.

The Cavalrymen form a bucket brigade, race to Leo's aid, quench the spreading blaze. JERRY, one of Leo's fellow cavalrymen, 20's, drench both Leo and his burning saddle gear. Off this smoldering mess -

8      **EXT. PARADE GROUNDS - "BACK STAGE" - DAY - A BIT LATER**

Verlyn wrangles the kids, exits the stands just in time to witness Leo and his no-nonsense CAPTAIN BANKS, 40's.

CAPTAIN BANKS  
If we didn't just get called  
overseas, I'd be kicking your ass  
down the road. We move out first  
thing.

Leo, with charred pant leg, turns to find his four children gaping at him. Verlyn, she's rigid with anger. But before Leo can say anything, she marches away, kids in tow.

9      **EXT. STURGIS, SOUTH DAKOTA - THE BLACK HILLS - DUSK**

Verlyn fires a round from her pistol. Then another and another in quick succession. Tin cans ping off a log. Leo gallops up on Snipper.

LEO  
(playfully minimizing)  
I heard gunfire. Thought something  
might be wrong.

Verlyn's steel-eyed gaze remains on her next target.

VERLYN  
You got that much right.

Verlyn takes aim and fires. The bullet slices through a tin can with anger-fueled accuracy.

LEO  
So, you wanna hash this out?

Verlyn remains laser-focused.

VERLYN  
Too busy preparing for widowhood.

Verlyn fires another shot. Zing. A can goes flying.

LEO  
Planning on killing me?

VERLYN  
Don't have to. You're gonna do that all by yourself.

Leo sighs. Dismounts.

LEO  
Ok. You've made your point.

Verlyn stares him dead in the eye, the pistol in her grip.

VERLYN  
No, I don't think I have.

She hesitates before she brings out the big gun.

VERLYN (CONT'D)  
Tell me, Mr. Wonderful, do you know how long it took me to get your daughter to stop crying?

Leo drops his head. Verlyn goes in for the kill.

VERYLYN  
Are you *trying* to break her heart?  
Why does it always have to be do or die with you?

Leo reaches to embrace her. Verlyn resists, takes him by the collar.

VERLYN  
 (exasperated)  
 Do you hear me?

Leo surrenders.

LEO  
 The last thing I want to do is hurt  
 you or the kids.

VERLYN  
 Then tell me you understand.

Leo pulls her close, wraps his arms around his trembling wife. She buries her face in his chest.

LEO  
 It's gonna be ok. This is what I've  
 been waiting for. Besides, Snipper  
 won't let anything happen to me.

Verlyn looks into Leo's eyes, desperate -

VERLYN  
 I didn't sign up to do this alone.  
 I need you to come back home.

Leo strokes her face.

LEO  
 Don't worry. I'll come home.

Kisses her tenderly, whispers in her ear -

LEO (CONT'D)  
 Don't send me away like this.

Off Verlyn surrendering into Leo's strong arms as they kiss -

10

**EXT. LEO'S RANCH HOUSE - THE NEXT MORNING**

A postcard view, Leo bids farewell to each of his kids. Now Verlyn, we feel the ache in their embrace.

LEO  
 I left you something. Read it when  
 you start to miss me.

Leo mounts Snipper. Verlyn finds a letter in her pocket. She doesn't wait but a moment to open it as Leo rides away -

11     **EXT. STURGIS, SOUTH DAKOTA - THE BLACK HILLS - DAY**

We follow Leo on Snipper as he gains speed, galloping strong and fast through a **SERIES OF SHOTS** across the magnificent landscape of the Black Hills. Damn, this country's beautiful.

[NOTE: We hear a letter to Verlyn from Leo as time passes.]

                  LEO (V.O.)  
Verlyn, I don't know how long I'll  
be gone, but don't worry.

12     **EXT. OVERLOOK - DAY**

Leo halts Snipper at the top of a high butte overlooking Fort Meade. Cavalrymen disassemble tents. They're moving out.

13     **EXT. DAKOTA PLAINS - DAY**

Leo lopes up on Snipper, easing into formation with the rest of the Cavalrymen. Jerry shoots him a sideways glance.

                  LEO (V.O.)  
I was made for this.

A LAKOTA MAN, his WIFE and LITTLE BOY, all very thin, look on against the backdrop of a rundown shack. The Little Boy salutes. Leo returns the Little Boy's gesture.

14     **EXT. CAMP GORDON, GEORGIA - OUTSKIRTS - DAY**

A line of sweaty FIELD WORKERS pick cotton. They follow the mounted cavalry formation with their eyes as they ride by.

                  LEO (V.O.)  
Rumor has it we'll be shipping to  
Europe in a couple of months.

15     **EXT. STURGIS, SOUTH DAKOTA - LEO'S RANCH HOUSE - DAY**

Verlyn hangs laundry, but her eye's on the road. A POSTMAN lopes his horse towards her. Verlyn beats him to the mailbox. He hands her a letter. She opens it immediately.

[NOTE: We hear the 2nd letter from Leo to Verlyn. Time continues to pass.]

16      **EXT. CAMP GORDON, GEORGIA - TRAINING GROUNDS - DAY**

A line of giant belching Sherman tanks lumber towards the mounted Cavalrymen, spooking their horses. Snipper rears, front legs pawing the air.

LEO (V.O.)  
We've been informed we'll be losing  
our horses for tanks. Snipper's  
been my legs since I was fifteen.

17      **INT. STABLE - DAY**

Leo brushes Snipper, rests his head against Snipper's face.

LEO  
I don't know what I'm going to do  
without you, boy.

18      **EXT. STABLE - DAY**

A truck, "MUNGER'S MEAT PACKING" painted along the side backs up to the door of the stable as Leo, Jerry and Captain Banks stand by. Leo turns to Captain Banks -

LEO  
You know this isn't right, sir.  
There's no honor in this.

Before walking away, Captain Banks concedes -

CAPTAIN BANKS  
No, there isn't. Do what you have  
to do, Sergeant.

Leo and Jerry enter the stable.

LEO (V.O.)  
This is gonna be a whole other  
rodeo.

Jerry closes the stable door behind them. After a beat,  
**gunshots**, then the thud of dead horses hitting the ground.

ELDERLY MAN (V.O.)  
We had no idea what was coming. We  
were so naive.

19      **EXT. KRAKOW, POLAND - BEHIND THE KRAKOW CAFE - DAY**

**SUPER: KRAKOW, POLAND - 1939**

Tender charcoal smudged hands form a gestural portrait. These hands belong to MECHI DOLAK, a timid artist, early 20's.

ANNA CHWALEK, late teens, poses, red poppies in her hands. Her lovely form glows in the afternoon sun as in a painting by Maxfield Parrish. Mechi peers nervously towards the cafe.

MECHI

Are you sure this is ok?

ANNA

I thought you said you wanted to.

MECHI

Yes, yes I do. It's just -

Anna catches Mechi's nervous glance. Centers him with a look.

ANNA

Don't worry about him. Draw me.

Mechi relaxes, shifts his focus back on Anna. Takes a poppy from her hand. Nestles it in her hair.

Mechi touches her face with his blackened fingers, sweeps her hair back. Charcoal residue smudges her cheek.

With his handkerchief, Mechi tenderly dabs it away. He's never been this close. He's fascinated by her delicate strength. Anna revels in his attention.

#### **AT BACK CAFE WINDOW**

We notice the face of ZIVEN, an actor, 20's. He spies with jealousy as these two interact unaware.

Back on Mechi as he sketches Anna. Anna flushes with the realization that Mechi sees her, really sees her. Then -

POPPA (O.S.)

Anna! Customers!

Mechi startles. Amidst Anna's mirthful laughter -

ANNA

Come to my house tonight.

Off Mechi, confounded, as Anna scampers to the cafe -

#### **AT BACK DOORWAY**

Anna brushes past Ziven.

ZIVEN

Anna -

She ignores him. Mechi approaches. Ziven blocks him.

ZIVEN (CONT'D)

What do you think you're doing?

Mechi bristles.

MECHI

You had your chance.

ZIVEN

She's mine.

MECHI

You mean like Helen was yours? Or Agatha or Bernice? And remind me. Was it Lottie the summer after we graduated or Francis?

Ziven smirks.

ZIVEN

It was both.

MECHI

Exactly.

Ziven sobers.

ZIVEN

But's it's different with her.

MECHI

You're damn right it is.

Mechi shoves past Ziven.

20

**INT. KRAKOW CAFE - DAY**

Mechi enters just as the cafe owner, POPPA, 40's, Anna's father, a mountain of a man, storms from the kitchen.

**FRONT COUNTER**

Poppa discovers Anna.

POPPA

Where were you?

Anna glances to Mechi, then her feet. Poppa fills in the blanks. He was young once too. Dismantles Mechi with a look.

POPPA (CONT'D)  
I pay you to wash dishes.

MECHI  
Yes, sir.

Mechi grabs a tray. Anna follows Poppa to the kitchen.

#### **AT TABLE**

Ziven joins BERNADYN, male, 20s, a sculptor. Mechi stacks dirty dishes onto his tray at the next table.

BERNADYN  
Did you read the paper today? The Germans. They're advancing.

Anna brings coffee to Bernadyn and Ziven. While Mechi stacks -

MECHI  
The Germans had enough with the Great War. This will all blow over.

BERNADYN  
Maybe.

MECHI  
So we fight.

Mechi boxes the air. Ziven witnesses Anna glance at Mechi.

ZIVEN  
You've never been in a fight in your life. What are you going to do, poke Hitler in the eye with your paint brush?

Mechi glares at Ziven.

MECHI  
You do know Hitler's a rejected artist.

ZIVEN  
Then maybe we should be concerned. You artists are all a little crazy.

MECHI  
Says the actor.

Ziven stands with a flourish, spins and takes a bow.

ZIVEN

Yes, but I get paid to be mad.

(beat)

"O, beware, my Lord, of jealousy.  
It is the green-ey'd monster, which  
doth mock the meat it feeds on."

Mechi chucks a nearby apple at Ziven's head, but he catches it. Swirls his handkerchief over the top. Whoosh, vanishes.

ZIVEN (CONT'D)

All is fair in love and war.

Ziven looks to Anna, but she remains unimpressed. He theatrically exits the cafe.

BERNADYN

What's wrong with you two?

Before Mechik can answer, Bernadyn's attention shifts -

BERNADYN (CONT'D)

Everyone quiet! Listen!

The cafe hushes. On the radio -

RADIO COMMENTATOR

We interrupt this broadcast to air  
the announcement by Adolph Hitler  
of Germany's invasion of Poland.

ADOLPH HITLER

...All these regions have only  
Germany to thank for their German  
development. I therefore resolve to  
speak to Poland in the same way  
Poland has addressed us for such a  
long time. From now on bomb will be  
met by bomb...

BERNADYN

This isn't blowing over.

**SMASH CUT TO:**

**SUPER: KRAKOW, POLAND - SEPTEMBER 6, 1939**

Artillery fire. Stock footage of NAZI SOLDIERS marching on  
the streets of Krakow. -- WWII BEGINS --

21      **INT. ANNA'S HOUSE - STAIRS - NIGHT**

POV FROM STAIRCASE we spy Poppa at the kitchen table with Bernadyn. They're speaking in hushed tones studying a map.

POPPA  
Germans...edge of town...

A creak from the steps. Poppa quickly rolls the map.

POPPA (CONT'D)  
Anna?

**KITCHEN**

Anna enters. She yawns.

ANNA  
I'm turning in.

POPPA  
So early?

Poppa takes Anna's hand. Kisses it.

POPPA (CONT'D)  
Did you pack a bag? Just in case?

ANNA  
(exasperated)  
Poppa.

POPPA  
Did you?

ANNA  
Yes, Poppa.

Anna kisses the top of his head. Scampers up the stairs, inducing a raised eyebrow from Poppa.

22      **INT. ANNA'S HOUSE - BEDROOM - NIGHT**

We see Anna's reflection in her mirror as she brushes her hair. Behind her, shelves of metal tins line an entire wall.

A pebble hits the glass. Anna peaks out. It's Mechi. His smile's worth the risk. Anna unbuttons her night coat. She's fully dressed underneath.

23      **EXT. ANNA'S HOUSE - NIGHT**

Mechi's surprised to see Anna swing her leg out the window. Her foot finds the trellis. As she descends, Mechi whispers -

MECHI

What are you doing? Most people use  
the door.

Mechi extends his arm to help her, but she lands unaided.

ANNA

And get caught?

From the kitchen window, Bernadyn notices the two young sweethearts disappear into the darkness.

24      **EXT. KRAKOW STREETS - NIGHT**

Indications of impending war everywhere, but Mechi and Anna, in their own little world, stroll side by side.

ANNA

(expectant)

Where are you taking me?

Mechi doesn't answer right away. Then -

MECHI

To meet my family.

An odd curiosity flashes across Anna's surprised face.

25      **EXT. CZARTORYSKI MUSEUM - NIGHT**

*[Pronounced: char-to-ri'-ske]*

Mechi leads Anna behind the museum to the back door.

ANNA

Your family lives here?

Mechi smiles nervously as he removes a loose brick from the museum wall revealing a hidden key. Off Anna intrigued...

26      **INT. CZARTORYSKI MUSEUM - NIGHT**

Mechi turns on the lights illuminating priceless artifacts, paintings of glorious splendor. Anna gasps -

ANNA  
Everything's so beautiful...

Mechi's apprehension dissolves. *She gets it.* He gently reaches for Anna's hand, leads her to a portrait, "**SIGISMUND I THE OLD**" BY THE ARTIST **LUCAS CRANACH THE YOUNGER**.

MECHI  
I'd like you to meet my Uncle  
Sigismund. He's actually a pretty  
happy guy. He just doesn't look it.

Anna studies Mech, then the painting. Realization spreads across her face. She curtsies -

ANNA  
So very nice to meet you, Sir.

Anna cocks her ear toward the painting, listens.

ANNA (CONT'D)  
Stories? What kind of stories?

Anna's eyes widen -

ANNA (CONT'D)  
Do tell!

Mechi tugs her away to "**PORTRAIT OF A YOUNG MAN**" BY **RAPHAEL**.

ANNA (CONT'D)  
And who's this handsome young man?

MECHI  
This is my brother. He's always  
been very supportive of my art  
career. He's not that handsome.

ANNA  
Hello Raphael.

Anna pauses again to listen -

ANNA (CONT'D)  
Better stories than Uncle  
Sigismund? You don't say.  
I have to hear this.

She lowers herself to sit in front of the painting, but Mech playfully pulls her from his brother's secrets.

MECHI  
Oh, no you don't.

Mechi leads her to **"MADONNA AND CHILD" BY VINCENZO CATENA.**  
Before Mechi can make the introductions -

ANNA  
Let me guess. This must be your  
mother. And this little cutie pie?  
You? As a baby?

MECHI  
How did you know?

Instead of answering, she just smiles and then -

ANNA  
(addressing the painting)  
Yes, Ma'am. Of course. Oh? Really.  
Yes, that is something we need to  
talk about. Thank you.

Mechi's concerned, maybe for real.

MECHI  
What did she say?

Anna scolds Mechi playfully with her eyes.

ANNA  
She tells me I'm not the only woman  
in your life.

Mechi flushes red.

MECHI  
How did she? How do you know?

ANNA  
You are a romantic.

Resigned, Mechi takes Anna's hand and leads her to -

#### **MAIN EXHIBIT HALL**

On display beneath an angelic glow, the crowning jewel.  
Poland's national treasure -- **LEONARDO DA VINCI'S "LADY WITH  
AN ERMINE"** -- Mechi confesses -

MECHI  
I've had a crush on her since I was  
twelve.

ANNA  
I can see why. She's exquisite.

MECHI  
No need to worry.

A twinkle in Anna's eye -

ANNA  
Oh, I'm not.

Anna ventures to another room as Mechi trots after her.

27     **EXT. CZARTORYSKI MUSEUM - NIGHT - LATER**

Mechi and Anna exit the way they came in. In the distance,  
**BOOM! BOOM! BOOM!** An explosion disrupts the night scape.

Then from the darkness behind, a hand grabs Mechi. He jumps,  
finds Bernadyn stepping from the shadows, with a rifle.

BERNADYN  
The streets aren't safe. Get her  
home!

28     **EXT. ANNA'S HOUSE - NIGHT**

Anna ascends the trellis beneath her bedroom window, motions  
for Mechi to join her.

Mechi shakes his head emphatically. Anna ignores his protest,  
continues to climb. He considers, follows up after her.

29     **INT. ANNA'S HOUSE - BEDROOM - NIGHT**

Anna's face brightens as Mechi climbs in her window. Right  
away, he notices the menagerie of unique tea and coffee tins  
lining her wall. Intrigued and in a hushed tone -

MECHI  
What are these?

Anna smiles. Whispers back -

ANNA  
My collection.

Mechi explores them curiously.

MECHI  
There are so many.

Anna removes a floral tin.

ANNA

Before my mother died, we drank tea together. This was her favorite.

She offers Mechi the tin. Mechi gently opens the lid. Inside, a picture of a woman -

ANNA (CONT'D)

My mother.

And a BROOCH of ornate poppies. Anna takes the brooch.

ANNA (CONT'D)

This was hers. I like to wear it when I need courage.

(beat)

What were your parents like?

Mechi doesn't answer, picks up an Arbuckle's coffee tin.

MECHI

I like this one.

Anna places her hand on Mechi's face, guides him back to her -

ANNA

Tell me.

Mechi wavers, then -

MECHI

Died in the war. I was just a baby.

ANNA

So you never knew them?

Mechi drops his head.

MECHI

Spent most of my life in the orphanage. Until one of the nuns got me into the art program at the university. The museum is my sanctuary. Those paintings, they took care of me.

ANNA

(tenderly)

You have a lovely family. Thank you for introducing me.

They share the memory for a moment. Anna gently takes the tin that Mechi's holding.

ANNA (CONT'D)  
It's what the cowboys from America  
drink.

Anna's eyes gleam with adventure -

ANNA (CONT'D)  
I'll hide this in the trellis. We  
can pass notes to each other like  
spies.

Mechi gazes into her sparkling eyes. He's done for. He leans  
in for a first kiss, but instead of meeting Anna's sweet  
lips, her index finger blocks his approach. She whispers -

ANNA (CONT'D)  
You have to talk to Poppa first.

Mechi's eyes widen, but an **EXPLOSION** interrupts his response.  
A tin falls from its shelf. From the other room, a rustling.

POPPA (O.S.)  
Anna!

Anna and Mechi freeze. Mechi scrambles out the window.

30     **EXT. ANNA'S HOUSE - NIGHT**

Mechi scurries down the trellis. From a darkened window,  
Poppa's silhouette surveys as Mechi hurries into the night.  
Artillery fire in the distance.

31     **EXT. ANNA'S HOUSE - FRONT DOOR - THE NEXT DAY**

Mechi's trembling hand closes around a simple ring. In his  
Sunday best, clutching a cluster of red poppies. Inhales  
deeply. Knocks. The door opens.

MECHI  
Sir -

Poppa's eyes are ice.

POPPA  
I've sent her away.

Mechi's stunned -

MECHI  
Where? Is she safe?

Poppa's enormous hand grabs Mechi by his shirt, lifts him off the ground dreadfully close to his rage-filled eyes.

POPPA  
Is she safe?

The bouquet falls from Mechi's grasp.

POPPA (CONT'D)  
Now you care? You could have gotten her killed out there last night.

Poppa jabs a gigantic finger into Mechi's chest.

POPPA (CONT'D)  
You. Didn't protect her.

Poppa slams the door in Mechi's horrified face. Mechi skulks away like a scolded dog. But then, he remembers -

32      **EXT. ANNA'S HOUSE - BELOW THE BEDROOM WINDOW - DAY**

Mechi cautiously approaches, explores the trellis. Lodged in it, the Arbuckle's coffee tin. There's something inside. A photo of Anna. Written on the back -- **I'LL WAIT FOR YOU --**

**FRONT DOOR**

Mechi slinks around the corner, snatches the fallen bouquet.

