

PUNISHER: MARTYRDOM

Written by

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Based on the Marvel Comics Character

Created by

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Inspired by

"Punisher MAX"

By

Garth Ennis

DEDICATION:  
TO THOSE WHO SERVE AND THE THINGS THEY CARRY

EXT. GNUCCI MANSION - NIGHT

The mansion stands atop a hill. JERSEY COP cars pack the driveway. Snow falls.

SUPER: 1985

A Cadillac stops at the front door. MARTIN SOAP, 35, African American, steps out in an Army field jacket over pajamas.

J. COP 1 approaches with cups of coffee.

J. COP 1  
Detective Soap?

SOAP  
In the flesh.

J. Cop 1 hands him a cup.

J. COP 1  
Sorry you had to come down this late.

SOAP  
It happens. What's the situation?

They walk to the door.

J. COP  
We looked around the main house. The windows are smashed and the guest house at the back is empty with blood all over.

SOAP  
Anyone go inside?

J. COP 1  
You kiddin'? The Scourge called you. We're back-up.

SOAP  
You call him The Scourge?

J. COP 1  
Fits, don't it? He's a scourge of the underworld? Makes us look like amateurs. What do you call 'im?

SOAP  
The Punisher.

Soap and J. Cop 1 stop at the steps. On the door handles sit two flares. Soap puts down his coffee, pockets one flare, and takes the other.

J. Cop 1 readies to draw. Soap activates the flare and opens the door.

INT. MANSION FOYER - NIGHT

A row of chairs stand before a Christmas tree. CHILDREN and MAIDS sit bound and wrapped in blankets. Soap drops the flare and checks the pulse of CHILD.

SOAP  
Radio for medical.

J. COP 1  
You got it.

J. Cop 1 calls to his people. A few come in.

J. COP 2  
Survivors?

J. COP 3  
That's new.

Soap moves far right and sees a body on the floor behind the row. He walks round and activates the last flare. J. COPS look over and vomit. Soap rubs his eyes.

SOAP  
Tell the EMTs to bring extra bags.  
We're gonna be here all morning.

MAMA GNUCCI, 60, hangs by her wrists at the top bannister, her cheeks slashed, and jaw pulled down. Piled across the stairs and floor lay BODYGUARDS under her feet.

CUT TO BLACK

A deep, old voice speaks.

FRANK (V.O.)  
They never tell you about the kid that lost his legs to frostbite in the Bulge... the Lieutenant that hung to death in his parachute on D-Day... or the two friends flattened by a Panzer...

INT. HUEY - DAY

SUPER: 1968

The Huey flies over South Vietnam packed with MARINES in green uniforms.

FRANK CASTLE, 17, big for his age, black hair, holds an M16 and clenches a small Bible. He sits beside DOOR GUNNER with an M60.

FRANK (V.O.)

All they ever tell you is the good.

He looks at the Bible. A rubber band holds a Captain America trading card. He smiles.

FRANK (V.O.)

Only the good.

Frank puts the Bible in his flak jacket.

A bullet tears his helm strap. More pierce the floor and spark on the ceiling. Frank almost falls out before Gunner pulls him back.

Alarms go off. PILOTS struggle to keep flying.

PILOT 1

I'm putting her down!

PILOT 2

Mayday, Mayday, this is Yankee 4.  
We are taking fire. I say again, we  
are taking fire. Bowing out of  
formation.

PAPA EAGLE (V.O.)

Copy, Yankee 4. Get to the LZ on  
foot, o --

The chin-bubble at Pilots' feet bursts and the Huey dives. Corpses pour out. Frank hits the back wall. He grabs Gunner and pulls him close.

EXT. VIETNAM JUNGLE - DAY

The Huey falls through the canopy and stops short of the ground between two trees.

INT. HUEY - DAY

A few bodies remain. Frank lays on his back on the floor, Gunner on top. He nudges him awake.

FRANK  
Hey? Hey, you okay, man?

Gunner winces.

FRANK (CONT'D)  
Can you move?

Gunner tries to sit up.

GUNNER  
I think my leg's broke --

Gunner's chest is hit. Frank reaches for the M60 and squeezes for a long second. He pauses and receives silence. Frank slides Gunner off and looks for his dog-tags in a kneel.

INSERT - GUNNER'S DOG-TAG

It reads:

MACK, J.

BACK TO SCENE

Frank takes Mack's helm and sees a hole in his jacket. He takes out the Bible, the bullet caught in the pages and card intact. Frank pats him on the chest and takes one tag.

Static growls from the cockpit.

PAPA EAGLE (V.O.)  
Yankee 4, Yankee 4, anyone alive?  
Does anyone copy, over?

Frank steps in and grabs the bloody mic.

FRANK  
This is Private Castle. Yankee 4's  
down. I say again, we are down.

PAPA EAGLE (V.O.)  
You the only one?

FRANK  
Yes, sir, over.

PAPA EAGLE (V.O.)  
Well, get y'r ass over here! We  
need everyone we got!

FRANK  
Yes, sir! I'm Oscar Mike!

Frank returns and takes Mack's M60 and ammo.

EXT. VIETNAM JUNGLE - DAY

Frank hops out and walks. Beside a tree saturated by smoking bullet holes lays VC. Frank looks at the shredded meat, VC's eyes open.

They share a gaze.

FRANK (V.O.)  
Only the good.

SONG: "Bad Vibrations" by The Black Angels

Frank starts in a run.

EXT. VIETNAM HILLTOP - DAY

Marines stand in trenches defending the hilltop, Frank behind the M60.

He sees a huddle of VC come up the far left. Frank charges to the flank, steps over the line, and sprays them. The ground gives way and he slides down on his back.

He kills more on the way down and falls into the opposite trench. VC charge from both sides. Frank's weapon clicks empty and he draws his knife.

EXT. VIETNAM HILLTOP - DUSK

Hueys land and unload Marines. They pitch tents and place a sign that reads: CAMP VALLEY FORGE.

Some stand in formation, Frank in front. PAPA EAGLE, a cigar-chomping Major, pins a Silver Star to his jacket. Frank salutes and shakes his hand.

EXT. CAMP VALLEY FORGE - DAWN

SUPER: 1969

The ground smolders, bodies everywhere. Hueys land with a crunch. BILL, 22, steps off with Marines. Ahead stands a figure. Bill approaches and stops, his eyes wide.

