

Freight

Written by:
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Inspired by real life events

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FADE IN:

INT. BOX CAR -- NIGHT

Three scruffy, dirty young men scramble inside a small area. They lay out their "surplus" style backpacks and collapse on the floor.

MILES (20), with his LONG BLOND DREADLOCKS, is getting comfortable next to JORDAN (20) the anal retentive one with the shaved head and BEN (18). Ben has a boyish look to him with SHORT BROWN HAIR. He is smaller than the other boys.

They are panting heavily trying to catch their breaths.

Jordan rolls over facing Miles.

JORDAN
(whispering)
Why the hell are we on this unit?

MILES
(whispering to Jordan)
We're gonna be fine.

JORDAN
(louder)
Someone saw us!

MILES
(whispering)
No one saw us now relax. Besides
it's gonna rain.

BEN
(inquisitively)
Where did Brian go?

JORDAN
He was right behind us.

MILES
He said he had to take a shit.

They hear noises coming from outside. Thinking it is only Brian, they lay quietly, waiting for his arrival. Only the heavy breathing can be heard.

Suddenly the door bursts open revealing six of Seattle's finest. As they pour in to the room, they have pistols drawn and converge on the boys laid out on the floor.

POLICEMAN #1
Hands up!

Miles sits up and turns towards the Policeman.

(CONTINUED)

The Policeman sticks his gun in Miles' face.

POLICEMAN #1 (CONT'D)
I said Hands up asshole!

The policemen grab the boys and shove them out the door.
They all fall in a heap in the mud.

JORDAN. (V.O.)
Freight hopping or train hopping is the act of sneakily hitching a ride on a railroad freight car. In the US, this became a common means of transportation following the Civil War as the railroads began pushing westward. Many migrant workers used the railways to move around the country. They took on the name "hobos".

DISSOLVE
TO:

SUPER: TWO WEEKS EARLIER

EXT. STREET SCENE -- DAY

We see four friends riding around on their SKATEBOARDS having a great time. Dodging in between cars in traffic as they head towards the train yard.

Jordan has a black eye and a cut on his lip.

They arrive at the top of a hill. The street is lined with HEAVY TRAFFIC.

BRIAN
Hey Miles... I dare you to bomb the middle!

MILES
What do I get if I do?

JORDAN
Ben will give you a blow job.

MILES
Thanks but no thanks... How about 10 bucks instead?

BRIAN
You're on dude!

Miles jumps on his skateboard and races out into the middle of the street. Cars are honking and swerving to miss him. He keeps going down the middle dodging on coming cars until he

(CONTINUED)

reaches the bottom. The other three follow safely on the sidewalk.

MILES
Hey pussies now pay up!

BEN
You're frigging nuts.

BRIAN
Yeah that's what I like about this asshole.

JORDAN
I'm getting bored hanging around here. Let's go.

MILES
Race you to the train yard!

BRIAN
Last one there is a queer!

CUT TO:

EXT. STREET SCENE -- CONTINUOUS

The four boys speed off towards the train yard and stop at the park next to the fence. As they rest Brian pulls out a pack of cigarettes, each one taking one from the pack. They lay back in the shade puffing on the smokes.

JORDAN
I think it's about time to take another trip.

MILES
What's that?

JORDAN
That piece of shit Dell is still giving me shit.

BRIAN
You should wait until he passes out and super glue that asshole's dick to his hand.

BEN
(laughing)
That's real friggin' funny when you think about it.

The boys are watching a freight train pull through the yard headed out of town.

(CONTINUED)

JORDAN
Wish we were on that.

MILES
Right on, me too.
(pause)
I sure miss it. I'm ready.

CUT TO:

FLASHBACK. MILES AGE 8

Miles is playing trains with his dad. They are having a great time. His dad is showing him how the cars line up and the caboose goes on the end.

JORDAN. (V.O.)
Miles and his dad were very close.
It was his dad's passion for trains
that Miles learned at an early age.

CUT TO:

BACK TO SCENE

BEN
I want to go with you?

MILES
Sure Ben, we'll take you next time
we go. (Sarcastically) You can be my
little bitch.

JORDAN
I'm going to go home and check on my
brother. You guys meet me at
McDonald's later.

MILES
Bring your stuff and we can catch
the red eye out tonight.

BEN
Now? Go tonight?

BRIAN
Why not? You got something important
to do?

JORDAN
Hey, we could see if we can find
Chris. I think he is in Kansas City.

BRIAN
Yeah, then we can go to New Orleans
for Halloween.

(CONTINUED)

MILES

Hell yeah, we had a blast, the last time we were there for Halloween. Remember when Jessie was screwin' that tranny.

BRIAN

Oh, shit, I remember that. Did he ever say if it was a chick or a dude?

MILES

No I don't think he ever said...maybe he never knew.

(pause)

Train leaves for Portland at 10 pm.
Let's all meet back here.

Jordan hops on his skateboard and races home. The other three go their separate ways.

JORDAN. (V.O.)

The boys had all grown up together, going to the same schools. They lived in the same neighborhood, knew all the same circle of friends. Cody and Ben were very close as brothers. Cody being the same age as Miles, Jordan and Brian, once traveled with the boys on their great train riding adventures. Until that frightful night when he beat his girlfriend to death, in a drug induced rage. They were at a party and nobody tried to stop it.

CUT TO:

INT. BEN'S HOUSE -- EVENING

Ben is asking his MOM (40's) if he can go with the boys. He wants to borrow the DIGITAL CAMERA and take pictures along the way. She is cooking dinner as they discuss his plans.

BEN

Mom, Miles and Jordan are going on a journey. They said they would show me the country.

BEN'S MOM

I don't know about that Benny. You know how dangerous that is, not to mention illegal.

BEN

Aw, come on mom. Cody used to ride with them all the time.

(CONTINUED)

BEN'S MOM

Yes, and he got into trouble. Look at where he is now.

BEN

Mom, that's not my scene. I want to study art and that book you bought me has a bunch of train art in it. I just want to see it and feel the passion for it.

BEN'S MOM

As long as you promise to stay out of trouble and call me often. I worry so much Benny. You know how those boys can get.

BEN

I will, I promise. Brian is going too.

BEN'S MOM

Here I will pack you some food for the trip. Share it with the boys.

Ben stuffs a bunch of clothes and his belongings in a backpack. Gives his mom a big hug and races out the door.

BEN'S MOM (CONT'D)

You tell that Miles he better take care of you!

CUT TO:

INT. JORDAN'S HOUSE -- EVENING

Jordan enters the living room only to discover DELL stoned and drunk again. His MOM has an ICE BAG on her eye. Jordan freezes as he stares at his mom then at Dell. Dell sees him glaring at him and jumps up.

DELL

What the hell you looking at shit head?

JORDAN

That's what I am trying to figure out. You're nothing but a waste of human flesh.

DELL

Shut the fuck up you little cocksucker!

Dell lunges towards Jordan and smacks him across the face. Jordan has finally reached his limit and retaliates hitting Dell in the mouth. Dell looks real surprised and starts

(CONTINUED)

hitting and kicking Jordan. Jordan grabs Dell around the neck and the two crash through the coffee table flipping everything into the air.

Jordan's mom is frozen watching not knowing what to do. She has a real look of fear on her face.

Dell and Jordan roll around on the floor. Dell gets on top and starts beating Jordan in the face. Jordan turns his head to avoid getting hit in the eye and spots a WHISKEY BOTTLE near by.

As Dell continues to beat on Jordan's head, he reaches and grabs the bottle. With all his effort that he can muster up, Jordan smashes the half empty bottle across Dell's head. Dell goes out like a light crashing to the floor. Jordan pushes Dells limp body off of him and gets up. Blood is running out of the large gash on Dell's head. Jordan's lip and nose is bleeding.

JORDAN

I've had enough mom! I can't take it any more.

JORDAN'S MOM

(crying uncontrollably)

I'm so sorry Jordan, I just need a man to take care of us.

JORDAN

That's not a man. That's a pile of shit. As long as you're going to stay with him, I won't have any part of it...shit!

JORDAN'S MOM

(still crying)

I just don't know why I keep getting myself in these messes. First your father, then Bruce and now Dell.

JORDAN

When you grow a backbone I'll come home...

(looking at Dell)

He looks dead.

JORDAN'S MOM

Do you think he's dead?

JORDAN

I don't know but I'm not waiting around to find out. I'm outta here.

(CONTINUED)

Jordan grabs his pack, fills it with the essentials needed for the trip and runs out the door.

CUT TO:

INT. MILES' HOUSE -- EVENING

Miles gets into a fight with BOB (48) for no apparent reason.

BOB

Where you off to now?

MILES

None of your damn business.

BOB

(yelling)

You ungrateful asshole. One day your going to regret the pain you're causing your mother.

MILES

(yelling)

Yeah, screw you bitch...I'm outta here... see ya later Bobbie.

Miles runs out of the house with his pack in hand, slamming the door. His mom is crying in the kitchen.

JORDAN. (V.O.)

Only Miles really understands what the conflict is between him and Bob. Bob married his mom a few years after Miles' dad was killed in a train car accident. Miles has never gotten over the loss of his father. He has always resented Bob just for being his step-father, never giving him a chance to be a friend.

DISSOLVE
TO:

SUPER: PRESENT DAY

EXT. SEATTLE TRAIN YARD -- PRESENT DAY

Brian is huddled down in the bushes not far away. It has started to rain heavily. His pants down around his ankles, he is trying to take a shit. He scratches at his SCRUFFY THIN BEARD as he watches with horror. The Police are roughing up Miles, Jordan and Ben. PETE (50) steps into view. Scolding the boys as the police drag them off towards the PADDY WAGON.

(CONTINUED)

PETE

Well, now you little bastards. You're going to have some time to think about your traveling tactics. I've been chasing punks like you off trains for 30 years.

BEN

I'm sorry sir, we didn't mean no harm.

PETE

Do you realize how many deaths occur each year due to punks like you?

BEN

Is it a lot?

PETE

I find body parts scattered down the tracks all the time.

MILES

How many of them are due to you throwing them off the train?

PETE

Shut up you little prick... Take em away boys... I better never see you shit heads on my trains again, you got that?

The police shove the boys in the back of the van.

MILES

Catch ya later!

PETE

Not for 30 days!

JORDAN. (V.O.)

The practice of hopping a freight is forbidden by statute in nearly all states. Many railroads take a strict view of people hopping freight trains, and employ railroad police, also known as "bulls", in an attempt to prevent the practice.

Pete stands firm watching as the van doors are shut. The police pile in and drive away. Brian sits patiently waiting for Pete to leave so he can finish his dump.

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

Many lost and confused teens and young adults alike, take to the rails
(MORE)

(CONTINUED)

JORDAN. (V.O.) (CONT'D)
 each year in search of some
 excitement. Some ride for the
 exhilaration and others ride to get
 somewhere, often never knowing where
 that is.

FADE TO:
 BLACK

SUPER: 30 DAYS LATER

EXT. SEATTLE TRAIN YARD -- EVENING

Miles, Jordan and Ben are running to catch a train leaving the yard. As they are running after the train, they see Pete. Pete takes off after them, losing ground as he tries unsuccessfully to grab on.

JORDAN
 Ben, grab on to something!

MILES
 (to Ben)
 Just grab the damn ladder!

Ben glances towards his friends and grabs a hold of the nearest ladder, struggling he pulls himself up. Jordan grabs on the closest car and easily pulls himself on. Miles continues to run along side looking for a place to grab.

MILES (CONT'D)
 Shit...come on, come on! Shit.

The trains horn blows as it picks up more speed. Miles runs as fast as he can across the gravel and railroad ties, his heavy backpack bobbing up and down behind him.

Pete grabs the steps of the caboose as it is starting to pass him and gets on the train.

MILES (CONT'D)
 Gotcha.

As Miles grabs on he is swept off his feet and dragged alongside the train car. His Dreadlocks flipping about wildly like a den of snakes about to catch their prey. With a look of desperation on his face, he finally gets it together and pulls himself up on the car.

MILES (CONT'D)
 Finally... OH crap!

To Miles amazement he stares at the floor of the car, realizing that this one has no floor. It has only the dreaded "X" cross bracing.

(CONTINUED)

MILES (CONT'D)

Sonuva' bitch!

(sarcastic)

Just friggin' great... Just frigging beautiful.

Miles works his way up to the car that Jordan and Ben occupy and settles in for a long awaited ride to Canada.

CUT TO:

INT. BOX CAR -- CONTINUOUS

Inside the box car the boys are sitting laughing about how they just showed that fat bull that they can ride his train.

JORDAN

So nice of you to stop by.

MILES

Thanks, smart ass.

JORDAN

Did you see the look on that asshole's face?

BEN

Had me worried there for a minute.

MILES

Yeah, that fat bastard will have to lose a few pounds if he thinks he is going to catch us.

CUT TO:

INT. CABOOSE -- CONTINUOUS

Pete is entering the caboose through the back platform door. He climbs out the front and jumps onto the ladder of the next car.

CUT TO:

INT. BOX CAR -- MOMENTS LATER

The boys are relaxing and think they are safe when Pete comes flying in the open door of the box car.

PETE

What a surprise! You little bastards just aren't going to learn!

They fight and Pete grabs Ben and shoves him out the door. Ben grabs on to the handle and before Pete can turn around, Miles slams him with his full body and Pete falls out the door tumbling along in the grass and mud.

(CONTINUED)

MILES
 (yelling to Pete)
 It's you that isn't learning!

Jordan grabs Ben and pulls him back inside.

They all flip off Pete and laugh as they disappear out of sight.

DISSOLVE
 TO:

INT.\EXT. CANADIAN COUNTRYSIDE -- MORNING

The boys are laying in there bags watching the scenery. The train starts to slow. Miles looks out and sees the train yard fast approaching.

MILES
 Time to get up girls. End of the
 line bitches.

JORDAN
 Ben, get ready.

BEN
 Where are we?

The sun is just peaking over the tree tops. It's a crisp cool morning. Ben is still tucked into his bag. He sits up and looks out the door, then falls back down.

CUT TO:

INT/EXT. CANADA TRAIN -- CONTINUOUS

The train pulls into the yard. Jordan has his pack on and is looking anxious. Miles leans against the side of the box car calmly waiting for the train to stop. Ben looks around unsure of what is coming next.

The train grinds to a halt. Jordan and Miles look at each other. The train breaks air with a gigantic PPSSSHHH. That's the sign they have been waiting for. Miles and Ben grab their bags.

MILES
 Let's go before the Bull finds us..

Jordan is already out of the car and walking down the tracks. Miles looks at Ben and rolls his eyes, he jumps down and follows Jordan's lead. Ben tightens his pack straps and goes after them.

The travelers make their way carefully through the many rows of train cars. Keeping low, they only speak in hushed tones. Arriving at a break between cars they pass one at a time,

(CONTINUED)

keeping a watchful eye out for any bulls. Miles swings his pack off his shoulder without breaking his stride. He removes a small BOOK from inside and swings the pack back over his shoulder. Now in view is the unofficial hobo guide, "The Crew Change Guide". Thumbing through it he looks intently.

MILES (CONT'D)

We need to figure out how to get the hell outta here.

Miles continues to scan the book.

MILES (CONT'D)

JB, do you know where we are?

Jordan shakes his head.

JORDAN

Canada.

MILES

(sarcastic)

Great, I'm so glad you're here to help.

The three travelers continue to the edge of the yard. Ben is taking pictures of the train graffiti along the way.

MILES (CONT'D)

Let's get the hell out of this yard.

CUT TO:

EXT. OUTER EDGE CANADA TRAIN YARD -- DAY

Miles, Ben and Jordan have reached the edge of the train yard. In front of them is a sea of overgrown grasses bordered by a chain link fence. Beyond the fence is a small road cutting between the yard and the industrial park. To their right the fence stretches in to the distance. On the left is semitrailer looking somewhat abandoned, graffiti being the only recent sign of human involvement.

Ben eyes the graffiti as he takes a few pictures. Jordan walks towards the fence.

BEN

Look guys, this is the hobo sign language. See this symbol?

MILES

That's just graffiti shit.

JORDAN

Yeah, so what, we need to get the hell out of this yard.

(CONTINUED)

BEN

A square missing its top line
signifies it is safe to camp in this
location.

MILES

Wait.

JORDAN

Come on, we need to get out of this
yard.

MILES

(pointing at semi)

I don't want to miss our ride like
in Portland and get stuck in this
shit hole.

JORDAN

It's too close. The bull will find
us.

BEN

(pointing)

The sign shows it is a safe place.

MILES

Come on Jordan, you can barely see
under the trailer.

JORDAN

We just crossed the border. If we
get caught, we are in some serious
shit.

BEN

Well I'm not one for wanting to spend
any more time in jail.

MILES

(listing out on fingers)

We're not going back to jail...
nobody's gonna find us... besides,
we don't even know what damn town we
are in. The cops might be total dicks.

JORDAN

My point.

MILES

Let's just hang until we figure where
we are.

JORDAN

(dead serious)

Fine. But if we get caught again I'm
gonna kick you in your tiny nuts.