**BACK AT THE TRELLIS**

Mechi plucks a petal from each poppy, gently places them inside the tin. Slides it back in the trellis.

MECHI  
(pre-lap)  
I need to find her.

**MATCH CUT TO:**

33      **INT. UNIVERSITY OF KRAKOW - PROFESSOR RAJMUND'S OFFICE - DAY**

PROFESSOR RAJMUND, reaches for a tea tin. A highly-educated and well-respected man, late 70's, spoons tea leaves into a tea pot. Mechi sits across the desk from him, desperate.

PROFESSOR RAJMUND  
The world has been through this before. We survive by keeping our wits about us.

Nazi soldiers, cynical EMIL and unassuming JAKOB, 20's, and the opportunistic Nazi officer OTTO, 30's, enter. Professor Rajmund grasps Mechi's shoulder to protect and settle him.

PROFESSOR RAJMUND (CONT'D)  
How may I help you?

OTTO  
I'm told you're the best painter in Poland. You will paint my portrait.

PROFESSOR RAJMUND  
I appreciate that, but that title no longer belongs to me.

Professor Rajmund raises a gnarled, arthritic hand.

PROFESSOR RAJMUND (CONT'D)  
May I present Mechi? Already a better painter than I ever was. The pride of Poland.

Otto eyes Mechi up and down, considering. Then, to Mechi -

OTTO  
What are you waiting for?

34     **INT. UNIVERSITY OF KRAKOW - MECI'S STUDIO - DAY**

Otto snoops as Mechi scrambles, gathers supplies.

OTTO  
Do you find painting a gratifying profession?

Mechi's startled by such a sincere question, replies in kind -

MECHI  
It's where I feel most alive.

OTTO  
I considered taking it up myself, but my country needed me, so put it on hold. Might pick it up, after.  
(beat)  
What kind of artist are you?

MECHI  
I'm a portrait artist. I capture the essence of -

OTTO  
Are you one of those  
revolutionaries?

MECHI  
Revolutionary? No, not me. I'm just  
a painter. Please. Sit.

Mechi positions Otto. Satisfied, Mechi moves to his easel.  
But then Otto turns, readjusts himself into a new pose.

OTTO  
My better side.

**TIME CUTS:** Mechi painting. He's remarkably good, but unsure  
at times. Otto breaks his pose. Saunters over to the canvas.  
Studies it. He heads towards the door -

MECHI  
Are you coming back? I can't -

OTTO  
To pick up my portrait. We'll see  
if you're as good as your mentor  
says.

35

**INT. UNIVERSITY OF KRAKOW - MECCHI'S STUDIO - DAYS LATER**

Blood red paint dribbles into the sink that Mechi's cleaning  
from his brushes. Otto's painting dries in the background.  
Professor Rajmund evaluates. Mechi joins him, concerned.

PROFESSOR RAJMUND  
It's good. Very good.  
(beat)  
Many years ago during World War One  
I was commissioned by the Mayor of  
Krakow to paint his wife. Ugliest  
woman I ever saw.

Mechi grins.

PROFESSOR RAJMUND (CONT'D)  
Sometimes the ugly things keep you  
alive.

A commotion. Mechi and Professor Rajmund peer out the window  
down into the courtyard below. Military vehicles.

MECHI  
Professor, what's happening?

Nazi Soldiers and POLISH POLICE OFFICERS pour from their trucks. Storm the building. Mechi and Professor Rajmund watch from the window in shock as UNIVERSITY STAFF are dragged out.

Disturbing noises, closer now. Jakob, Emil and Otto enter.

PROFESSOR RAJMUND  
What's the meaning of this?

Emil rams the butt of his gun into Professor Rajmund's head. Mechi recoils. Otto eyes his portrait, pushes past Mechi, picks it up. *Remarkable.* Motions in Mechi's direction -

OTTO  
Take him away.

#### **HALLWAY**

Emil and Jakob, drag Mechi and Professor Rajmund down the hallway. It's pandemonium.

#### 36 **INT. KRAKOW CAFE - NIGHT**

Anna's Poppa sits at a table going over an inventory list. Bernadyn, animated and out of breath rushes in.

BERNADYN  
The Nazis. They've taken over the University. They arrested everyone. Mechi's with them!

POPPA  
Do we still have our contact with the police?

#### 37 **INT. KRAKOW POLICE DEPARTMENT - MORNING**

Mechi gazes at his photo of Anna. Her ring in his hand. Professor Rajmund and other university colleagues also there.

Emil and a Polish Police Officer enter the barred room. Emil reads from a list.

EMIL  
Kowalski. Walk. Zięba. Malinowski..

As each name is called, the men line up outside the cell. Professor Rajmund and Mechi share a moment, relieved. Then -

EMIL (CONT'D)  
Rajmund.

Professor Rajmund struggles to join the line. Mechi rushes to help him. Emil shoves Mechi with his baton.

EMIL (CONT'D)

Get back!

The line of men are led through a door. As it opens, we see a truck, engine running, tailgate down. Mechi, the only remaining prisoner.

POLICE OFFICER

You, this way!

Mechi moves to leave. Mechi and Professor Rajmund lock eyes. Emil prods Professor Rajmund with his baton. He struggles into the truck. Then to Mechi -

POLICE OFFICER (CONT'D)

Come.

We follow Mechi as he obeys.

38     **EXT. KRAKOW STREET - MORNING**

A flashy 1930's TWO SEATER MERCEDES drives down the street. A truck full of Nazi Soldiers follows.

39     **EXT. KRAKOW POLICE DEPARTMENT - MORNING**

Bewildered, Mechi emerges. The Polish Police Officer hisses -

POLICE OFFICER

Get to the cafe. Tell them there's  
a rat. Go!

Mechi breaks into a jog.

40     **INT. TWO SEATER MERCEDES - TRAVELING - MORNING**

Otto. And in the seat beside him, Ziven who points -

ZIVEN

There. Headquarters of the  
underground.

OTTO

You bought your family more time.

Ziven drops his head, ashamed.

41      **EXT. KRAKOW CAFE - MORNING**

The caravan stops. Nazi Soldiers exit and approach the door.

**SMASH CUT TO:**

42      **INT. KRAKOW CAFE - MORNING**

**POUNDING ON THE DOOR** - Unmoved, Poppa, behind the counter, with a crumpled note, stares at a photo of Anna on the wall.

**INTERCUT:**

43      **INT. MILITARY TRUCK - TRAVELLING - DAY**

Anna holds a LITTLE GIRL in her lap, a toddler, in the back of the truck with other captured passengers. The truck stops. Nazis throw open the back.

NAZI SOLDIER  
Get out. Stretch your legs.

44      **EXT. - CARPATHIAN MOUNTAINS, POLAND - FOREST - MOMENTS LATER**

The Little Girl picks poppies while others mill about. But then we focus on Anna's expression. It reveals danger. Anna scoops up the Little Girl, pulls her face close to her chest.

Reveal the Nazis. Rifles raised. A firing squad.

45      **INT. KRAKOW CAFE - MORNING**

The sound of the door breaking. Poppa remains motionless. Nazis enter.

NAZI SOLDIER  
Stand up and come with us.

Instead, Poppa pours himself a glass of milk, drinks it empty. Poppa rises. Emerges from behind the counter -

Poppa remains calm, ambles forward. The Soldiers take a step back from his massive form.

Poppa's powerful hands strike like a bolt of lightning, grabs the first Soldier by his shoulders.

46      **EXT. FOREST - DAY**

Paralyzed in fear, Anna clutches the Little Girl to her chest. - **POP, POP, POP** - Anna and the rest collapse.

47      **INT. KRAKOW CAFE - MORNING**

Another Soldier draws his rifle. Shoots. But Poppa blocks the bullet with the Soldier he has in his hands.

Another Soldier takes aim with his rifle. With profound force Poppa throws the shielding Soldier into the Shooters.

**SMASH CUT TO:**

48      **EXT. KRAKOW CAFE - MORNING**

GLASS SHATTERS as the Soldiers from inside explode through a window. Otto bellers -

OTTO

Get in there! Take him! Move!

The Nazi Soldiers waiting by the vehicle jump into action. The commotion can be seen in Otto's Two Seater Mercedes window's reflection as Ziven slinks away, crestfallen.

49      **EXT. ALLEY - MORNING**

Mechi's racing fast trying to get to the cafe in time.

50      **INT. KRAKOW CAFE - MORNING**

Poppa focus on the last terrified Soldier fumbling to aim his rifle. Poppa rushes him, palms his face into the wall, splatters it like an over ripe melon.

51      **EXT. KRAKOW CAFE - MORNING**

A raging bear, Poppa charges out of the cafe still palming the Soldier's caved-in melon head. The Nazi Soldiers from outside on a collision course towards him.

Using the Melon Man as a battering ram, the intensity of Poppa's power knocks over the WALL OF NAZIS coming at him.

Otto, by the car, realizes this is no passive Pole he's dealing with. Mechí rounds the corner just as Otto fires. Poppa drops to the ground - Mechí's horrified.

Losing only some of his momentum, Poppa uses it to claw himself forward, grabbing Otto by his legs.

The force of Otto's body hitting the ground knocks the pistol from his hand. Otto scrambles for his gun on hands and knees. Poppa claws towards him.

Otto grasps his gun, falls onto his back, fires, finally dropping this bear of a man. As Poppa exhales his **dying breath**, his eyes meet Mechi's, but Otto also spots him.

OTTO

After him!

Nazi Soldiers pursue. Off Mechi running for his life -

52     **EXT. ALLEY - MORNING**

Mechi ducks behind stacked crates. Nazi Soldiers charge past.

53     **EXT. FOREST - DAY**

Dirty exhaust belches from a muffler. The military truck pulls away. Bodies. We survey each one. **ALL DEAD**. Anna, flat on her back. The Little Girl held tight in her arms. No movement from either of them. Close on Anna's face.

**-- A SUDDEN BREATH -- ANNA'S EYES OPEN WIDE --**

Anna rolls the lifeless Little Girl tenderly off her body. The Little Girl's chest all blood.

Anna touches her shoulder, the back of her head. Winces. Bloody. Wills herself to stand. Stumbles into the forest.

**END INTERCUT SEQUENCE**

54     **EXT. KRAKOW, POLAND - BERNADYN'S STUDIO - NIGHT**

Haggard from dodging Nazis, Mechi creeps to the door of a lightless industrial building. Locked. Sneaks around the side. Scales crates beneath a partially open window above.

55     **INT. BERNADYN'S STUDIO - NIGHT**

Mechi squeezes through the high window, drops to the ground into the darkness of the studio. The silhouette of a woman, arms outstretched. A moment of wild hope. Mechi whispers -

MECHI

Anna?

**BLAM** - blinding lights revealing, not Anna, but a life-sized marble statue of the VIRGIN MARY amidst hanging chain lifts, slabs of fine stone, chisels. Below Mary, Bernadyn. On his knees, hands on his head, surrounded by Nazis.

**SMASH TO BLACK:**

ELDERLY MAN (V.O.)

So childish. Thinking I could run away from danger. Not him. He ran right into it.

56      **EXT. FRANCE - COUNTRYSIDE - DAY**

Rough, oil covered hands work on a Sherman tank. They belong to Jerry. A military jeep carrying Captain Banks lumbers up.

CAPTAIN BANKS

I'm looking for a couple volunteers to do a little recon.

Leo pops from the tank's turret, shimmies down.

LEO

Thats us! We'll do it!

Plucks the orders from Captain Banks, zips to a jeep. To Jerry -

LEO (CONT'D)

Let's get out of this bullet magnet, get a little fresh air.

Jerry jumps in the moving jeep. Captain Banks yells -

CAPTAIN BANKS

No cowboy bullshit, Wakefield. Just get the lay of the land. Report back to me.

Leo salutes as they speed away. Off Captain Banks, knowing he's going to regret this -

57      **EXT. FOREST OF ORLÉANS, FRANCE - LATER THAT DAY**

Looking through binoculars, Leo spies a cottage. Hanging on a clothes line, a RED DRESS drifts in the breeze.

LEO

You go check out that house. I'm going further in.

JERRY

I think that's the cowboy shit Captain Banks was talking about.

LEO

Do you see me on a horse?

Leo disappears into the dense forest.

#### **HILLSIDE - LATER**

Leo traverses up a hillside, thick with trees and underbrush.

From the top of the hill, a thunderous commotion and a rush of movement careens down towards him. Leo dives for cover. Gunshots fly. Wild boars screech.

CLOSE UP: A WILD BOAR COLLAPSES

#### **TREE ROOTS**

The boar's head hangs down into the protruding roots of a very large, very old tree. Blood drips from his snout. His eyes full of fear, breathing labored.

We follow the blood as it drips from above down into the cavelike recess made by the roots, onto a hand. Leo's.

German voices. Leo pulls his body back into the recesses of the tree. Above him, the life drains from the boar's eyes. His breathing slows to nothing. Laughter and congratulations.

Nazi Soldiers push the boar onto his side, exposing his belly. With sharp knives they remove his guts. His skin.

NAZI SHOOTER

I love to make 'em squeal.

The Nazi Soldiers laugh, squeal like wild boars.

#### **TREE ROOTS**

Leo leans in to listen. A large clump of dirt breaks free.

#### **HILLSIDE**

The NAZI SHOOTER jerks up his head. Moves toward the noise.

NAZI SOLDIER #1

Hey, help us with this thing!

NAZI SOLDIER #2  
*Hauptmann* gets wind we're this far  
 out, it's our necks for sure.

NAZI SHOOTER  
 Shut up. I heard something.

The Nazi Shooter's boot catches on a root, trips. Falls face  
 first in the same place we met the boar. The others laugh.

The Nazi Shooter pushes himself up to stand, but his helmet's  
 wedged in the snarl of roots. He's inches away from Leo's  
 face, but doesn't know it.

NAZI SOLDIER #1  
 Look. The mighty hunter.

Nazi Soldier #1 and Nazi Soldier #2 are hysterical.

NAZI SHOOTER  
 Come on. Help me. I'm stuck.

#### **TREE ROOTS**

The Nazi Shooter's writhing around, his head still stuck. He  
 goes still. Leo's got a large knife, peering back at him.

Leo motions for him to be silent. Instead, he wails. In one  
 quick movement Leo snatches him, stabs him up through the  
 neck. The wail turns to a gurgle. Leo's baptized in blood.

#### **HILLSIDE**

The Nazi Soldiers scramble to their motionless comrade. Flip  
 him over. A knife sticks out of his neck.

#### **TREE ROOTS**

They jump down, and there's Leo, the blood of their friend  
 dripping from his body. Leo's trapped when - **SHOTS RING OUT.**  
 Both Nazi Soldiers collapse.

#### **HILLSIDE**

Reveal Jerry, smoking gun. But -

#### **HILLTOP**

The gunfire has alerted two LOOKOUT SOLDIERS at the crest of  
 the hill. They fire down at Leo and Jerry who take defensive  
 positions, return fire.

#### **HILLSIDE**

-- **Gunfire zings** -- Leo and Jerry dive and dodge through the trees back down the hill. The remaining two Lookout Soldiers in hot pursuit. To Jerry -

LEO  
I'll cover! Get to the jeep!

Leo returns fire while Jerry scrambles.

Jerry jumps in the jeep piled high with loot from the cottage he "checked out". He turns the ignition. It's grumpy, doesn't want to turn over - One more time. It grumbles to life.

Leo leaps into the moving jeep. Fires the 30 caliber mounted on the back, killing the pursuing Lookout Soldiers.

They dash out of the forest. Jerry shakes his head in disbelief as he looks to Leo, covered in blood.

58      **INT. U.S.ARMY HEADQUARTERS - BARN - LATER THAT NIGHT**

Jerry makes a grand entrance for the other U.S. Soldiers showing off a smoked ham in the way a young man does. Then -

JERRY  
All the way from Hollywood, here's  
Betty and her giant jugs.

Jerry mimics burlesque music. Leo steps out from behind the barn door in the red dress from the cottage, wearing a string mop on his head as a wig. He holds two jugs of wine where a woman's breasts should be.

Leo struts, acting the fool. Hoots, hollers, whistles erupt. Enter an irate Captain Banks. Leo twirls right into him.

LEO  
Care to dance?

CAPTAIN BANKS  
Come with me. NOW.

59      **EXT. U.S. ARMY HEADQUARTERS - BARN - NIGHT**

Leo doesn't have time to take off his dress, but falls in line behind Captain Banks, struggles to keep up.

CAPTAIN BANKS  
This is the last time you defy my  
orders, Wakefield!  
(MORE)

CAPTAIN BANKS (CONT'D)  
 You could have gotten your man  
 killed or worse yet, gotten us all  
 killed by drawing a bunch of Krauts  
 our way!

Captain Banks opens the door to the officer's tent. Motions angrily for Leo to enter.

60

**INT. U.S. ARMY HEADQUARTERS - OFFICER'S TENT - NIGHT**

Leo enters followed by Captain Banks. Leo's shocked by what he sees. He hastily removes his mop wig, salutes.

Behind the desk sits not just the man but the legend. It's GENERAL PATTON himself, 50's. His Bull Terrier WILLIE lounges at his feet. GENERAL DONOVAN, 50's, founder of the OSS (precursor to the CIA) also there.

Patton sizes up Leo. Motions towards his attire.

GENERAL PATTON  
 Do I want to know what this is?

Leo clears his throat before answering -

LEO  
 Keeping up the men's morale, sir.

Captain Banks scoffs.

GENERAL PATTON  
 Captain Banks. You're dismissed.

CAPTAIN BANKS  
 But, sir -

GENERAL PATTON  
 I'll take it from here.

As he exits, Captain Banks shoots Leo a look of disdain. General Patton calmly turns pages in a file at his desk.

GENERAL PATTON (CONT'D)  
 According to his report, Captain Banks thinks you've become a liability, and I'd be inclined to agree with him.

General Patton turns another page.

GENERAL PATTON (CONT'D)  
 Son of poor immigrant farmers. Next to last of ten children.

General Patton studies Leo.

GENERAL PATTON (CONT'D)  
You the runt of the litter? Afraid  
of being overlooked?

Leo squirms uncomfortably in his dress.

LEO  
I did alright.

General Patton returns to flipping through pages in the file.

GENERAL PATTON  
Joined the cavalry quite young. Had  
to do a little fibbing to get in?

Leo clutches his mop wig, drops his head in shame.

LEO  
They guaranteed three squares, sir.

General Patton continues -

GENERAL PATTON  
Says here your mother's German.

LEO  
Yes, sir.

General Patton nods to General Donovan.

GENERAL DONOVAN  
(in German)  
You speak German?

Leo, surprised, looks to General Patton for guidance -

GENERAL PATTON  
Answer him.

LEO  
(in fluent German)  
My mother insisted we speak it in  
the home.

GENERAL DONOVAN  
You have no trouble killing  
Germans?

LEO  
No. I'm an American.

General Donovan and General Patton exchange a look.

GENERAL PATTON

Son, you've got yourself between the devil and the deep blue sea. I send you back to Captain Banks, he'll bust you down to private. You can kiss any action goodbye. Count your days and go home safe. Or I can hand you over to General Wild Bill Donovan here. He's working on putting together a mission, that quite frankly, takes someone as scrappy as yourself to have a prayer of pulling off. What's it going to be? Do or die, or swallow your pride?

Resolute, Leo looks directly at General Patton.

LEO

There's one thing I know how to do sir, and that's go forward.

General Patton closes the file, hands it to General Donovan.

GENERAL PATTON

He's all yours.

61     **INT. OSS HEADQUARTERS - DAY**

General Donovan and Leo study a map.