Frank, stands covered in blood, eyes red. He holds a broken M16 caked in brain matter.

EXT. MARINE CAMP - DAY

Frank sits on the steps of an aid station with bandages on his arms, chest, and face. He looks older and smokes, body-bags lined up before him, his stare vacant.

From the side comes LT and JAMES FALSWORTH in tiger-stripes, Howling Commandos patch on his sleeve. Frank salutes. LT introduces James and they shake hands.

EXT. S.A.S.R. BASE - DAY

TRAINEES stand on a field under the Australian sun. They perform hand-to-hand exercises as DUM DUM DUGGAN walks among them, screaming instruction.

Frank trains with BRIAN FALSWORTH, 20, James' son.

EXT. S.A.S.R BASE RANGE - NIGHT

PERCIVAL PINKERTON laughs and shoots an M60 over Trainees crawling in mud in full kit. Frank crawls along side Brian.

INT. S.A.S.R BASE MACHINE SHOP - DAY

GABE JONES lectures before a chalkboard with the image of a blown up M16. On a table before him the same weapon is in pieces with tools at the side.

Frank and Brian sit together with Trainees on tables with whole M16s and tools.

INT. AUSSIE NIGHT CLUB - NIGHT

Trainees and Brian dance in a crowd of people under colored lights. Frank sits at the bar, stares blankly at the mirror on the back wall.

HOKKER sits beside him and puts her hand around his arm.

INT. MOTEL ROOM - NIGHT

Frank sits on the side of a bed. Hooker sleeps behind him. He holds a glass of whiskey in both hands, staring forward. He squeezes until the glass cracks.

EXT. BURNING JUNGLE - DAY

Hueys fly overhead. Frank sprints with a smaller M60; a Chopped M60 (C-M60), in tiger-stripes with the Howling Commandos patch and face paint.

He runs with other COMMANDOS in similar uniforms.

INT. INTEROGATION ROOM - DAY

A lone lamp shines at NAKED VC hung by his ankles. CIA AGENT paces round. Frank lights a welding torch at the side.

EXT. POW CAMP - DAY

In a bamboo cage sits POW with severed heads of other POWS. VC GUARD pisses on him before Frank comes up behind. He puts his hand over his mouth, stabs the neck, and pulls across.

Commandos rush into the camp with CAR-15s.

EXT. BURNING VILLAGE - NIGHT

All but one hut burns. Frank comes out of the hut and stops.

COMMANDO lays on the ground with no head, his chest open like a mouth with ribs for teeth. Frank stares blankly.

SONG ENDS

EXT. JFK PICK-UP LANE - DAY

SUPER: 1970

Frank wears Marine Class Bs with the rank of Sergeant and a duffle bag. He looks up the sidewalk and sees a cab.

GIOVANNI CASTLE, 47, leans against the cab with a newspaper in a 101st Airborne jacket. Frank walks up. The cabby tosses the paper into the car to embrace his son.

INT. TAXI CAB - DAY

Frank sits in the passenger seat. Giovanni drives.

FRANK

How's Ma?

GIOVANNI

Oh, y'know, herself. Might have a heart attack when we get home... Andy's been acting up in school.

FRANK

How so?

GIOVANNI

He whacked one of the Sisters.

FRANK

He killed a nun?

GIOVANNI

No! No. He took the yard stick and swung at her. Wasn't too bad.

Frank shakes his head.

FRANK

He knows to stand up for himself, but he shouldn't hit a woman. Ever.

GIOVANNI

Second kids are always a little squirrely. I was born third, so your brother is better off. Believe me.

FRANK

I'll talk to him; set him straight.

GIOVANNI

G'head. It'll save me and your mother cash to get him fixed.

INT. PARENTS HOUSE KITCHEN - DAY

KATRINA CASTLE, 42, scoops spaghetti and meatballs onto Frank's plate. He wolfs it down. ANDREI CASTLE, 12 sits opposite. She speaks with a Ukrainian accent.

KATRINA

In Day School, you were punished by reading Torah on one foot. What do Catholics teach beating with rulers? The metric system?

FRANK

It's just how it is, ma.

Katrina sits.

KATRINA

I don't like how it is! If those filthy poviyi beat him again, I will shoot them!

FRANK

Andy just needs to shape up. Right?

Andrei crosses his arms.

ANDREI

I didn't do it. It was Tommy.

FRANK

Doesn't matter. You should've taken your beating like everyone else.

KATRINA

But you were never beat at his age, Francis. You behaved.

Frank wipes his mouth.

FRANK

I know what'll fix him.

He stands.

FRANK (CONT'D)

Come upstairs.

Andrei follows.

INT. FRANK'S ROOM - DAY

Posters of Uncle Sam, Rosie the Riveter, and Captain America line the walls. Frank unloads his bag while Andrei sits on the bed with a sleeved comic book.

ANDREI

Where'd you get this?

FRANK

Dad used it to help me read. Know who that is?

ANDREI

Cap.

FRANK

And what is he doing on the cover?

ANDREI  
Beating up Hitler.

FRANK  
Right. And he never once laid a  
finger on any woman.

Frank sits beside him.

FRANK (CONT'D)  
All he ever stood for was justice  
and morality...

FLASHBACK - EXT. ARDENNES FOREST - DAY

YOUNG GIOVANNI shivers in a fox hole behind an M1919, the  
ground covered in snow with no visibility.

FRANK (V.O.)  
It didn't matter what flag you  
wore. He treated everyone equally.

Giovanni smacks ice loose in his canteen for a sip.

FRANK (V.O.)  
He killed people like Mom and Dad,  
but if he hadn't, the world would  
be a whole lot different.

Footsteps approach. A hand in red reaches from the side. He  
looks up then takes hold.

FRANK (V.O.)  
A real hero uses his ability for  
good, even at the cost of his soul.

CAPTAIN AMERICA lifts Giovanni out and puts a blanket over  
him. They move to the rear as 3rd Army marches forward with  
tanks, GENERAL PATTON among them.

BACK TO SCENE

Frank holds the Bible and card wrapped in plastic, the bullet  
still in the pages.

FRANK  
On my first mission, everyone died  
around me. I survived because of  
this. Know why?

ANDREI  
The Bible's bulletproof?