(CONTINUED)

BEN

You two sound like you've been married
for years.

MILES

(grabbing his crotch)
They're all yours sweetheart.

CUT TO:

EXT. UNDER SEMITRAILER -- DAY

Miles and Jordan are under the trailer laying on dusty
cardboard. Empty beer bottles and trash suggest others have
camped here.

Miles is kicked back resting on his backpack chewing on a
blade of grass. Jordan is writing in his journal. Ben is
painting graffiti art, on the side of the trailer, with the
cans of spray paint he found next to it.

JORDAN. (V.O.)

Ben has a real love for art. He has
studied art in high school. He sees
art in everything. Ben painted more
than just graffiti that day on the
side of the trailer. He painted a
story about four friends bonded by
the love of trains. This is that
story.

Jordan looks up at Miles.

JORDAN

This is just stupid.

MILES

(under his breath)
You're friggin' stupid.

JORDAN

What did you say?

MILES

What the hell are you even talking
about?

JORDAN

We don't even know which train is
going to Bismark.

MILES

Bismark? Who the hell said we are
going to South Dakota?

BEN

North Dakota...

(CONTINUED)

MILES
 (points to Ben)
 See? We're going to North Dakota.

JORDAN
 Fine...shit I wish I had a drink.

Miles holds out his canteen to Jordan. Jordan shakes his head. Miles laughs. Ben keeps painting.

BEN
 Why are we in Canada anyway? Why
 didn't we just go through Montana?

JORDAN
 You can't ride through
 Montana.

MILES
 You can't ride through
 Montana.

BEN
 OH... and why is that?

MILES
 (best hick impression)
 E'ver body knows it's F.T.R.A.
 country, bro.

BEN
 (Puzzled)
 What's that?

JORDAN
 Friggin' Angellina... That means
 Freight Train Riders of America.
 They don't like punks like us.

MILES
 Be careful of those old timers, some
 would slit your throat.

JORDAN
 Well how the hell are we gonna get
 out of here? We still don't know
 which train to catch.

Miles glares at Jordan, Jordan continues to write in his journal. Something catches Miles eye out in the distance. The others catch on noticing his quietness. They watch with curiosity as a lone YARD WORKER is walking down the line checking cars.

MILES
 Ben get you're ass under here.

Ben slides underneath the trailer.

MILES (CONT'D)
 Shit... Do you think he saw us?

(CONTINUED)

JORDAN
 (whispering)
 I don't think so.

MILES
 (hushed)
 Damn it. I'm going out.

JORDAN
 (hushed)
 No, wait... what the hell are you
 doing?... Ben?

Jordan looks at Ben for his support.

BEN
 (whispering)
 Shit, I don't want to go back to
 jail. My mom is going to be real
 pissed at you guys if we get busted
 again.

Miles is out from under the trailer. He leans back in for
 one last word.

MILES
 (laughing nervously)
 Get ready to run..

JORDAN
 Friggin' great... just friggin' great.

Jordan and Ben clench their packs tightly, watching as Miles
 strolls up to the worker.

CUT TO:

EXT. CANADA TRAIN YARD -- CONTINUOUS

Miles walks across the yard towards the YARD WORKER (40's).
 He notices that he is slightly over weight, dressed in
 coveralls and wearing TAN CALF SKIN GLOVES.

Miles approaches him from behind as he is bent over checking
 the linkages on the cars. Approaching carefully, ever ready
 to run at a moments notice, Miles calls out to him.

MILES
 Excuse me...

The yard worker turns around, a bit startled to see a young
 man standing there.

YARD WORKER
 Oh, hello there young man. What can
 I do for you?

(CONTINUED)

MILES

I'm lost, can you tell me where we are?

YARD WORKER

(joking)
Were right here.

MILES

(chuckles)
Great, a smart ass.

YARD WORKER

Where are you from?

MILES

Redding, California

YARD WORKER

Long way from home. Where are you headed?

MILES

Well I was hoping to go to Minneapolis. So where are we?

YARD WORKER

You mean the train yard?

MILES

No, the town we're in.

YARD WORKER

(laughs)
You don't know?

MILES

No. All I know is this is Canada.

YARD WORKER

You're in Kamloops, Alberta.

He stares at Miles for a moment intently.

YARD WORKER (CONT'D)

More of ya? How many?

MILES

Just two more. So how do we get out of here?

YARD WORKER

You're gonna want to catch the 415 train. She leaves from track 9 early tomorrow morning.

(pause)

You know where track 9 is?

(CONTINUED)

MILES
 (shaking his head)
 No, not for sure.

YARD WORKER
 (pointing)
 It's over there, five tracks from
 the edge.

MILES
 Thanks for the help.

Miles turns and starts to walk back towards his friends.

YARD WORKER
 Oh, one more thing...

MILES
 (turning back)
 Yeah?

YARD WORKER
 Watch out for the bull, eh? He's not
 as fond of you travelers as I am.

MILES
 Thanks for the tip, see ya around.

YARD WORKER
 Good luck.

EXT. UNDER SEMITRAILER -- CONTINUOUS

Jordan and Ben have been waiting patiently for Miles to give them the signal. Miles returns and slides under the trailer and leans back on his pack.

BEN
 So what'd he say? Are we cool?

JORDAN
 We didn't need to talk to him. We
 could have figured it out.

MILES
 Relax, it's no big deal, OK?
 (to Jordan)
 Don't be such a Negative Nancy.

JORDAN
 I just don't give a rat's ass as
 long as we don't get caught.

BEN
 See, what did I tell you about the
 signs?

(CONTINUED)

MILES

(laughing)

Would you give it a freakin' rest
already?

(pause)

Oh by the way, we're in Kamloops,
Alberta.

Jordan pulls out his copy of the Crew Change Guide.

JORDAN

Kamloops, Kamloops, Alberta, leaving,
(looks up)
What day is it today?

BEN

Tuesday.

JORDAN

(reading)

Leaving Monday thru Thursday...
between 5 - 7 pm.

MILES

No, see that's not right, he said
it's leavin' tomorrow morning...
wait, what year is that book of yours?

JORDAN

It's last year's.

MILES

Well there you go, your shits out
dated. We follow your guide and we'll
get lost for sure.

JORDAN

I sure hope that guy's not bull
shittin us, I don't want to be here
any longer than we have to.

Miles takes out his "P-38" CAN OPENER, that variety one would find at any Army Surplus Store and begins opening some cans. Jordan and Ben grab their key chains from their belts and remove the spoons. The handles are bent in a loop to keep them attached. They wipe them off on a reasonably clean spot of clothing.

The cans begin making there way around the boys, each one taking a spoonful before passing it on.

MILES

(between bites)

Minneapolis, you guys hunky-dory
with that?

(CONTINUED)

JORDAN

Why the hell do we want to go there?

MILES

Jessie's got a flop house there,
haven't seen him in a couple of years.
Thought since we were headed East we
could stop in and say hi.

BEN

Who's Jessie?

MILES

He's one of the first people I
traveled with. He taught me the ropes.

JORDAN

I just don't want to miss Chris in
Kansas City.

MILES

We might be pushing that after our
30 day stint in Seattle.

DISSOLVE
TO:

EXT. UNDER SEMITRAILER -- MORNING

Miles and Jordan are fast asleep under the trailer. Ben is
out painting graffiti on a train car.

In the distance the sound of a train horn pierces the quiet.
Miles awakes and looks around sleepy eyed. Rubbing his eyes
he peers out from under the trailer. He gasps as he spots
Ben painting the train car. Miles wakes Jordan and points
towards Ben. Jordan panics.

MILES

Ben, Ben, get your ass over here...
you're going to get us caught.

BEN

Not to worry, nobody around. I've
been up for hours. Look at this.

JORDAN

You're a dick, now come on and grab
your shit and lets blow this joint.

MILES

Trains early.

JORDAN

Gee, do you think so?

(CONTINUED)

The boys quickly pack up their stuff into the packs and get ready.

BEN
Ready when you are.

CUT TO:

EXT. CANADA TRAIN YARD -- CONTINUOUS

The boys crawl out from under the trailer and sling their packs over their shoulders. They start running after the train.

BEN
Hey, I think I see an open box car
down a little.

JORDAN
I don't think this thing is going to
stop...

MILES
Why, cause it's still moving?

JORDAN
Spread out, Ben wait here, Miles run
up a little way and I will catch it
first.

Jordan picks up a SPIKE off the ground and holds it in the air for all to see. Miles gives the thumbs up sign. Jordan takes off running but Miles lingers for a moment with Ben.

MILES
Watch and learn, see how he is getting
into position?
(pause)
If you have any trouble, I'll be
right behind you.

Jordan and the box car are almost on top of each other, before they meet, he reverses direction, running along side the train he tosses his pack into the open car. He grabs hold of the door and with almost an effortless motion, he swings his legs up and into the car, feet first.

Ben starts running with the train and tosses his bag in the same car. The train picks up speed, Ben runs faster and grabs the door, trying the same move, he almost falls. Jordan grabs him and pulls him up. Miles pack comes flying in through the door, a second later Miles sails in effortlessly .

INT. BOX CAR. FEW MOMENTS LATER

With all aboard, Jordan takes the spike and slams it into the door, then stomps it into place.

(CONTINUED)

MILES

And that's how you do it.

BEN

What's with the spike? You need a souvenir?

JORDAN

Not hardly, you haven't heard the stories?

BEN

Stories?, what stories?

MILES

Here we go...

JORDAN

(getting more creepy)

About all the box car deaths. Like the families coming up from Mexico, they get in, then half way to El Paso WHAM! The door slams shut. For the next 10 days they pound and pound on the door yelling and screaming, but nobody hears them.

BEN

Why not?

JORDAN

Think about it, these trains are a mile long.

BEN

Yeah?

JORDAN

The yards are full of them, thousands of box cars and nobody around to let them out.

BEN

I guess that makes sense.

MILES

One by one, they slowly cook in side the hot cars if they don't starve to death first.

(Looking at Jordan)

Should we tell him about the Horseman?

BEN

The Horseman?

(CONTINUED)

MILES

Two friends were traveling together
and one of them leaned out the door
to look around.

JORDAN

And SLAM! The door cut his head
friggin' clean off.

BEN

(in disbelieve)
No way, that's sick.

MILES

Yeah and what's worse is the other
guy had to ride around for a whole
week with his dead buddy stinking up
the place.

JORDAN

When they finally found him, he was
covered in blood from head to toe.

BEN

(feeling like a sucker)
You guys are messing with me, right?

JORDAN

Think so? Pull the spike, lean out
and see what happens.

CUT TO:

EXT. CANADA TRAIN YARD -- CONTINUOUS

Pete drives into the yard and gets out of his SUV. He looks
real mean like he just killed his wife for screwing his best
friend. Walks over to the Yard Worker the boys met yesterday.

PETE

Hi, I'm looking for three punks that
would have ridden in sometime
yesterday. Seen any of them?

YARD WORKER

Yeah there were three that were here,
you just missed them. They're on the
train that just pulled out.

PETE

Where they headed?

YARD WORKER

Said something about Minnesota or
was it Minneapolis... yeah that was
it Minneapolis.

(CONTINUED)

PETE

Thanks.

YARD WORKER

Why are you looking for them? They something special?

PETE

It's personal, have a nice day.

CUT TO:

INT/EXT. BOX CAR -- DAY

MILES

Hey come on, lets do some box car surfing.

JORDAN

OK, this looks like a good spot.

BEN

Surfing? What's that?

Miles starts to climb out the door of the box car. He pauses for a moment.

MILES

That's where we climb up on top of the train car and ride it standing up, like surfing dude.

JORDAN

Come on it's a blast. Just gotta watch for bridges, tunnels and shit over the train.

BEN

No way, I think I'll just sit here and work on some sketches. I got some ideas for painting my next car.

MILES

You little pussy, you don't know what you're missing.

BEN

Well I know what I won't be missing... my head.

Miles climbs out followed by Jordan. Ben sits down and starts working on a sketch in his book. He can hear the boys stomping around and yelling above him.

CUT TO:

EXT. BOX CAR -- DAY

Jordan and Miles are waving their arms and hollering it up. Mile's dreadlocks waving in the wind. The country side is rushing by. The city is fast approaching in the distance.

CUT TO:

EXT. MINNEAPOLIS TRAIN YARD -- AFTERNOON

The train comes chugging into the yard slowing to a stop. The sound of the air being released is heard PPSSSSSHHHHHT.

BEN O.S.

We here?

The three boys come jumping out of the open box car.

MILES

Welcome to Minneapolis...that's the sound the ride is over.

JORDAN

They will be taking this train apart, lets go.

They all start running towards the edge of the yard. As they pass between various train cars and over empty tracks, they spot a truck, filled with yard workers, as they continue towards the fence Miles spots Pete standing talking to the workers.

MILES

Ohhhh shit...

JORDAN

What?

MILES

(panic stricken)

Keep moving, that asshole bull from Seattle is over there.

BEN

What? No way? What the hell is he here for?

JORDAN

He's looking for us, now move it.

As the boys step around the edge of a box car, Pete pauses for a moment, then looks up but nobody is there.

MILES

That's too friggin' unreal man.

(CONTINUED)

JORDAN

Now what?

BEN

(pointing)

Look... we can make a run for that building and then it looks like a straight shot down the street.

The boys catch their breaths and get ready to make a run for it.

MILES

Get ready and don't stop for nothing, don't even look back... Go!

They run like hell as fast as they can down the tracks and out into the street, darting around the corner of the building.

Pete looks up again thinking he heard something but sees nothing.

CUT TO:

EXT. STREET SCENE -- CONTINUOUS

They continue up the street riding their skateboards as fast as they can. They stop to catch their breaths, now panting heavily.

JORDAN

That asshole is going to chase us to hell.

MILES

I guess he didn't like me pushing him off the train.

BEN

We're so screwed. He is going to call every yard and have them watch for us.

MILES

If we can get to Jessie's we can lay low for a few days, maybe he'll give up.

JORDAN

I wouldn't count on that.

BEN

Damn, all this excitement is making me hungry, any food left?

(CONTINUED)

JORDAN

Nope, nothing.

MILES

(peeking in a dumpster)

And unless you want cardboard, there's nothing in these dumpsters around here.

BEN

Hey look, a gas station ahead.

MILES

How much you got on ya?

They stop and all empty their pockets. Counting out the change, then walk towards the station.

MILES (CONT'D)

Looks like 3 dollars and 15 cents.

CUT TO:

EXT. GAS STATION -- MOMENTS LATER

Miles stops at the dumpster next to the store. He hands his change to Jordan and climbs in. Jordan and Ben enter the store. Miles comes up for air holding two sandwiches. Climbs out and walks to the front of the store where he finds Jordan and Ben. Ben is holding a large bottle of 7-UP and a can of CHILI.

MILES

Found a couple of sandwiches, look like yesterdays.

BEN

Great, if the bull doesn't get us the mayo will.

MILES

Just wipe it off, they'll be OK.

Miles pulls a piece of sandwich off for himself and goes towards the phone booth.

MILES (CONT'D)

I'll see if I can find Jessie in the phone book, be right back.

He stuffs a bit of sandwich in his mouth and walks across the street.

CUT TO:

EXT. GAS STATION -- MOMENTS LATER

Ben and Jordan sit on the sidewalk drinking the 7-up. The can of chili is next to them with exactly 1/3 remaining.

Miles returns from the phone booth.

BEN

Saved you some chili.

MILES

(agitated)

Oh you guys are not going to believe this...

JORDAN

Enlighten me.. no let me guess, Jessie moved?

MILES

No not about Jessie, about my little sister.

BEN

Is she OK?

MILES

She's friggin' pregnant! Sixteen and friggin' pregnant!

BEN

Wasn't me, I'm still a virgin.

JORDAN

(shocked)

No freakin' way. I cannot believe it.

BEN

That I'm a virgin?

JORDAN

Well that too,

(looks at Miles)

But about your sister. That really sucks.

BEN

Who's the father?

MILES

Mom didn't say. I don't think she knows.

JORDAN

So what you gonna do?

(CONTINUED)

MILES

I don't know yet... I'm gonna kill whoever knocked her up.

BEN

Wouldn't be ironic if it was Brian?

MILES

I fail to see the humor in that, besides Brian knows I would kill him if he ever touched her... Same goes for the two of you, she's off limits!

JORDAN

Don't look at me man, we have been hanging since we were kids, you know how I feel about her, like she's my little sister too.

MILES

Yeah, I wasn't implying any shit Jordan, I know you. Just burns my ass, we take off, gone two months and now this shit gets dumped on me.

JORDAN

Look at the bright side, at least you didn't kill your step dad.

MILES

What?, what's that got to do with anything?... Something you care to expand on?

JORDAN

Which way to Jessie's? It's getting late and we're pushing our luck sitting here.

BEN

Lead on dudes.

Miles still has a puzzled look on his face, looking at Jordan but Jordan doesn't respond. They pick up their packs and walk around the corner of the store, there in the parking lot sits Pete.

They freeze, then turn and run back around the building and down the alley.