GENERAL DONOVAN

The Luftwaffe are collecting scientists, engineers, resources. They're building something. We need you to find out what it is and where they're doing it. After some operational training, we'll place you deep into enemy territory.

General Donovan points to a location in the heart of Germany.

GENERAL DONOVAN (CONT'D)

We'll drop you here. Your job, collect information. Get it to us. You'll be working with the Polish underground. Any questions?

Off General Donovan's finger on the map we hear -

LEO (O.S.)  
(eagerly)  
When do I start?

**MATCH CUT TO:**

62

**EXT. AUSCHWITZ, POLAND - LABOR CAMP - CLEARING - DAY**

A finger on a excavation diagram as Nazi soldiers, Jakob and Emil, study it. Reveal frail, filthy, PRISONERS digging a trench in prison stripes. Mechi's among them.

A Prisoner drops his shovel, worn out from his feeble pecking at the dirt. Jakob orders -

JAKOB  
Get back to work.

The Prisoner doesn't have what it takes. Mechi puts the shovel in the Prisoner's hand. Whispers -

MECHI  
Keep going.

But then Jakob takes a closer look at Mechi.

JAKOB  
Hey, I know you! Come here!

Mechi climbs from the trench. Jakob lifts Mechi's chin with his club. Presses Emil who's intent on studying the diagram.

JAKOB (CONT'D)  
He painted Otto's portrait. At the University. Remember?

Mechi covertly peaks at the ring in his pocket. Then -

MECHI  
Yes, I'm the painter.

Irritated, Emil looks up. But then he takes a closer look. Remembrance flashes across Emil's face. Takes Mechi to the top of a ridge towards another Nazi, who's back is turned.

EMIL  
*Hauptmann*, look who I found.

The Nazi turns. It's Otto, the animal who killed Poppa. He regards Mechi, then yells down to Jakob -

OTTO  
They're finished!

Jakob calls to the remaining prisoners -

JAKOB

Line up.

Then, out of nowhere, Otto strikes Mechi hard across the face with the back of his hand. Mechi winces.

OTTO

That's for running.

But then, an idea flashes across Otto's face.

OTTO (CONT'D)

Come.

Otto moves on. Mechi follows, blood dripping. **GUNSHOTS!** Mechi twitches. The Prisoners collapse into the trench. Mechi doesn't dare look back.

63

**INT. AUSCHWITZ - OFFICE OF COMMANDER HOESS - DAY**

COMMANDER HOESS, disciplined, reserved, 40's, works at his desk. A knock. Otto and Mechi enter.

Commander Hoess regards Mechi, who's one eye is swelling shut because of Otto's blow, moments earlier.

COMMANDER HOESS

Otto. What's this?

OTTO

Remember my portrait you were admiring the other night? *This* is the painter. The pride of Poland. Searched high and low. I Found him for you.

Commander Hoess never takes his eyes from Mechi.

COMMANDER HOESS

I have been to the Czartoryski Museum in Krakow. Poland has a history of beautiful art. But that's over now.

Commander Hoess considers, then moves from his desk, to Mechi. Tilts up his chin, examines his swollen eye -

COMMANDER HOESS (CONT'D)

Can you see me out of that eye?

MECHI

Yes, sir.

Commander Hoess returns to his desk. Pulls out a large leather SKETCH BOOK, a pencil. Slides it across to Mechi, then takes a seat by the window. Straightens his collar.

COMMANDER HOESS

Draw me.

Mechi's taken aback. Clumsily opens the sketch book, a clean white page. *This is too good to be true. Is this for real?*

COMMANDER HOESS (CONT'D)

What are you waiting for?

His hand trembles before he begins. **TIME CUTS** - The sound of the pencil marking the paper as Mechi skillfully sketches.

COMMANDER HOESS (CONT'D)

Times up. Let's have a look.

Mechi hands it over. Commander Hoess studies it. A long silence, then -

COMMANDER HOESS (CONT'D)

I'd almost given up hope in finding an artist without the malady of being a Jew.

Otto swells. *Hoess likes his gift. This is going well.*

COMMANDER HOESS (CONT'D)

(to Mechi)

Take off you clothes.

Mechi balks. Otto moves in, ready to strike, but Commander Hoess raises an objecting hand. Again to Mechi -

COMMANDER HOESS (CONT'D)

Take them off.

Mechi gingerly obeys, exposed before Commander Hoess, gaunt, bruised, filthy, his hands covering his genitals.

COMMANDER HOESS (CONT'D)

Give me your hands.

Mechi reluctantly extends his hands towards Commander Hoess, who takes them in his, inspects them. Commander Hoess moves around Mechi, studies him up and down. Then, to Otto, motioning at Mechi's bruised body -

COMMANDER HOESS (CONT'D)  
 This has to stop. An artist must be  
 in good shape to do the skilled  
 work that's required.  
 (disgusted)  
 You're such a brute.

This is not the praise Otto was angling for. *Good feeling gone.* A grudge for Mechi takes root in Otto's soul as it's obvious Commander Hoess is all about Mechi now.

COMMANDER HOESS (CONT'D)  
 Can you maintain this quality?

MECHI  
 Yes, sir.

COMMANDER HOESS  
 Would you like to become my  
 resident artist? Your work will  
 hang in the Führer's great museum.  
 A great honor, no?

A moment of resolve before he answers -

MECHI  
 A great honor, indeed.

Commander Hoess bestows the sketch book to Mechi. Then to Otto, without so much as a thank you -

COMMANDER HOESS  
 Find him a place to work.

64      **INT. AUSCHWITZ - MECI'S STUDIO - DAY**

Otto shoves Mechi into his new work space, a shack.

OTTO  
 Commander Hoess may think you're  
 something special, but I know  
 better. You're a runner. I've got  
 my eye on you.

Otto slams the door. Mechi sits dumbfounded at his small studio table with a few art supplies and a dim lamp.

Mechi opens a cabinet under the table. Empty. Runs his hand across the bottom shelf. A board comes loose.

Outside, through the small studio window, we see Bernadyn looking on in the distance.

65

**EXT. AUSCHWITZ - MAIN COURTYARD - MORNING**

A hand sweeps a bow across strings. Lips on a horn. PRISONER MUSICIANS play the most beautiful classical ensemble in a half circle as a WOMAN, with the dignity of an opera singer, but also in prison stripes serenades "Madame Butterfly".

A respectable distance away, Mechi at an easel, mid-brush stroke.

MAN'S VOICE (O.S.)  
What do we have here?

Mechi doesn't lift his eyes from his work.

MECHI  
Only the most talented artists of Europe.

MAN'S VOICE (O.S.)  
You're not that good.

Mechi turns to find Bernadyn and -

MECHI  
Ziven?

ZIVEN  
You're alive, my friend!

MECHI  
You seem surprised.

ZIVEN  
Just relieved.

Ziven embraces Mechi unusually tight. Bernadyn chuckles -

BERNADYN  
Found our famous actor cleaning out the shitters.

MECHI  
What did you do to deserve that?

ZIVEN  
Turns out the Nazis aren't fans of my acting.

MECHI  
(sarcastically)  
That's impossible.

An eye roll from Ziven and then after a beat -

ZIVEN  
Any word on Anna?

Mechi shakes his head, retreats back into his painting.

ZIVEN (CONT'D)  
We don't have food, but you have a  
brush?

BERNADYN  
Mechi has found comfort in the arms  
of Commander Hoess.

With his eyes still on his painting, Mechi counters, defiant -

MECHI  
Sometimes it's the ugly things that  
keep you alive.

BERNADYN  
You have better sense than that,  
though don't you, Ziven? Join our  
cause. Make Poland proud.

ZIVEN  
I'd be honored. If you'll have me.

Mechi studies his painting. A GYPSY PRISONER, approaches.

GYPSY PRISONER  
Hey Rembrandt, you want to see some  
real art?

Mechi turns his attention to the Gypsy Prisoner who removes  
his shirt. A tattoo covers his entire back. **A TREE IN THE  
GARDEN OF EDEN, ADAM AND EVE ON EITHER SIDE.**

The Gypsy Prisoner does a little dance, moving what is left  
of his starved out back muscles. Laughter among the group.

GYPSY PRISONER (CONT'D)  
Now isn't that a thing of splendor?

All at once, everyone quiets. Reveal Commander Hoess.

COMMANDER HOESS  
Gentlemen, are you distracting my  
artist?

Everyone steps back from Mechi. Commander Hoess steps towards  
the Gypsy Prisoner, runs his finger along his tattooed back.

COMMANDER HOESS (CONT'D)  
 You can find beauty in the most  
 unlikely places.

Commander Hoess places his hand on Mechi's shoulder.

COMMANDER HOESS (CONT'D)  
 Don't you think so?

Mechi hesitates, then -

MECHI  
 Yes, it's true.

As he leaves, Commander Hoess directs Nazi Soldier Jakob -

COMMANDER HOESS  
 Get him ready.

Jakob motions towards Mechi. Mechi gingerly collects his  
 supplies. Ziven leans in. Whispers -

ZIVEN  
 Be careful which side of the devil  
 you're on, my friend.

MECHI  
 (resolute)  
 I know what I'm doing.

66     **EXT. AUSCHWITZ - GAS CHAMBER - MORNING**

Jakob and Mechi approach the GAS CHAMBER GUARD. Jakob leans  
 in, speaks, but we can't hear. The Gas Chamber Guard yells -

GAS CHAMBER GUARD  
 Get them out!

Moments later, a row of naked Prisoners line up outside.  
 Mechi is led past the cold, trembling and naked flesh.

67     **INT. AUSCHWITZ - UNDRESSING AREA - MORNING**

Mechi and Jakob enter.

JAKOB  
 Take off your clothes.

Off the crowded hooks full of striped prison clothes -

68      **INT. AUSCHWITZ - GAS CHAMBER - MORNING**

Naked Mechi enters. The energy of the fear from the Prisoners before him pushes in on Mechi making him claustrophobic.

The screech of the closing door. Lights flicker. Mechi trembles. The spigots sputter. Mechi braces. Today's the day.

**WATER** falls across his petrified face. He gasps for air. It's only a shower. Maybe the best damn shower of his life.

69      **EXT. AUSCHWITZ - GAS CHAMBER - LATER**

Mechi emerges. Wet hair, clean shaven wearing another man's expensive suit. A star of David across the chest.

He follows Jakob past the shivering Prisoners, waiting.

GAS CHAMBER GUARD  
Everyone. Back in!

The Gas Chamber Guard locks the gas chamber door after the last Prisoner steps through the threshold.

As Mechi's led away, he notices Guards wearing gas masks pouring poison pellets into openings in the roof.

70      **EXT./INT. VEHICLE - TRAVELING - DAY**

A Mercedes Benz enters the gates of Auschwitz. A GERMAN WOMAN 30's sits silent. Her children, BANNING, 4, HEIDI, 6, pressed against her, petrified. All dressed in the finest things.

71      **EXT. AUSCHWITZ LABOR CAMP - DAY**

Mechi is led to an office building. As he arrives, the Mercedes Benz with the German Woman and kids, pulls up.

Otto emerges from his office. The German Woman, draped in FUR and a DIAMOND NECKLACE, steps from the vehicle. She smiles nervously as she accepts Otto's outstretched arm.

OTTO  
At last.

The children exit the car just as Commander Hoess emerges from his office. Calls to Otto.

COMMANDER HOESS  
And what is this?

OTTO  
A gift. For my wife.

Curious. But Commander Hoess has other matters on his mind.

Otto eyes the kids as they are led off. The German Woman tries to follow, but Otto grips her arm, steers her away.

OTTO (CONT'D)  
They'll be taken care of.

Commander Hoess turns his attention to Mechi who's taking all of this in. He rips the star of David from Mechi's chest.

COMMANDER HOESS  
That's better. You're no Jew.

They both enter the Mercedes Benz. Motor out the gate.

72     **EXT. AUSCHWITZ - SHOOTING WALL - DAY**

Stripped of her lavish accessories, Otto shoves the trembling German Woman against the blood-stained wall.

OTTO  
Go against the Führer, this is what happens. When we find your husband, he'll get the same.

Otto drops her with a bullet to her brain.

73     **EXT. AUSCHWITZ - AIRPLANE HANGAR - DAY**

Commander Hoess and Mechi climb the stairs to a plane.

74     **EXT. GERMANY - NEUSCHWANSTEIN CASTLE - DAY - AERIAL SHOT**

- Off the fairy tale-like castle. The airplane makes a wide sweeping arc around this magnificent piece of architecture.

75     **EXT. NEUSCHWANSTEIN CASTLE - DAY**

Commander Hoess and Mechi climb the steps, passing several out of place bronze Rodin sculptures. Mechi's bewildered.

COMMANDER HOESS  
Come. It's an artist's paradise!

Commander Hoess opens the door to reveal - a repository for the stolen treasures of Europe.

Stacks of art as far as the eye can see. Life-size sculptures, ornate museum quality artifacts, gold, and leather bound books visible from every angle.

76

**INT. NEUSCHWANTSTEIN CASTLE - DAY**

Commander Hoess flips through canvases. He pulls out a painting: **"LA MONTAGNE SAINT-VICTOIRE" BY CEZANNE.**

COMMANDER HOESS

I picked these out for my villa the last time I was here. Take a look.

Mechi's almost speechless.

MECHI

Cezanne. What else do you have?

COMMANDER HOESS

Everything.

Mechi and Commander Hoess wind their way through the stockpile of Europe's most valuable art. Commander Hoess considers **MONET'S "SNOW AT SUNSET"**.

COMMANDER HOESS (CONT'D)

I think my wife would like this.

This is torture for Mechi, like an animal-lover walking through a dog pound. Mechi forces a nod. Commander Hoess hands the art to a Guard to add to his collection.

COMMANDER HOESS (CONT'D)

Women. You've got to keep them happy.

(beat)

Every great artist has his muse.  
Who is she?

Mechi doesn't want to answer, but Commander Hoess probes -

COMMANDER HOESS (CONT'D)

You can trust me.

Mechi contemplates. Then -

MECHI

Anna.

COMMANDER HOESS

Surely she has a last name.

Mechi hesitates again before answering -

MECHI

Chwalek.

COMMANDER HOESS

Anna Chwalek. What a lovely name.

HERMANN GOERING 50's, Hitler's rotund right-hand man, ambles towards them. He's cutting slices of apple with a POCKET KNIFE, popping them into his mouth. Commander Hoess stiffens.

GOERING

I thought I recognized your voice.

Commander Hoess performs a Nazi salute. Goering waves it off.

GOERING (CONT'D)

What brings you here?

COMMANDER HOESS

Decorating the villa.

Goering eyeballs Mechi -

GOERING

Who's this?

COMMANDER HOESS

Only the best young painter in Poland. He's consulting for me.

GOERING

Another Pole for your menagerie?

(beat)

I'm looking for something a little more serious. One of my hunting lodges. It needs some dressing up.

Commander Hoess turns to Mechi, indicates he should oblige. Mechi spots a large and impressive piece **"SECRET DEPARTURE OF IVAN THE TERRIBLE BEFORE THE OPRICHINA" BY MIKHAIL N. PANIN.**

MECHI

Might I recommend this one, Herr Goering? The man in this painting, Ivan the Terrible. He was a ruthless leader. Terrorized everyone. This piece is very fitting for a man such as yourself.

Commander Hoess beams. Mechi continues -

MECHI (CONT'D)

Commanding. Like you.

Goering takes it as a compliment.

GOERING

Ah, yes. Yes, it is.

Goering tosses the apple, sets the knife on a ledge. Admires the painting. Signals a Guard to add it to *his* collection.

COMMANDER HOESS

(to Mechi)

Find me another piece.

Mechi moves away as Goering and Commander Hoess converse -

GOERING

So, when are you going to get me those workers? We're picking up production, and I need them now.

COMMANDER HOESS

How many? Just say the word.

Mechi swipes the forgotten knife, unnoticed as he passes.

Mechi explores paintings and artifacts moving further and further away from the chatting Nazis. He rests his hand on a LIFE SIZE SCULPTURE OF EVE. But then, Mechi spots -

The **RAPHAEL "PORTRAIT OF A YOUNG MAN"** along with **LEONARDO DA VINCI'S "LADY WITH AN ERMINE"**, his "family" from the museum back home, leaning against rows of other masterpieces. They too are in this concentration camp of art.

Mechi lowers himself to the floor to sit with them, looks into their eyes as they return his gaze. A single tear slips down his cheek.

Mechi slowly rises. Murderous fantasy in his eyes, he stalks Goering and Commander Hoess whose backs are to him, deep in conversation. His hand on the stolen knife. Closer, closer.

Mechi's reverie gives way to fear just as Goering turns to find him standing silently behind them. He slaps Commander Hoess on the back and exclaims -

GOERING

Then it's settled. You and your artist will join me at my hunting lodge tonight!

77

**EXT. THE SCHORFHEIDE, GERMANY - FOREST - DAY**

BINOCULAR POV through brush: we spy FRITZ 30's, a lean bearded man wearing an eyepatch and a brace on his arm. Leo's underground contact.

LEO(O.S.)

Sieg heil!

Fritz involuntarily straightens, then turns to see it's Leo, in civilian clothes, leading a horse. A dead deer draped over the horse's back, saddle bags over his haunches.

Leo chuckles, relishing in his successful razzing. Fritz regains his composure.

FRITZ

You never know who's watching.

Still smirking, Leo ties his horse behind Fritz's horse cart.

LEO

Lighten up, we're in the middle of nowhere.

Bothered, Fritz retorts -

FRITZ

Our guest's security detail arrived a head of schedule.

Unconcerned, Leo taps the deer's ribcage.

LEO

We'll bring it in right under their noses.

Fritz glances nervously around.

FRITZ

Alright, but I will do the talking.

LEO

Whatever you say.

Storm clouds form above as Leo and Fritz roll down the trail.

78

**EXT. HUNTING LODGE - BACK DOOR - DAY**

Leo and Fritz dismount from the cart in pouring rain. A SECURITY NAZI, saunters up.

SECURITY NAZI

Papers.

Fritz and Leo hand them over -

LEO

How 'bout this weather?

The Security Nazi grunts in disgust. Fritz shoots Leo a look, then edges in, hands the Security Nazi an inventory sheet.

FRITZ

We picked up the supplies. You will find everything in order.

Nonchalant, Leo uncovers the load so the Security Nazi can take inventory.

LEO

What'd you do wrong to get stuck out here with us while the bigwigs get to party all night in that nice warm cabin?

The Security Nazi scoffs while checking the cart's contents -

SECURITY NAZI

Tell me about it. What I wouldn't give for a night off.

The Security Nazi continues to the back of the cart, taps the deer laying across the horse.

SECURITY NAZI (CONT'D)

(to Leo)

You shoot this?

Leo swaggers over, pokes a finger in the bullet hole.

LEO

One shot. Straight through.

Fritz shoots another tense look at Leo as the Security Nazi turns his attention towards the wound.

SECURITY NAZI

Through the heart. Nicely done. Next time you go hunting, take me with you.

LEO

It'd be my pleasure.

The Security Nazi hands the papers to Fritz -

SECURITY NAZI  
Looks like everything's in order.

Meanwhile, Leo rummages in one of the crates, pulls out a bottle of Cognac. Tosses it to the Security Nazi, winks.

LEO  
We'll tell them it fell off the  
cart. It'll keep you warm tonight.

A thirsty smile spreads over the Security Nazi's face. Off Fritz, flustered -

79      **INT. HUNTING LODGE - BUTCHER ROOM - DAY**

The deer plunks down onto a table. Fritz locks the door.

FRITZ  
I told you I would do the talking.

Leo plunges his arms into the deer's abdomen.

LEO  
No harm done.

Leo pulls his spy equipment from inside the deer.

FRITZ  
This time.  
(beat)  
And you gave him a bottle of  
cognac. Now my books will be  
inaccurate. How am I going to  
account for that?