Frank chuckles.

FRANK

I think I lived to see you again because I believe in what Cap stands for. A lot of bad happens in the world, no matter who you are. But as long as you stay good and defend those who can't, you'll live to keep living. Understand?

Andrei nods.

ANDREI

Does that make you a hero, Frankie?

Frank stares blankly.

KATRINA (O.S.)

Francis! You have visitor!

Frank snaps back.

FRANK

Coming!

He stands.

FRANK (CONT'D)

When you're finished with that issue, there's more in the closet.

ANDREI

Okay. Thanks.

INT. P.H. FOYER - DAY

Frank walks down the stairs and sees Soap beside his mother. He wears a field jacket with jeans.

FRANK

What's up, Martin?

SOAP

'Ey, Frank! How's it hanging?

The two meet at the foot of the stairs and embrace.

SOAP (CONT'D)

Oh man, I don't want my Army rags getting your threads all messy.

FRANK

Don't worry about it. We have more spares than you guys.

Soap chuckles.

INT. HARLEM DINER - DAY

Soap has a burger and Frank a milk shake at a booth.

SOAP

You need to eat something solid, man.

FRANK

I had meatballs when I got home. Haven't had a proper shake in a while.

Soap nods.

SOAP

So, you gonna get a job?

FRANK

I start at the end of the month.

SOAP

Oh yeah? Where at?

FRANK

Bragg.

Soap puts down his burger.

SOAP

Sending you back so soon?

FRANK

No. They want me training people.

Soap shakes his head.

SOAP

The Army, my Army, hired a leatherneck to train dough-boys?

FRANK

Blame LBJ and Westmoreland.

SOAP

That why they kept you over there  
so long? Learned something to teach  
the new kids?

FRANK

Pretty much.

Frank takes a sip of his shake.

SOAP

...Sometimes I wanna go back. The  
more I'm here, the more I wanna get  
back in the grass, y'know?

FRANK

The guys in my unit were like that  
when they were home.

Soap sighs.

SOAP

I need a job to keep my mind off  
something as dumb as that.

FRANK

I could talk to Dad. Plenty of room  
for more cabbies.

SOAP

That'd be great, man! Thank you so  
much. I really appreciate it.

FRANK

You got it, brother. Wanna do it  
full time?

SOAP

I was thinking I could work up  
enough cash for the Police Academy.

FRANK

You wanna join the fuzz? Am I  
hearing that right?

SOAP

I was a cop over there. Maybe I  
wouldn't do too bad --

STUDENTS interrupt.

STUDENT 1

-- Why are you in here?

STUDENT 2  
Baby killers!

STUDENT 3  
You should be ashamed of  
yourselves.

The diner goes quite. Frank stares at them at the bar. Soap eats his burger.

SOAP  
It's just talk, man. I hear it all  
the time.

STUDENT 1  
How can you wear that uniform?

Frank glances at Soap then takes a sip of his shake.

FRANK  
I didn't kill babies... but I  
killed a lotta kids like you and  
me.

Soap almost chokes on his food.

FRANK (CONT'D)  
I bet they were just as gung ho  
about fighting the war as I was, as  
much as you are about ending it.

Frank finishes his shake and takes out his wallet.

FRANK (CONT'D)  
Nobody thinks about all the work  
you have to do, but it doesn't  
matter as long as you're willing to  
do it. I was. They were. They  
wanted to kill me as much I them.

He lays a \$20 on the table and turns Students.

FRANK (CONT'D)  
It's like I knew 'em. We just spoke  
a different language. You could see  
it in their eyes before I shut  
them... forever. I wonder if you  
could do the same.

Frank stands.

FRANK (CONT'D)  
Let's get outta here.

SOAP

Cool... cool.

They leave the diner in silence.

FRANK (V.O.)

This world didn't want us anymore.  
They took our spots while we were  
away.

Student 2 faints.

FRANK (V.O.)

No point in finding a place after  
what we became.

EXT. FT. BRAGG OBSTACLE COURSE - DAWN

Frank and other INSTRUCTORS watch CANDIDATES run the course.  
They scream at them.

FRANK (V.O.)

We bet 60,000 kids and our sanity  
on 'Nam. Hard to recoup costs after  
making a whole generation look like  
rapists and murderers.

EXT. FT. BRAGG MUD FIELD - NIGHT

Across a field of barb wire Candidates crawl. Instructors  
shoot blanks by their ears. Frank dumps pig guts on them.

FRANK (V.O.)

They used the best of us to clean  
up their mess. Grease the gears so  
the engine never stalled again.

EXT. FT. BRAGG TRAINING GROUND - DUSK

Candidates train with rubber knives in pairs. Frank watches  
from the side. He paces, eyes on CANDIDATE 1 doing  
exceptionally well.

FRANK (V.O.)

Sometimes I wonder why I put up  
with it all for so long.

Frank draws a real knife and charges. Candidate 1 turns and  
engages. They have a short melee. Frank puts him on his back  
before Candidate 1 kicks him in the nose.

Candidate 1 brings him to the ground, takes the knife, and holds it to Frank's throat before Instructors pull him off. Frank stands, bloody faced, and gestures Instructors away.

Candidate 1 hands the knife back.

INSERT - CANDIDATE 1'S NAME TAPE

It reads:

FURY

BACK TO SCENE

EXT. FT. BRAGG GUN RANGE - DAY

Candidates train on the range. Instructors and Frank watch from the stands. He has a bandage on his nose.

INSTRUCTOR 1

I'm stayin' home with the wife and beer.

INSTRUCTOR 2

What about you, Morton?

MORTON

Yeah, sure. I'll bite. I been waitin' to use my eighty pounder.

INSTRUCTOR 3

A eighty pound bow? Damn, Will, you one expensive son of a bitch.

MORTON

I got high standards.

INSTRUCTOR 2

How 'bout you Castle?

Frank looks over.

FRANK

Hmm?

INSTRUCTOR 2

We're going bow hunting on Saturday. Want in?

FRANK

...Don't we have PT?

MORTON  
Sergeant Major gave us the day off.

FRANK  
...Can I bring my rifle instead?

INSTRUCTOR 2  
Now where's the fun in that? Ain't  
you gone bow hunting?

Frank shakes his head.

INSTRUCTOR 2 (CONT'D)  
Wanna try?