FADE TO:

EXT. JESSIE'S HOUSE -- EVENING

The sun is setting, a golden glow is cast off the windows of big old Victorian house. The boys are riding their skateboards down the street. Miles stops in front of the house and looks

(CONTINUED)

at a piece of the PHONE BOOK PAGE torn from the directory.
Miles looks at the address on the house.

MILES

This is it, bitches.

JORDAN

Finally, my legs are ready to fall
off.

Miles leads them up the steps to the door and rings the bell.
Nothing happens. He knocks. No response. He tries the door
and it's open. Miles and Jordan exchange glances, Miles shrugs
shoulders, Jordan nods and they enter the house.

CUT TO:

INT. JESSIE'S HOUSE -- CONTINUOUS

The stairs are cluttered with beer cans and trash, Ben
stumbles on a pile of shoes as they climb up.

LIVING ROOM

The three enter the living room and find a site that looks
like a cross between a post-tornado trailer park and a hobo
jungle. Bodies are passed out all over the couches and
scattered across the floor.

They look around the room, then all three focus on the
television sitting in the corner. Their jaws drop. On the TV
is a XXX PORN MOVIE.

MILES

What the hell?

BEN

What the hell?

JORDAN

(at the same time)

What the hell?

In the center of the room sleeps a CUTE GIRL (18) curled up
on the couch. Next to her is the only one awake, CHRIS (20)
is busy watching the porn on TV.

JORDAN (CONT'D)

I should of known we'd find you
watching this shit.

Chris looks at the weary travelers and jumps up. He has a
prominent boner poking out his pants. Looking too stoned to
care he motions the boys in.

Jordan laughs and walks over followed by Miles and Ben. Ben
still trying to focus on the TV and keep from tripping over
the bodies on the floor. Miles looks around for Jessie. Sounds
of someone vomiting are coming from down the hall. Jordan
sits down next to Chris and the cute girl still passed out.

(CONTINUED)

JORDAN (CONT'D)

What the hell are you doing here? I thought you were in Kansas City?

CHRIS

Hey Toto, I don't think we're in Kansas any more.

MILES

Chris, you seen Jessie?

CHRIS

(staring at the TV)

Yeah man, try the throne room, down the hall, that's him making all the noise.

MILES

Great, come on Ben.

BEN

I'll wait for ya here.

MILES

What ever. Don't cream your jeans.

Miles walks down the hall to the bathroom.

CUT TO:

INT. JESSIE'S BATHROOM -- CONTINUOUS

Miles finds JESSIE (26) leaning over the toilet, one hand on the tank supporting himself, he continues to blow chunks. He has died black short hair, freckles cover his face. Looking short and skinny, Jessie regains his composure, wipes off his mouth on his sleeve and gives Miles a big bear hug.

JESSIE

Miles my man! What the hell you doin' here? Did ya miss me?

MILES

Yeah, we we're just in the neighborhood and thought we would drop in.

JESSIE

We? You got a turd in your pocket?

MILES

(chuckling)

No man, my bro's Jordan and Ben are with me.

JESSIE

Do I know them?

(CONTINUED)

MILES

I told you about Jordan, we grew up together, remember?

JESSIE

Yea, yea, so what's up? Man, I almost didn't recognize you with that Rastafarians looking hair.

MILES

Hey, it's only been, what a year?

JESSIE

Yeah and your still an ugly bitch.

Jessie grabs his cheek and shakes it. Miles gets a little embarrassed and pushes it away. Changing the subject he moves out into the hallway and starts towards the living room.

CUT TO:

EXT. JESSIE'S HOUSE -- LATER

Miles, Jessie and Ben are sitting on the porch downing a few beers. Jessie rolls up a joint, lights it and passes it to Ben. Ben takes a hit and passes it to Miles.

JESSIE

Ben, where you from?

BEN

Redding.

JESSIE

No shit? All you assholes from Redding?

MILES

I guess it's a good place to be from.

BEN

I like it. Grew up there, we all did, even Chris.

JESSIE

Is the whole damn town moving out here?

BEN

Just looking for a little excitement before I start school next semester.

JESSIE

No shit, that's great... What school you going to?

(CONTINUED)

BEN

Art school in California.

JESSIE

Art school? You an artist?

BEN

I try.

MILES

Actually Ben is real good. He can even make sense out of the graffiti shit painted on the trains.

JESSIE

That's a no brainer, weren't you paying attention Miles, when I told you about the hobo sign language?

MILES

When was that? While I was passed out?

JESSIE

Man you haven't changed a bit, still thinking the world owes you a damn livin' don't ya?

MILES

Life hasn't been easy for me.

JESSIE

For you? What the hell are you talkin' about? You got it good. Your only problem is you have been carrying that damn big chip on your shoulder. Give it a friggin' rest. I lost my whole family when I was 10. Mom, dad, two sisters and my little brother.

BEN

(hitting the joint)

Really?, your whole family? That's screwed up.

JESSIE

Yeah, you wanna know something Ben?.. I was in the car with them. They all died but me...

Jessie chugs down his beer, hits the joint.

JESSIE (CONT'D)

Then this asshole sits here and tells me how miserable his life is... Now that's messed up.

(CONTINUED)

BEN

My brother killed his girlfriend while Miles and Jordan watched. They never tried to stop him.

MILES

Who knew he would kill her?

JESSIE

You watched and did nothing?

MILES

Like I said, we were all screwed up at this party and he just went off on her. Before anybody knew it he was slamming her head on the floor. Next we knew she was dead.

JESSIE

Ben were you there?

BEN

No, If I was, I would have tried to stop him. Nobody did a damn thing. Now he got life in prison.

JESSIE

(trying to change the subject)

So... How was the trip over?

The three continue to pass the joint around and hit off it.

BEN

Beautiful, It's like you couldn't even explain it to someone that hasn't lived it. The wide open sites, riding the rails, wind in your face... I have been taking some pictures of the train graffiti along the way. Got some really cool stuff.

JESSIE

I've seen some really neat paintings in New York at Grand Central Station. You going that way?

MILES

Yeah, I thought we were going to find Chris in Kansas City, then go to New York... Guess we found Chris.

JESSIE

I ran into him in town last week. He said he was going to Kansas City later. I told him he could crash here for awhile.

(CONTINUED)

BEN

Didn't you travel a lot?

JESSIE

I traveled since I was 15. I just finally decided it was time to grow some roots.

Jessie twists up another joint and torches it. Puffs a couple then passes it to Ben. Jessie leans back in his seat and has a far away look in his eyes, like he's remembering another life gone by.

MILES

Yeah Jessie, why'd you stop anyway?

JESSIE

Miles my man, I'd be lying if I told you I didn't miss it... The freedom, just catch a train and ride... watching the country pass you by. Friends that you make along the way. That's how I found you, remember?

MILES

Seems like so long ago.

JESSIE

Two years? That's how long ago it was. You were sitting there in St. Lewis all wet, like a drowned rat pulled from the sewer.

MILES

Yeah, don't remind me. I just can't imagine giving it up yet.

JESSIE

Miles, all good things come to an end, just like that joint you're bogartin', now pass it over to me.

BEN

Isn't that a song?

JESSIE

You need to knock that damn chip off your shoulder and grow up. You know you're dad ain't never coming back so friggin' deal with it. Besides what's so terrible about Bob?

MILES

He's not my dad.

(CONTINUED)

JESSIE

At least you have somebody. Ben, you got a dad?

BEN

He was killed in the war. It's just me and my mom now.

JESSIE

Miles... I most definitely... need a another beer.

Jessie grabs more beers from the cooler on the porch, passes them out to Miles and Ben. Pops one open and chugs it down.

JESSIE (CONT'D)

Now look, what I'm trying to say to ya, is that, I realized there is more to life than seeing how screwed up you can get. It's called responsibility. I got this band formed and we are getting pretty good. Playing the local bars but, we're putting an album together. Soon we'll take a road trip.

BEN

Hey that's cool. Are you playing your own stuff?

JESSIE

Yeah, we got a really good song writer, but the important thing here is... I didn't want to wind up like one of those 75 year old barnacles pushing a shopping cart around freezing my ass off.

BEN

That's why I'm going to school, to get somewhere in life.

JESSIE

When I was on the rails, nothing else mattered... it was just about me and my dog and I didn't give a shit about anything else.

BEN

And now?

JESSIE

I have a family. They may not replace my real family but it's all I have... Miles, you're a damn jerk. You got a mom, a sister, a brother and a guy

(MORE)

(CONTINUED)

JESSIE (CONT'D)

that just wants you to give him a chance.

MILES

Sister's pregnant... 16 and friggin' pregnant.

JESSIE

Who's the father?

MILES

No idea, but I'm thinking maybe you are right... maybe I will go home and kill the bastard that knocked her up.

JESSIE

That's what I'm talking about, that passion for wanting to take care of your little sister. Why are you screwing that up?

BEN

Miles has been mad at the world for as long as I can remember.

Miles sits there drinking his beer puffing on the joint, deep in thought he is. The gears are clicking around in that thick skull of his.

JESSIE

Hey you guys want to see some shit?

MILES

Yeah, sure what you got?

Jessie gets up and goes inside, excited to show them his big score.

MILES (CONT'D)

Look Ben, I really am sorry about your brother and all...

BEN

I just don't understand it Miles, you are supposed to be this great friend of Cody's, and you just sat there and let him do it.

MILES

Come on man, I'm trying to make it up to you.

BEN

Well I'm here aren't I?

(CONTINUED)

MILES

I always felt it was best to stay out of other peoples business.

BEN

He wasn't other people, he's one of your best friends... If I get into a fight, are you going to back me up, or let me get my ass kicked?

MILES

Hey, you know I'm there for you.

BEN

Just like you were there for Cody.

MILES

Ouch.

JORDAN (V.O.)

I don't think Ben ever really forgave us for not stepping in and stopping Cody from beating his girlfriend to death. You could feel the thick cloud of tension every time the subject arose.

Jessie returns with a large PHYSICIANS DESK REFERENCE BOOK under his arm and a plastic box in his hands. Sitting down, he opens up the box. Little dividers separate the many different colored pills now visible in the box.

JESSIE

I was looking in the trash the other night and found all these behind the pharmacy. Couldn't believe my eyes.

Miles laughs and shakes his head in disbelief.

JESSIE (CONT'D)

I was able to find out what most of them are... but not these.

BEN

I thought they were supposed to destroy those? Are you going to take some?

JESSIE

Not the ones I can't figure out...

CHRIS (O.S.)

Did I hear someone say pills?!

Chris and Jordan come out on the porch.

(CONTINUED)

MILES

Had enough of that porn? Ya look like it Chris.

Chris is still sporting a massive hard on and it is very pronounced.

CHRIS

Shit, this is from those pills, I think I got a bunch of viagra or something. Had this hard on all damn day.

BEN

Sure it's not the porn?

CHRIS

No, I'm watching the porn because of the hard on... what else you got in there?

(pointing to the box)

JESSIE

Here's the reference book, maybe you can find something to reverse the effects.

Jessie holds out the reference book. It looks well used and very outdated.

CHRIS

Hell with that man, just need some different colors I haven't tried before.

JORDAN

You're gonna OD doing that shit.

Without looking in the book, or even examining the pills, Chris picks out a handful of pretty colors and pops them in his mouth, chases it down with a beer.

CHRIS

Hell yea man.

JESSIE

You're a crazy asshole Chris, one day that shit will kill you.

Ben just shakes his head.

JORDAN

You're such a dumbass.

Miles drains his beer, crushes the can on his forehead and drops it on the floor.

(CONTINUED)

MILES
Got any more beer?

CUT TO:

INT. JESSIE'S HOUSE -- NIGHT

Ben is making out with some GIRL (18) with blond hair and really BIG TITS. They are really getting hot and heavy. Jordan is screwing the cute girl that was sleeping on the couch earlier. Miles is getting a blow job from some FAT UGLY GIRL. Most everybody else is still passed out around the room.

Jessie is on the couch with a couple of girls going at it in a threesome.

BEN
(nervously)
I'm still a virgin.

GIRL 1
Not for long, lay down.

Miles gets up when he is finished and goes out side.

CUT TO:

EXT. JESSIE'S HOUSE -- NIGHT

Out on the porch is Chris, reading a BOOK. It is a warm, clear night. You can hear crickets chirping, an occasional car in the distance driving around. Miles sits down and rolls a joint. Looking at Chris he notices he looks very awake.

MILES
What you reading?

CHRIS
It's a book about how disingenuous everything we were taught is. It's all lies and misinformation propagated by the bleeding heart liberals so they can continue their subjugation of the middle class... I don't know whats' worse, Democrats or this damn book.

Miles lights the joint and takes a long slow drag. They pass the joint back and forth until it is all smoked.

MILES
(holding in his breath)
Maybe you should'a stuck with the porn.

(CONTINUED)

CHRIS

Why you up? I think I ate some speed,
what's your excuse?

MILES

I could only get a blow job from
that fat girl... Jordan is in there
playing hide the salami, with the
girl on the couch and I think Ben is
going to lose his virginity.

Chris takes a swig of beer then hits the joint.

CHRIS

Jordan's bangin' her? Shit, I wanted
a piece of that.

MILES

Go get in line, maybe you can have
sloppy seconds... or maybe that fat
girl will do ya.

CHRIS

Screw you, you're disgusting, that
fat girl's got the clap...

Miles has a look of repulsion.

CHRIS (CONT'D)

Anyway I kinda' got somebody.

Miles takes a drink from Chris' beer.

MILES

Oh yeah? Who's that?

CHRIS

Sherry from Redding.

MILES

Damn Chris, good for you. I didn't
think an ugly bastard like you could
do so good.

CHRIS

(laughs)

Screw you man, my momma says all the
girls like me... Naw, but seriously
I'm going to see her next week in
New York.

MILES

Cool. We're headed that way too.

Miles twists up another joint lights it and passes it to
Chris. They continue to pass the joint back and fourth.

(CONTINUED)

CHRIS

I'm really worried about her, last time we talked, she was telling me how she's been all strung out and shit... I hate that place.

MILES

What the hell is she doin' in New York?

CHRIS

She wanted to be a model so she went to find stardom... So far she has only found bottom, not the stars.

MILES

What you gonna do?

CHRIS

My dad is sending me money for my birthday, I'm going to get her and bring her back to Redding, she said she would go back and settle down with me.

MILES

No shit, good luck with that... Got anymore beer?

CHRIS

Look in the cooler... You guys are going there too?

MILES

Yeah, We're showing Ben the country. Got plans for Halloween in New Orleans.

CHRIS

Still trying to make up for not stopping Cody from beating that girl to death huh?

MILES

Don't rub it in... Besides I didn't see you doing anything.

CHRIS

I was in the bedroom bangin' some bitch, didn't know anything about it or I would have kicked his ass... that's no way to treat a woman no matter what.

MILES

Yeah, well it's water under the bridge and I got bigger problems.

(CONTINUED)

CHRIS

What's up?

MILES

My little sister.

CHRIS

Brian knock her up?

MILES

Shut the hell up... You know something you're not saying?

CHRIS

No, I'm just messing with ya... Hey speaking of Brian, he was here about two weeks ago, said he started out with you guys and you got busted while he was out taking a shit.

MILES

30 days in the slammer... Where is he?

CHRIS

Headed to New Orleans. I think he said for you to find him in Philly. How long you hangin' around here?

MILES

Just a couple of days. Got some fat bastard bull after us. I don't think he is going to give up soon.

CHRIS

What did ya do? Screw his ol' lady?

MILES

Threw him off of his own train, he's really pissed. Thought we would wait it out a while.

CHRIS

You're screwed... Listen, why don't you guys meet me in New York and come back with me.

MILES

New Orleans for Halloween. Then maybe.

CHRIS

You know we could start that construction company, my dad said he was ready to retire and want's me to take over his company. We could all work there.

(CONTINUED)

MILES

Maybe later, I will meet you in New York for your birthday, if you're lucky bitch!

FADE TO:
BLACK

EXT. MINNEAPOLIS TRAIN YARD -- MORNING

SUPER: 3 DAYS LATER

The boys are heading out across the train yard after the Eastbound freight. A yard worker over a couple of tracks sees them running after the train and calls Pete on the cell phone.

YARD WORKER

(calling on cell)

Hello... This Pete?

(pause)

Yeah, Pete I just saw those kids you're looking for hop on the 312 headed to Kansas City.

(pause)

OK, Good bye.

CUT TO:

EXT. KANSAS CITY TRAIN YARD -- AFTERNOON

The train has come to a stop next to an old abandon cement shack in a rundown part of town. The boys jump off the box car and start walking down the tracks. In the distance they can see the KANSAS CITY RIVER BOAT CASINO floating down the Missouri river.

CUT TO:

EXT. KANSAS CITY TRAIN YARD -- MOMENTS LATER

Pete comes flying up in his SUV, only to see the train sitting empty. No one is around but a yard worker. Pete gets out of his rig and approaches the worker.

PETE

Hey, I'm looking for 3 punks that were on this train. Did you see anybody get off here?