Leo's baffled. *What's with this guy?*

LEO  
Like I told him out there, we'll  
tell them it fell off the cart.

Leo fiddles with one of his spy cameras. Fritz refocuses.

FRITZ  
They've left to pick him up. We  
don't have much time.

Leo points his camera at Fritz, adjusts the lens.

LEO  
Say limburgers!

Off the click of the camera -

80

**INT. HUNTING LODGE - SMOKING ROOM - NIGHT**

Mechi balances on a chair struggling to hang the painting  
**"SECRET DEPARTURE OF IVAN THE TERRIBLE BEFORE THE OPRICHINA"**  
**BY MIKHAIL N. PANIN.**

Commander Hoess sips cognac, legs crossed, observing Mechi as Goering, in his outlandish powder blue, custom-made uniform smokes a cigar, and sloshes cognac. Mumbles to himself as he studies airplane schematics.

GOERING  
My Messerschmitt.

Mechi turns to the men to look for approval.

COMMANDER HOESS  
Perfect!

Goering glances at the painting but his mind's elsewhere.  
Slurs his words.

GOERING  
It's a fighter plane.

Mechi dismounts from the chair. Commander Hoess saunters to a table full of decadent foods and liquors. Fills a plate.

Commander Hoess pats a spot uncomfortably close on the long couch. Mechi wavers, then obeys. Commander Hoess hands him the plate piled high with food. Goering asks Commander Hoess -

GOERING (CONT'D)  
Do you know why a hawk is so much  
faster than a stork?

Goering plops himself down on the other side of Mechi, who's now the meat in this Nazi sandwich.

Goering helps himself to Mechi's plate, pops a deviled egg in his mouth. Commander Hoess places a hand on Mechi's knee, passes along the question.

COMMANDER HOESS  
You're an observer of life. Tell  
us, what gives a hawk it's speed?

Mechi supports the plate as Goering grabs a sausage.

MECHI  
It's designed to slice through air.

Commander Hoess pats Mechi's knee. Pieces of sausage spew from Goering's mouth as he responds -

GOERING

Exactly right! The Messerschmitt is built like the hawk. But he's turning my entire air force into useless storks.

As the men continue their conversation we slowly rise past them, and then travel up towards the light fixture, where we discover a HIDDEN MICROPHONE.

#### **CRAWL SPACE**

We follow the microphone chord up through the ceiling. Emerge **into the narrow space between the ceiling and the floor boards of the attic. This is the crawl space.** The voices from below become muffled.

GOERING (O.S.) (CONT'D)

Our grand Führer insists my fighter must be a bomber.

In this claustrophobic space, we see Leo on his back wedged between the smoking room ceiling and the attic floor. The chord from the microphone attached to a recording device, its tape turning as it collects the voices from below.

COMMANDER HOESS (O.S.)

It must be very difficult to be a man in your position.

We move from the recorder along another chord to Leo's headphones. The voices become clear again.

GOERING (O.S.)

It is. Not only is he clipping the wings of my Luftwaffe, all my resources are being taken by train loads and sent to the caves to develop Hitler's miracle bomb. It's all I ever hear. Wunder bomb! Wunder bomb! Wunder Bomb!

#### **CRAWL SPACE**

**THUD** - Leo drops his flashlight.

#### **SMOKING ROOM**

In unison, Commander Hoess and Mechi look in silence towards the ceiling as Goering slides the last deviled egg from Mechi's now empty plate into his mouth before looking up.

#### **ATTIC STAIRS**

Pistol in hand, Commander Hoess climbs the stairs to investigate. Mechi follows closely behind.

**CRAWL SPACE**

Leo feels for his fallen flashlight. Switches it off.

**ATTIC**

Commander Hoess pans the room with his flashlight, pistol out. Mechi's silent, still, standing directly on top of Leo.

**CRAWL SPACE**

The rays of Commander Hoss's flashlight shines through the floor boards onto Leo and his cocked pistol.

**ATTIC**

Satisfied, Commander Hoess holsters his pistol, walks out. Mechi waits a moment longer, a slight rustling beneath him.

**CRAWL SPACE**

We hear footsteps pass over Leo's face, and the door shuts.

81     **EXT. HUNTING LODGE - NIGHT - ESTABLISHING SHOT - HOURS LATER**

The moon casts its glow across the surrounding forest.

82     **INT. HUNTING LODGE - STAIRS - NIGHT**

We follow Fritz up dark steps.

83     **INT. HUNTING LODGE - ATTIC - NIGHT**

Fritz enters. He removes a floorboard uncovering Leo's face.

LEO  
(whispering)  
It's about time.

FRITZ  
I had to be certain they were all  
asleep.

LEO  
Help me. I can't feel my legs. I  
almost pissed my pants.

Fritz helps Leo out of the cramped space.

LEO (CONT'D)  
We have to find those plans.

FRITZ  
Ok, but be careful and follow  
procedure.

We can tell by the look on Leo's face where Fritz can shove  
his damn procedure.

84

**INT. HUNTING LODGE - SMOKING ROOM - NIGHT**

The room's a mess from the night's festivities. Leo ruffles  
through scattered papers. Fritz vigilantly searches drawers.

A noise. Leo and Fritz turn to find Mechi in the doorway  
gaping at them. Then - a thunderous commotion from the  
hallway, like somebody falling down steps.

MECHI  
Goering. He's coming.

Leo draws his knife, has Mechi by throat before he can react.  
Drags him behind the door. Fritz is horrified, but has no  
time to object. Goering's coming.

A moment later Goering staggers in, zipper down, a bottle in  
his hands. He falls back against the open door, where we find  
Leo restraining Mechi from behind, hand over his mouth, blade  
pressed against his neck.

Goering pushes against the door, pressing Leo and Mechi even  
closer. Leo's blade pierces Mechi's skin. Blood trickles.

Goering shuffles towards the couch. Reveal Fritz taut with  
fright kneeling at the fireplace. In a drunken slur -

GOERING  
Why're you in here?

Fritz musters a response -

FRITZ  
I'm... I'm tending the fire.

Eyeing his secret plans on the table, Goering stumbles over,  
throws them at Fritz.

GOERING  
I thought I told you to burn these.

Fritz hesitates. Goering mumbles -

GOERING (CONT'D)

Go on.

Fritz drops them at the edge of the fire. Goering collapses across the long couch, begins to snore.

Fritz yanks the singed plans from the fire, salvages what he can. Moves to the door, swings it away revealing Mechi, Leo.

Mechi pleads to Fritz with his eyes. Fritz motions for Leo to relax his grip. Leo lets up a tad. In a faint whisper -

MECHI

I'm just an artist. I work for -

He points to snoring Goering. Fritz whispers to Leo, frantic -

FRITZ

Don't kill him.

Leo breaks character, blurts out in a not-so-quiet whisper -

LEO

(in English)

Why the hell not?

Mechi slowly swivels his head to Leo, shocked. *He's American?*

FRITZ

You are going to expose us. They'll kill us all before we can find what we are looking for.

Leo's unmoved. Mechi implores Leo -

MECHI

I have someone. She's waiting for me. Don't you have someone you need to return to?

Goering stirs. They freeze. After a beat he quiets.

FRITZ

He's no threat. He's only their artist.

Leo loosens his grip on Mechi, gapes at him in disgust. Drags him to the couch. Goering's sprawled across it like a gaudy beached whale. He grunts. Piss begins to darken his powder blue pants. Leo hisses -

LEO

You're working? For this?

They both regard each other. Goering giggles. Farts. Stirs.  
Fritz grabs the charred plans. Shoves them at Leo.

FRITZ  
You must leave now. Please!

Leo takes the plans, points an accusing finger at Mechi -

LEO  
Pick a side.

85      **EXT. HUNTING LODGE - NIGHT**

Leo's on his horse. Fritz hands Leo a knapsack of food.

FRITZ  
Wait at the rendezvous. I'll figure  
a way to get you onto that train.

Leo nods to Fritz, then disappears into the dark night.

86      **EXT. FOREST - NIGHT**

We don't see much but clearly hear the methodical plod of  
hooves as we follow Leo on horseback through dense forest.

ELDERLY MAN (V.O.)  
Pick a side. That's what he said to  
me the first time I met him.

The dawn creeps over the horizon. Leo emerges from the forest  
into a clearing. A dumpy shack by a shimmering lake.

ELDERLY MAN (V.O.)  
Until that moment, I didn't realize  
I had a choice. I thought survival  
was my only option.

87      **INT. AIRPLANE - FLYING - DAY**

Mechi stares out the window. Cloudy shadows scroll across his  
ruminating face. Commander Hoess offers chocolate, an orange.

COMMANDER HOESS  
It's not easy to win over Goering.  
Horrible human being.

Mechi wavers, decides to pocket the rare delicacies.

COMMANDER HOESS (CONT'D)  
 No. No. Eat and do try the coffee.  
 You've earned it.

Mechi surrenders. Unwraps a chocolate, slides it in his mouth. Heavenly.

88      **EXT. AUSCHWITZ LABOR CAMP - EVENING**

Mechi exits the Benz. Bernadyn joins him. As they walk -

BERNADYN  
 How was your field trip with your  
 new friend?

Mechi snaps back -

MECHI  
 What do you want?

BERNADYN  
 I have someone for you to meet.

89      **INT. AUSCHWITZ - TANNERY - EVENING**

Bernadyn and Mechi enter the dimly lit camp tannery. Large sheets of leather hang to dry above dank tanning pits.

**TANNING PIT**

PILECKI, a Polish patriot, 40's, squats by hot coals inside a covered and empty pit. Mechi and Bernadyn join him.

BERNADYN  
 Mechi, Pilecki. Witold Pilecki, the  
 only guy who wants to be here. Got  
 himself arrested on purpose to lead  
 this underground.

Pilecki and Mechi size each other up.

PILECKI  
 (to Bernadyn)  
 You sure about him?

BERNADYN  
 Hoess likes him. Has access to  
 things we don't. Goes places we  
 can't.

Pilecki faces Mechi.

PILECKI

You artists are all the same. Roll over so easy. Serve any master.

MECHI

I have my reasons.

PILECKI

You're painting for Nazis. How do I know you won't rat us out?

MECHI

Because I don't give a shit about you or your underground!

Pilecki grabs Mechi by the suit, but then senses pressure, discovers a blade tip in his stomach. Mechi's holding Goering's small pocket knife, hand trembling.

Pilecki pushes into the blade, takes a big whiff. Reaches into his pocket. Pulls out a chocolate wrapper, orange peels.

PILECKI

What's this? Prison food not good enough for you? And the stink of Nazi coffee still on your breath.

Pilecki shoves Mechi. Throws down the wrapper and peels. Spits at them in utter disgust. Bernadyn intercedes -

BERNADYN

You think you could charm Hoess?

Bernadyn picks the orange peels from the dirt.

BERNADYN (CONT'D)

Hell, I'd kill you for some coffee.

Bernadyn offers Pilecki an orange peel, notices the knife.

BERNADYN (CONT'D)

Where'd you get that?

MECHI

Stole it from Goering.

This gets Pilecki's attention.

PILECKI

Goering? Head of the Luftwaffe?

Mechi nods.

PILECKI (CONT'D)  
*The Hermann Goering? Hitler's 2nd  
 in command? You're sure?*

MECHI  
*He's kind of hard to miss.*

Pilecki's dumbfounded. Bernadyn chuckles -

BERNADYN  
*I told you he'd be useful.*

Pilecki softens.

PILECKI  
*We're running out of time. Join us.*

MECHI  
*All I care about is getting home.  
 (To his friend, Bernadyn)  
 To Anna.*

PILECKI  
*But what kind of man will return to  
 her?*

Mechi's eyes burn with conflict. Bernadyn savors a peel.

BERNADYN  
*My God, that's good. What was the  
 coffee like?*

Mechi answers, but he's far away with his thoughts.

MECHI  
*French, with fresh cream.*

They all groan in lustful envy. His eyes on Mech, Pilecki  
 consumes his orange peel as Mech pockets the knife.

90      **INT. AUSCHWITZ - MECH'S STUDIO - NIGHT**

Mech removes the floorboard inside the cabinet. Places  
 Goering's knife beside Anna's ring. Replaces the board.

ELDERLY MAN (V.O.)  
*I wonder if the most important  
 battles are hidden inside us.*

91      **SERIES OF SHOTS AROUND THE FOREST, LAKE AND SHACK**

**[Note: We hear a letter from Leo to Verlyn as time passes.]**

In the shack, Leo rummages through empty containers.

LEO (V.O.)  
Verlyn -

Leo fashions animal traps. Sets them around the forest. Draws a fishing line out of the lake. A fish-less hook.

LEO (V.O.)  
I met a man recently who asked me  
if I had someone to get home to.

Leo checks his trap. Empty. He kicks it with his boot.

LEO (V.O.)  
Of course I do, but I'm not coming  
home like this.

Waist deep in the lake water, a stubble-faced Leo thrusts a spear, brings it up. Nothing.

LEO (V.O.)  
I've got something to prove.

Leo looks to his hobbled horse grazing near the shack.

LEO (V.O.)  
For the first time, I'm trapped.  
Alone with my thoughts.

Leo wanders with his horse into the forest. Spots a single mushroom, devours it. The birds go silent. *Something's wrong.*

Instead, the growl of a diesel truck echoes among the trees. On high alert, Leo ties his horse, sneaks to investigate.

He spies from behind a knoll, a dozen Nazis dismount from a truck. Leo's hand on his gun, but dares not fire it. *There's too many. He's too weak.*

LEO (V.O.)  
I wonder if I've pushed things too  
far. Have I gone and done what you  
asked me not to?

The Nazis inspect the shack inside and out, deliberate. Douse the shack in diesel, light it on fire before lumbering away.

LEO (V.O.)  
I'm afraid I have, and it will be a  
chaplain at our door, not me when  
this is over. Or worse, no one will  
ever know what has become of me.

The blaze reflects off Leo's panicked face as he approaches.

LEO (V.O.)  
I don't know what to do. I don't  
know where to go.

Leo digs in close to the warm coals, the remains of his only shelter. Day dissolves to night.

LEO (V.O.)  
Have I been forgotten?

A full moon stands watch -

**BACK IN AUSCHWITZ:**

92     **EXT. AUSCHWITZ LABOR CAMP - NIGHT**

- The same moonlit night. The kind where everything's bathed in a neon blue.

Commander Hoess meanders through his kingdom of prison barracks. The smoke from his cigarette lingers in the air. A rare quiet time. Strangely beautiful.

He rounds a corner. Notices a light illuminating Mechi's studio, spies Mechi through the window as he works.

93     **INT. AUSCHWITZ - MECCHI'S STUDIO - NIGHT**

Mechi's intent, shadowing in a pencil drawing of Anna. He startles. Turns to find Commander Hoess peering.

COMMANDER HOESS  
I saw your light.

He's been drinking. Not drunk, just quietly dangerous. He comes close, gazes at Mechi's work. Mechi stiffens.

COMMANDER HOESS (CONT'D)  
Anna. Anna Chwalek.

He remembers her name and is proud of it. He lingers on Anna.

COMMANDER HOESS (CONT'D)  
I had a first love once too.

A gentle chortle as he remembers, then a deep sigh -

COMMANDER HOESS (CONT'D)  
You'll have to forgive me. My wife  
and I had a disagreement tonight.

Commander Hoess leans up against the door frame of the open door. Lights a cigarette. Mechi turns slowly towards him.

COMMANDER HOESS (CONT'D)  
She doesn't understand me. Thinks  
I'm cruel.

Looks to Mechi who quietly listens.

COMMANDER HOESS (CONT'D)  
You and I are alike. We do what  
needs to be done.

He pulls out a flask, takes a drink.

COMMANDER HOESS (CONT'D)  
Do you know what I really wanted to  
be?

Mechi shakes his head.

COMMANDER HOESS (CONT'D)  
A farmer. Live a peaceful life.

Mechi remains on his stool, regards Commander Hoess who takes a long drink, then -

COMMANDER HOESS (CONT'D)  
But I couldn't say no to Himmler.  
Didn't want to appear weak.

Commander Hoess beholds the moon as he contemplates -

COMMANDER HOESS (CONT'D)  
Some would say I'm just a coward.  
But, no one understands the  
pressure I'm under, the choices  
I've had to make.

Commander Hoess smokes, far away in his melancholy. Mechi doesn't dare move.

COMMANDER HOESS (CONT'D)  
I used to be a praying man, but I'm  
afraid it's too late for me.  
(beat)  
Sometimes at night, when I can't  
sleep, I walk the barracks. Listen  
to them sleeping in their beds. The  
prisoners, breathing. Like my  
children when they were babes in  
their cribs. That's what comforts  
me now.

Commander Hoess addresses Mechi, again realizing he's there.

COMMANDER HOESS (CONT'D)  
Does she understand you?

Mechi nods. Commander Hoess regards Mechi, then turns away. Takes another drag. Exhales. Smoke mingles with his words -

COMMANDER HOESS (CONT'D)  
Then don't ever let her go.

Flicks the cigarette stub into the mud outside the door. Disappears back into the night. Framed by the open door, Mechi watches him leave. Pull focus from Mechi and onto the smoke of Hoess's smoldering cigarette.

**MATCH CUT TO:**

94

**EXT. HILL OUTSIDE AUSCHWITZ LABOR CAMP - BEFORE SUNRISE**

The chilly breath of malnourished Prisoners in ill-fitting waiter's uniforms as they unfurl a white tablecloth by lantern light.

A CHEF cooks over an open fire as the Prisoners rush to place exquisite china on the covered table. They're frenzied.

A prison truck climbs to the top of a knoll. Bewildered, Mechi and another prisoner, a VIOLINIST dismounts. We find Commander Hoess waiting to greet them. To Mechi -

COMMANDER HOESS  
Our conversation last night  
inspired me.

Commander Hoess addresses the Violinist.

COMMANDER HOESS (CONT'D)  
(pointing)  
I want you here.

Then to Mechi -

COMMANDER HOESS (CONT'D)  
This will be your best work yet.

Mechi recognizes his easel and supplies readied on the crest of the knoll. The edges of the table cloth flutter towards the light of the rising sun. The Chef plates the food.

VIOLINIST  
What should I play, sir?

COMMANDER HOESS  
Play as if your life depends on it.

Commander Hoess moves to Mechi. Puts a hand on his shoulder.

COMMANDER HOESS (CONT'D)  
Be ready as the sun rises. The  
light will be just right.

Mechi's at his easel ready to work. The Violinist lifts his bow. The notes from **Bach's Chaconne from Partita No. 2 in D minor** pierce the air. **[NOTE: This is the same classical piece that played in the opening sequence with the Elderly Man.]**

Mechi's eyes focus on the horizon as he begins to capture the sunrise on the canvas.

The Chef serves Commander Hoess breakfast at his fancy table. The smell of bacon, eggs and coffee float on the breeze behind him. Mechi's stomach growls.

COMMANDER HOESS (CONT'D)  
Look at my manners.

Commander Hoess motions the Chef to serve Mechi.

COMMANDER HOESS (CONT'D)  
Eat something.

Mechi eats. A distant memory of what it's like to feel normal washes over him. Mechi thanks the Violinist with a look.

Pull back and then over Mechi and Commander Hoess as the sun's illumination increases, breaks out over the tree line on the distant horizon, revealing the clearing below them.

COMMANDER HOESS (CONT'D)  
Don't miss the moment.

A panoramic view from behind the men. Mechi lifts his brush. Commander Hoess welcomes the sunrise at his breakfast table.

The wind changes direction. Mechi takes in a gasping breath as if just punched in the face. The rising sun lights up porcelain faces frozen in fear. A long sweeping shot reveals HUNDREDS OF DEAD PRISONERS in the same trench that Mechi was digging when we first met him in the clearing outside Auschwitz.