FRANK  
...I don't have a bow.

Instructor 2 gets up.

INSTRUCTOR 2  
No need.

He hands Frank a piece of paper.

INSTRUCTOR 2 (CONT'D)  
When we get off, head to "Quincy's  
Lodge" on Yadkin next to the hobby  
store, and pick up the stuff on  
that list.

INT. QUINCY'S LODGE - DAY

Frank stands at a rack of jackets in woodland print.

???  
Need some help, mister?

Frank turns to CLERK, 20, very short, skinny, redhead.

CLERK  
Havin' trouble?

FRANK  
Yes, ma'am. I was invited on a  
hunting trip and this is my  
first... in a recreational sense.

Frank shows her the list.

FRANK (CONT'D)  
Here's what I was told to get.

Clerk takes it and turns to the rack.

CLERK

I reckon you're a large?

Frank snickers, but corrects himself.

FRANK

Yes- yes, ma'am.

Clerk walks around the rack.

CLERK

You're gonna want a thick jacket for the morning. If you got long-johns, you can wear 'em underneath a thin jacket at half the price.

FRANK

Sounds good to me.

Clerk picks out a thin jacket. She carries it on her arm and leads Frank through the store. He starts to smile.

LATER

Clerk stands behind the cash register opposite Frank, a jacket, orange vest, and wool socks on the counter.

CLERK

Not much hunting where you're from?

FRANK

Not many animals.

CLERK

Oh? Where would that be?

FRANK

The Bronx, New York.

Clerk's eyes go wide.

CLERK

You're from New York City? I always wanted to see the Statue of Liberty. Is it beautiful?

FRANK

She sure is.

CLERK

Some friends of mine went up after high school. I couldn't go 'cause Daddy needed me to run the store.

FRANK

If you make it up, I wouldn't mind giving you a tour.

She tries to hide her blush.

CLERK

What's it like living in a city?

FRANK

I'd tell you, ma'am, but you have people waiting.

Frank gestures the line of customers at his rear.

CLERK

Oh gosh! I'm sorry y'all. Let me get you on your way, sir.

FRANK

Call me Frank.

Clerk rings up his items. She takes a business card, circles her name and number, and hands it to Frank with his change.

CLERK

Have a good day, Frank.

Frank makes his way to the exit and looks at the card.

INSERT - BUSINESS CARD

It reads:

MARIA QUINCY

BACK TO SCENE

He looks back and MARIA meets his gaze.

INT. SMOKE HOUSE - NIGHT

A jukebox plays COUNTRY. Maria and Frank sit in the back. He wears civilian clothes without a bandage.

FRANK

...Then she stepped across the checkpoint and an Army Chaplain married them right there.

MARIA

Did it cause a fuss with the Reds?

He shakes his head.

FRANK

Nobody wanted to start a war over a marriage. After that, Dad retired and brought Ma to the States.

MARIA

That's a sweet li'l story.

WAITER comes by to refill their drinks.

MARIA (CONT'D)

So, Castle doesn't sound so Italian for an Italian family.

FRANK

It used to be Castiglione.

MARIA

Quite a mouthful.

FRANK

The recruitment officer thought the same and told Dad to make it easier to say.

MARIA

I think it fits.

FRANK

Thank you.

They share a silence as Maria takes a bite of her ribs.

FRANK (CONT'D)

Um, this is gonna sound strange, but could we switch seats?

MARIA

Hmm? Sure.

They trade and pass their plates. Frank looks embarrassed.

FRANK

Sorry... That was --

Maria shakes her head.

MARIA

-- Oh, no. It's alright.

FRANK

I... I'm not comfortable when I can't see the exit. I need to watch in case something happens.

MARIA

I'm sure there's nothing to worry about. Not much happens round here.

Frank looks uneasy.

MARIA (CONT'D)

Daddy said the Japanese made him sleep on a wooden bed. Sometimes, when I go to wake him, he'll be on the floor next to a perfectly good mattress.

She pauses and half-smiles.

MARIA (CONT'D)

I guess it's different for everybody.

SONG: "Johnny Guitar" by Peggy Lee

Frank shuts his eyes and shakes his head.

FRANK

I'm sorry. This was a bad idea.

He stands and Maria takes his hand.

MARIA

Will you dance with me?

She pulls him to the gathered PATRONS on a near-by dance floor.

Maria stands too short to hold him properly while Frank holds above her waist. He moves awkwardly and looks around before she holds him tighter.

He stays.

INT. FRANK'S TRUCK - NIGHT

Frank drives Maria on a backwoods road. She looks out the window, and glances at Frank. He smiles. They stop at her house. Frank keeps the car on.

MARIA

I had a really great time.

FRANK

I hope.

MARIA

I did! Honest... Y'know, if you have anymore weekends, I'd like to spend more time with you, if you wouldn't mind sharing.

FRANK

I wouldn't mind.

MARIA

...Or if you just wanna call, I'm off at 9:00 Monday through Friday. We can just talk, even about nothing.

Frank smiles.

FRANK

I think I'd like that.

MARIA

...Well I ought to let you get back.

She shakes his hand.

MARIA (CONT'D)

Have a good night, Mister Castle.

FRANK

You too, ma'am.

Maria gets out. Frank stays until she's inside.

INT. MARIA'S HOUSE - DAY

Frank sits in Class As with Maria's family on Thanksgiving. The two hold hands under the table. At the head sits ROYCE QUINCY, 50, with one arm.

Frank finishes his plate and takes others from the table before going to the kitchen.

INT. MARIA'S KITCHEN - DAY

Frank washes his plate in the sink and doesn't see Royce stand in the threshold.

ROYCE  
How many people have you killed?

Frank pauses then continues.

FRANK  
51. Hard not to keep count.

Royce comes closer.

ROYCE  
When MacArthur broke us out, I begged him to put me in the fight... The war ended too fast for me to get my fill of blood.

Royce stands beside Frank.

ROYCE (CONT'D)  
Lisa, Maria's mother, couldn't handle what I brought home. I had to keep it all buried after she left. It's not a thing for a little girl's eyes.

Frank puts the plates on the drying rack.

FRANK  
She... calms me. Everything I am disappears when I'm around her.

He shuts off the sink and wipes the plates.