WORKER

Yeah, I did see some kids walking off towards the river. Maybe you should try south of the main line in the woods some, I think that is the annual Hobo convention, you'll probably catch them there.

(CONTINUED)

PETE

Great, thanks for your help.

Pete gets in and drives off towards the convention.

CUT TO:

EXT. SMALL PARK -- LATER

The three boys enter what looks like a feeble attempt at a PARK. Not much to show for it, a couple of trees, a patch of yellowing grass and a rest room, nestled in between the freeway and a bedraggled street.

They sit down at one of three tables and drop their packs. Jordan starts reading his guide. Miles pulls out some pot and rolls a joint, lights it and passes it to Ben. Ben takes a hit and passes it to Jordan. They continue to pass it around.

They are spotted by a HOBBO, he beelines straight over to them. The hobo, dirty, with layers of clothes and a beard, looks like he's lived a hard life. He could be between 50 to 80 years old, it's impossible to tell. He walks over to the boys with a stiff and uneven restrain.

COPPER SNAKE

(slurring)

You boys here for the gathering?

No.
MILES

No.
JORDAN

BEN

What's that?

COPPER SNAKE

Why it's only the biggest yearly event in the entire national hobo association.

(pause)

Brothers from all over the F.T.R.A and the NHA and the... uh the... those other illustrious organizations, full of like minded folks.

BEN

Really? What's that all about?

COPPER SNAKE

Oh, a big get together with singing, dancing, drinking and story telling.

BEN

Wow, That sounds pretty incredible.

(CONTINUED)

COPPER SNAKE

Oh, it will be, it will be.

BEN

So where's that going to be?

COPPER SNAKE

South of the main line, in the woods off the tracks. Just head down that way.

(pointing south)

Can't miss it. Lots of people will be down there, come on down.

BEN

We'll be there. Hey, what's your name?

(pause)

I'm Ben.

Ben holds out his hand to the hobo. Miles and Jordan are trying their best to appear apathetic, they just continue to take hits off the joint.

COPPER SNAKE

Why, my name is, a, oh John, but my friends call me "Copper Snake" on account of this time back in Sioux Falls in '74... or was it '73...

The old man trails off muttering. Jordan and Miles look at each other and snicker, Jordan passes the joint to Ben.

BEN

It's nice to meet you, these are my friends Miles and Jordan.

COPPER SNAKE

Ahh yes, pleased to meet you both.

(pause)

You boys plannin' on doin' some Stemming?

MILES

No other way to get grub money.

COPPER SNAKE

Make sure you are carrying the banner.

BEN

What's that mean?

COPPER SNAKE

Oh I guess you Angellina's don't know all the lingo. That means keep moving or Johnny Law will nail you

(MORE)

(CONTINUED)

COPPER SNAKE (CONT'D)

for vagrancy. Just go out on the freeway, that's how me and the brothers do it.

MILES

Thanks anyway Copper Balls, I think we can figure it out.

The boys nod their heads. They're familiar with this "fund raising" technique.

A small PICKUP TRUCK, with a camper shell pulls up next to the park.

COPPER SNAKE

Oh great, the "meals-on-wheels" is here. You boys should come get some, the foods pretty damn tasty.

JORDAN

Screw this.
(pause)
I'm going to fly a sign.

Miles is fast after him.

MILES

Trade off with ya.

Ben follows.

CUT TO:

EXT. FREEWAY OFF RAMP -- LATER

Miles stands next to the freeway with a sign that says "Traveling thru - Broke and Hungry". Several cars pass before a junker stops and hands him some money. He pockets it and continues looking as tired and hungry as possible.

CUT TO:

EXT. SMALL CLEARING -- EVENING

The boys enter a small clearing in the woods where they find the remnants of an old camp sight. Jordan gets working on a small fire. Several old cans and broken bottles are scattered about. Looks like this site hasn't seen life for a long time.

Sounds of the gathering can faintly be heard in the distance. Miles sits down next to the fire and rolls a joint. Ben is gathering up some sticks for the fire.

They settle down and work on some sandwiches and a bag of cheap wine, passing the wine and a joint around.

(CONTINUED)

JORDAN

Hey Ben, how does it finally feel to be a man?

Ben looks a little embarrassed.

MILES

(inhaling the joint)

Ben, you're going to love New Orleans, just titties and beer.

BEN

Sounds cool to me, are we going to dress up?

JORDAN

Yeah, we can go as bums.

Jordan and Miles laugh. Ben rolls up another joint.

MILES

I'm gonna dress up like Jordan's mom... but you gotta watch it down there. Cops don't like travelers.

BEN

Why?

MILES

It's Napoleonic law down there, they can arrest you for just holding up the wall.

Suddenly the brush starts to rustle. All jump and look.

A HOB0 comes falling into camp. He looks very disoriented and confused, not to mention plastered. He is wearing the usual filthy clothes, a tattered shirt and an army surplus jacket. Dirty hair is pressed against his head, remnants of food are hanging on to his scraggly beard.

He staggers towards the fire.

THUNDER SNAKE

(slurred)

How you brothers doing? Gimme some of that drink.

JORDAN

You need to clean some of that shit off your face, then we can talk.

THUNDER SNAKE

I don't friggin' need to do nuthin' I'm a damn F.T.R.A! Now gimme some booze you little shitheads!

(CONTINUED)

He heads for Jordan and the wine. Jordan waits until the hobo is reaching for the wine and then scoots out of the way. The hobo loses his balance and tumbles to the ground. The boys laugh.

THUNDER SNAKE (CONT'D)

You little bastards, I want some wine!

MILES

Screw you, you stinkin' dumb ass. Drink that piss running down your leg. You're damn nasty.

THUNDER SNAKE

Screw me?! Screw you!

The hobo gets up and pulls his knife.

BEN

(panicking)

KNIFE!!!

MILES

Awww hell-no!

The hobo staggers towards Miles, knife out stretched.

THUNDER SNAKE

Yarrrrr!

In one swift motion, Miles sidesteps the hobo, turns and kicks the knife-wielder in the ass. The hobo stumbles and falls, dropping his knife. Miles is on him like flies on shit...

MILES

Screw you asshole!

...kicking him in the head. The hobo is so drunk it only slightly fazes him. Trying to collect himself, he begins to crawl away.

JORDAN

Think you can pull a damn knife on us?!

Jordan kicks the hobo in the ribs as he is crawling away.

MILES

Stupid bitch!

Miles sets up and attempts a field goal kick, kicking the hobo in the head again. Miles sets up for another but Ben stops him.

(CONTINUED)

BEN

Miles stop already! He's had enough!

The boys stand by the fire yelling at the hobo as he disappears into the bushes.

THUNDER SNAKE (O.S.)

You little shitheads! I know where you're sleeping! I'll be back! I'm gonna cut your throats while you're sleeping! Nobody crosses "Thunder Snake" and lives to tell about it! Nooobooooddyyyy!

He crashes around in the bushes like he is lost, as the night grows darker.

THUNDER SNAKE (O.S.) (CONT'D)

(distant)

I'll be back, I'm gonna kill all of ya!

The boys watch the bushes for a moment then sit back at the fire. Ben grabs the knife and throws it in the woods in the opposite direction.

BEN

What the hell? Why'd you keep kicking him?

MILES

(smug)

Didn't want to punch the asshole. Probably get hep-C from his dirty ass.

BEN

That's not what I meant, Shit.

(pause)

You think he's serious?

MILES

(angrily)

I fuckin' dare him to come back here!

JORDAN

(false bravado)

Ahh shit, that Thunder Snake is just a big pussy. He ain't coming back, he ain't doin' shit.

Ben is really agitated and not convinced.

JORDAN (CONT'D)

Besides, if he does, we'll commence operation "hobo-storm-freedom" and
(MORE)

(CONTINUED)

JORDAN (CONT'D)
 he'll experience the "mother of all
 beat downs".

MILES
 Screw this shit town.

BEN
 Well, I wanted to see the hobo
 gathering. I guess you screwed that
 up.

JORDAN
 Miles, roll up a joint while I see
 what time the train leaves.

Jordan gets out his guide book and looks at it in the light
 cast from the fire. Miles gets out the last little bit of
 pot and twists up the last joint.

MILES
 Ready to blow this joint?

JORDAN
 Train leaves at 9:00pm.

BEN
 Ready when you guys are. I sure hope
 we don't run into that asshole.

JORDAN
 Which one? Thunder Snake or the bull?

BEN
 Great, thanks for reminding me about
 him too.

CUT TO:

EXT. HOBO GATHERING -- CONTINUOUS

Pete is seen at the hobo gathering showing MUG SHOTS of the
 three boys around. He asks several hobos if they have seen
 them. Pete is not getting any cooperation from the patrons.

CUT TO:

MONTAGE

INT.\EXT. ARKANSAS COUNTRYSIDE -- MORNING

The boys are sitting inside a box car looking out the open
 door watching the scenery pass by. Jordan writes in his
 journal, Miles plays some cards and Ben sketches on his pad.

CUT TO:

EXT. TRAIN TRACKS -- AFTERNOON

The train has stopped in the middle of nowhere. Ben is taking a leak, Miles drops his pants at the edge of the bushes and squats to take a shit.

Foliage spills over from the woods and onto the gravel next to the tracks. In the midst of all the green are plants that look like marijuana. Jordan about faints when he spots them.

JORDAN

Holy shit. The lord giveth and the lord taketh away. And will you look at what he's givin' us today.

BEN

Whoa. It's everywhere.

JORDAN

Load up boys, enough for all.

MILES

It's just ditch weed.

JORDAN

Doesn't smell like ditch weed.

(pause)

Aren't you done shittin' yet?

MILES

A little constipated, leave me alone and shut the hell up.

BEN

Damn, these buds are sticky, look at the crystals.

Jordan is busy ripping his pack apart looking for something to fill. Ben sees what he is doing and rifles his bag. They both come up with containers and start picking the buds off the bushes and fill them.

Miles is pulling faces still trying to unload. Farting sounds are heard from his direction.

JORDAN

We're gonna get so friggin' high off this shit.

BEN

Enough to last the whole trip and then some.

The train starts to move. Ben and Jordan grab a big handful of plants and jump back on the train. Miles is halfway through dropping a turd as the train is rolling away.

(CONTINUED)

MILES

God damn it!

He tries to wipe his ass and run towards the train with his pants still around his knees. He is running awkwardly trying to pull them up.

BEN

You better hurry it! You're gonna get left behind!

Miles has his pants up, holding them with one hand, he tries clumsily to hop in as the train picks up speed. He drops his grip on his pants and jumps in. His pants slide back down to his knees as he lands on the floor.

JORDAN

(laughing
uncontrollably)
Glad you could drop in.

BEN

Damn, I wish I had my camera out! If that wasn't the best "Kodak moment" I've ever seen.

Jordan rolls up a big fat joint. Miles pulls up his pants, he's not amused. Ben is laughing. Jordan lights up the joint, takes a big long drag and passes it to Ben.

JORDAN

(holding his breath)
Now that's some good stinking weed.

Ben takes a big hit before passing it to Miles. The three sit back and puff away as they watch the scenery.

CUT TO:

EXT. OUTSIDE CHICAGO TRAIN YARD -- NIGHT

The train is slowing as it enters the Chicago yard. The boys start jumping off just before the car they were riding in enters the yard. They don't get to far before a light shines at them and a voice calls out.

PETE (O.S.)

Hey! You there. Come here I want to talk to you!

MILES

(whispering)
Sounds like that asshole Seattle Bull.

(CONTINUED)

PETE (O.S.)
 You little punks. I saw you jump off
 the train!

The boys pick up the pace in the opposite direction from the voice and continue in a hurried manner.

MILES
 (over his shoulder)
 I think you have us mistaken for
 somebody else, sir.

In the darkness you can see the outline of a man, carrying a FLASHLIGHT with a quickstep headed to the boys.

PETE
 Don't try to screw with me, I know
 who you are. Come back here.

JORDAN
 (whispering)
 Get ready to run. If he catches us
 with all this pot, we're goin' away
 for a long time.

BEN
 Shit. Why do we keep getting into
 these messes.

JORDAN
 Why good sir, we are merely train
 aficionados, out for a day watching
 the trains come and go.

MILES
 Friggin' run!

BEN
 Good night kind sir!

They run as fast as they can down the street and around the corner out of sight. Pete turns around and hurries back to retrieve his SUV.

CUT TO:

INT. CITY BUS -- LATER

The boys are riding a bus full of minorities and poorly dressed people. Jordan is resting his eyes, Ben is leaning against the window gazing out. Miles is chatting up two girls sitting in the next seat.

MILES
 You pretty ladies from around here?

(CONTINUED)

REDHEAD GIRL

(coyly)

My girlfriend and I just live up the street a few blocks.

MILES

Do you ladies get high?

REDHEAD GIRL

When we can. Got anything?

MILES

Maybe. Got any beer?

REDHEAD GIRL

There is a market by the stop we get off at. We can get some there. Want to come over and party?

MILES

Always looking for a good party.

CUT TO:

INT. GIRLS APARTMENT -- LATER

Ben is passed out sitting in the ARM CHAIR. Miles and Jordan are busy giving the two girls a good work out on the floor. Empty beer cans are scattered around the dimly lit room.

CUT TO:

EXT. TRAIN TRACKS -- MORNING

It is early morning and the sun hasn't even risen yet. The boys are tucked in a hiding spot near the tracks. This is an active part of the yard. The workers are scouring the yard checking the lines and cars.

One by one the boys work their way closer to the tracks. Suddenly they hear a radio crackle. The boys freeze and look at each other. They are laying down in the bushes very close to the tracks.

RADIO VOICE (V.O.)

Keep a sharp eye out for three punks.
Pete Jenkins has a personal interest
in them.

BULL

Copy that.

Miles stealthily peeks out of the bushes. He can see the jack-boots of the bull not far away. He carefully lays back. Looks over at Jordan, he motions pointing to where the bull is and there is only one.

(CONTINUED)

Jordan nods and whispers to Ben. Miles motions to stay put. Jordan agrees.

Footsteps are getting closer and closer. The boys looking very skittish, get ready to run in different directions.

The footsteps are almost on top of them. The bull stops. He is standing with his back to them, so close that Miles could reach out and touch his boots.

Just then... The radio crackles.

RADIO VOICE (V.O.)

We just got a report of some action over at "K" yard. Can you go check it out?

BULL

Yup. This section's as quiet as a Mormon on her wedding night. Over and out.

RADIO VOICE (V.O.)

10-4

The bull turns and walks away. The boys move very slowly out and across the tracks. They cross between two train cars, and start making their way down a length of train cars. They see the lights of a SUV coming towards them and they dart deeper into the yard.

CUT TO:

EXT. TRAIN TRACKS -- CONTINUOUS

Running between cars, they eventually come to an active train. It is sitting idling and ready to go.

JORDAN

This is it, this is our hotshot.

MILES

Look for a 48...

It isn't long before they find a suitable car. Ben is first up the ladder, then Miles. Jordan takes a last look up and down the train before climbing up.

CUT TO:

INT. 48 TRAIN CAR -- CONTINUOUS

The "48" has a small rectangular bucket area that the friends arrange themselves in. They sit, backs against one wall and very, very, still. Until they get out of the yard, they are not safe.

(CONTINUED)

BEN
 (quietly)
 How long?

JORDAN
 (whispering)
 Shhhh.

MILES
 (whispering)
 We'll know once the train airs up...

The silence is broken by the sounds of footsteps and laughing.
 Footsteps get closer.

MALE VOICE #1
 Did you hear about Clem in accounting?

MALE VOICE #2
 No. What about him?

MALE VOICE #1
 His wife, Barbara just left him for
 the goddamn recycling guy.

MALE VOICE #2
 Damn broads.

The boys look at each other with quizzical expressions.

The footsteps are almost on top of them. Through the bottom
 of the car, they can see the workers' flashlights shinning
 off the gravel.

They sit still as statues.

MALE VOICE #1
 Yup, can't live with 'em and you
 can't kill 'em.

The yard workers are right on top of them. Sounds of the men
 checking the very car the friends are in, reverberate through
 the small space.

MALE VOICE #2
 Hey, what's up with that bull from
 Seattle down here?

MALE VOICE #1
 He is hot after three punks. The way
 I understand it is, they threw him
 off his own train.

MALE VOICE #2
 Isn't that Peter Jenkins?

(CONTINUED)

MALE VOICE #1

Yeah. He has a real mean streak. He already busted them once. The little shits came back and rode his train after they got out of jail.

The voices begin to trail off as the workers head down the line, still talking and joking with each other.

MALE VOICE #2

He catches them, he is going to kill them. He's thrown hobos off moving trains before.

The boys breath a collective sigh of relief. The train airs up. They smile at each other. They are going to make it out of Chicago. The train starts to move.

CUT TO:

EXT. TRAIN -- DAY

The train continues along the route passing through Indiana, Ohio then Pennsylvania, only stopping on a siding to let an occasional Am Trak train pass until they reach the open country side outside of New Jersey.