Mechi covers his mouth with his hands, tears well. Commander Hoess, unaware of Mechi's reaction, gazes out onto the sea of bodies and laughs, his mouth still chewing food. The notes of the violin drift in the stench.

COMMANDER HOESS (CONT'D)  
 Isn't that the most beautiful sight  
 you've ever seen?

95      **INT. AUSCHWITZ - TANNERY - A FEW HOURS LATER**

Mechi rushes in and finds Pilecki stretching a hide.

PILECKI  
 You look like you've seen a ghost.

MECHI  
 (resolute)  
 I have a plan.

96      **INT. AUSCHWITZ - MECCHI'S STUDIO - DAY**

Mechi, Bernadyn and Ziven hand out art supplies to some Prisoners they have recruited, all ARTISTS.

**SERIES OF SHOTS AS TIME PASSES:**

In the yard, Mechi sketches. The Guards pay him no mind.

MECHI (V.O.)  
 Commander Hoess thinks he's getting  
 all of my drawings.

Newly recruited Prison Artists covertly sketch in various locations around the camp.

MECHI (V.O.)  
 What he doesn't know is that for  
 every drawing he gets, another will  
 be smuggled from the camp to expose  
 what is happening here. With your  
 help we can send out even more.

In the yard, a Prison Artist leans against a barrack wall. His worn enamel food dish in one hand, eye on the TOWER GUARD above. As the Tower Guard switches position to the other side, the Prison Artist taps his dish on the barrack.

MECHI (V.O.)  
 There are some drop off points  
 around the camp.

Mechi hears the signal. Pulls drawings from his clothes, rolls them tight. Pokes them into a glass bottle.

MECHI (V.O.)  
Every time you finish a drawing get  
rid of it as quick as you can.

Mechi buries a bottle next to the foundation.

MECHI (V.O.)  
Death is certain if they find out.

The Tower Guard looks in his direction, just as Mech  
scurries out of sight into a nearby prison barracks.

97

**INT. GERMANY - FOREST LAKE RENDEZVOUS - DAWN**

Leo shivers, curled in the dirt beside the shack's remains. A  
branch snaps in the forest. Leo tenses, looks to his horse  
whose ears are also pricked towards the noise. Leo lurches  
into the woods in an attempt to outflank the intruder.

Meanwhile we see hands on a rifle. A figure kneels near the  
hollow where Leo was laying moments earlier. Now we can see  
the figure is Fritz. From behind we hear -

LEO (O.S.)  
(desperate, weak)  
You got anything to eat?

Fritz jerks around only to find Leo in a sad state. A sigh of  
relief before withdrawing a tin of sardines. Leo snatches  
them, scarfs them down while Fritz surveys the ashes.

FRITZ  
What happened?

LEO  
Nazis.

FRITZ  
Did they see you?

LEO  
I'm still here aren't I? What took  
you so long? Almost ate my horse.

Fritz doesn't reply, charts a precise map on paper.

FRITZ  
Memorize this. A contact will meet  
you there. He'll get you on the  
train.  
(emphatic)  
Be sure to arrive after dark.  
(legitimately concerned)  
(MORE)

FRITZ (CONT'D)  
 You've got a long ride ahead of  
 you. Can you make it?

Leo slurps the oil from the sardine tin before answering.

LEO  
 Now I can.

Leo mounts his horse as Fritz disappears into the woods.

98      **EXT. GERMAN COUNTRYSIDE - DAIRY FARM - DAY**

BINOCULAR POV: ODETTE 20's, a very pregnant woman, hangs laundry. VIKTOR 5, plays hide-and-seek among the sheets.

Odette playfully peeks at him. A joyful giggle erupts from Viktor as she waddles after him into the house.

Leo lowers his binoculars, longing across his face. Raises his gaze to the sun still high in the sky.

Again through BINOCULARS - we watch Leo leading his horse towards the idyllic scene. These binoculars are held by a Nazi lurking in the nearby woods.

99      **INT. DAIRY BARN - DAY**

Leo enters. Empty, aside from a row of dairy cows. A shot gun barrel edges into frame onto Leo's temple. Reveal Odette.

ODETTE  
 You weren't to be here until dark.

LEO  
 (childlike, desperate)  
 I... I couldn't wait.

ODETTE  
 That's a good way to get us killed.

100      **INT. DAIRY FARMHOUSE - DAY**

Leo devours a plate of food, while Odette's husband, REIMCHE 20's, watches. Odette brings more coffee. Her anxiety's palpable. She fills the men's mugs.

LEO  
 Thank you.

ODETTE  
For what? We're only doing what's  
right.

Odette sets a LETTER from Verlyn beside him.

ODETTE (CONT'D)  
Your wife know the risks you're  
taking?

Leo drops his gaze, doesn't answer.

ODETTE (CONT'D)  
You need a bath and some rest.

REIMCHE  
You leave tonight.

[NOTE: The following series of shots are intercut as we hear  
Verlyn's letter to Leo.]

101     **INT. DAIRY FARMHOUSE - BEDROOM - LATER**

Alone in the room, Leo removes his shirt. He's very thin.

102     **EXT. STURGIS, SOUTH DAKOTA - LEO'S RANCH HOUSE - DAY**

A long line of cloth diapers billow on the clothes line.

VERLYN (V.O.)  
My darling Leo...

Baby Paul plays in the laundry basket while Verlyn adds a  
little dress to the line. Leo Jr. chases Deloris and  
Catherine, both screeching, around the yard.

VERLYN (V.O.)  
Free time's as rare as hen's teeth  
these days. All I do is wash  
diapers...

103     **INT. DAIRY FARMHOUSE - BEDROOM - DAY**

Leo dips his toes into the bath tub. He's filthy.

104     **INT. LEO'S RANCH HOUSE - NIGHT**

Leo Jr. blows out birthday candles circled by his siblings.

VERLYN (V.O.)  
 Every time I turn around one our  
 kids is having a birthday...

105      **INT. DAIRY FARMHOUSE - BEDROOM - DAY**

Leo's naked in a washtub. His knees pulled up close to his chest. He's vulnerable. His eyes far away.

VERLYN (V.O.)  
 I'm trying to be strong, but now I  
 realize more than ever, every part  
 of me needs you.

Viktor peaks through the narrow crack of the door, opens wider as he leans in. Leo smiles. He scampers off revealing Reimche in his chair, Odette on his knee.

VERLYN (V.O.)  
 It's the little things I miss the  
 most. Your laugh. Our morning  
 coffee. Dancing to Harry James  
 records in our living room.

Odette caresses Reimche's hair. He rests his hand on her belly. In his other hand, his rifle.

VERLYN (V.O.)  
 The truth is, I just plain miss  
 you. I hope with all my heart this  
 letter finds its way to you, that  
 you're alive and you'll come home  
 to us. All my love, Verlyn.

**END INTERCUT SEQUENCE**

**LATER**

Leo, now dressed and clean shaven, holds his letter from Verlyn close, taking in the smell of her perfume. Leo unfolds a drawing from Leo Jr. It's Snipper, Leo's horse. He chuckles, as he wipes away a tear.

106      **EXT. FIELD - DAY - DREAM**

Leo's resting on a picnic blanket, gazing up at the trees. Sun filters through dancing leaves in the gentle breeze.

A woman enters the frame and lays beside him. In the background, we hear children playing.

Leo turns to the woman. It's Verlyn. They're close. Drinking each other in. Soft focus. Idyllic. They kiss. Then -

VERLYN

Wake up.

**BACK TO:**

107

**INT. DAIRY FARMHOUSE - BEDROOM - NIGHT**

We're looking up at Fritz. He's removing his eye patch, his arm brace. Beads of sweat on his brow.

FRITZ.

Wake up. We have to leave. Now.

Leo's confused, perplexed -

LEO

What's going on? Why are you here?

FRITZ

You're new contact. He's dead.  
There's no one else to take his  
place. Let's go.

**GUN SHOTS** from the next room ring out. Odette bursts into the room. She's holding a submachine gun over her pregnant belly.

ODETTE

Follow me.

**LIVING ROOM**

Fritz and Leo follow her. As they go out the back, we can see Reimche, with his rifle guarding the front of the house.

REIMCHE

Go. I'll cover you!

**VIKTOR'S BEDROOM**

Viktor cowers under his bed. Leo, Fritz and Odette rush past.

108

**EXT. DAIRY FARMHOUSE - NIGHT**

Odette, Leo and Fritz exit the back door, toward the dairy barn, where a couple of the HIRED HANDS, one perched in the hayloft, the other at a ground floor window, fire their guns.

109     **EXT. DAIRY BARN - NIGHT**

A searchlight scans, finds Leo, Fritz and Odette just before they reach the safety of the barn. Bullets zing. Odette stops, fires her submachine gun at the Nazis. To Leo, Fritz -

ODETTE  
Go and don't look back!

110     **INT. DAIRY BARN - NIGHT**

Leo and Fritz turn to assist Odette.

**OUTSIDE BARN**

A bullet penetrates Odette's neck. She collapses. Her dying eyes stare up at Leo. Leo rushes to her, covering her wound with his hands. Blood seeps through his fingers.

FRITZ  
It's no use! Leave her!

On Leo -- *Fritz is right. She's going to die.*

**INSIDE BARN**

Leo returns to the cover of the dairy barn, bullets whistling. Odette's blood on Leo's hands. He looks up to see Reimche race out of the house towards Odette.

LEO  
No!

But it's too late. Nazi bullets riddle Reimche's body. He falls to the ground. Pulls himself over to Odette, collapses on top of her, dead. Leo's horrified.

LEO (CONT'D)  
The boy!

But Fritz and the barrage of zinging bullets convince him otherwise, and they careen into the woods.

111     **INT. AUSCHWITZ, POLAND - OTTO'S VILLA - DAY**

We follow the feet of a young boy as he scurries.

112     **EXT. OTTO'S VILLA - FRONT YARD - DAY**

It's Banning, the little boy Otto stole from the German Woman. He opens the front door to discover - SNOW!

Runs to the yard. Drops to the ground, flapping his arms and legs, making a snow angel.

A vehicle pulls up. Mechi emerges, easel under his arm. Gazes at the boy and then the sky.

In the distance, a large crematorium chimney pushes out smoke and ash, drifts on the wind. Otto steps onto the porch.

BANNING

Snow!

Otto studies the sky, descends the steps. Jerks him up.

OTTO

Go inside.

Banning blubbers to the house. Mechi catches Otto's eye.

OTTO (CONT'D)

You're late!

113

**INT. OTTO'S VILLA - LIVING ROOM - DAY**

Otto, stands in his best uniform, quietly fuming. Banning, red-faced and Heidi, the other stolen child, beside him.

ILSE 30's, Otto's pretty wife there too -- the fur across her shoulders and diamond necklace around her neck. All that's left of the kid's mother, the German Woman that Otto shot.

Mechi paints the posing "family". A knock at the front door.

OTTO

(gruff)

Carry on. I have to handle this.

Otto exits the room. Banning squirms. Ilse tries to quiet him. Mechi takes advantage of the moment.

MECHI

How 'bout we take a break too.

Ilse's relieved. She comes around to admire Mechi's work, as the children scamper away.

ILSE

Commander Hoess speaks so highly of you. That's why I sent for you to do our portrait. Otto resisted, but I insisted.

She leans in, quiets her voice -

ILSE (CONT'D)  
 He'd be so mad if I told you, but  
 Otto's jealous of you, you know.  
 Fancies himself an artist. Tried to  
 draw me once, a disaster. Thank you  
 so much for coming.

A clattering from the other room.

ILSE (CONT'D)  
 (exasperated)  
 Can't leave them alone for a  
 second.

Ilse leaves to find the kids. Alone, Mechi begins to snoop.

#### **OFFICE**

EYE LOOP POV - Otto's distorted face examines a diamond.

Mechi peers through the narrow crack of the almost closed  
 door. Otto's at his desk. An art deco jewelry box, lays open.

Inside, gold teeth, precious stones. Otto's retirement fund.  
 Otto eyes a jewel, a bit of dried blood. He licks it off. Mid-  
 lick, the floor creaks outside the door. Slams the box shut.

#### **HALLWAY**

Mechi retreats, hiding in the adjoining doorway. He witnesses  
 Otto leave his office and head to the front of the house.

#### **FOYER**

Mechi follows. Spies Otto dropping diamonds into the hand of  
 Emil who hands him PASSPORTS. Shuts the door. Otto notices  
 Mechi's movement as he slides out of sight. Otto schemes.

#### 114 **EXT. OTTO'S VILLA - DAY**

Emil straddles his motorcycle as Otto approaches.

OTTO  
 Want to triple what I just gave  
 you?

Emil's lust-filled eyes tells Otto he's all in. Otto cocks  
 his head towards the house.

OTTO (CONT'D)  
 He's got to go. But it has to look  
 like an accident.

Emil nods. He understands.

115     **INT. OTTO'S VILLA - LIVING ROOM - DAY**

Otto enters. Ilse attempts to repose the kids. Mechi paints as if he's been here the whole time. Otto knows better, plays it cool. *His time is coming.* Off the portrait, we -

**DISSOLVE TO:**

116     **INT. AUSCHWITZ - TANNERY - DAY**

DRAWINGS from around the camp as Pilecki thumbs through them. Bernadyn and Mechi look on. Pilecki studies a **DRAWING: Gypsy with the back tattoo.**

PILECKI

(to Mechi)

Who would have thought a painter  
would make such a good spy?

Pilecki rolls up the drawings to accompany the other collected intelligence. Hides it under a stack of skins.

MECHI

Why would Otto need passports?

PILECKI

The Russians. They're coming.

MECHI

Isn't that good?

PILECKI

Not for Otto. Us either. They'll  
kill us just the same as the Nazis.

Ziven enters the tannery carrying a bundle.

MECHI

What have you got?

Ziven doesn't answer. Sets it down, stares beyond them. On top of the bundle, a page of blood-stained newspaper.

ZIVEN

Now they want our skin.

Mechi removes the bloodied paper. Under it, a freshly skinned mass of tattooed flesh the size of a man's back -- **A TREE IN THE GARDEN OF EDEN, ADAM AND EVE ON EITHER SIDE --**

MECHI

We've got to step up our efforts. I  
have to escape, make our case.

BERNADYN

That's a suicide mission.

Off the shimmering water in one of the tanning pits we -

117     **EXT. GERMANY - TRAIN STATION - NIGHT**

Hover over the water contained in a wooden water tower, then travel over to the spigot as it pours water from the tower, into a steam locomotive replenishing its supply.

Three men disembark from the engine. Their shift has ended. A new ENGINEER 30's, the one in charge, arrives. He's strong and serious. Here to start his shift.

The Engineer scans the nearby forest. Whistles. From the trees, two quick bursts from a flashlight return the signal. Leo and Fritz emerge, there to replace the other two men.

118     **INT. TRAIN - TRAVELING - SERIES OF SHOTS AS TIME PASSES**

Night turns to day. We pass signs naming various German towns. Leo shovels coal. Fritz checks couplings between cars.

119     **EXT. ASCHAFFENBURG RAILYARD, GERMANY - DAY**

The train decelerates to a crawl, enters the bustling yard. Lurches to a stop. The Engineer instructs Leo and Fritz -

ENGINEER

Wait here.

Paperwork in hand, the Engineer heads toward the rail office. Leo hops down from the engine. Fritz hisses after him -

FRITZ

Where are you going? He said wait.

But Leo's got eyes on a military transport covered in camouflaged canvas. Leo lifts a flap of canvas. Underneath, **missile parts.**

Leo takes his Minox Riga, a tiny spy camera the size of a lighter from his pocket. Covertly snaps pictures of the evidence.

Suddenly, a LOAD CHECKING NAZI comes into view. Leo swivels behind the train car as he moves closer, making sure each car load is secure.

Leo climbs up onto the car, shimmies in between the missile parts and canvas. The Load Checking Nazi notices the loose flap, re-secures it. Leo's just feet away, hiding behind the canvas. A NAZI BUDDY saunters up.

NAZI BUDDY (O.S.)  
This your last run?

Leo slows his breathing. Inches in even closer. Listens to the conversation through the thin canvas barrier.

LOAD CHECKING NAZI (O.S.)  
Nah. Mittelwerk first.

Leo can see the Load Checking Nazi's hands at his feet tying down the flap. He's that close.

NAZI BUDDY (O.S.)  
I'm off for the weekend. Thought  
you might like to have some fun.

LOAD CHECKING NAZI (O.S.)  
Rub it in why don't ya?

#### **A MOMENT LATER**

Leo retreats to the other side of the train car, unties the flap, silently lowers himself to the ground.

Fritz witnesses Leo, signals him to come back. But Leo hears a noise, follows the tracks in the opposite direction.

A little way down the line, a row of about 25 cattle cars. Leo smells them before he sees them. He moves closer.

ODD MOANING seeps from the interior. Leo steps up to look through some slats. Suddenly, a hand grabs him by the throat. Leo yanks away, staggers back.

CATTLE CAR PRISONER  
Help us.

Several more arms emerge from various slats. Leo isn't sure what he's seeing. Then, shoved up against a narrow opening, a Little Boy, reminiscent of Viktor, the boy from the dairy barn. A whispery voice pleads to him -

CATTLE CAR PRISONER (CONT'D)  
Save my boy. Take him. Please.

Leo scrambles to help, but the door's firmly chained. Leo checks other cars. Same story. Filthy, frail hands strain towards him. Clamoring voices erupt down the line. Leo rushes off. The pleading voices trail behind him.

120      **INT. TRAIN ENGINE - MOMENTS LATER**

Leo frantically searches.

FRITZ  
What are you doing?

LEO  
I gotta get them out.

FRITZ  
Who? Wait. It doesn't matter. Keep your head down. Stay out of trouble. That's the plan.

Leo never stops searching.

LEO  
Locked up like cattle. I've never seen anything like it.

The Engineer enters behind Leo.

ENGINEER  
You'll do no such thing.

Leo's found a sledgehammer.

ENGINEER (CONT'D)  
That's our next load. Hauling them to Auschwitz labor camp.

Leo faces the Engineer.

LEO  
Like hell we are.

Leo moves to leave. **THUNK!** Leo crumbles to the ground. The Engineer has dropped him with a metal wrench to his head.

**SMASH TO BLACK:**

121      **EXT. AUSCHWITZ - MEDICAL LABORATORY - DAY**

Otto and Emil prod Mangled Prisoners, throwaways from Dr. Mengele's lab experiments into a nearby VAN.

Mechi plods by, sketch book under his arm. As he enters Commander Hoess's nearby office, Otto and Emil share a look.

122

**INT. AUSCHWITZ - OFFICE OF COMMANDER HOESS - DAY**

Commander Hoess is on the phone. Crates of wedding bands, jewels, art behind him. Notices Mechi enter, but he's preoccupied, enduring an irate voice on the line.

While Mechi waits, he drops his gaze to the desk. On it, a file that reads "**MERKERS MINE**". Mechi peaks covertly, Commander Hoess's back is turned.

COMMANDER HOESS  
(into the phone, resigned)  
I understand. It will ship today.

Using his sketch book as a shield, Mechi swipes the file, turns his back, slides it inside his pants. But then -

COMMANDER HOESS (O.S.) (CONT'D)  
Mechi.

Mechi straightens, turns to find Commander Hoess glaring at him. It's obvious he's having a bad day.

COMMANDER HOESS (CONT'D)  
How do I produce wealth for one  
hand when the other plots to take  
away the very thing I use to create  
it?  
(beat)  
Show me.

Mechi's motionless. *Has he been caught?* Commander Hoess extends a hand towards the sketch book Mechi's clasping.

COMMANDER HOESS (CONT'D)  
The book!