FRANK (CONT'D)  
Last week I put my 1911 in my mouth. Then Maria called about today and I forgot all about it. Can't remember the last time I was this happy.

They share the silence before Maria walks in with dishes.

MARIA  
Puttin' him to work, Daddy?

Royce turns before Frank takes the dishes.

ROYCE

Oh, he put himself to work. A real hard-charger.

MARIA

Uncle Jesse's about to play the piano. They're asking for your voice.

ROYCE

Lead the way, honey.

The two walk out.

EXT. LAKE SIDE - DAY

SUPER: 1972

Frank and Maria get married. He wears Dress Blues with the rank of Staff Sergeant. On Maria's side of the audience sit WW2 VETS opposite silk suited ITALIANS and UKRAINIANS.

When Frank and Maria kiss, the audience claps and stands. NICK FURY, Army uniform, rank of First Lieutenant, with both his eyes, stands at the back on the Castle side.

UKRAINIANS

Mazel tov!

SONG ENDS

EXT. MARIA'S HOUSE BACKYARD - DAY

Frank and Maria sit at a table with MAIDS and BEST MEN, including Andrei and Soap in tuxedos.

GUESTS form a line with gifts. OLD MAN stands in front flanked by two GANGSTERS. Old Man hands Maria an envelop. He speaks with a Russia accent.

OLD MAN

For children's education.

MARIA

Thank you so much.

Old Man smiles and walks on. Frank opens the envelop to a stack of \$100s. He leans to Andrei.

FRANK  
Who is that guy?

ANDREI  
Which one?

FRANK  
Zoot suit with the tough guys.

ANDREI  
That's Uncle Piotr from Ma's side.

Frank looks at PIOTR, 62, among Guests.

ANDREI (CONT'D)  
He stayed with us when he got out  
of Russia. I was... 5? He runs a  
restaurant in Brighton.

Frank shows him the money.

FRANK  
He makes this at a restaurant --

SOAP  
-- And from most if the dope in  
Brooklyn.

Frank and Andrei look at him. Soap avoids eye-contact and  
downs more champagne.

SOAP (CONT'D)  
Just letting you know.

FRANK  
...He's a friggin' mobster?

ANDREI  
I thought you knew?

FRANK  
I do now.

He turns to Soap.

FRANK (CONT'D)  
Are you cool with some wiseguy out  
in the open, 'cause I'm not.

ANDREI  
Frankie --

SOAP

-- Unless he's hustling with Hillbillies in barn over yonder, I can't do a thing. It's your wedding, man. Don't worry about it.

ANDREI

Yeah, and he's a nice guy. He gave me a job at his place.

Frank stares at Andrei.

FRANK

(Ukrainian)  
You work for him?

ANDREI

Yeah --

FRANK

(Ukrainian)  
-- You wash his dishes and pull hits on the side?

ANDREI

No, I --

FRANK

(Ukrainian)  
-- What are you doing around a low life --

MARIA

-- I didn't know you spoke another language, honey.

Frank forces a smile.

FRANK

Yeah. Ma taught us when we were young.

MARIA

Is it Ukrainian?

ANDREI

Mm-hm.

FRANK

Maybe I could teach our kids.

Maria smiles.

MARIA  
We'll get there soon enough.

She kisses him. Frank and Andrei go silent.

FRANK (V.O.)  
I should've been there to keep you  
away from him. Would have been  
easier on them.

MONTAGE - VARIOUS

EXT. HIGHWAY - DAY

Frank drives Maria in a rental Cadillac with the top down.

EXT. MIAMI BEACH - DUSK

Frank and Maria hold hands as they walk. They wear tacky  
floral shirts and have dinner at an outdoor bar.

EXT. HOTEL BALCONY - DAWN

Maria stands in a robe, her hair a mess. Frank comes from  
behind. The pair watch the sun crest the horizon before he  
pulls her inside.

INT. DELIVERY ROOM - NIGHT

SUPER: 1975

Frank kneels by Maria. DOCTORS extract a boy and girl. They  
are cleaned, swaddled, and handed to Maria.

MARIA  
What do you think?

Frank gestures the girl.

FRANK  
Mary?

MARIA  
How 'bout Lisa Mary? After my  
mother?

FRANK  
I like it.

MARIA  
And him?

FRANK  
...Franklin Royce?

Maria smiles.

MARIA  
I love it.

FRANK  
I love you.

They kiss.

INT. FT. BRAGG BEDROOM - NIGHT

Frank holds the twins as Maria sleeps. He rocks them to sleep, humming the "Marine Corps Hymn".

INT. FT. BRAGG AUDITORIUM - DAY

SUPER: 1984

Frank, the rank of Master Sergeant, receives a plaque at a retirement ceremony. Maria, LISA, 9, FRANKLIN, 9, sit in the audience.

FRANK (V.O.)  
Lisa would be in college. Franklin,  
despite what I'd tell him, would  
enlist, maybe shoot for the brass.

The family takes a picture together. Frank and Fury, rank of Captain, also get a photo.

EXT. FT. BRAGG HOUSE - DAY

A moving truck sits on the curb. Maria, Lisa, and Franklin carry luggage into Frank's truck, dressed for winter.

FRANK (V.O.)  
Should've stayed after Nicaragua  
and died in Kuwait or some Balkan  
shit-hole. Anything, as long as it  
was me.

Frank, in a black jacket, gives one more glance to the house.

FRANK (V.O.)  
 Why wasn't I strong enough?

END OF MONTAGE

INT. P.H. FOYER - DAY

Giovanni, Katrina, and Andrei welcome the family. Katrina hugs the twins.

KATRINA  
 Hello, dity! I'm so happy you're here!

MARIA  
 Save some for Papa, y'all.

Andrei gives Frank a hug. He wears a black suit with a white shirt, the top buttons open, and tattoos on his fingers.

ANDREI  
 Wanna drink?

FRANK  
 Yeah, sure.

INT. P.H. KITCHEN - DAY

Andrei digs through the fridge.

ANDREI  
 You guys find a place?

FRANK  
 3 bed, 2 bath in Queens.

ANDREI  
 Nice. Beer?

FRANK  
 OJ.

ANDREI  
 You got it.

Andrei takes out a bottle and hands Frank a carton. He takes it to the counter and gets a glass.

ANDREI (CONT'D)  
 Y'know, if you have any problems with the HOA, I know some guys.