Riding along Miles decides to surf. Him and Jordan again try to get Ben up on top. This time Ben goes for it. Miles puts his dreadlocks in a pony tail and the three climb onto the roof.

BEN

(yelling over the noise)

Oh what a friggin' rush. This is a blast!

JORDAN

See, I told you once you tried it you would like it!

MILES

It's like an animal... Like riding on the back of an animal!

As they are surfing at 45 miles per hour, Miles, who's in front, sees a tunnel ahead.

MILES (CONT'D)

Tunnel! Run to the back of the train!

They turn and run as fast as they can towards the back of the train. They run and jump onto the next car. Just as they are about to hit the tunnel they jump down into an open top car full of grain, burying themselves in it from the jump. Miles and Jordan are laughing and showing signs of the

(CONTINUED)

adrenaline rush. Ben gets real pissed off, with a look of terror in his face, he starts hitting Miles,

BEN

You goddamn idiot! You almost got us killed! Goddamn idiot!

CUT TO:

EXT. TRAIN YARD -- MORNING

The boys are walking down a line of cars. Ben suddenly stops and stares at the graffiti painted on one of the cars. He digs his camera out of the side pouch on his pack and starts taking pictures.

MILES

Ben, try and keep up.

BEN

(excitedly)
Wait a minute.

JORDAN

What are you doing?

BEN

This car was painted by Ferber!

MILES

What's a Ferber?

BEN

Not what, but who.

All three boys are looking at the graffiti art.

JORDAN

So?

BEN

So? What do you mean so? He's the greatest boxcar artist in the whole world.

MILES

Not impressed.

BEN

You guys have a lot to learn about train art. Ferber was the "Escalade" of graffiti painters in the 80's and 90's...

JORDAN

That is pretty cool, once you stop and look at it.

(CONTINUED)

BEN

Man O man, I thought I would never see his work... This stuff was all supposed to be painted over years ago, but here it is.

MILES

Get your picture and lets get going.

Ben shoots a couple more pictures and the boys continue down the line.

EXT. TRAIN YARD -- DAY

Pete continues searching the yards and talking to the workers as he makes his way across the country. He tells them about what the kids look like, shows off their mug shots and if they see them to call him immediately as they are wanted criminals.

CUT TO:

EXT. TRAIN YARD -- NIGHT

The boys find themselves in the train yard out side of New Jersey. They jump down from the car they were riding in and run for the road out of the yard.

Voices can be heard in the background as the workers are uncoupling the cars.

Once they are clear of the yard, they jump on their skateboards and head towards the lights in the horizon.

CUT TO:

EXT. CITY STREET -- CONTINUOUS

The three boys are just outside of New Jersey. They are skateboarding along when a truck slows and asks if they would like a ride.

HECTOR

Hey, what's up my friend?

BEN

Which way is New York?

HECTOR

It's about eight miles east. You going to ride those boards there?

BEN

Planning on it.

Hector turns to the driver, Raul and speaks rapidly in Spanish.

(CONTINUED)

HECTOR

We're headed in that direction, if you want a ride, you can hop in the back.

Jordan climbs in against the cab, Miles and Ben get situated in next to Jordan.

JORDAN

Thanks a lot fellas'.

HECTOR

No problem my friend.

As they are driving down the road, Jordan speaks to Hector through the open rear window.

JORDAN

You guys get high?

HECTOR

Always.

JORDAN

We found a whole field of pot a couple of days ago. It's some killer shit.

Jordan gets in his pack and pulls out a bag. He rolls up a fat joint and hands it to Hector. Hector lights it up and they pass it around amongst all.

CUT TO:

EXT. BACK OF TRUCK -- CONTINUOUS

The truck drives through the empty streets of New Jersey. It's like a moonscape, grey and devoid of life.

HECTOR

(to Jordan)

What's your name my friend?

JORDAN

Jordan, what's your's?

HECTOR

Hector and this is Raul.

(pause)

Where you from?

JORDAN

Redding, California.

HECTOR

Right on. I have a sister in Los Angeles, she tells me it's a nice place.

(CONTINUED)

They continue to pass the joint around, each taking a hit until it is gone. Jordan rolls up another and passes it around.

JORDAN

Yeah, if you say so.

HECTOR

Me and Raul, we are tow truck drivers. We work the graveyard shift out here.

JORDAN

That must suck.

HECTOR

It's not to bad, make enough money, get to spend the days with my baby girl.

(pause)

You got kids?

(laughs)

No, you look too young.

JORDAN

I have a little brother.

HECTOR

You take care of your little brother?

Miles turns and listens intently as the two talk about family.

JORDAN

I try to, but he's with my mom and her husband.

HECTOR

Family's the most important thing we got, Don't ever forget it.

JORDAN

Yeah, you're probably right. My step-dad is a alcoholic. I just couldn't take it any more so I left.

HECTOR

What about your little brother? Who's going to stick up for him?

JORDAN. (V.O.)

As Jordan and the boys talked, Jordan was starting to realize what Hector was really talking about. The family has to stick together, if they can't count on each other, who can they count on?

(MORE)

(CONTINUED)

JORDAN. (V.O.) (CONT'D)
 Even Miles understood this as he was
 deep in thought. They realized that
 they needed to take care of their
 family and not run from them.

Jordan nods and looks up, the city looms in the distance.

RAUL
 (in Spanish)
*Podemos tomarlos solamente a medio
 camino a trave's del' puente.*

HECTOR
 Hey my friend, we can only take you
 part way across the bridge... There's
 cops on the other side, Raul cannot
 get a ticket OK?

JORDAN
 Not a problem, thanks.

CUT TO:

EXT. GEORGE WASHINGTON BRIDGE -- CONTINUOUS

The truck is stopped on the side of the road and the boys
 pile out. Jordan leans in the side window and hands Hector a
 hand full of pot buds.

HECTOR
 Thanks. Remember, you take care of
 your little brother.

JORDAN
 I will, have good night.

MILES
 Thanks for the lift.

BEN
 Yeah, thanks.

RAUL
 (in Spanish)
Vaya con Dios, mis amigos.

The truck drives off leaving the three standing on the bridge.

MILES
 Well?

BEN
 Let's go see the big apple.

(CONTINUED)

They get on their skateboards and skate across the bridge to the bright lights of New York City.

CUT TO:

EXT. NEW YORK CITY STREET -- LATER

It's a big bright city. People are everywhere. Ben, Jordan and Miles are walking down the street. Although they feel out of place, no one seems to notice them.

It begins to rain. They have no umbrellas and their jackets are well into their bags. Quickly they run to the nearest subway for cover.

CUT TO:

INT. SUBWAY STATION -- CONTINUOUS

The station is empty. The boys make their way to a service map and begin examining it.

BEN

So, do we know where we are?

MILES

New York.

Ben flips Miles off.

MILES (CONT'D)

(laughs)

Chris said to look for him at Washington Square.

Jordan is tracing the route with his finger along the wall map.

JORDAN

OK, we take the 15 subway to Mac Arthur and then we can either walk eight blocks or hop on the 36.

BEN

Let's do it.

They hop over the turn styles and wait for the subway train to come.

CUT TO:

EXT. WASHINGTON SQUARE PARK -- LATER

The rain has stopped. People are busy rushing around going about their business. The street kids smoke cigarettes and pass around bottles of alcohol, as they sit under the trees.

(CONTINUED)

As the three friends walk through the park, a JUNKIE COUPLE stop them. Immediately it is obvious what they want, money for drugs. It's written all across their faces, posture and even in the way they walk.

JUNKIE GUY

Hey guys, where you from?

JORDAN

Tulsa.

JUNKIE GUY

Right on man, right on. So are we.

MILES

Yeah, I bet you are.

JUNKIE GUY

Hey our friend is having a birthday party tomorrow and we want to get him some drink. Can you spare some loose change?

JUNKIE GIRL

Yeah, just a couple of bucks so we can get Chris a 40.

JORDAN

Who the hell is Chris?

JUNKIE GIRL

Chris, a, he's from Redding.

MILES

You know Chris?

JUNKIE GUY

Yeah man, we just met him the other day. He said he was having a party tomorrow when his friends get here.

MILES

Where is he?

JUNKIE GUY

Who?

JORDAN

Chris.

JUNKIE GIRL

(laughing)

Oh, him, he's at C-Squat down on the lower East side.

BEN

What a small world.

(CONTINUED)

JORDAN

No, we aren't giving you any goddamn money, you'll just shoot it up. Now beat it.

Pushes them out of his way and walks past. Ben and Miles follow.

JUNKIE GUY

Hey, watch it.

MILES

Screw you!

JUNKIE GIRL

Go to hell!

The three boys walk off towards the playground.

MILES

Stupid assholes. I can't stand that junkie shit.

JORDAN

Yeah, that shit is real stupid to mess with... Let's find a place to crash and smoke some pot.

Ben laughs as they wander across the park.

CUT TO:

EXT. PLAYGROUND -- CONTINUOUS

They walk past the playground equipment and over to a grassy area next to a large growth of bushes. It is empty of people except for an occasional body curled sleeping on the ground.

MILES

Look, There's a bum sleeping right over there. This looks good to me.

JORDAN

(reluctantly)
Well, I don't know...

MILES

Look, It's no big deal.
(pause)
Let's crash here and look for Chris in the morning.

JORDAN

Damn it, alright.

They sit down and Jordan starts to dig the bag of pot from his bag.

(CONTINUED)

MILES

Hope no cops mess with us.

BEN

I know if the cops come, I can run faster than both of you, so I'm cool.

MILES

Well at least the ground is soft here.

Miles is patting the ground. Jordan twists up a joint and lights it. They sit and pass the joint around.

FADE TO:
BLACK

EXT. PLAYGROUND -- MORNING

Light shines through the skyscrapers and into the playground. Kids are playing on the equipment having a great time. Passers by on their way to work don't even give a second glance at the boys.

As the sunlight hits them, Jordan wakes up. He packs up his stuff and wakes Ben and Miles.

JORDAN

Hey, time to get up. It's already 8.

Muffled groans come from the bags as the other two slowly wake, sleepy eyed, they begin to pack up their bedding. Ben looks up at the kids playing on the slides and swings. Suddenly his smile turns to a look of horror. There under the jungle gym, is the junkie couple from last night. Children are playing no more than three feet away as they prep for shooting up.

BEN

What the hell?

Miles and Jordan look over.

MILES

Stupid dirty junkies.

JORDAN

Assholes. That shit's messed up.

The junkie couple shoots up, immediately they start to argue.

BEN

Let's go find something to eat.

(CONTINUED)

They get up, grab their packs and skateboard towards the edge of the park.

CUT TO:

EXT. NEW YORK CITY STREET -- LATER

They walk down the street, skateboards under their arms, with breakfast on their minds.

Ben stops at the trash can outside a deli and starts rummaging around.

MILES

I wouldn't do that here, people piss in those things.

BEN

What? No they don't.

Miles merely points down the street where a dirty homeless man is pissing in the can.

BEN (CONT'D)

Uh, yeah, shit, how about we buy some sandwiches.

Jordan and Miles nod in agreement.

CUT TO:

EXT. WASHINGTON SQUARE PARK -- LATER

The boys are sitting under a tree, on their packs eating sandwiches and drinking "TALL BOY BEERS" from brown paper bags.

They watch as joggers, walkers, strollers, kids on skateboards pass them by. All types and colors of people are enjoying the day in the park. An old man is feeding pigeons nearby.

A young couple are strolling by. They are dressed the same as the boys and are carrying backpacks. Miles looks up and is surprised that he recognizes them.

MILES

Sherry! Jeff! Hey!

The two kids turn around and are startled to see the three boys sitting under the tree.

JEFF

Holy shit, what the hell, fancy meeting you guys here.

Miles jumps up and gives them both big hugs. Jordan and Ben follow suit.

(CONTINUED)

MILES

What the hell is up? Damn, it's good to see a friendly face around here.

SHERRY

Damn right Miles. Nice to see others from the 530.

JEFF

Redding from coast to coast, bitch.

They continue to hug and laugh for a moment. They all sit back under the tree. Jordan chugs some beer and offers it to Sherry. She gladly takes a drink. Miles grabs the pot from Jordan's bag and twists up a fat joint. Lights it and passes it around.

MILES

Where's that asshole Chris at?

SHERRY

How did you know he was here?

MILES

Ran into him over at Jessie's flop house a while back. Said he was coming to rescue you.

SHERRY

(big smile)

Yeah, he's down at my place in the C-Squat. We're just out looking for party favors.

JORDAN

We got a whole bag of party favors. Found a whole crop growing along side the tracks.

JEFF

This is some damn good shit.

SHERRY

Come on and I'll take you to Chris.

CUT TO:

EXT. C-SQUAT -- NIGHT

A large group of people are gathered around partying. Lots of drugs are being passed around. Mass quantities of drinking and smoking. General site of a great party going on. People are getting really messed up and it is starting to show. Random fights start to break out amongst the street punks.

Chris is sitting against the wall with Sherry pressed up tight next to him. Miles, Jordan, Ben and Jeff are all

(CONTINUED)

scattered around him, talking and carrying on. Jordan is rolling up several joints. Sherry is loading up a syringe with heroin. Miles looks at her.

MILES

What are you doing? I thought you were trying to kick that shit?

SHERRY

It's a birthday party. I'll kick it tomorrow... want a fix?

MILES

Hell no. That shit will kill you.

Ben lights up a joint and passes it to Jeff, then chugs on a beer. Jeff hits it and passes it to Chris. Chris drops it.

It is evident from the look on Chris's face that he is really inebriated. He wobbles around looking for the joint then picks it up and hits on it. Jordan lights another one and starts passing it.

Chris and Sherry shoot up on Heroin. Chris leans back against the wall and propped on Sherry's shoulder, goes limp and dies from an over dose.

The boys are getting drunk and stoned, and nobody notices for a long time.

SHERRY

Hey Chris, wake up.

MILES

Chris you OK?

They look concerned as Chris looks lifeless. They start to shake him.

SHERRY

(in a panic)

Chris! Chris! Wake up!

The party goes from festive to quiet. Everybody is staring at Chris. He falls over, head hitting the ground. A dark wave of sadness flows over the crowd like the incoming tide on the beach of reality.

JORDAN

Oh shit! Call an ambulance!

Ben jumps on Chris and starts to give him CPR. Jeff hollers for a cell phone. Somebody calls 911 and the rest scatter.

(CONTINUED)

SHERRY
 (crying uncontrollably)
 Oh, Chris, I'm sorry. Please don't
 go!

She is holding on to his lifeless limp body. Sounds of sirens
 screaming in the background.

DISSOLVE
 TO:

FADE IN:

EXT. WASHINGTON SQUARE PARK -- EVENING

The three boys find Sherry and Jeff in the park along with
 some hard core junkies. They are planning to have a memorial
 service for Chris.

About a dozen street kids and travelers are there, talking
 and hanging out. Miles leads the group into the park. Polite
 "hello's" are exchanged with the mostly unfamiliar faces.
 They pass the junkie couple, who doesn't even remember them.

Jordan, Ben and Miles walk to the center of the crowd,
 cracking open their "Tall Boy" beers. They hoist the beers
 into the air in a salute to Chris.

MILES
 (holding up his beer)
 To Chris!

EVERYONE
 (holding up their
 drinks)
 To Chris!

With beers raised, they all pour some on the ground, then
 take a drink. They stand for a moment in reverent silence as
 they honor their friend.

JORDAN. (V.O.)
 If you lose a friend, you may feel a
 mixture of emotions that will come
 as a surprise to you. Some feelings
 and thoughts are fleeting, and some
 may stay with you for a lifetime.

The crowd sits in a loose circle. Miles breaks the silence.

MILES
 You guys remember that time Chris
 broke his two front teeth?

(CONTINUED)

JEFF

I remember him lookin' like a two dollar whore, but I don't remember how he did it.

MILES

This one time he stole a bike from in front of the liquor store.

(laughing)

That tweaker chased him for like 6 blocks. Chris kept looking over his shoulder laughing and the stupid asshole, he ran into a parked car.

JORDAN

Yeah then he landed right on his goddamn face.

MILES

That damn tweaker caught him and kicked him in the stomach. Picked up his bike and tried to ride it but the rim was all screwed up.

JORDAN

Shit, when we got over to him he was rolling around on the ground laughin' his ass off. Blood coming out of his mouth, looked real bad.

SHERRY

(chuckling)

Oh yeah, and remember he had two fat lips for a month after that...he still can't remember how it happened...

She catches herself and starts to cry softly. The friends grow quiet.

The silence is broken by shouting and yelling from across the park. In the distance is a young couple seen yelling at each other.

BEN

Who's that?

JEFF

Jen and Rob, crazy assholes.

CUT TO:

EXT. WASHINGTON SQUARE PARK -- CONTINUOUS

The group stops talking and looks intently across the way at the two fighting. JEN, late teens, blond, is getting more and more aggressive towards ROB, mid twenties, dark hair.

(CONTINUED)

JEN
 (yelling)
 Shut up!

ROB
 You shut the hell up, your drunk.