Mechi hastily hands it over. Commander Hoess eyes Mechi intently before focusing on the book. As he turns pages -

COMMANDER HOESS (CONT'D)  
After we're finished here, go down  
and meet the train. Give me some  
sketches of the new workers  
disembarking. Focus on our  
efficiency of the offload.  
(deflated)  
Maybe it will earn me some  
appreciation.

MECHI  
Yes, Commander.

Commander Hoess turns another page. In the folds of the paper, the photo of Anna. He softens as he looks at her.

COMMANDER HOESS  
This reminds me.

His hand moves to a drawer. Returns closed around something.

COMMANDER HOESS (CONT'D)  
I looked into your beloved.

Opens his hand. It's, Anna's brooch, the one her mother gave her. Mechi gapes at it as if he's been stabbed in his heart.

COMMANDER HOESS (CONT'D)  
I'm sorry to say -

The phone rings. Exasperated, Commander Hoess moves to answer it just as Mechi grabs the brooch from his open palm, tears out the door.

COMMANDER HOESS (CONT'D)  
Wait! Come back here!

We hear muffled anger on the phone as we eye Mechi's forgotten sketch book on Commander Hoess's desk.

123

**EXT. AUSCHWITZ - MEDICAL LABORATORY - DAY**

Mechi, winded from running pauses by the van to catch his breath. Opens his hand, gazes at the exquisite brooch, heartbroken.

Reveal Emil, concealed behind the van. He approaches the unsuspecting Mechi, smacks the brooch from his hand. It plunges into the dirt.

Mechi lunges for it, but Emil overpowers him, manhandles him into the van. Locks it, starts the engine. Reveal Otto leaned against a building, smoking a cigarette, watching satisfied.

Narrow in on a hose attached to the muffler, running alongside, up into an opening in the roof. From the inside, we hear frantic pounding on the door.

A smile creeps across Otto's face. Takes a nice long drag. Out of the corner of his eye, Otto spies Commander Hoess headed this way, with the sketch book. Otto tosses his cig.

OTTO

Shit.

As Commander Hoess approaches, Otto tucks back behind a corner. The van rocks back and forth as Emil keeps watch.

COMMANDER HOESS

Did you see someone come by here  
just now? Might have seemed upset.

EMIL

A patient of Dr. Mengele?

COMMANDER HOESS

No. He has all of his limbs.

Emil plays dumb. Screams erupt from the van. Commander Hoess spies a glimmer in the dirt. Reaches for it, Anna's brooch.

COMMANDER HOESS (CONT'D)

Open it up!

Emil slowly moves to unlock the van, stalls -

EMIL

Sir, I open this door, they're all  
coming out like cats on fire.

Commander Hoess raises his pistol.

COMMANDER HOESS

Open it.

Emil opens the door. Mengele's Patients spill out gasping, running every which way. Emil picks them off as they scatter.

COMMANDER HOESS (CONT'D)

Shoot my artist, I shoot you!

Bodies fall to the ground, save a WOMAN WITH AN EYE PATCH. She's disoriented, but careens out of pistol range. Emil moves off to hunt her down, swearing. *But where's Mechi?*

Commander Hoess looks inside the van. Poisonous exhaust clears to reveal Mechi, curled in the back corner.

COMMANDER HOESS (CONT'D)

(irritated)

You want to live or run amok?

Mechi uncurls, sees Commander Hoess holding the brooch in his palm. Mechi crawls to him, takes the brooch.

MECHI  
What happened to her?

COMMANDER HOESS  
We're not talking about that now.

Commander Hoess shoves the sketch book at Mechi.

COMMANDER HOESS (CONT'D)  
Get back to work.

Otto trudges away, his plan thwarted.

124     **EXT. AUSCHWITZ - UNLOADING PLATFORM - DAY**

A heavy fog rolls in ahead of the oncoming train. Hopeless, Mechi, wanders in the thick haze.

On the platform, several Nazi Soldiers await the new arrivals as the train crawls into the yard.

Mechi fumbles for a drawing pencil inside his clothes. Instead, finds the file from Commander Hoess's desk.

Mechi glances around before he opens it. Typed along the top page, **MERKERS MINE INVENTORY**. A long list of stolen items.

His eyes land on one entry in particular - **"MADONNA AND CHILD" BY VINCENZO CATENA**, a member of his "family" from the museum back home. Tears begin to fall.

Then, through his tears, amidst the thick fog, he catches a glimpse of a man moving past on the train, staring back at him. It couldn't be, could it? He rubs his eyes.

Mechi follows the train down the line as it slows. And then, out of the fog coming back towards him on foot -- **LEO** --. His hair matted with dried blood from the wrench to his head earlier. They lock eyes. It's surreal.

LEO  
It is you. The artist. You're a  
prisoner. You were always a  
prisoner?

It's more of a realization than a question.

Just then, Emil, returning from dealing with the Woman With The Eye Patch, arrives on the unloading platform. Looks down the line. Spies Mechi, but the fog plays tricks. It looks like Mechi's talking with someone. Meanwhile -

LEO (CONT'D)

Let me help you. Come with me.

Mechi's taken aback, considers for a moment.

Emil again looks down the line. Mechi *is* talking with someone, starts towards them just as the train car doors are slid open, aggressive barking of big dogs.

NAZI OFFICERS

Men to the right! Women left!

The Cattle Car Prisoners emerge, swallowing Emil in a churning torrent of terrified people. Shoves through them.

Emil finally escapes the panicked crowd, drops from the platform. He's coming for Mechi and Leo. Leo grabs Mechi -

LEO

Let's go!

We can't see the engine because of the fog, but we hear -

ENGINEER (O.S.)

Unhook! Unhook!

That's Leo's job. Mechi catches a glimpse of Emil nearing, ominous. Instead of going with Leo, Mechi pulls away -

MECHI

I've picked my side. I'm not done.

Mechi thrusts his sketch book at Leo.

MECHI (CONT'D)

Get this to the underground.

Leo's solemn eyes gaze into Mechi's. They share a moment. Emil looms ever closer in the haze.

LEO

I won't forget you.

ENGINEER (O.S.)

God damn it! Unhook!

Leo races toward the voice of the angry Engineer. We barely make out Leo mount the engine as it pulls away.

Leo disappears just as Emil reaches Mechi, ready to throw down, but as he reaches Mechi, there's no one. He spins, flustered, confused.

We hear a rush of footsteps behind Emil who turns just in time to see a frantic prisoner throw himself onto the nearby electric fence and fry.

125     **EXT. POLAND - TRAIN YARD - DAY - ESTABLISHING**

Steam fills the frame as a train brakes to a slow stop.

ELDERLY MAN (V.O.)

I thought my life was over, and I was ok with that. Welcomed it even. But seeing Leo there in the fog, it was as if something was telling me, don't give up. Keep going. Fight.

126     **EXT. TRAIN - DAY**

A bloody Leo and a haggard Fritz dismount from the engine. The Engineer exits too. To Fritz -

ENGINEER

Tell Kondrat we're even.

The Engineer moves off. Leo and Fritz trudge away. In the background another train pulls into the yard.

127     **EXT. OUTSIDE THE TRAIN YARD - DAY**

Leo and Fritz lurk in the seclusion of a heavily wooded area. Leo rubs the back of his head, winces. His head is killing him. Fritz's mood is no better. He murmurs -

FRITZ

Even after getting hit in the head, you're still jumping off trains. Wandering around Auschwitz? What the hell is wrong with you?

Leo hisses back -

LEO

Listen here, Bucko. I had good reason. You'll never believe who I saw back -

Fritz stops him mid-sentence -

FRITZ

For once, you're going to listen to me. You do realize you're the reason the diary family was killed?

Those are fighting words and Leo's just been gut-punched, but before he can retaliate - A dog barks.

Fritz and Leo dive underneath brush. Bellies in the dirt, they spy SPIKE, a German Shepherd Dog, sniffing the ground, searching. **THUD** - A ball lands right in front of them.

Further away a NAZI DOG HANDLER and a NAZI SMOKING GUARD stroll, conversing -

NAZI SMOKING GUARD  
You like that worthless dog.

NAZI DOG HANDLER  
So what if I do?

NAZI SMOKING GUARD  
He's a dud, and you have an order.

Spike circles and arcs tracking his ball. He homes in closer -

NAZI DOG HANDLER  
I don't like shooting things.  
Gassing's better. More humane.

As they talk, Spike finds the ball, discovers Leo and Fritz too. Spike's intense stare sends shivers down Leo's spine.

But then Spike nudges the ball to Leo. Leo whirls the ball, the Nazis still unaware.

NAZI SMOKING GUARD  
You're going to gas the dog?

The train whistle blows.

NAZI SMOKING GUARD (CONT'D)  
Just do it.

The Nazi Smoking Guard heads toward the train.

NAZI DOG HANDLER  
Spike! Come here boy! Spike!

The Nazi Dog Handler leashes Spike. From Leo and Fritz's POV we view his boots as he trudges past us, scary close.

The crack of a **GUNSHOT**. Leo winces. The wail of a train whistle. The Nazi Dog Handler hightails it to the train.

Leo and Fritz remain hiding until the train whistle grows faint, but it's replaced by another noise - whining.

It's Spike, not dead, but tied to a tree. Leo unties him.

FRITZ  
No. He's not coming with us.

128 INT. OŚWIĘCIM, POLAND - POLISH UNDERGROUND SAFE BARN - NIGHT

[Pronounced: awsh-vyen-cheem]

Surly, Fritz storms in followed by a resentful Leo, and Spike, tail wagging. Inside, SEVERAL OTHER MEN, all part of the Polish Underground.

KONDRAT 50's, the one-legged, weathered leader of the group, hunkers by a simple wood stove, eating a bowl of stew.

FRITZ  
I'm done with this American. Does nothing by the book.

Staring at Fritz, Leo retorts -

LEO  
And you're way too twitchy for this line of work. What's your deal?

Kondrat lures Spike to him with a piece of meat. Pets him.

KONDRAT  
Twitchy. I like that. But he has reason to be. He was a Nazi.

A Nazi? What the hell? Leo's done, pulls his pistol on Fritz. All the men whip out their firearms, aim at Leo, a regular Mexican standoff. Except Kondrat. He feeds Spike more meat.

KONDRAT (CONT'D)  
Before you shoot him, which we've all thought about, somewhere along the line, this Nazi grew a soul. Switched sides. And because he's a "special" Nazi, we decided to let him join us.

LEO  
Special?

KONDRAT  
Fritz here, was the bookkeeper for Hitler.

Kondrat pets Spike. Leo's not buying it -

LEO  
A Nazi doesn't just switch sides.

FRITZ

If they take your family, you do.

Kondrat addresses Leo -

KONDRAT

I understand Fritz can set a person on edge, but what he says is true. His wife and kids were last seen being escorted to a labor camp, never came out. I don't imagine you're Fritz's first choice either. Let's not forget we're all fighting for the same thing.

Weapons lower.

KONDRAT (CONT'D)

Now, lets get back to work. Do either of you have anything for me?

Leo pulls Mechi's sketch book from his coat, ready to hand it over when headlights shine through cracks in the barn wall. Leo, Fritz, Kondrat and the others scurry like rats to hide.

**EARLIER THE SAME DAY:**

129 **INT. AUSCHWITZ - MECI'S STUDIO - DAY**

Scattered unfinished drawings strewn across the table, but Mechi's not there. We find him on the ground, back against the wall. In his hand, Anna's brooch. Caresses it tenderly.

**MEMORY FLICKER** - That night in Anna's room with the brooch.

ANNA

I wear it when I need courage.

Mechi turns to his small window. In the distance, tall chimneys push out smoke and ash. He whispers -

MECHI

I need courage.

He pins Anna's brooch to the inside of his prison shirt.

130 **INT. AUSCHWITZ - TANNERY - DAY**

Pilecki, Ziven and Bernadyn are at a work bench. The door opens. It's Mechi, a level of determination they've never seen -

MECHI  
We go tonight.

BERNADYN  
We're not ready.

MECHI  
Tonight.

DESDEMONA  
(pre-lap)  
Who's there? Othello

131     **EXT. AUSCHWITZ - THEATER - NIGHT**

Ziven plays OTHELLO. Another MALE PRISONER plays DESDAMONA, both in prison stripes, with the addition of a ridiculous hat for him, a shawl for "her", their attempt at costumes -

ZIVEN/OTHELLO  
Ay. Desdemona.

DESDEMONA  
Will you come to bed, my lord?

Cat calls and whistles erupt from the audience of Nazis.

132     **EXT. AUSCHWITZ LABOR CAMP - GROUNDS - NIGHT**

Mechi digs in the dirt. We hear the audience in the distance.

133     **EXT. AUSCHWITZ - THEATER - BACKSTAGE - NIGHT**

The play continues as Mechi pulls drawings from the bottle.

ZIVEN/OTHELLO (O.S.)  
Have you pray'd tonight, Desdemona?

Mechi shoves them into a leather satchel full of intel.

DESDEMONA (O.S.)  
Ay, my lord.

Passes the satchel to Bernadyn under the stage, joining other bags already there.

MECHI  
I'll get the rest.

Bernadyn's concerned eyes follow Mechi as he leaves.

ZIVEN/OTHELLO (O.S.)  
 If you bethink yourself of any  
 crime unreconciled as yet to heaven  
 and grace, solicit for it straight.

134     **INT. AUSCHWITZ - MECCHI'S STUDIO - NIGHT**

Mechi enters his dark studio. The light blinks on behind him.  
 Mechi turns. It's Otto.

OTTO  
 Commander Hoess's fancy little show  
 dog pretending to be obedient?

Otto's been nosy. The cabinet opened, floorboard pulled up.  
 Mechi's drawings. Goering's knife. *He's caught.*

OTTO (CONT'D)  
 What he doesn't know is that you're  
 really just a two-timing, thieving  
 bitch. Wait until Hoess finds out.

Mechi stands up to Otto.

MECHI  
 I'm not the only one. Relocating to  
 Argentina?

Otto lunges for Mechi, who tries to escape. Not a chance.  
 Otto shoves him up against the back wall, hands around his  
 throat, squeezing the life out of him.

But then Otto's hands turn loose. Bernadyn's come in behind  
 Otto. He's got a wire around Otto's neck.

The dangling light bulb from the ceiling sways back and forth  
 as Bernadyn holds tight on the wire. Mechi falls to the  
 ground, paint supplies all around him.

Otto flails loosening Bernadyn's grip, now the tables are  
 turned. Otto has Bernadyn shoved up against a wall. Grabs for  
 his holstered pistol to end him.

Mechi rushes in, grapples with Otto, prevents him from  
 pulling out his pistol with one hand. In his other, **A LARGE  
 PAINT BRUSH.**

In one decisive movement, Mechi shoves the sharp end into  
 Otto's eye, so deep it penetrates his brain. Blood dribbles  
 from Otto's skewered eye. Mechi stumbles back. **He's just  
 killed a man.**

135     **INT. AUSCHWITZ - THEATER - ON STAGE - NIGHT**

Ziven and his fellow actors take their final bow.

136     **INT. AUSCHWITZ - MECI'S STUDIO - NIGHT**

Mechi looks down, realizes he's got Otto's **pistol**. Shoves it in his pants behind his back. Pilecki races in -

                  PILECKI  
We've got a problem.

                  BERNADYN  
So do we.

                  MECHI  
I'll take care of it.

Off Otto on the ground, paint brush plunged in his brain -

137     **INT. AUSCHWITZ - THEATER - BACKSTAGE - NIGHT**

Ziven removes his hat, wipes his brow as Mechi approaches.

                  MECHI  
We need more time.

Ziven whispers to the STAGE MANAGER, who go back on stage -

                  STAGE MANAGER (O.S.)  
Could I have your attention?

Ziven returns to Mechi. He's got something to say -

                  ZIVEN  
I need you to know. I'm sorry.

                  MECHI  
For what?

                  ZIVEN  
For you. For Anna.  
          (beat)  
The cafe. Anna's father. But  
tonight I make it right.

Ziven reaches for Mechi and hugs him tight, his eyes moist. Mid-hug, Ziven, feels Otto's **pistol**. In his sleight of hand, slips it from Mechi unnoticed and heads back onstage.

                  MECHI  
Ziven!

But Ziven's gone.

138     **INT. AUSCHWITZ - MECCHI'S STUDIO - NIGHT**

Mechi enters. Bernadyn and Pilecki stand over Otto's body.

                  PILECKI  
The laundry truck never arrived.

                  BERNADYN  
And now this.

He motions to Otto's corpse.

                  PILECKI  
What are we going to do?

Mechi's thinking on his feet.

                  MECHI  
We use Otto's car.

	PILECKI	BERNADYN
What!?		What!?

                  MECHI  
Jakob. The guard at the gate never  
checks his car.

                  BERNADYN  
Otto's dead.

                  MECHI  
I'll be Otto. Help me undress him.

Off the three undressing the corpse -

139     **EXT. AUSCHWITZ LABOR CAMP - GROUNDS - NIGHT**

The watch tower light sweeps across the yard. Three SHADOWED FIGURES carry a BODY into the darkness.

                  ZIVEN (O.S.)  
"If we shadows have offended, think  
but this, and all is mended, that  
you have but slumber'd here while  
these visions did appear."

A guard dog barks as the light sweeps back across, narrowly missing the Shadowed Figures.

140     **INT. AUSCHWITZ - THEATER - BACKSTAGE - NIGHT**

Mechi enters as the Prison Artists pull out the smuggled evidence from under the stage.

ZIVEN (O.S.)  
Writers two. "He capers, he dances,  
he has eyes of youth, he writes  
verses, he speaks holiday, he  
smells April and May."

One by one, Mechi and the Prison Artists take their satchels of pillaged Nazi secrets out the back door.

141     **INT. AUSCHWITZ - THEATER - ON STAGE - NIGHT**

Ziven's performing amidst a sea of lit candles. Ziven dances to a candle. POOF. Ziven blows it out.

ZIVEN  
He wrote the most beautiful poetry.  
"Never durst poet touch a pen to  
write until his ink were tempere'd  
with love's sighs."

The Nazi aren't sure what to make of this odd performance.

142     **EXT. AUSCHWITZ - BEHIND THE THEATER - NIGHT**

Pilecki opens the trunk of Otto's Two Seater Mercedes. Otto's laying there. Naked. Dead. The Prison Artists recoil.

MECHI  
Quick, the changing of the guard is  
any minute.

They pile their drawings and other smuggled items on top of Otto, burying him. Bernadyn holds up Otto's uniform.

BERNADYN  
It's up to you now.

Mechi starts to remove his pants but then stops short -

MECHI  
The gun. Ziven -

Mechi runs back towards the theater. Bernadyn hisses -

BERNADYN  
What are you doing?

MECHI  
I'll be back!

Mechi races away -

143     **EXT. AUSCHWITZ - THEATER - ON STAGE - NIGHT**

Ziven's performance continues...

ZIVEN  
The greatest of musicians,  
composers too. "If music be the  
food of love, play on."

Mechi arrives at the wings. Ziven shoots Mechi a bitter sweet smile, winks. Mechi knows for certain now.

144     **EXT. AUSCHWITZ LABOR CAMP - GROUNDS - NIGHT**

Emil, the one to replace Jakob saunters towards the gate.

**AT OTTO'S TWO SEATER MERCEDES**

Pilecki and Bernadyn pace impatiently. Time is running out.

PILECKI  
It's gotta be you.

Bernadyn rushes to put on Otto's uniform. He throws on the jacket, the hat. He's out of time. Flings the pants into the car and jumps in with his prison pants on his bottom half.

BERNADYN  
God help me.

Starts the engine and motors to the gate.

145     **INT. AUSCHWITZ - THEATER - BACKSTAGE - NIGHT**

Mechi's behind the curtain. Tries to get Ziven's attention.

146     **INT. AUSCHWITZ - THEATER - ON STAGE - NIGHT**

Ziven's holding the last lit candle. It's glow illuminates his face. Ziven looks into the eyes of the Nazis -

ZIVEN  
Unlike the monuments you're  
building for yourselves.