Frank snickers as he pours the glass.

FRANK

Really? You know some guys?

ANDREI

Well, I do!

Frank puts the cap on the juice.

FRANK

You gonna tell 'em to put a horse head in my neighbor's bed? C'mon, Andy.

ANDREI

These days people do anything to get money, like stealing from Vets. A lot's changed.

Frank eyes him and takes a sip.

FRANK

Sure has.

Andrei rolls his eyes.

FRANK (CONT'D)

The world moves too fast for morality. I know. I just don't want you doing the worst kind of shit. And I don't want it around our folks... or my family.

Andrei nods.

ANDREI

I know how it looks, but it's survival, Frankie. Out there, you gotta do what you can to stay outta the gutter. And I don't do anything bad. I drive Piotr and work at the restaurant. I do it to stay alive, like any ol' schmuck.

Andrei puts down his beer.

ANDREI (CONT'D)

Life ain't a friggin' comic book. You can't dress up and start punching guys. They'd throw you in the nut house. In the real world, all you can do is work around the hard stuff.

(MORE)

ANDREI (CONT'D)

You guys in 'Nam wouldn't be here if you hadn't. Ain't an ounce of morality in it.

Andrei makes his way out and turns back.

ANDREI (CONT'D)

I know you don't like him, but Piotr would like to have dinner with the family. He just wants to see the kids. It's harmless... I'll talk to you about it later.

Andrei leaves. Frank pours his glass down the sink.

INT. VOLGA LOUNGE FRONT - NIGHT

Mahogany chairs and red tables wreak imperial, with gold against crimson, black leather, and a floral carpet, full of dog-faced EUROPEANS in suits and furs.

Frank and the family descend into the basement lounge dressed nice. Behind a podium stands HOSTESS with a Czech accent.

HOSTESS

Castle?

FRANK

Yes, ma'am.

Hostess picks up four menus.

HOSTESS

Follow me, please.

She turns and stops before IVAN, 38, in the threshold. He dwarfs Frank, with a blonde flat-top, and black coat over a blue/white stripe shirt. Ivan takes the menus.

He speaks with a Russian accent.

IVAN

Follow.

INT. V.L. DINING ROOM - NIGHT

Frank and Maria hold the twins' hands.

MARIA

Everyone's looking at us.

LISA  
It's so fancy down here.

FRANKLIN  
Do you know these people, Dad?

FRANK  
Just two, little-man.

In a booth sits Piotr with Andrei. Andrei helps Piotr as Ivan comes to his side.

PIOTR  
Francis! It has been too long.

He walks on his own to Maria and kisses her hand.

PIOTR (CONT'D)  
You have not aged a day, dorogoy.

MARIA  
Thank you, Uncle.

Piotr looks at the children.

PIOTR  
So these are the twins. Do you know  
your dyadya?

They hold close to their parents and Piotr laughs.

PIOTR (CONT'D)  
Come sit. You must be starving!

Piotr walks into the booth followed by the family. Andrei and Ivan remain outside.

ANDREI  
So, what do you guys want to drink?

PIOTR  
(Russian)  
No, no, Andrei. Sit.

ANDREI  
Sure thing.

PIOTR  
(Russian)  
Ivan, take a break. Be back in two  
hours.

IVAN  
(Russian)  
Are you sure, Papa?

PIOTR  
(Russian)  
Find a girl and stay away from  
vodka.

Ivan inclines his head.

IVAN  
(Russian)  
Thank you, Papa.

He walks away.

PIOTR  
He is good boy. Soldier like you  
and I, Francis. Fought for Czarist  
shlyukhi in Afghanistan.

FRANK  
No disrespect, Uncle, but could you  
not talk like that around our kids?

PIOTR  
I apologize. I will watch mouth...  
Do you like table? Shall we move?

MARIA  
I think we're fine, right honey?

Frank nods.

LISA  
Why do you sound like Gran?

Piotr looks puzzled.

FRANK  
She's asking why do you sound like  
Katrina.

PIOTR  
Ah. I am from Ukraine, but I lived  
in Russia.

ANDREI  
Uncle Piotr fought in World War 2  
like Gran and Papa. He came to  
America when me and your dad were  
little.

FRANKLIN

Dad says people in Russia are bad.

Piotr bursts out laughing.

PIOTR

Your father is correct. But I,  
mal'chik, am good, like your Gran.  
Here in city, we are good people.

FRANK

That's right, little-man. Our  
family came to America for a better  
life and we got it by being good.  
Right, Andy?

Andrei forces a smile.

ANDREI

Yeah... that's right.

WAITRESS comes to take their drink orders.

INT. NEW HOUSE - DAY

Unpacked boxes and furniture sit everywhere in stacks.

INT. MASTER BEDROOM - DAY

Frank and Franklin carry a green box and lay it on the floor.

FRANK

Good work. Let's load up the  
bookcase.

Franklin opens the box.

FRANKLIN

What's this?

He turns and Franklin holds the C-M60 barrel. Frank walks  
over and kneels.

FRANK

It's called a light machine gun. It  
belonged to a guy named Mack. He  
saved my life.

Frank turns the receiver feed-tray up. He gestures the dog-  
tag welded over the "Stark Industries" stamp.

FRANK (CONT'D)

I put that there to remind me  
everyday where I got this weapon.

FRANKLIN

It's pretty heavy for something  
called light.

FRANK

Carry it around for a while and it  
doesn't feel so heavy.

FRANKLIN

When did you carry it?

Frank takes the barrel in one hand.

FRANK

Before I met your mother. It kept  
me alive long enough to marry her  
and to put it away.

FRANKLIN

Can I shoot it?

Frank puts it in the box.

FRANK

Maybe when you're older and as big  
as Rambo.

He stands.

FRANKLIN

Could you beat up Rambo, Dad?

FRANK

Wouldn't that be something. Now  
come help me load the bookcase.

FRANKLIN

Yes, sir.

INT. KITCHEN - DAY

The family eats breakfast. The twins wear Catholic school  
uniforms. Franklin pulls at the collar of the sweater vest.

FRANKLIN

I hate this thing.

LISA

It's not so bad.

FRANK  
I didn't like it either. Nobody  
likes their uniform at first.

MARIA  
That's right.

Frank wipes his mouth and stands.