Rob shoves Jen.

JEN
 Don't tell me to shut up, you asshole.
 I'm not drunk.

ROB
 You crazy bitch! Get away from me...
 WHORE!

Jen loses it. She throws her bottle at Rob and just misses his head. She screams and runs towards him, arms flailing. She hits him across the face and keeps slapping at him.

JEN
 You bastard, you goddamn bastard,
 you don't call me that.

CUT TO:

EXT. WASHINGTON SQUARE PARK -- CONTINUOUS

The whole group is watching the show. Jordan lights up a joint and passes it to Ben. Ben declines, Jordan passes it to Miles. Ben is the only one that looks agitated by what's going on across the park.

BEN
 Somebody needs to break that up.

MILES
 Don't worry about it, they're just
 drunk. Here have a hit.

Miles holds out the joint to Ben.

BEN
 Screw you Miles, this is the shit
 I'm talking about. Remember Cody?

CUT TO:

EXT. WASHINGTON SQUARE PARK -- CONTINUOUS

Jen and Rob are still going at it.

ROB
 Get off me you crazy bitch!

(CONTINUED)

JEN

Goddamn asshole! You goddamn asshole!

Jen knocks Rob's beer out of his hand. He blows up and gives her a right hook across the chin laying her out on the ground. He starts kicking her in the stomach. She tries to block and kick back but he kicks her feet out of the way, then kicks her again in the ribs. Jen is trying to crawl away and Rob continues to hit and kick her.

CUT TO:

EXT. WASHINGTON SQUARE PARK -- CONTINUOUS

Ben jumps to his feet and starts towards the fight.

BEN

I'm not sitting here and watch some asshole beat up his girlfriend.

Miles jumps up and stops him by grabbing the back of his shirt and yanking him back.

MILES

Stay out of it, not our problem.

BEN

Get you're goddamn hands off me pussy!

JORDAN

Ben, calm down, chill the hell out.

Ben spins around and punches Miles in the face knocking him back. He stands with disbelief written all over his face. Ben takes off running towards Rob.

CUT TO:

EXT. WASHINGTON SQUARE PARK -- CONTINUOUS

Rob is on his knees punching Jen in the head. Ben tackles him like a football line backer. Ben wrestles Rob to the ground, sitting on top he starts pounding his head into the ground. He hits Rob repeatedly in the face, over and over.

BEN

How do you like that, asshole? Think your so goddamn tough? Take this you cocksucker!

Ben continues to beat on Rob, releasing all the penned up anger from the situation about Cody. Blood is flying out from Robs eyes and nose, he's out cold.

Miles and Jordan tackle Ben and pull him off, still trying to get a few last punches then kicking him until he is subdued by his traveling mates.

(CONTINUED)

MILES

That's enough Ben, you're goin' to
kill him.

JORDAN

Get off, stop.

CUT TO:

EXT. WASHINGTON SQUARE PARK -- CONTINUOUS

Sherry and Jeff are watching in amazement, not knowing what
to think.

SHERRY

What's his problem?

JEFF

It's the crap with Cody, you know...
He's in prison for life.

SHERRY

Oh yeah. Now it makes sense... I
have to admire Ben for sticking up
in this situation... I hope he didn't
kill that bastard, even if he deserves
it.

Ben comes stomping back, grabs his pack and heads out of the
park.

Miles and Jordan come staggering back. Miles looks at his
friends, then looks at Ben. He is half way across the park.

MILES

Ben! Come on back!

BEN

(over his shoulder)
Fuck you asshole! You blew it Miles!

Miles and Jordan watch as their friend walks down the street
out of sight.

JORDAN

Maybe we should of broke up the fight.

MILES

Who knew he would loose it like that?

SHERRY

You watched his brother beat up his
girlfriend and you did nothing. Don't
you think he is going to be sensitive
to that shit?

(CONTINUED)

JORDAN

He'll be back when he cools off.
Besides where is he going to go?

MILES

I suppose you're right. He's never
traveled this far from home before.

They sit back and continue drinking. Jordan twists up a joint,
all join in passing it around.

CUT TO:

EXT. NEW YORK CITY STREET -- LATER

Ben is standing at a phone booth talking to his mom. Crying
he is trying to get the words out.

BEN

Mom, you were right about Miles and
Jordan.

CUT TO:

EXT. WASHINGTON SQUARE PARK -- LATER

Still drinking and talking, the friends continue to hangout
in the park. It's clear that they've gone through more than
a few drinks. Everyone has left, only Miles, Jordan, Jeff
and Sherry remain.

JORDAN. (V.O.)

Life is like a rattling roller
coaster. Ups and downs with
exhilaration and fright. We cannot
point blame on those who traveled
along with us, even if they tugged
us in that direction. We have to
find the lesson in where we are at
the time, and be thankful they guided
us. Good or bad, right or wrong, we
had an experience. If it was bad, be
thankful you made it through. Be
thankful by forgiving them and
yourself.

A large bolt of lightning flashes across the sky, followed
by a loud crack of thunder. Suddenly the rain pours down
fiercely.

JEFF

Time to go!

SHERRY

You two coming?

(CONTINUED)

MILES

I was hoping Ben would come back.
I'm worried about him.

JORDAN

If he was coming he would be here by
now. It's 2am! We can look for him
in the morning... he's a big boy.

The group picks up and heads out the park, Miles looking
back for the friend that never returned.

DISSOLVE
TO:

INT. AIRPORT -- MORNING

Ben is checking in at the ticket counter. The reader board
shows the flight to Redding departs at 10:15 am. Ben gets
his ticket looks at the big clock on the wall. It is 9:30
am. Ben walks towards the gate for his flight home.

CUT TO:

EXT. GRAND CENTRAL STATION -- DAY

Miles is on the phone talking to Ben's mom. Jordan is standing
close panhandling. As commuters walk past he asks for money
to buy a train ticket.

MILES

(on phone)
Hello... Mrs. Carter, It's Miles.

BEN'S MOM (V.O.)

Hello Miles. Are you and Jordan
alright?

MILES

Yes... Jordan's here with me.

BEN'S MOM (V.O.)

That's good.

MILES

We were wondering if you have heard
from Ben?

BEN'S MOM (V.O.)

Yes, he called late last night, well
it was early this morning really.

MILES

Oh that's good. We uh, well we got
separated last night. We couldn't
find him and got worried.

(CONTINUED)

BEN'S MOM (V.O.)
Yes, Ben told me all about it.

From her infliction it's clear to Miles that she knows exactly what has happened.

BEN'S MOM (V.O.) (CONT'D)
So you're probably wondering where Benny is now.

MILES
Yeah...

BEN'S MOM (V.O.)
You boys were supposed to take care of him. Remember what I told you before you left?

MILES
Yes ma'am...

BEN'S MOM (V.O.)
I remember telling you I would drown the both of you like a couple of kittens in a burlap sack.

MILES
I'm really sorry Mrs. Carter. He just got really upset and stormed off.

BEN'S MOM (V.O.)
Miles, I am really sorry to hear about Chris. I'll call his dad and let him know. Now don't you worry about my Benny, he's on his way home right now. Bye now, take care.

MILES
Good bye Mrs. Carter.

Miles hangs up the phone, turns to Jordan.

JORDAN
Well?

MILES
Mrs. Carter says "Hi".

JORDAN
I mean what about Ben, What's the scoop?

MILES
He's on a plane headed home. I think we really screwed up with him.

(CONTINUED)

JORDAN
Shit, that's an understatement.

MILES
Yeah, shit, now what?

Miles raises up his brown paper bag and takes a drink.

MILES (CONT'D)
He's never going to forgive us for this.

JORDAN
We need 20 bucks and we only have about 5.

MILES
That won't take too long.

As the boys continue asking for donations, A man approaches, he is in his sixties, tall with thin graying hair, combed over the bald spot top of his head. He is wearing glasses, dark blue suit and a red tie.

MIDDLE-AGED MAN
Hello, what are you two doing?

JORDAN
Waiting for our pizza to get delivered.

MIDDLE-AGED MAN
Cool, cool, looks like you're panhandling to pay for it.

MILES
Gotta pay for it some how.

MIDDLE-AGED MAN
Right on, I had to panhandle once. I was coming back from Idaho and lost my wallet.

MILES
(joking)
You da pimp, I da ho.

JORDAN
(laughing)
Where's Idaho?

The guy looks at the boys and chuckles.

MIDDLE-AGED MAN
Well I got to get going...

(CONTINUED)

He places his hands in his pockets and searches in an over emphasized show.

MIDDLE-AGED MAN (CONT'D)

Damn it, I did it again.

(pause)

I walked off and left my cash at the hotel... I really wanted to help you fellows out with a few bucks.

The man puts his hands in his pants pocket and moves uncomfortably close to Miles.

MILES

What the hell are you doing?

MIDDLE-AGED MAN

(quietly)

I'm staying at the hotel down the block, not far from here. If you want to come over I will give you some cash.

MILES

What? Come over?

MIDDLE-AGED MAN

Just come over and urinate on me. I'll give you each 20 bucks.

Jordan starts laughing.

MILES

What the hell are you talking about? Are you sick?

MIDDLE-AGED MAN

Just piss on me and I'll give you 20 bucks... I won't even touch you.

(pause)

Unless you want me to.

MILES

(gagging)

You're fuckin' sick, that shit is messed up.

JORDAN

Get the hell away from us before I stab you in the throat.

The man steps back and looks at Jordan. Jordan pulls his jacket back and exposes his knife. The man gets scared and turns walking into the crowd.

(CONTINUED)

JORDAN (CONT'D)

You sure attract some goddamn
weirdo's... Didn't he look familiar
to you?

MILES

I don't know, maybe, yeah but I can't
place him.

JORDAN

Looks like that senator.

CUT TO:

INT. COMMUTER TRAIN -- DAY

Miles and Jordan sit among the business men and women on the
commuter train. Oblivious to how much they stand out, they
quietly enjoy the view, happy to be out of New York City.

JORDAN

You know, so far this whole trip has
been a disaster.

MILES

Not going as we had planned, that's
for sure.

JORDAN

Missing the train in Portland, busted
in Seattle, Thunder Snake, Chris and
now Ben.

MILES

Alright, you don't have to remind
me... Hasn't been a total waste.

JORDAN

How so?

MILES

Got some killer weed.

JORDAN

We're almost out. Ben has the rest.

MILES

I'm gonna miss that little shithead...
It's OK, I lifted the weed from his
bag the other night, before he left.
We got plenty.

JORDAN

(laughing)
You bitch.

CUT TO:

EXT. PHILADELPHIA 30TH STREET STATION -- DAY

It's a sunny fall day in Philly. Jordan and Miles leave the train station looking more refreshed than before they left New York City. The peacefulness of the commuter train has helped to ease some stress from the last few events.

The two walk down the sidewalk and Miles stops at the pay phone and places a collect call.

MILES

(into the phone)

Miles...

(to Jordan)

Think he's alright?

JORDAN

Ben? Yeah, he'll get over it.

MILES

I wouldn't count on that. He was really pissed about this whole thing with Cody and now this shit. Damn it, what a disaster.

MILE'S MOM (V.O.)

Hello? Miles, is that you honey?

MILES

Hi mom. A lot has happened on this trip.

CUT TO:

EXT. PHONE BOOTH -- LATER

Miles hangs up the phone, lights a cigarette and plops down next to Jordan. He takes a long drag as he looks deep in thought.

JORDAN

So what's the story morning glory?

MILES

Everybody is doing great. They all miss me. Mom said my sister and brother are doing real good.

JORDAN

That's good. I sure do miss my little brother and mom.

MILES

Bob said if I want to come back and look for a job he will let me stay.

(CONTINUED)

JORDAN

There's something I've been meaning to tell you...

MILES

What's that, you're pregnant too?

JORDAN

Funny. No this is serious shit. I think I may have killed Dell.

MILES

What the hell are you talking about? Are you stoned? When? How?

JORDAN

Remember the night we left?

MILES

Yeah, I got into it with Bob. Don't even know why.

JORDAN

Well I got into it with Dell, and I know why. He had hit my mom again. She was sitting there with an ice bag on her eye.

MILES

He needs to be killed for that shit.

JORDAN

He jumped me when I came in and we got into a knock down fight. I smashed his whiskey bottle over his head, blood was every where.

MILES

Well that explains your black eye and fat lip. How do you know he was dead?

JORDAN

I don't for sure. He wasn't moving and looked dead. I wasn't waiting around to find out.

MILES

You haven't called your mom since we left?

JORDAN

No. I'll call later. Let's go find some beer, I need a goddamn drink.

CUT TO:

EXT. A CITY BRIDGE -- AFTERNOON

Following the instructions in the "Crew Change Guide", Miles and Jordan have made their way to another section of Philly. They walk across a city bridge talking.

MILES

Damn it man...

JORDAN

What?

MILES

I was really looking forward to showing Ben New Orleans.

JORDAN

Traveling ain't for everyone.

(pause)

But damn, I do miss the little asshole.

MILES

Such is life... I think we are getting close...

Laughter can be heard coming underneath the bridge. Miles walks over to the guardrail and looks down to the street below. Scrambling up the grassy bank is Brian, followed by his friend RUSTY, 19, with long scraggly hair.

The sounds of car tires squealing along the pavement echoing out from beneath. The boys are reunited with their former traveling partner.

BRIAN

(yelling)

B O N Z A I!

RUSTY

(yelling and laughing)

Wahooooo! I just hit that asshole, hit him right in his windshield.

BRIAN

(laughing)

Holy shit!

MILES

Hey! Assholes!

BRIAN

Miles-my-man, is that you?

RUSTY

Hey what the hell are you guys doing here?

(CONTINUED)

JORDAN

What's up?

RUSTY

I hit him, I hit 'em!

MILES

Hit him with what?

RUSTY

With my bag of shit!

JORDAN

That's disgusting Rusty. What's the matter with you?

The boys hear more honking and yelling from below. Miles and Jordan look at each other in disbelief. They follow after Brian and Rusty.

CUT TO:

EXT. UNDER A BRIDGE BY THE TRAIN TRACKS -- EVENING

After some rather successful panhandling, the four friends are partying under a graffiti covered bridge.

BRIAN

Wow, we really made out like a bunch of bandits today. What a score.

RUSTY

See panhandling does pay off.

Brian and Rusty are passing a half gallon of VODKA back and forth. And chasing it with cheap beer. Miles twists up a couple of fat joints and gets them started in the rotation. Kicked back, Miles proceeds to fill Brian in on the highlights of the trip.

MILES

Brian, you really missed out. We got 30 days in Seattle. Then we got chased by this bull and threw him off his own train.

JORDAN

Man, is he pissed. He's been chasing us across the country.

BRIAN

I thought I was a goner. Thought they were going to catch me with my damn pants down.

MILES

Well we found Chris.

(CONTINUED)

BRIAN

Yeah, I saw him at Jessie's. How was his birthday?

MILES

He died from a drug overdose in New York.

BRIAN

Oh, shit, I'm sorry to hear that... What happened to Ben?

JORDAN

There was this fight at Chris' memorial and Ben flipped... He went home.

BRIAN

That sucks.

JORDAN

Well the good news is, we can hit New Orleans for Halloween.

RUSTY

Shit yeah man! I want to screw me some Oogies!

(pause)

Hey Miles-my-man, why you not drinkin'?

MILES

Shit Rusty, don't feel like getting my legs cut off tonight.

RUSTY

Look at me, I done it a million times!

Miles looks at Rusty, his pants wet and covered in grime. Rusty had pissed himself earlier. He looks at Jordan and rolls his eyes.

JORDAN

(to Miles)

What time does the train come past?

MILES

The book said any time now.

BRIAN

Got any more of that pot?

MILES

Yeah, one for the road.

The sounds of a freight train can be heard in the distance.

(CONTINUED)

JORDAN

Get ready boys, this is our ride.

BRIAN

Let's spread out along the tracks
and get into place.

RUSTY

Oh, shit, I think I drank to much,
I'm gonna be sick.

MILES

No time for that now Rusty, the train
is in sight.

CUT TO:

EXT. TRAIN TRACKS -- CONTINUOUS

As the train advances, the boys start running along side
looking for an open car. Miles and Jordan grab on effortlessly
and watch as Brian is running. Brian grabs the ladder and
pulls himself on, a couple of cars back.

Rusty is still trying to grab a car. Rusty grabs the ladder
and is suddenly swept off his feet. He gets dragged for
several feet before loosing his grip and falling. Rusty slams
hard, face first into the gravel and bounces.

BRIAN

Oh shit, Rusty! You alright?

Rusty raises his head, blood is pouring from his face.

RUSTY

I'm OK!

Brian jumps off and yells to Miles.

BRIAN

(yelling)
I'll catch ya at the river park!

MILES

(yelling)
OK see ya later!

JORDAN

That's gotta friggin' hurt.

MILES

He's going to feel that in the
morning.

CUT TO:

INT. BOX CAR -- NIGHT

Jordan and Miles sit in the doorway of the box car, hanging their feet out. Miles takes a couple of beers from his pack, hands one to Jordan. They crack open the beers and stare at the city lights in the distance.