Ziven intensifies -

ZIVEN (CONT'D)  
They will become but the dust and  
rubble we shake from our feet.

The Nazi audience murmurs their disapproval. They stir.

147     **EXT. AUSCHWITZ - GATES - NIGHT**

Bernadyn dressed in only the top half of Otto's Nazi uniform approaches the gate in Otto's Two Seater Mercedes. The new guard, Emil is there ready to replace the old guard, Jakob.

148     **INT. AUSCHWITZ - THEATER - STAGE - NIGHT**

Ziven holds the last candle in front of him.

ZIVEN  
Did you think you could extinguish  
us?

The Nazis rise from their seats.

149     **INT. TWO SEATER MERCEDES - NIGHT**

Emil taps on the window. Bernadyn's busted.

ZIVEN (V.O.)  
Didn't you know we were made with a  
little bit of magic? God designed  
us to go on and on. Our lights will  
shine for all of eternity.

150     **INT. AUSCHWITZ - THEATER - STAGE - NIGHT**

Ziven extinguishes his candle with a handkerchief. All of the other candles reignite. Their flames brighter than before.

The Nazi's have had enough. Hands to their firearms. Ziven sweeps back the handkerchief. No candle, **OTTO'S PISTOL.**

**BACKSTAGE**

Mechi pushes through the curtains to stop Ziven. Before he can, Pilecki and the others tackle him. Pull him back. Mechi's on the ground. Spies Ziven through the curtains.

**ON STAGE**

Ziven brandishes **Otto's pistol** -

ZIVEN  
Tonight I die with honor!

Fires, hits one Nazi, two Nazis. The Nazi Soldiers in the crowd return fire. **BULLETS PENETRATE ZIVEN'S BODY.** Off Mechi's horrified reaction we --

**CUT TO:**

151     **INT. TWO SEATER MERCEDES - NIGHT - SAME**

Emil at the window. **GUNSHOTS SOUND FROM THE THEATER.** Emil and Jakob rush to assist. Bernadyn trembles in the driver's seat.

152     **INT. AUSCHWITZ - THEATER - NIGHT**

Mechi realizing that there's no help for Ziven frantically races to the exit just in time to see -

153     **EXT. AUSCHWITZ - GATE - SECONDS LATER**

The tail lights glow red on Otto's Two Seater Mercedes as Bernadyn makes his escape. Emil grabs Mechi from behind.

154     **INT. AUSCHWITZ - THEATER - NIGHT**

Nazis round up the Actors and Prison Artists. Emil shoves Mechi against the wall with the others. Onstage, Ziven's body, smiling peacefully.

155     **INT. OŚWIĘCIM, POLAND - POLISH UNDERGROUND SAFE BARN - NIGHT**

The barn door creaks open. It's Bernadyn wearing Otto's Nazi uniform on top, his bottom half, prison stripes.

Bernadyn enters to find Kondrat. He embraces Bernadyn.

KONDRAT  
You made it out, my friend.

Leo, Fritz and the others emerge from their hiding spots.

**A SHORT TIME LATER**

Kondrat holds a lantern for Bernadyn as he pops the trunk of the Two Seater Mercedes, now parked in the barn.

Moves aside the intel revealing Otto's naked corpse, paint brush lodged in his eye.

BERNADYN

We got creative, thanks to Mechi.

This gets Leo's attention.

LEO

Who did you say?

BERNADYN

Mechi.

LEO

The artist?

BERNADYN

Yes, that's the one.

Leo's gobsmacked, surveys the trunk - the art, Otto's body.

LEO

You know him? He did all this?

BERNADYN

We were kids together, and yes,  
this was his idea.

Leo realizes - *This is why Mechi refused to come with him. This is the work he had left to do. The sketchbook, it's part of this.* Leo pulls the sketch book from his coat, hands it to Kondrat -

LEO

Mechi wanted to be sure you got  
this.

Kondrat opens it. Leo, Fritz and the others surround Kondrat as he turns the pages in Mechi's sketch book. Each drawing tells a tragic story. Kondrat turns another page -

Lodged inside, **the Merkers Mine File**. Fritz lunges for it.

FRITZ

(exclaims)

Where did you get this?

Leo can't help but be snarky -

LEO

Wandering around Auschwitz.

Fritz is too laser focused scouring the inventory list to notice. Offers the file to Kondrat who studies it.

FRITZ

This is SS inventory. This is what we've been waiting for. It'll be here. I know it.

Kondrat agrees. Leo interjects -

LEO

What will be where?

FRITZ

(excited anticipation)  
What we've been looking for.

Leo again looks to the trunk, the sketch book.

LEO

But what about all of this?

KONDRAT

Don't worry. We'll make sure it gets in the right hands.

An idea flashes across Kondrat's face. Circles the Two Seater Mercedes on his peg leg, eyes Bernadyn up and down.

KONDRAT (CONT'D)

You got the bottoms to that get up?

Bernadyn nods. Kondrat turns to Leo and Spike. A prankish gleam in his eye as he addresses Leo -

KONDRAT (CONT'D)

We hear you like to play dress up.

Fritz doesn't like where this is headed, interrupts -

FRITZ

I know what you're thinking and the answer's NO.

KONDRAT

Whether you realize it or not, you need him. There's no way you'll pull it off on your own.

Fritz concedes. *He's right.*

Leo's oddly absent from the conversation. His mind is elsewhere. Leo addresses Bernadyn -

LEO  
Mechi? Where is he?

BERNADYN  
Things got messy, heard gun shots.  
(resigned realization)  
I don't know.

This is a whole new side of Leo. He's concerned. For Mechi.

LEO  
I told him I would help.

BERNADYN  
One thing I do know. What he gave  
you, he was willing to give his  
life for to protect. Go with them.  
It's what he would want.

Off Leo contemplating, we hear sounds of torture as we go -

156     **INT. AUSCHWITZ - BLOCK ELEVEN - BASEMENT - DAY**

To a dark, dingy, room. Moans, screams from other rooms.  
Mechi's got a canvas bag over his head.

The sound of an interrogation in progress now, too. Anxiety  
sets in. Guards suddenly enter, grab Mechi.

**STAIRWELL**

From Mechi's BLINDFOLDED POV darkness emerges into a muffled  
light as they climb stairs. Mournful terrorized sounds  
surround him. It's all very disorienting.

**UPSTAIRS ROOM**

Through Mechi's BLINDFOLDED POV more light shines through.  
The Guards close the door behind them.

FAMILIAR VOICE (O.S.)  
You're not the only one who sees.

Someone unties Mechi's hands.

FAMILIAR VOICE (O.S.) (CONT'D)  
You may not think I watch you, but  
I do.

Mechi's blindfold is removed. The light coming in the windows  
blinds him, further disorienting him for a moment. Reveal -

COMMANDER HOESS  
And I don't like what I see.

And then as Mechi's eyes slowly regain focus -

COMMANDER HOESS (CONT'D)  
You've lost your way.

We see a table with brushes, paint. An easel with a large blank canvas.

COMMANDER HOESS (CONT'D)  
I can't say that I blame you.

As Mechi's eyes become acclimated, we see a woman on a couch reclining in the style of the artist Francisco Goya.

COMMANDER HOESS (CONT'D)  
You and I are the same.

Although the canvas blocks most of our view, we can tell the woman is naked.

COMMANDER HOESS (CONT'D)  
We need inspiration. Beauty.

**AND NOW WE CAN SEE THE WOMAN IS ANNA.** Mechi's in absolute shock. Anna's humiliated, afraid, trembles uncontrollably.

Mechi, horrified, angry, embarrassed, averts his eyes. This is the first time he's seen Anna naked. It wasn't supposed to be like this.

Commander Hoess is oblivious and delighted by his surprise. So proud of himself. He drinks in Anna's virgin beauty.

COMMANDER HOESS (CONT'D)  
What I was trying to tell you  
earlier is that although she's a  
little worse for wear, I found your  
Anna. Saved her actually. She would  
have died if I hadn't rescued her.

Commander Hoess sweeps his fingers seductively along Anna's face, her arm. Although she is nude, we never see her fully.

COMMANDER HOESS (CONT'D)  
Well, my friend, what are you  
waiting for? She's here in the  
flesh, at last. Paint her.

Anna trembles. Mechi quivers with rage.

MECHI

Cover her.

Commander Hoess chuckles, but ignores his demand. Mechi removes his shirt, moves towards Anna to cover her himself.

Commander Hoess blocks him, strikes Mechi across the face.

COMMANDER HOESS

Paint her!

Mechi squares up to Commander Hoess, looks him in the eye -

MECHI

I won't.

Mechi's rejection infuriates Commander Hoess. He strikes him again, and again. Mechi collapses. Commander Hoess kicks him.

COMMANDER HOESS

You've broken my heart, Mechi.  
Perhaps, I'll break yours.

Anna tearfully intercedes -

ANNA

It's ok, Mechi.

MECHI

I will not.

Commander Hoess pulls out his pistol, points it at Mechi. Mechi's eyes averted from his Anna. Resolute - **HE WILL NOT DO THIS**. Commander Hoess realizes he's getting nowhere.

COMMANDER HOESS

Very well.

Cocks the pistol, shoves it at Anna's head instead.

COMMANDER HOESS (CONT'D)

This will be your magnum opus.

Anna pleads to Mechi with her tearful eyes.

MECHI

Stop! Please. Ok. OK...

Mechi staggers to his feet, picks up a paint brush.

Blood runs into his eyes. He wipes it away, tears mixed in with it. How is he going to do this? Mechi begins to paint. Anna's hand. Her arm.

**BEGIN INTERCUT SEQUENCE**

A series of moments between the lovers we've never seen.

**MEMORY FLICKER - KRAKOW CAFE - DAY**

Mechi's sketching a still life of his coffee cup, when a delicate hand of a young woman breaks his concentration. She pours coffee, notices her for the first time. It's Anna.

**PRESENT - BLOCK 11**

Mechi's face is swollen from the blows. Blood flows. He's fighting to stay conscious. Mechí focuses on Anna's hair. Long, wavy, thick, the color of molasses.

**MEMORY FLICKER - POPPY FIELD - DAY**

Anna's strolling through a field of red poppies with Mechí, a blue ribbon tied in her hair. She's laughing, carefree, innocent. It's the moment Mechí realizes he loves her.

**PRESENT - BLOCK 11**

Mechí paints a blue ribbon into Anna's hair even though she's not wearing one today.

Painting is much harder now, but, like a fighter in the ring, he wills himself to carry on. His love's life in the balance.

Mechí paints her lips. Amidst the blur of impending collapse -

**FLASHBACK - ANNA'S HOUSE - BEDROOM - NIGHT**

That night so long ago, he leans in to kiss her.

**PRESENT - BLOCK 11**

Mechí's face hardly recognizable. His vision blurs. The room spins.

A Guard rushes in. In echoes, we hear broken words "RUSSIANS". "GO". "NOW". The last thing Mechí's blurred eyes see is Anna, a gun at her temple. Mechí collapses.

We hear the explosive sound of a **GUNSHOT**. Or was it Mechí's head hitting the floor? And off this ambiguous sound we-

**SMASH TO BLACK:**

**END INTERCUT SEQUENCE**

157     **EXT. TWO SEATER MERCEDES - TRAVELING - DAY**

Leo drives wearing Otto's Nazi uniform. Fritz beside, wearing his, already overthinking things -

FRITZ  
I'll do the talking.

Leo grins -

LEO  
You're the boss.

Squeezed in between them, Spike, tongue lolling.

158     **EXT. GERMANY - MERKERS MINE - FRONT GATE - DAY**

The Two Seater Mercedes trundles through the entrance.

**ENTRANCE DOOR**

ERNST 30's, an unhappy guard who's stuck on duty while the higher ups eat a holiday dinner at a nearby hotel, stands watch as Leo, Fritz and Spike approach.

Ernst regards them with skepticism. Raises his arm in salute. They return the gesture, hand him their papers. Leo and Spike stand quietly as Fritz, tight as a rubber band -

FRITZ  
We are here to make an inspection.

Ernst studies them, then their papers. Finally -

FRITZ (CONT'D)  
Come.

**ELEVATOR**

SCHULZ 30's, the elevator guard, a jolly foodie, munches a sausage while on duty. Leo, Fritz and Spike enter with Ernst. Fritz is tense, Leo and Spike, not so much.

ERNST  
Take us down.

Schulz shoves his snack into his pocket, eyeballs Spike.

SCHULZ  
You're a fine dog.

Then to Leo with his attention still on Spike -

SCHULZ (CONT'D)  
Where you from?

Leo shoots Fritz a look. He'll try and be good.

LEO  
Bavaria.

SCHULZ  
Bavaria. They make some good pastry  
in that part of the country.

Spike thumps his tail, moves a little closer to Schulz.

SCHULZ (CONT'D)  
What part of Bavaria?

LEO  
A little town, Dinkelsbühl.

Schulz raises an eyebrow as he pets Spike.

SCHULZ  
You ever go to a bakery there in  
Dinkelsbühl?

LEO  
Sure.

Ernst, flustered at Schulz's lack of proper Nazi rigidity, clears his throat. Schulz resumes managing the elevator as Fritz cautions Leo with a look of his own.

#### **BOTTOM OF THE MINE**

Ernst takes them to the vault, but the door's leaned up against the wall. The opening under construction. Fritz loses it.

FRITZ  
What is this? Why is the door off?

ERNST  
It's being fortified. Not finished.

FRITZ  
This is going down in my report.  
Get it fixed immediately!

ERNST  
But, I don't have any men.

FRITZ  
Then get some!

Off Ernst, resentful as he trudges away -

# **ROOM #8 AKA THE VAULT**

Now alone, Fritz flips a switch next to Leo and Spike. Lights blink on one by one illuminating a vast corridor. Large canvas bags lay strewn out across the floor in rows. Piles of gold bars, silver bars. Art encased in crates.

LEO  
Holy shit!

Fritz doesn't waste any time, goes to work, hunting.

# **ELEVATOR**

A daydreaming Schulz mans the elevator as a fuming Ernst rides up to see about finding someone to fix the vault door. An idea passes across Ernst's face.

# 159 **INT. MERKERS MINE - ROOM #8 AKA THE VAULT - DAY**

Leo slices open a canvas bag with his knife. Pulls out a gold bar. Leo's flustered -

LEO  
I don't see any bombs, Fritz.

Fritz rushes to a large leather satchel. It has a lock on it, but it isn't latched.

FRITZ  
Not the kind you're looking for.

Fritz peers inside. Expectant -

FRITZ (CONT'D)  
We're looking for a ledger.

The satchel's empty. Panicked -

FRITZ (CONT'D)  
Damn it! It's not here!

Leo's flabbergasted.

LEO  
You lied to me?

Fritz never stops searching. Leo follows after him, dumbstruck as Fritz frantically hunts -

LEO (CONT'D)

You Nazi bastard. Our mission was to look for Hitler's wunder bomb, end this war. Now you tell me we're looking for a damn book.

Fritz ignores Leo's accusation, continues to search -

LEO (CONT'D)

My mission was to search for information leading to actual firepower. That's not here. I'm not fiddling around down in this hole.

Disgusted, Leo heads to the door. But then he hears a strange sound from behind. He turns to find Fritz, crumpled on a pile of gold, sobbing into his hands. Perplexed, Leo moves to him.

LEO (CONT'D)

What the hell is going on?

Fritz looks up from his sorrow, implores Leo, forlorn -

FRITZ

Please don't go. I've been looking and looking trying to find it. It's the only chance I have. Don't you understand? It is a weapon, just a different kind. It's the ledger I kept for the SS, for Hitler himself. Every person with dirty hands profiting from this war. It's in that book. If I could expose them...

Fritz sits with the weight of it before continuing -

FRITZ (CONT'D)

My family suffered because of me. I need to atone for my sins. Please help me look.

Then -

SCHULZ (O.S.)

What for?

They turn to find Schulz finishing his last bit of sausage. A moment of decision - Leo grabs the satchel from Fritz, pulls his pistol, rushes Schulz. Shoves the satchel in his face.

LEO

Where is it?

Schulz innocently peers into the empty satchel. Leo points his pistol at him, cocks it.

LEO (CONT'D)  
Don't pretend like you don't know.

SCHULZ  
The Master Ledger? I think I saw it  
by the Rembrandts. Follow me.

Schulz heads down a long row of loot. Fritz and Leo follow, pistol on Schulz.

160     **INT. MERKERS MINE - RADIO ROOM - DAY**

Ernst barges in.

ERNST  
Get me Commander Klein.

RADIO OPERATOR  
He's still at the party.

ERNST  
Now!

161     **INT. MERKERS MINE - ROOM #8 AKA THE VAULT - DAY**

Schulz noses through crated art while Leo holds his pistol on him. To Leo -

SCHULZ  
What did you say the name of the  
bakery was in Dinkelsbühl? The one  
you went to?

Leo's in no mood.

LEO  
Too many to mention. Find the book.

Schulz pauses, looks at Leo oddly. Then -

SCHULZ  
Found it!

As Schulz turns, we see the Master Ledger in his hands. Leo reaches for it. Leo pulls, but Schulz won't let it go. Then -

SCHULZ (CONT'D)  
My name is Schulz.

Both of their hands tight on the Master Ledger.

SCHULZ (CONT'D)  
I'm from Dinkelsbühl. My family  
owns Schulz's bakery. The only  
bakery in town.  
(beat)  
I'd like to go back, bake again.

Schulz touches his pudgy finger to the tip of Leo's pistol.

SCHULZ (CONT'D)  
There's no need for this. If you'll  
put it away, I'll take you up, let  
you get out of here.

Leo slowly holsters his gun. Schulz releases the Master Ledger to Leo. Leo lowers it into the satchel.

Schulz heads to the elevator. Fritz and Leo shoot each other a look of disbelief.

162     **INT. MERKERS MINE - ELEVATOR - DAY**

Leo, Spike and Fritz ascend with Schulz. The sound of the straining cables signals their painfully slow rise up the shaft.

163     **INT. MERKERS MINE - RADIO ROOM - DAY**

The Radio Operator hands Ernst the phone. The clock ticks...

164     **INT. MERKERS MINE - ELEVATOR - DAY**

Leo, Spike and Fritz ascend up the mine shaft with Schulz.

165     **INT. MERKERS MINE - HALLWAY - DAY**

Ernst sprints towards the entrance of the mine shaft.

166     **INT. MERKERS MINE - ELEVATOR - DAY**

Leo, Fritz, Spike and Schulz finally reach the top. Schulz opens the door, getaway vehicle in view.

SCHULZ  
(in English)  
Good luck, gentlemen.

167     **EXT. MERKERS MINE - SECONDS LATER**

There's dust in our face as the Two Seater Mercedes peels through the gate. Schulz observes as they leave. Ernst bursts from the building, seconds too late.

ERNST

Stop them!

Ernst and some Guards pile onto two parked motorcycles with sidecars. Schulz slips back into the mine unnoticed.

168     **EXT. SEVERAL MILES OUTSIDE MERKERS MINE - DAY**

Leo races the Two Seater Mercedes as hard as it will go.

A high-pitched whirring, the car shakes like a jack hammer - **BAM!** An explosion under the hood. Leo maneuvers to the side of the road. The approaching scream of motorcycle engines.

Leo jumps from the car. Crouches behind the mangled hood. Smoke surges from the blown engine underneath. Pulls his pistol, ready to fight. Fritz approaches Leo, holding out the satchel containing the Master Ledger.

FRITZ

Get this to your general.

Leo looks to Fritz, confounded -

LEO

I'm gonna stay and fight.

Fritz is calm, unwavering. Looks deep into Leo's eyes.

FRITZ

Today I settle my account. Don't  
let it be in vain.

Leo now understands. They exchange a firm and meaningful grasp of hands. Fritz cocks his pistol, marches towards the oncoming Nazis.