FRANK  
If you two behave yourselves at  
school...

He goes to the counter and returns with the sleeved Captain  
America comic. He hands it to Lisa.

FRANK (CONT'D)  
...I'll let you guys read this.  
It's valuable, so you can't take it  
out of the house.

She passes it to Franklin.

LISA  
Aren't comic books for boys?

FRANK  
They don't have to be. You guys  
like Star Wars, right?

Yes! FRANKLIN Yes! LISA

FRANK (CONT'D)  
That was made for boys, but you  
like it. Understand?

LISA  
Yes, sir.

FRANK  
If you want to watch or read  
something --

MARIA  
-- As long as me and your Dad see  
it first --

FRANK  
-- Have at it, sweetheart. That  
goes for you too, son.

Yes, sir. FRANKLIN Yes, sir. LISA

Frank takes his dishes and goes to the sink.

FRANKLIN

What are you gonna do while we're at school, Dad?

FRANK

I taking a gunsmithing class.

LISA

Do you get to make guns?

FRANK

Yes, ma'am. I did some in Vietnam.

LISA

What about you, Mom?

MARIA

I was gonna stay here and relax before it was time to pick y'all up. It's gonna be fun.

FRANKLIN

Why can't I do nothing? Why do I have to go to school in these itchy clothes?

MARIA

It's a part of growing up.

FRANKLIN

Well, I wanna grow up faster so I don't have to go to school.

Frank turns off the sink and comes up behind Maria.

FRANK

Me and your mother had to work hard so we could do what we want as adults. We didn't have much time before now, so enjoy being a kid. There's no rush.

FRANKLIN

Yes, sir.

MARIA

Yes, sir.

Frank rubs Maria's shoulder.

CUT TO BLACK

EXT. CENTRAL PARK - DAY

SUPER: 1985

Frank, Maria, and the twins walk together. Frank holds a cooler and blanket. Franklin points to a treeless field.

FRANKLIN  
How about there?

LISA  
Let's go somewhere close to the water. I wanna feed the ducks.

MARIA  
The ducks aren't going anywhere.

They come by a hotdog stand and find Piotr with Andrei and Ivan.

ANDREI  
'Ey! What's up?

FRANKLIN  
Hi, Uncle Andy!

LISA  
Hi, Uncle Andy!

PIOTR  
Come to enjoy sunshine?

MARIA  
Yes, sir, indeed. We need a good long bask after that winter.

PIOTR  
Better than Siberian winter, eh, Ivan?

IVAN  
Da, Papa.

PIOTR  
Let me buy you hotdog.

MARIA  
Oh, we brought our own food--

PIOTR  
Nyet, nyet. I insist.

Piotr walks to the stand.

FRANK  
I'll go set up. You two tell Piotr what you want.

FRANKLIN  
Yes, sir.

LISA  
Yes, sir.

Maria walks to the stand with the twins. Frank heads left down a slope. He finds a spot and lays out the blanket.

Quick gun shots ring out.

Frank drops. A ringing replaces all sound. People run from the direction of the stand. He gets up, walks, then runs. Frank stops at the scene.

Holes riddle the stand. Andrei, with a wounded shoulder, holds Piotr, with two in the chest, on the ground. Andrei shouts, but it cannot be heard over the ringing.

Frank stares just beside him.

Maria holds the twins' hands, lying in crimson puddles. Frank approaches in a crawl. He holds Maria and pulls the twins close, staring into nothing.

Ivan holds WISEGUY by the jaw. He and Andrei shout at each other before he drops the body and runs off with Piotr over his shoulder. Andrei tries to get Frank's attention.

EXT. GRAVEYARD - DAY

The ringing goes on.

At three graves stand Frank, Katrina, Giovanni, Andrei, Soap, and FAMILY. They leave, but Frank remains. Katrina pulls on him until Giovanni takes her.

LATER

Rain falls hard. Frank sleeps against the tombstone with all three of their names.

LATER

A fog congests the area when Frank wakes up and walks home. The ringing dissipates.

EXT. NEW HOUSE - DAY

Frank ascends the stoop. A newspaper sits on the doormat.

INSERT - NEWSPAPER

The headline reads:

PARK ASSASSINATION SUSPECT STILL AT LARGE

BACK TO SCENE

INT. MASTER BEDROOM - DAY

Frank opens a footlocker at the foot of the bed and pulls an old bottle of whiskey. He sits on the floor and opens it. Frank stares at it with vacant eyes.

LATER

Whiskey covers the opposite wall. The TV lays on its side smashed in. Bloody holes dot the walls. The bookcase stands ripped apart. The night stands and lamps lay in pieces.

Frank sits on the floor, the seams of his suit open. Blood pours from his forehead. He breathes heavy. He calms, shuts his eyes, and puts his M-1911 in his mouth.

Seconds go by. Tears roll down his cheeks. He pulls the gun out and cries in silence. He wipes his mouth and stands.

INT. MASTER BATHROOM - DAY

The mirror lies in pieces in the sink and the toilet caved in. Frank takes a large shard of mirror and turns on the sink. He wipes his cheeks, making a skull shape in blood on his face, then pauses.

INSERT: MIRROR SHARD

Reflected in the mirror burns a wall of fire.

BACK TO SCENE

He looks closer at the fire, drawn in. A scream grows in volume. Frank's hand shakes and bleeds around the shard before...

FLASHBACK - EXT. BURNING VILLAGE - NIGHT

Frank stands in the threshold of the hut. VC WOMAN screams on the floor with Commando on top. They turn to Frank.

COMMANDO  
Come to watch, Castle?

Commando stands. Woman scurries away.

COMMANDO (CONT'D)

You want some? I was here first, so  
you go last.

Commando chuckles and pulls up his pants.

COMMANDO (CONT'D)

Oh, I see. Captain America  
disapproves.

He approaches Frank.

COMMANDO (CONT'D)

These slope whores send their kids  
out to blow up our boys. Believe  
me, she has it coming, in more ways  
than one. Don't sweat it.

Commando pats Frank on the shoulder. Frank drops the C-M60,  
grabs his wrist, and twists his arm. Commando shouts and  
comes in for a punch.

Frank ducks, pulls the arm round, and puts Commando on his  
knees. Frank pulls a grenade, smashes Commando's teeth with  
it, and shoves it into his mouth.