MILES
(toasting)
Here's to Chris.

JORDAN
(toasting)
Yeah, to Chris.

CUT TO:

EXT. NEW ORLEANS GHETTO, 7TH WARD -- MORNING

Miles and Jordan walk next to the tracks as a train pulls away behind them.

It's an early fall morning in New Orleans. Trash, tall weeds, and large cars fill the 7th Ward Ghetto.

CUT TO:

EXT. RIVER BANK -- MORNING

A large paddle boat floats lazily by on the Mississippi river. The boys walk on the bank - enjoying the scenery.

MILES
I'll go into town and see if I can
find some food.

JORDAN
OK I'll watch for Brian and Rusty.

MILES
You get to hang out by the river.

JORDAN
(sarcastically)
I get to?

MILES
Maybe you'll catch a fish, use that
hook shaped dick of yours.

JORDAN
Don't get caught molesting any
hamburgers, Homo.

MILES
I'll see you later, sweet-tits.

(CONTINUED)

JORDAN
I'll be here waiting.

CUT TO:

MONTAGE/INTERCUT BETWEEN MILES AND JORDAN

EXT. RIVER BANK -- LATER

Jordan sits by the river writing in his journal.

CUT TO:

EXT. NEW ORLEANS - FRENCH QUARTER -- CONTINUOUS

Miles skateboards through the streets of the French Quarter.

CUT TO:

EXT. RIVER BANK -- CONTINUOUS

Jordan throwing rocks into river.

CUT TO:

EXT. NEW ORLEANS - FRENCH QUARTER -- CONTINUOUS

Miles is having a great time, taking in the sights, sounds, smells, and people.

CUT TO:

EXT. RIVER BANK -- CONTINUOUS

Jordan walks over to the pay phone and places a call.

CUT TO:

EXT. NEW ORLEANS - FRENCH QUARTER -- CONTINUOUS

Miles continues to enjoy his time in the French Quarter.

CUT TO:

EXT. RIVER BANK -- LATER

Jordan is still at the phone. He is on the phone with his mother.

JORDAN
Did I kill Dell?

JORDAN'S MOM (V.O.)
No, but you really pissed him off...
They had to give him 30 stitches in
his head.

(CONTINUED)

JORDAN

I'm sorry I didn't kill him. Did he beat you after I left?

JORDAN'S MOM (V.O.)

Yes, he messed me up pretty bad, but I'm OK now, so don't worry.

JORDAN

I'm gonna' kill him when I get back.

JORDAN'S MOM (V.O.)

Jordan, now that's what I wanted to tell you, you don't have to worry anymore about Dell.

JORDAN

Is he dead? Did you kill him?

JORDAN'S MOM (V.O.)

No. I called the police after he beat me. They came and arrested him. As it turned out, he was dealing drugs and they hauled him in for possession.

JORDAN

So what did he get?

JORDAN'S MOM (V.O.)

That added to beating me got him life. Three strikes. He'll never get out.

JORDAN

Mom, I regret leaving, I should have stayed and made sure you and Jake were OK.

JORDAN'S MOM (V.O.)

Jordan, I really miss you and so does Jake. Why don't you come home now. Things are going to be different, I promise.

JORDAN

Alright mom, tell Jake I'll be home after Halloween. Bye.

He hangs up the phone. Tears of sadness are forming in his eyes. His shoulders down, Jordan walks over and sits down on the bench. He stares out at the river.

BRIAN (O.S.)

Jordan! I told you I'd be here.

Jordan turns around and sees BRIAN.

(CONTINUED)

JORDAN
 Goddamn. Where the hell is Rusty?

BRIAN
 (dead-pan)
 Dumbass slipped on a ladder, cut his
 leg right the hell off.

Jordan listens stone-faced, unsure if he's being put on.

BRIAN (CONT'D)
 No man, Rusty's still under that
 bridge drinkin'.

Jordan punches Brian in the arm.

JORDAN
 That shit's not funny, bitch.
 (laughs)
 Hey how's Rusty's face, that had to
 hurt.

CUT TO:

EXT. RIVER BANK -- LATER

Brian and Jordan are sitting on the bench talking when Miles
 walks up.

MILES
 You dirty catfish-faced-son-of-a-
 bitch ...

BRIAN
 You dirty baby faced-son-of-a-
 motherless-whore.

Miles and Brian give each other a bear hug.

MILES
 When did you get here?

BRIAN
 I hitched down with these two hippies.
 This guy Clive and his girlfriend
 Sonya.
 (pause)
 I'm kinda' sick of that asshole, but
 his girlfriend's hot.

MILES
 You? And hippies?

(CONTINUED)

BRIAN

Yeah, Clive didn't want to give me a ride, but the girl talked him into it.

(pause)

I think she wants some of this
(point to his crotch)

MILES

(rolls his eyes)
What classy lady wouldn't let you give her the 1 inch punch?

BRIAN

I never really thought of your mom as a "classy lady."

Miles pulls out two Poor boy sandwiches, he takes a bite and hands the other to Jordan.

BRIAN (CONT'D)

Hey, give me a bite of that.

Jordan hands his sandwich to Brian, who takes a way too big bite.

JORDAN

You greedy catfish bastard.

CUT TO:

EXT. NEW ORLEANS - FRENCH QUARTER -- AFTERNOON

Brian leads Jordan and Miles down the street. The boys both have their packs on. They walk up to a burgundy, 1980's CONVERSION VAN with curtains over the windows. Brian pounds twice on the side door and waits a minute.

VOICE (O.S.)

Who is it?

BRIAN

It's Brian.

The door slides open to reveal CLIVE, 31, long hair tied back in a pony tail, sandals, and a tie dyed shirt and his girlfriend SONYA, 21, dreadlocks, a v-neck shirt, and a loose skirt.

CLIVE

Hey man, how goes it?

BRIAN

These are my friends Miles and Jordan. We're gonna put their packs in here.

(CONTINUED)

Jordan looks over at Miles, then at the hippies suspiciously, then back at Miles. Miles just shrugs.

CLIVE

Alright man, that's cool, that's cool.

(to Miles and Jordan)

I'm Clive and this is my partner Sonya. Where are you guys from?

JORDAN

California.

MILES

Yeah, me too.

SONYA

Oooh, I love California. We saw "The String Cheese Incident" there! Did you guys go to that show?

JORDAN

The who?

BRIAN

Yeah, we're gonna go find something to drink.

Brian starts to walk away, Jordan reaches into his pack and grabs his journal. Then he and Miles follow their friend.

BRIAN (CONT'D)

(over his shoulder)

Oh, hope you don't mind, but they need a place to stay, so we'll just sleep in the back.

CLIVE

Uh ... I don't know if ...

SONYA

(interrupting)

It's fine. Plenty of room for our fellow travelers.

CUT TO:

INT. CLIVE'S VAN -- NIGHT

The boys are loud, belligerent, and highly intoxicated. They all pile into the side door of the van where Clive and Sonya are curled up, asleep in the back.

BRIAN

Heeeey guys, we'rrre back!

(CONTINUED)

SONYA

Shhhh. Clive is passed out cold.

(flirtatious)

Come on in boys and keep me company.

The boys pile in, trying not to wake Clive. Clive is dead to the world, snoring away. Sonya is naked and goes after Brian. Miles and Jordan both peel off their clothes and join in. Sonya is happy to give them all a good workout.

CUT TO:

EXT. CLIVE'S VAN -- CONTINUOUS

It's a quiet night, except for the noise coming from the van. The van is rocking side to side, as the 3 drunk guys laugh and chant "Halloween, titties and beer, New Orleans, Halloween, titties and beer"...

DISSOLVE
TO:

EXT. NEW ORLEANS - FRENCH QUARTER -- DAY

Miles, Brian, and Jordan are walking around, drinking from paper cups again. People are beginning to prep for the Halloween night ahead.

MILES

So, Brian, did I tell you I like your costume?

BRIAN (not listening)

Huh?

MILES

Going as a catfish again this year. I like it.

BRIAN

Ha. Shut it.

(pause)

What the hell is that noise?

The sounds of a guitar playing and singing interrupt Brian.

Across the street a short, filthy man with a big red beard strums away.

MILES

Hey, that's my friend Wolfe.

(Yelling)

Wolfe! Wolfe!

The man WOLFE, (33) looks up, it takes him a moment to figure out who is yelling.

(CONTINUED)

WOLFE
 (excited and slurred)
 Miles-my-man!

He puts his guitar down and runs across the street.

MILES
 Holy shit Wolfe! What the hell are
 you doing here?!

Wolfe hugs Miles a little too long and a little too close.
 He's so drunk that he's slobbering as he speaks, his speech
 badly slurred even this early in the day.

WOLFE
 Some tourists heard my playing,
 (laughing)
 Hawaiian shirt wearing asshole gave
 me ten bucks!
 (beat)
 Let me get my shit and lets go get
 some drink.
 (to random passer
 byes)
 Shhhappy Hallloweeeen!

CUT TO:

EXT. RIVER BANK -- DAY

Wolfe, Miles, Jordan and Brian are all hanging out by the
 river. Wolfe has his guitar out, everyone is drinking.

WOLFE
 Miles-my-man, I haven't seen you in
 what two years? Where you been?

MILES
 Just traveling with Jordan.

WOLFE
 And that mop, what's up with the
 hair?

MILES
 It's easier to take care of.

WOLFE
 Where you from Jordan?

JORDAN
 Me and Miles we're both from Redding.
 (pointing to Brian)
 So is Brian, we're all from there.

(CONTINUED)

WOLFE

All you assholes are from Redding!
If you boys are as cool as Miles, we
should all travel.

MILES

Well what about you Wolfe, what have
you been doing?

WOLFE

I'm just trying to get back to
Virginia.

MILES

Oh yeah?

WOLFE

Trying to find my ex-wife ... see my
baby girl.

MILES

Ex-Wife? Baby? I didn't know you had
a kid.

WOLFE

Uh huh, got me a little angel.
(beat)
Want to see her picture?

Not even waiting for his answer, Wolfe pulls out a well worn
picture of a cute 4 year old girl.

WOLFE (CONT'D)

This is my baby ... my wife, my ex-
wife. She took her while I was at
work.

(pause)

Gotta find her, see my girl.

Miles looks at the photo unsure of what to say.

WOLFE (CONT'D)

Hey, you guys want to hear a song
that I'm gonna sing to her when I
see her next time.

MILES

Yeah sure.

BRIAN

A little music's always good for
drinkin' .

Wolfe passes the booze to Jordan and then sets down to play.
He struggles for a moment to find his chord, then he begins.
His voice slurred and impassioned. Crying, he sings of love

(CONTINUED)

lost, of troubles, and of losing the one thing that he cared for more than life itself, his daughter.

The boys sit in stunned silence. None of them expected this. Wolfe stops mid-verse and begins to sob. A moment passes before he wipes his face tries to regain his composure.

WOLFE

(frustrated and crying)

Well, that's all I got so far. Jordan, gimme a drink of that.

Jordan passes him the booze and looks to Miles.

JORDAN

(softly)

Is he gonna be alright?

BRIAN

Yeah, what the hell?

MILES

I don't know, I ...

Miles turns to look at Wolfe, only to find him passed out, laying on his side, one hand holding the bottle the other holding his guitar.

MILES (CONT'D)

Ahh shit.

BRIAN

(laughs nervously,
full of false bravado)

Man, what the hell was that? Let's get outta here.

JORDAN

Yeah, I'm good with that.

Brian gets up and walks over to Wolfe, it looks like he's going to check on the man, but instead he grabs the bottle.

BRIAN

Yoink!

Jordan and Brian begin to walk off, but Miles lingers for a moment. He picks Wolfe's pack up and carries it over to him. Carefully he wraps Wolfe's arms around it and makes sure that his hat is on securely. Then he hurries off to catch up with his friends.

CUT TO:

EXT. NEW ORLEANS - FRENCH QUARTER -- NIGHT

A woman in a Gorilla mask runs in front of the boys, she pulls up her shirt, exposing and then shaking her large breasts.

The boys are trashed. Miles has a toy red cowboy hat, Jordan has an eye patch, Brian has no costume at all. They are in the midst of the madness that is New Orleans on Halloween. People in costumes, people out of them, beads, booze, it's all around them.

BRIAN

Damn, I love this town!

MILES

Goddamn titties and beer!

JORDAN

Yarrrrrr!

As the Gorilla Mask Woman passes Brian throws beads at her back. The boys laugh and run off into the crowd.

CUT TO:

MONTAGE:

Costumes, Drinking, Boobs, Booze, General Party Madness

CUT TO:

INT. SEEDY NEW ORLEANS BAR -- LATER

The bar is packed. Jordan now wears both the cowboy hat and the eye patch, he's making out with a hot brunette in a "Wonder-woman" costume. Miles is wearing two or three shoddy looking strands of beads around his neck. Brian is still dressed the same. They stand at the bar next to Clive and Sonya.

MILES

(joking)

Nice hippy costume brother.

CLIVE

So you enjoying Halloween?

MILES

Hell yeah!

CLIVE

Right on brother, right on

(to Sonya)

Sunshine, would you hold this for me? Have to use the restroom.

(CONTINUED)

He hands Sonya his red wine, then walks to the bathroom. As soon as he's gone Brian moves into his spot.

BRIAN

Hey ...

SONYA

Hey yourself.

Brian grabs Clive's drink from her hand and downs it in one gulp. He throws the glass on the ground. Sonya gasps. She's obviously attracted to his brazenness.

Brian moves in for the kill. He puts his arms around her and they start making out. Miles looks at Jordan, who merely shrugs back at him.

Clive returns from the restroom and grabs Brian punching him in the face. Brian and Clive get into a big fight only being broken up when the bouncers throw them out into the street.

Clive and Sonya continue screaming at each other.

CUT TO:

EXT. VAN -- LATER

BRIAN

Did you guys see that pussy? Couldn't even fight ... what a pussy.

The three boys return to the Van and find it locked.

MILES

Damn, It's locked.

JORDAN

I'll check the driver door.

Brian picks up a brick.

BRIAN

Passenger window is open.

He smash out the window. Retrieving their backpacks they run off down the street.

EXT. TRAIN TRACKS -- MORNING

At the edge of a graveyard next to the tracks are Jordan, Miles, and Brian. They are lying in a bunch of bushes with their packs. As the light hits them they begin to wake. Brian rolls up and starts to vomit. Jordan leans over towards Miles.

JORDAN

(quietly)
I gotta go home.

(CONTINUED)

MILES

To Redding?

JORDAN

Yeah. I spoke to my mom the other day. She said Dell beat her again.

MILES

When is she gonna finally have enough?

JORDAN

That's the thing, she had him arrested. Turns out he had priors and now he is in for life.

MILES

Alright man. No stoppin' we'll hop straight through - Texas, Arizona, home.

(pause)

I need to see my sister have her baby... Maybe it's time I gave Bob an honest chance.

BRIAN

Somebody say Texas? I hate Texas.

(pause)

Miles, about your sister.

MILES

(glares at Brian)

You know something?

BRIAN

Yea, I need to tell you something.

(pause)

I'm the one that knocked her up .

MILES

(angrily)

You fucking son-of-a-bitch!

BRIAN

Cool it and listen, I want to go back with you and make things right.

Miles jumps on Brian. The two start hitting each other and rolling around on the ground.

Jordan rolls up a fat joint and lights it. He sits there and puffs away watching the excitement.

JORDAN

You boys better get that all out of your system, it's a long way home.

(CONTINUED)

After a few minutes they run out of fight and both collapse on the ground.

BRIAN

(exhausted)

I'm sorry man, I'm ready to go back and take care of her and the baby. I'm ready to settle down now.

MILES

I hate you.

JORDAN

Now kiss and make up, here have a hit on this.

MILES

(trying to catch his
breath)

You asshole, you better take good care of my little sister, or I'll beat your ass again.

BRIAN

You mean, you'll try. Look, don't worry, I promise I'll take really good care of her.

JORDAN

After Miles gets done beating your ass, I'll take a turn.

BRIAN

Does your mom know it was me?

MILES

No, I don't think so... You asshole.

JORDAN

Guess it's time to go home.

CUT TO:

EXT. BOX CAR -- DAY

Brian, Miles and Jordan are riding the train through the flat openness that is Texas. The train slows as it pulls in towards the yard. The three get ready to jump and run.

CUT TO:

EXT. GAS STATION -- LATER

The boys are sitting outside of the gas station eating sandwiches and drinking beer.

(CONTINUED)

MILES

(looking at Brian)
I hate you.
(smiles)

BRIAN

(chuckling)
Yea, I hate you too... Ready to catch
the train?

JORDAN

Let's smoke this joint and get the
hell outta here.
(lighting the joint)
Here.

CUT TO:

EXT. TRAIN YARD -- NIGHT

The three boys are running for the train that is slowly moving through the yard. Brian is first to grab on and hop inside the box car.

The train starts to pick up speed.

Jordan grabs the door and hops in. Miles is running a little behind. He reaches out and grabs the ladder and pulls himself up.