**SECONDS LATER**

Leo and Spike run for their lives. Running, running, then - **gunshots**. Leo turns to witness Fritz collapse.

**AT THE TWO SEATER MERCEDES**

BINOCULAR POV - Leo and Spike motionless.

ERNST

Go! Now!

Ernst and the Guards load up and give chase. The hunt is on.  
**Leo and Spike now running for their lives.**

**BACK AT THE TWO SEATER MERCEDES**

As the Nazis speed away, we find Fritz. Dead. In Fritz's hand, a bloodied photo of him with his family - **the German Woman Otto shot at the shooting wall, and Heidi and Banning, the children that Otto took and "adopted".**

169 **EXT. COUNTRYSIDE - DAY**

Leo's running fast. Spike right beside him. They're not going to be able to keep up this pace for long. In the distance, the sound of motorcycles, closer, closer.

170 **EXT. BARN - DAY**

A GERMAN MAN leads a saddled HORSE inside a barn. Moments later he emerges, enters his house.

Leo spots the barn. We watch him run inside one side of it with Spike, but we don't join him. Instead, we travel along the outside of the barn and then, exploding out the other side, Leo on the Horse. Spike alongside.

171 **EXT. COUNTRYSIDE - DAY**

Leo gallops this horse strong and fast along the gorgeous German countryside. Spike's stride matches that of the horse.

From Leo's POV we look behind, both motorcycles hot on their tail. Leo shoots, **BANG, BANG, BANG**. Hits one of the Nazis. The motorcycle swerves in front of the other, careens off the road, flips. One motorcycle down. The other loses some ground but still coming for them.

Leo asks for more speed, the horse finds another gear. But Spike can't keep up. The road veers and we lose sight of Spike. Leo turns his horse passing a warning sign "ACHTUNG!".

172 **EXT. ROCK QUARRY - DAY**

Leo and his horse charge ahead. A dead end. Spurs his horse up the rock wall, but he falls back, too steep. Against the wall of rock, no way out but back into the oncoming Nazis.

The horse drips sweat, breathing hard. Leo steadies him. Checks his gun, no bullets. He's trapped. Time to do or die.

#### **ON THE NAZIS**

Only Ernst and his Driver remain. They're closing in fast.

#### **BACK ON LEO**

In the quarry, Leo spots a large rock crushing machine, tools. Grabs a pick ax. Backs the horse behind the crusher, waits in ambush.

#### **ON THE NAZIS**

Ernst and the Driver swivel their heads around as they speed into the quarry. *Where's Leo?*

#### **BACK ON LEO**

Mounted on his horse, Leo waits quietly behind the rock crusher, pick ax at the ready. Whispers in the horse's ear -

LEO  
You're in the cavalry now, boy.  
Take us home.

As the Nazi motorcycle passes the rock crusher, Leo spurs his horse into a dead run.

#### **ON ERNST**

Ernst realizes too late, Leo's charging at them on the horse. The horse leaps up over the motorcycle and sidecar.

The lift off, a sight to behold. Leo astride, pick ax raised, soars over the Nazis like he's the grim reaper, sinks the ax into the Nazi Driver's face.

But, despite the pep talk, this is no cavalry horse. Just as Ernst raises his machine gun to shoot, the horse descends too soon. His back hooves pummel Ernst in the head.

The horse crashes into the motorcycle, spinning it out of control. Leo rolls clear in the nick of time.

Ernst isn't so lucky. Severely injured, Ernst untangles himself from the damaged side car, drags himself towards Leo. Leo comes for Ernst. Picks up a large rock. Drops it on Ernst's head, crushing his skull. He's a goner.

In the background, the spinning wheel of the upturned motorcycle as the horse stands to his feet.

Meanwhile, we lift our eyes to a SHERMAN TANK lumbering out of the woods above the rock quarry behind Leo and the horse.

Leo turns, discovers the tank, raises his arms in surrender. A U.S SOLDIER yells down to Leo from atop his tank -

U.S. SOLDIER  
Why are Nazis killing Nazis?

LEO  
I'm an American.

U.S. SOLDIER  
You don't look very American to me.

173     **EXT. FOREST - MOMENTS LATER**

The U.S. Soldier and Leo traverse through brush. Out of nowhere, a bark and then a rush of movement. Spike tackles Leo, beside himself with joy. Leo hugs the dog tight. The U.S Soldier shakes his head. Just then -

MAN'S VOICE (O.S.)  
What in the Sam Hill?

It's Captain Banks.

CAPTAIN BANKS  
Sergeant Wakefield, is that you?

LEO  
Yes, sir. I need to see General Patton right away.

Off the intensity we behold in Leo's eyes we -

**MATCH CUT TO:**

174     **INT. EBENSEE, AUSTRIA - EBENSEE LABOR CAMP - INFIRMARY - DAY**

EXTREME CLOSEUP: MECI'S EYES. BRUISED.

A tattered ORDERLY unwraps a bandage on Mechi's head.

MECHI  
Anna?

ORDERLY  
Ebensee.

MECHI  
Ebensee?

ORDERLY

A beautiful town with magnificent scenery, but to you and I, just another prison camp.

MECHI

Anna?

ORDERLY

That your girl back home?

Mechi tries to rise. The Orderly puts a hand on him.

ORDERLY (CONT'D)

Just rest.

Through the infirmary window, gorgeous Austrian mountains.

175

**INT. GERMANY - PATTON'S MOBILE COMMAND POST - DAY**

The mountain landscape of Germany can be seen through the window of General Patton's mobile van. Patton's on the phone, all fired up.

PATTON

We must present a picture of force and strength to the Red Army. This is the only language they respect.

A pause as he listens. Then a knock at the door. HARKINS 40's, Patton's deputy chief of staff, pokes his head in. Patton motions him in while still on the phone.

PATTON (CONT'D)

We could end communism now. While their weak.

Harkins, escorts Leo, who's in his Nazi uniform with his satchel over his shoulders, into the room.

PATTON (CONT'D)

I don't care what that boy scout Ike says! We disarm the Germans, but will fail in the liberation of Europe! We'll have lost the war!

Patton slams down the phone.

PATTON (CONT'D)

(to Willie)

Why is it so hard to find good men?

(then to Harkins and Leo)

What? I'm fighting a war here!

HARKINS

Sergeant Wakefield insists he's got something for your eyes only, sir.

Patton looks closely. Then recognition.

PATTON

Sergeant Wakefield. Every time I see you, you're wearing someone else's damn clothes.

(to Harkins)

Dismissed.

Harkins exits. Only then does Leo hand him the Master Ledger.

PATTON (CONT'D)

We've already received your intel on the rockets.

Patton opens it. Looks it over.

PATTON (CONT'D)

This looks like an accounting book.

LEO

Anyone profiting from this war. It's in that book.

Patton turns pages, studies them. He sits back, shaken, and that's not easy to do with Patton. Under his breath -

PATTON

Well, hot damn.

Then -

PATTON (CONT'D)

Based on what's in here, a lotta heads are gonna roll. I recognize some of these names.

(beat)

Why give it to me?

LEO

Your name wasn't in it.

Patton moves from behind his desk.

PATTON

Follow me.

176     **INT. MAP ROOM - DAY**

Patton, Leo and Harkins pour over a large map. Leo points -

                  LEO  
Merkers Mine. Here.

                  PATTON  
How about security?

                  LEO  
Manageable.

Patton barks to Harkins.

                  PATTON  
Get General Eddy on the horn now!

Harkins exits the room in a quick hurry.

177     **EXT. PATTON'S MOBILE HEADQUARTERS - DAY - LATER**

Leo walks alongside Patton and Harkins.

                  PATTON  
I wouldn't be surprised there's a  
medal in this for you once this is  
over.

Leo drops his head.

                  LEO  
Yes, sir.

Patton studies Leo, curious.

                  PATTON  
Isn't this what you wanted? To see  
some action, prove yourself?

Leo considers before pulling out Mechi's sketch book. Hands  
it to Patton.

                  PATTON (CONT'D)  
Another book?

Patton looks over the drawings and then to Leo.

                  LEO  
Medals don't mean anything anymore.  
I need to go back. Find this man.

PATTON

We've been discovering places like this all over, countless people, most of them bodies at this point. It'd be near impossible to find this one man. If he's even alive, and that's a big if.

Leo's resolute.

LEO

I gave him my word.

Patton recognizes that look. Turns to Harkins and commands -

PATTON

Make it so.

HARKINS

Yes, sir. Right away.

Patton turns to Leo.

PATTON

Sergeant Wakefield.

Leo faces Patton.

PATTON (CONT'D)

Well done.

Patton salutes. Leo returns the salute. A gust of wind swirls the dirt at their feet and we -

**MATCH CUT TO:**

178 **EXT. EBENSEE, AUSTRIA - EBENSEE LABOR CAMP - INFIRMARY - DAY**

Dirt swirls around Mechi, his back leaned against the infirmary wall. The afternoon sun warms his frail body. He attempts to sketch, but he's weak.

After a moment, Mechi closes his eyes, his breathing shallow. A slight breeze kicks up more dust, revealing -

Scrawny, near-death Prisoners shuffle towards the gate. Among them other FIGURES, hallucinations, coming towards Mechi. Behind them, coming straight at Mechi, a lone figure, **Anna**.

One by one, the other figures come into focus. We slowly recognize them. Dressed in their Sunday best. Mechi sketches as a parade of the dead but not forgotten come close. Anna's Poppa lumbers by.

But Mechi's not focused on them, only Anna, as she comes closer. Mechi's breathing slows. His hand still sketches. His focus on Anna. Ziven approaches Mechi.

ZIVEN

Cowards die many times before their deaths. The valiant never taste of death but once.

Ziven swirls his handkerchief. Whoosh, they're gone. All that remains is Anna. She's getting closer. She mouths -

ANNA

I'm waiting for you.

The drawing he's been sketching escapes Mechi's loosened grip. **We follow the drawing as it tumbles towards Anna.**

It lands on - a BOOT. A hand reaches down and picks it up. Only now we realize, it's not Anna at all. **It's LEO.**

Leo eyes the **DRAWING: Just feeble scribbles**. Looks up. **MECHI.**

Leo rushes to Mechi's lifeless form. He's clutching a pencil in one hand. A ring in the other. Leo kneels. *Is he too late?* Leo feels for a pulse, nothing. Shakes him. Mechi gasps -

LEO

Medic! I need a medic!

Mechi's eyes open.

MECHI

Anna...

LEO

Stay with me.

Mechi coughs. Holy shit. Leo's found him.

LEO (CONT'D)

Medic!

A wide shot of the camp as Mechi lays across the lap of Leo reminiscent of Michelangelo's sculpture "Pieta".

LEO (V.O.)

(pre-lap)

My Dear Verlyn...

**INT. STURGIS, SOUTH DAKOTA - LEO'S RANCH HOUSE - DAY**

Verlyn reads a letter from Leo at her kitchen table.

[NOTE: The following series of scenes are intercut as we hear Leo's letter to Verlyn in V.O.]

LEO (V.O.)

When I joined the cavalry I was  
just a boy, looking for three  
square meals and a cot.

180     **INT. NEAR MANHEIM, GERMANY - CADILLAC - TRAVELING - DAY**

**SUPER: DECEMBER 1945**

Willie, Patton's Bull Terrier, sprawls across the back seat. His head rests on the Master Ledger. Patton's beside him. We linger on Patton uncomfortably long when - **SLAM!**

181     **EXT. AUSTRIA - COUNTRYSIDE - DAY**

Leo's straddling a log on a bright summer day. Clean shaven. Looking smart in his U.S. uniform.

LEO (V.O.)

I also needed to prove my worth.

182     **EXT. GERMANY - CADILLAC - DAY**

Intermingled steam, dust and smoke fills the air to reveal a military vehicle smashed into the front passenger's side of the crumpled Cadillac. The engine hisses -

The Driver unconscious. Willie on the floor, also unmoving. Patton in the back seat, a broken neck.

The door opens. A gloved HAND reaches towards Patton, seizes the Master Ledger. A grunt from Patton. The Master Ledger, and all of its guilty names, disappear forever -

183     **EXT. AUSTRIA - COUNTRYSIDE - DAY**

A paint brush dips into paint. Mechi's at his easel. He's clean, gained weight. Leo's sitting on a log.

LEO (V.O.)

It's unexplainable, but it took an  
artist to reveal to me my value as  
a man.

Leo and Mechi smile and talk as a painting takes form.

184     **INT. SOUTH DAKOTA - LEO'S RANCH HOUSE - KITCHEN - DAY**

Verlyn unwraps the package accompanying Leo's letter.

                  LEO (V.O.)  
          He's able to capture what I can't  
          put in words. I can see myself for  
          the first time as I really am.

Although we only see a bit of it, we can tell that Verlyn is unwrapping the portrait of Leo painted by Mechi.

185     **EXT. AUSCHWITZ - GALLOWS - MORNING**

FEET drop with a jerk into the frame. Reveal the face of Commander Hoess. He hangs until dead. In the background, a PRIEST reads a prayer for the dying...

                  LEO (V.O.)  
          I understand now why I came here to  
          fight. To risk.

186     **EXT. POLAND, ANNA'S HOUSE - DAY**

Mechi searches the trellis. The Arbuckle's coffee tin. It's still there, but rusty. Hopeful, he opens it. Dead poppies fall out, disintegrate into his hand.

                  LEO (V.O.)  
          Each life's a portrait.

187     **INT. SOUTH DAKOTA - LEO'S RANCH HOUSE - KITCHEN - DAY**

Verlyn gazes at Leo's portrait. We can't see it. Only her.

                  LEO (V.O.)  
          Each stroke of the brush, a lesson,  
          a choice.

188     **INT. POLAND - CZARTORYSKI MUSEUM - DAY**

Mechi stands where he stood with Anna in front of what used to be **DA VINCI'S "LADY WITH AN ERMINE"**. The walls are bare. No paintings, no people, empty space.

                  LEO (V.O.)  
          In the end, it's God who will tell  
          us if we've become a masterpiece.

189      **INT. SOUTH DAKOTA - LEO'S RANCH HOUSE - KITCHEN - DAY**

Verlyn admires Leo's portrait. Outside, a dog barks -

                         DELORIS (O.S.)  
Mommy! It's Daddy!

Under her breath -

                         VERLYN  
It sure is.

                         LEO JR. (O.S.)  
Dad! You brought me a dog!

Verlyn turns from the portrait realizing Leo, in the flesh, at her window. Verlyn rushes to the door, throws it open and barrel hugs Leo. Spike is busy greeting the kids.

                         LEO  
Miss me?

Neither of them even try to hold back their tears.

                         VERLYN  
Not for a second.

Their kiss is epic.

190      **INT. POLAND - GOVERNMENT OFFICE - DAY**

The room's packed full of people, babies crying. Mechi waits in line. A worn out, non-empathetic DESK CLERK sits behind a desk piled with paper as Mechi takes his turn.

                         MECCHI  
I'm looking for someone. Anna Chwalek.

Mechi hands the Desk Clerk his own piece of paper, a government form that looks like all the rest.

                         MECCHI (CONT'D)  
(desperate)  
Please tell me you can help. I've looked everywhere. You're my only hope.

The Desk Clerk scoffs, takes the form, adds it to the pile.

                         DESK CLERK  
If you're here, she's dead. Time to move on.

She looks past Mechi to another man waiting in line -

DESK CLERK (CONT'D)

Next!

Mechi hangs his head, walks back past the long line of hopeless people. All looking for something, someone...

191     **EXT. POLAND - KRAKOW CITY PARK - BRIDGE - DAY**

Mechi's tears fall into the water below.

LEO (V.O.)

Only now do I realize that this is  
what I need to answer.

**MATCH DISSOLVE TO:**

Ocean water.

LEO (V.O.)

Am I an honorable man in God's  
eyes? In yours?

192     **EXT. POLAND - SHIP - DAY**

Mechi's on the deck of a NEW YORK BOUND SHIP. The ship's horn blows. Mechi drifts further and further from his homeland.

LEO (V.O.)

All my love -

**END INTERCUT SEQUENCE**

**BACK IN NEW YORK:**

193     **INT. MET - RESTORATION ROOMS - VIEWING AREA - EVENING**

Finished with the day's work, Restorers in the rooms behind glass, switch off the lights one by one. Special Agent Dagny sits with Elderly Mechi.

SPECIAL AGENT DAGNY

So that's why... you burned it. It  
was yours. It was her.

Wearing white gloves, two Restorers carefully carry what's left of Mechi's charred painting between them into one of the glassed rooms. The MUSEUM DIRECTOR follows behind.

The Restorers place it on an easel under the glow of the only remaining light. Elderly Mechi covers his face.

ELDERLY MECHI

Until today I wasn't even sure that  
I painted it. I've been trying to  
make sense of it all, and I can't.

Elderly Mechi starts to sob uncontrollably. In between sobs -

ELDERLY MECHI (CONT'D)

He saved me for this? Now what?

Special Agent Dagny places her hand tenderly on his back. The Museum Director motions for Special Agent Dagny to join him as he exits the glassed room.

Special Agent Dagny leaves Elderly Mechi, joins the Museum Director in the hallway behind the door.

Tears flowing, Elderly Mechi moves close to the charred remains of the painting of his Anna separated by glass.

We hear the angry muffled voices of the Museum Director and Special Agent Dagny arguing behind the door -

Elderly Mechi's still looking through at his painting when Special Agent Dagny re-enters. She's trying to compose herself, but she's pissed.

SPECIAL AGENT DAGNY

You're free to go. Bad business to  
have stolen art on their hands. I'm  
so sorry. They just want you to go  
away.

Elderly Mechi wipes the tears from his eyes, rises to leave.

194     **EXT. THE MET - EVENING**

Special Agent Dagny observes Elderly Mechi descend the steps.

195     **INT. NEW YORK, NEW YORK - POLICE STATION - DAYS LATER**

A fax machine vibrates with an incoming fax. Special Agent Dagny removes it from the machine.

196     **INT. MECCHI'S APARTMENT - DAY**

Elderly Mechi's looking down at an ENVELOPE that's been slid under the front door. On the outside, a note from Special Agent Dagny -- **MAYBE IT REALLY WAS YOUR MAGNUM OPUS** --

Mechi opens the envelope, reads. Drops into a chair, breathless. A tea kettle screams in the background.

197     **INT. AIRPLANE - TRAVELING - DAY**

Elderly Mechi's in the window seat on a commercial airline. The reflection of clouds across his face, envelope in hand.

                  STEWARDESS

Ladies and gentlemen, thank you for flying with us. We will be landing in Krakow, Poland shortly.

198     **EXT. POLAND - STREET - DAY**

Elderly Mechi stands at a crossroad. On one side, a row of well kept cottages, on the other, a cemetery. Elderly Mechi walks toward the cemetery.

199     **EXT. POLAND - CEMETERY - DAY**

Wildflowers grow in the grass, along the stone fence bordering the cemetery. Elderly Mechi picks the red poppies.

Stands tall with his bouquet, takes in a deep breath. Elderly Mechi opens his hand. He's holding the ring. Then, walking away from the tombstones, he crosses the street -

200     **EXT. POLAND - COTTAGE SIDEWALK - DAY**

Sidewalk view of a cottage, an over abundance of flowers everywhere. Elderly Mechi approaches the front door -

201     **INT./EXT. COTTAGE - DAY**

The door opens. Elderly Mechi on the doorstep, his bouquet of red poppies in one hand, ring in the other. A soft glow of sunlight illuminates his face. His eyes open. They're full of hope. We do not see who opens the door. We only hear -

ANNA (O.S.)  
My Mechi. My love.

**FADE TO BLACK**

**TITLE CARD:**

For the rest of Leo's life, the portrait Mechi painted of his likeness hung on his bedroom wall in place of a mirror.