Suddenly out of nowhere he is grabbed, yanked off the train and slammed hard onto the ground, knocking the wind out of him. As he is lying flat on his back trying to figure out what just happened, he sees Pete standing over him.

PETE

Glad you could drop in.

MILES

Oh shit.

PETE

Going somewhere?

MILES

(coughing)
Yeah, home.

PETE

Looks like your friends are leaving
you.

The train chugs out of the yard, Brian and Jordan are looking back trying to see what happened.

CUT TO:

EXT. BOX CAR -- CONTINUOUS

BRIAN
What the hell happened to Miles?

JORDAN
Looks like the bull grabbed him.

CUT TO:

EXT. TRAIN YARD -- CONTINUOUS

Pete grabs Miles by the collar and pulls him up. Slams his face against a box car and slaps on a pair of HANDCUFFS. He walks him over to a yard shack and throws him through the door.

CUT TO:

INT. YARD SHACK -- CONTINUOUS

Pete picks him up and slams him into a chair.

PETE
Now I'm going to mess you up some...
What makes you think you can ride my
trains?

MILES
Look man, I'm really sorry for shoving
you off the train.

PETE
(searching his pack)
Looks like we got a drug dealer.

Pete pulls out a large bag of pot and sets it on the table. He continues to rummage through Miles' pack. Pulls out the knife, looks it over carefully. Then stabs it into the table.

PETE (CONT'D)
Maybe I'll just drag your scrawny
ass out to the rails and throw you
in front of a train, then I won't
have to worry about you any more.

MILES
(looking worried)
If you let me go I promise I won't
ride your trains any more, I just
want to go home.

PETE
How do I know that?
(MORE)

(CONTINUED)

PETE (CONT'D)

If I throw you in front of the train
you won't ride them anymore either.
Bodies are found along the tracks
all the time. What's one more?

MILES

(scared)

Come on man, I just want to go home.
Let's just forget about this and
I'll hitchhike home.

PETE

I like my idea better.

The door crashes open and in comes Brian and Jordan. Brian
tackles Pete, catching him off guard. Jordan kicks Pete in
the head, knocking him out.

MILES

Sure glad to see you guys.

BRIAN

Didn't think we would really leave
you here, did you?

Brian checks for the keys to the cuffs, then unlocks Miles.
Miles slaps the cuffs on Pete as he starts to wake up.

JORDAN

Time to go!

PETE

Oh, you assholes, now you're all
dead!

Brian, Miles and Jordan gather up Miles' stuff and run out
into the darkness.

CUT TO:

EXT. TRAIN YARD -- CONTINUOUS

They are running after a freight train.

JORDAN

Hurry and we can catch the train
over there, run you bastards!

MILES

You don't have to tell me twice!

CUT TO:

INT. BOX CAR -- MORNING

Miles is the first to wake. His cheeks are rosy from the cold. He goes to take a drink from his water, but nothing comes out. He looks closer and realizes that it's because the water has frozen solid!

MILES

What a shit hole.

He throws the bottle against the side of the train car and it reverberates with a loud "ka-thong." Jordan stirs.

CUT TO:

EXT. EDGE OF TUCSON -- AFTERNOON

A long concrete ditch extends into the distance. Through a group of bushes comes Miles. He slides down the gravel and dust into the bottom of the wash. He readjusts his backpack. Jordan and Brian follow soon after him.

MILES

This is a good spot, we can walk the rest of the way into town from here and no one can see us.

BRIAN

Shit yeah. I love Tucson, it's "food stamp country.

(pause)

All you have to do is tell them you live "under a bridge" and they give you \$300 bucks on a lil' plastic card - the next day!

MILES

Damn.

BRIAN

I'm telling you man, it's the sickest. We don't even have to move we can stay right here.

JORDAN

Naw, I friggin' hate the desert. Let's just hop through.

(pause)

You can't even pan-handle here without a reflective orange vest. Some bum screwed it up, got run over then sued the city.

MILES

Brian, you forgetting something?

(CONTINUED)

BRIAN

Aww man, maybe just cold feet.

Jordan looks over at Miles.

MILES

Yeah, we need to leave.

The boys begin to walk down the wash. Brian spies something and stops.

BRIAN

Ooooooh shiiit.

Brian runs over and grabs an abandoned shopping cart. He turns it over and shakes the trash out of it, then flipping it over he throws his bag into it. He starts pushing it down the wash.

BRIAN (CONT'D)

You guys can put your bags in, if we take turns pushin'.

JORDAN

Nawww.

MILES

I prefer to do it the old-fashioned way.

JORDAN

Goddamn catfish-hobo.

CUT TO:

EXT. OUTSIDE TRAIN YARD -- NIGHT

A large fence, more than head high. In front of it a gravel patch, then a two lane road. Next is a median lit up by amber street lights, then another two lane road, finally a grassy knoll. This is where the boys hide and wait.

Brian takes a large drink from a 40oz bottle of beer. Jordan lights up a joint, passes it around.

BRIAN

We gotta climb that shit?! Are you friggin' serious?

MILES

Ain't no other way to do it.

BRIAN

Damn it.

(CONTINUED)

JORDAN

Shit! Look at those goddamn hobos!
They're gonna screw this up for us!

Jordan points to a box car on the other side of the fence, where two dirty old hobos are looking this way and that. One of them wraps a dirty blanket around him and runs towards the fence. The other one picks up his bag and follows.

Jordan points down the line to the lights of a truck heading in the opposite direction.

MILES

Perfect. And there's the Bull.

The friends look back towards the hobos. The fence really shows with them next to it. They are having a hard time climbing it, too much junk and too old. They're making a lot of noise in the process.

JORDAN

Let's go.

Jordan and Miles run down the hill, Brian finishes his drink and is right behind them. They pause, let a car pass, and then run into the middle. They pause again in the median. They wait for an oncoming car to pass.

The hobos are clanging their way up and over the fence.

The boys run across the road and up the small gravel embankment to the fence.

BRIAN

We gotta get to the 2nd train those units are going our way.

JORDAN

(anxious)

If we don't make it here we're screwed. I can't get sent to jail, not now.

MILES

Don't worry, we're not gonna get caught.

(pause)

At least. I'm not, bitches.

Quick as they can, the boys climb up the fence all at once. It's a big fence.

CUT TO:

EXT. TOP OF FENCE -- CONTINUOUS

As they cross over the top of the fence they meet the hobos.

(CONTINUED)

HOBO 1
Howdy brothers, ain't seen a fence
like this since ...

THUNDER SNAKE
(interrupting)
Don't I know you?

MILES
I don't think so.

THUNDER SNAKE
Wait a sec ... I do know you.

He reaches out and grabs Miles's jacket.

HOBO 1
Come on Thunder, we gotta get moving.

Miles shrugs Thunder Snake off.

MILES
Get off me, you goddamn hobo!

THUNDER SNAKE
Name's Thunder Snake! And I owe you
one!

Thunder Snake takes a swing at Miles. It isn't a good punch
and just grazes Miles, but it's enough to make him almost
lose his balance.

MILES
(remembering)
Holy shit.

He pulls back getting ready to knock the old man off the
fence but Jordan interrupts him.

JORDAN
Come on Miles! We gotta get the hell
outta here, the bull is coming back!

MILES
Screw this.
(to Thunder Snake)
Screw you.

Miles drops his pack to Brian who's already on the ground
and follows Jordan. Halfway down the side they jump.

THUNDER SNAKE
Screw me!? Screw you, you little
cocksucker! I'm gonna finish you
now.

(CONTINUED)

With a speed almost unbelievable for a hobo, Thunder Snake climbs down the fence after them.

THUNDER SNAKE (CONT'D)
Come on Frank Jr.!

CUT TO:

EXT. TRAIN YARD, SERVICE ROAD -- CONTINUOUS

A dog barks from down the line.

BRIAN
The bull's coming back!

MILES
Oh shit.

Jordan is already running down the line.

JORDAN
Come on!

Miles and Brian take off after Jordan.

Thunder Snake is down on the ground. He looks up at this friend, coming down slowly. He shakes his head and pulls a knife from his layers of clothes. Just as he does, the spot light of the Bull hits him. He doesn't even look - he just chases after the boys.

CUT TO:

EXT. TRAIN YARD, BETWEEN LINES -- CONTINUOUS

The boys climb quickly in between two train cars. They try their best to keep as quiet as possible, but they're still making noise.

THUNDER SNAKE (O.S.)
I'm gonna cut you to shit!

MILES
This shit's messed up.

BRIAN
Come on - this way.

Brian motions down the line. They take off again.

CUT TO:

EXT. TRAIN YARD, SERVICE ROAD -- CONTINUOUS

The bull's truck picks up speed and drives towards the group.

CUT TO:

EXT. TRAIN YARD, BETWEEN LINES -- CONTINUOUS

Thunder Snake comes through the trains and continues chasing after the boys.

Sounds of the train airing up are heard through the night.

CUT TO:

EXT. TRAIN YARD, BETWEEN LINES -- CONTINUOUS

Further down the line the boys continue running. They pass un-rideable car after un-rideable car.

BRIAN

Shit, there's gotta be a ride somewhere.

The train starts to pull away.

JORDAN

Goddamn it!

MILES (still running)

Don't worry JB, we're gonna make it.

The light of the Bull's spot light cuts through the train to their left, illuminating them in the darkness.

BULL (O.S.)

(over mega phone)

You are trespassing. Stop running and come out.

MILES

(under his breath)

Not likely.

BRAIN

Hurry, here's a ride!

Miles looks back and sees Thunder Snake getting close to them, but struggling to keep up.

THUNDER SNAKE

(breathing heavily)

You're ... dead ...

MILES

(yelling back at him)

You're not the first one to tell me that!

Brian runs alongside the car waiting for his friends. Jordan reaches him and throws his pack into the bucket of the 48. Brian helps him up.

(CONTINUED)

Thunder Snake catches Miles and tackles him. Miles pulls his knife and stabs him in the shoulder, then gets up and runs for the train.

BULL (O.S.)
 (Over megaphone)
 You boys stop. Come out now.

Thunder Snake is trying to get up, blood is running from the wound in his shoulder.

Miles reaches Brian and throws his pack up to Jordan.

BRIAN
 Come on!

Miles grabs the ladder and pulls himself up. The train is starting to pick up speed.

His friends on the train, Brian starts up the ladder.

BRIAN (CONT'D)
 It's not too late, we could still
 get food stamps.

Brian looks over his shoulder back at Thunder Snake, the old man is holding his shoulder, blood running through his fingers. He turns back, smiling and reaching for the next rung - then he slips.

Brian slams into the side of the train, still holding on but his legs swing in too close to the train. The wheels of the train grab his pant leg, catching it and pulling his leg in. Brian screams.

Miles and Jordan look helplessly as their friend falls to the ground.

MILES
 Brian!

Without hesitation they throw their bags out the train and climb down - jumping onto the gravel. They hit roughly and fall - but it doesn't slow them down.

They run back down the line towards Brian.

CUT TO:

EXT. TRAIN YARD, NEAR BRIAN -- CONTINUOUS

The bull is chasing after them.

MILES
 (running towards Brian)
 Get some fucking help!

(CONTINUED)

Thunder Snake turns and runs away.

Jordan and Miles make it to their friend. They stop for a moment horrified at what has happened. Where Brian's leg once was, only a bloody stump remains. They only pause for an instant before they drag him away from the train. Jordan pulls his jacket off and ties it around Brian's severed leg, trying to stop the bleeding.

JORDAN

Hang on Brian, it's gonna be ok,
it's gonna be ok.
(to no one)
Shit!

BRIAN

Where's my pack, Jordan, did you get
my pack.

Miles looks at his friends, sick because of what happened and what he must do. He turns away from them and jumps between the train cars.

JORDAN

(tears in his eyes)
It's ok Brian, it's ok.

BRIAN

I think I lost my pack.

JORDAN

I think you lost more than that.

CUT TO:

EXT. TRAIN YARD, SERVICE ROAD -- CONTINUOUS

Miles jumps out and into the spot light of the Bull. He raises his arms and yells.

MILES

HELP! WE NEED HELP!

The truck stops right in front of him. Miles's arms drop in defeat. Pete steps out of the truck. Miles' jaw drops.

PETE

Giving up so easily?

MILES

(excitedly)
Please call an ambulance! It's Brian,
he fell and cut off his leg.

Pete gets on the radio and calls in an emergency.

(CONTINUED)

PETE

Dispatch, we need an ambulance at track 6, we have an accident.

RADIO VOICE (V.O.)

10-4 I'll get one on the way.

CUT TO:

EXT. TRAIN YARD, NEAR BRIAN -- CONTINUOUS

Pete and Miles return to help Brian. Pete kneels down next to Brian and helps hold the jacket tightly around his leg. Miles leans down to Brian. Brian reaches up and grabs Miles shirt, pulling him closer.

MILES

Hang in there Brian, you're going to be OK.

BRIAN

Miles, tell your sister I love her, and I was coming back for her.

INT. HOSPITAL WAITING ROOM -- LATER

Miles, Jordan and Pete are at the hospital waiting for news about Brian.

PETE

(firmly)

This is why I try to keep you kids off the trains. You boys are in a lot of trouble... It's just too dangerous. 30 years I have been working for the railroad, from Santa Fe to Seattle.

Miles and Jordan just sit with nothing to say, their heads in their hands, covered in Brian's blood.

PETE (CONT'D)

I have cleaned up more bodies than I care to count. It could have easily been either one of you two. How do you think your parents would feel if I was calling them, to tell them, it was you that got run over?

The doctor comes out of the O.R.

DOCTOR

I'm sorry, we did all we could. We just couldn't save him... He lost too much blood.

Miles and Jordan break down and shed some deeply needed tears.

(CONTINUED)

PETE

I'm sorry fellas... What do you two say to getting some breakfast.

JORDAN

Yeah, let's go.

CUT TO:

INT. RESTAURANT -- MORNING

The three are sitting at a booth. Miles and Jordan are stabbing at their food on their plate, not having much of an appetite. Pete is eating.

JORDAN

Mr. Jenkins, we were actually on our way home. We've had a streak of bad luck on this whole trip.

PETE

Yeah, me too. Not quite as bad as you, but some punks pushed me off my own train. 30 years and nobody has ever done that.

MILES

My dad died from a train accident 12 years ago. I was only 8.

PETE

What yard?

MILES

Redding.

PETE

Are you Dutch's boy?

MILES

Yeah, you knew my dad?

PETE

I worked with him a long time ago. He was a good man.

JORDAN

We lost another friend on this trip. He died of a drug overdose, and Ben went home early.

PETE

Look, under the circumstances I'm going to cut you boys some slack. I'll put you on the Am Trak and send you home.

(CONTINUED)

MILES

You would do that after all that has happened?

PETE

Get rid of the drugs and clean up. And cut that fucking hair. When you're ready I'll give you both jobs at the railway.

Pete cleans up his plate and drinks down his coffee. Miles and Jordan stare at each other.

CUT TO:

INT. RESTAURANT PAY-PHONE -- MOMENTS LATER

Miles calls home and informs his mom they are on the way.

MILES

Mom, we're on our way home. Pick us up on Tuesday at the Am Trak.

Miles hangs up the phone.

DISSOLVE
TO:

INT. AM TRACK CAR -- DAY

Miles and Jordan sit quietly in their seats and stare out the window as they are riding home. Not much is said to each other.

JORDAN. (V.O.)

There are times within ones life when darkness fills a void and one finds a comfort in the mask they wear. I have found myself there numerous of times. Yet one can say that if one moment, within the vast void of the darkness, in their life changed the outcome of a new chapter unfolding before them, this was one of them.

CUT TO:

EXT. REDDING TRAIN PLATFORM -- EVENING

The two boys step off the train, both of their mothers are waiting for them. They hug their moms in a heart felt moment.

Miles and Jordan wave good bye to each other. Pick up their packs and walk off.

CUT TO:

INT. CAR -- MOMENTS LATER

Miles sitting in the car with his mom, watching a long freight train rush past at the crossroads.

JORDAN. (V.O.)

I am sure many experienced those moments when your life changed. I have stood by as I watched people I love go through these times. I have experienced them myself. I am not sure the moments others have faced and the pain that they brought with them, but I do know in that Moment, is when nothing else matters. The things we dream about, fade. The things we want to do are forgotten and the things that are truly important come into focus.

DISSOLVE
TO:

SUPER: 10 YEARS LATER

INT. OFFICE -- EVENING

A man (30) sitting with his back facing us, typing on a laptop computer. As we come in closer we see his profile, it is Jordan 10 years older.

JORDAN (V.O.)

Ben went on to Art school and wrote a book about Freight Train Graffiti Art. He is a very popular artist. He now travels around visiting train yards studying train art. Miles went on and took a job working for the railway. He is now a Bull, chasing hobos off the trains. And as for me, I became a writer telling the many stories that Miles and I have had. Though we went our separate ways, we will always remember the journey that changed our lives.

FADE TO:
BLACK

JORDAN'S MOM

Jordan, dinners ready!

THE END