He stands him up.

FRANK

Believe me, you have it coming.

Frank pulls the pin and kicks Commando into the open. He  
tries to pull the grenade out. It goes off and...

BACK TO SCENE

The mirror shard breaks, but Frank doesn't react. He opens  
his hand, then makes a fist. Blood seeps between his fingers.

INT. HOSPITAL - DAY

Ivan and GANGSTER 1 stand beside a recovery room door. Frank  
comes down the hall, hands and face in bandages. NURSE  
pesters him until he reaches Ivan.

FRANK

He awake?

Ivan nods but Gangster 1 blocks the door.

GANGSTER 1

I must search --

IVAN

(Russian)

-- He is family. Let him go.

Gangster 1 returns to his post.

INT. RECOVERY ROOM - DAY

Piotr reads a book in bed. He sees Frank and the book falls. His eyes turn red. Frank comes to his side.

PIOTR

It should have been me! No children should die for vor like me.

He grabs Frank's arm.

PIOTR (CONT'D)

I swear to God, I will make those grease ball bitches pay!

Piotr coughs and lets go. Frank waits for him to stop.

FRANK

You should die. I wanna bury my knife in your skull and snap it off at the handle. It would take a crowbar to get out.

Frank leans closer.

FRANK (CONT'D)

But you know something I don't. Who killed my family?

PIOTR

The Gnuccis. The Sicilians. They've been trying to push us out for years. The killing was hit on me.

FRANK

I want a name.

PIOTR

I don't know name of second shooter.

Frank reaches left behind his back and grips the hilt of his knife, strapped horizontally on his belt.

FRANK

Who would?

PIOTR  
The police know things, but Gnuccis  
keep them quiet.

Frank lets go.

FRANK  
Get well, Uncle.

He heads for the door.

PIOTR  
I know what you want, Francis. I  
had same look after Stalin threw my  
comrades back in prison. I beg you,  
leave Gnucci's to me. Now is time  
to greave.

Frank doesn't look back.

FRANK  
I am grieving.

INT. SOAP'S APT. HALL - NIGHT

Frank knocks on the door. It opens to Soap. A baby cries in  
the background.

SOAP  
Hey, man. What happened to your  
face --

FRANK  
-- We need to talk.

SOAP  
Uh, sure.

Soap steps out.

SOAP (CONT'D)  
What's up?

FRANK  
Do the Gnuccis own the cops?

Soap looks down both ends of the hall, looking scared.

SOAP  
(Whisper)  
Frank --

Frank comes closer.

FRANK

-- You know who did it, what he looks like, and you're not doing a thing about it.

SOAP

(Whisper)  
Wait a minute --

Frank's eyes go red.

FRANK'S

-- What happened to you? Did you crack after 'Nam or did they give you enough cash to look the other way? What do you think those boys on that Wall would say --

SOAP

-- You hold on a goddamn second. I feed my family just like any other father and those kids got nothing to do with it.

FRANK

They're not so weak they'd let a murderer walk the streets.

SOAP

I'm not weak! I got old and the world changed. Everything I was is in that jungle. I left it behind because I wanted to be a normal man in a normal world --

FRANK

-- Children aren't slaughtered in parks in a normal world!

SOAP

Yeah they are, Frank! Some of the worst shit I've seen happens right here. The world isn't simple, but you can't see that because you're still in that jungle! Why can't you turn it off?

FRANK

Because they turned it back on.

Soap pauses. Tears stream down Frank's face.

FRANK (CONT'D)

They were a part of us. We made them in our image. Maria was cut open to get 'em out... And they were perfect, no matter how hard it got... They were 10 years old.

He wipes his face.

FRANK (CONT'D)

If my world ends, so does yours.

He starts down the hall.

SOAP

Frank?

He turns.

SOAP (CONT'D)

"Anthony's Pizzeria" on Morris.  
There's... there's a busboy named Billy. Cooks call him The Beaut.

Frank stares for a moment, then walks on.

INT. KITCHEN - DUSK

A bag, balaclava with two eyes, flight gloves, and duck tape sit on the table. Frank cleans his 1911 with no bandages and a short stubble, hair grown out.

He assembles the pistol, screws on a suppressor, and puts it in the bag. He loads the rest, but stops at the balaclava, and stares at its face.

FRANK (V.O.)

Cap wore the flag as a symbol of justice and morality. He had a purpose and lived by it, even after they woke him up... What's my symbol? What's my purpose?

Frank opens a cabinet for a bottle of white paint.

FRANK (V.O.)

I go out and make the world sane.

INT. FRANK'S TRUCK - NIGHT

Frank sits opposite the pizzeria. His jacket covers a portion of the window. He scrolls in a notebook descriptions of the WISEGUYS inside.

BILLY, 23, a handsome greaser, exits down the sidewalk to the left. Frank gets out.

EXT. BRONX - NIGHT

Frank tails Billy. Three blocks later he heads into an apartment. Frank crosses just in time to see him climb the stairs.

INT. BRONX APARTMENT - NIGHT

Frank comes to the 4th floor and sees Billy enter a room.

INT. BILLY'S APARTMENT - NIGHT

Billy stares through the peephole on his door with a sawed-off shotgun. The TV plays in the background.

CHINO, revolver in a shoulder holster, sits on the couch. A bag of cocaine and money sit on a coffee table.

CHINO  
S'got you on edge?

BILLY  
I was followed.

CHINO  
Yeah? By who?

BILLY  
I don't friggin' know. Some huge guy. I think he's inside.

CHINO  
Well, lock the door and keep the scatter gun close. If all else fails, you got me, m'kay?

Billy locks the door and walks to the living room, sweat on his forehead. He sits beside Chino.

BILLY  
Vicky in bed?

CHINO

Yep. G'head and join her. I'll hold  
down the fort.

BILLY

Fuck that. I'm staying up.

EXT. ALLEY - NIGHT

Frank digs through a dumpster for a pizza box. Beside it  
sleeps BUM with a Red Sox cap. Frank pokes him with his foot.

FRANK

Wake up, old-timer.

Bum awakens and Frank shows him a \$10.

FRANK (CONT'D)

Nice hat.

INT. APT. 4TH FLOOR - NIGHT

Frank stops before the hall and kneels. He puts the box on  
the floor, the tape, gloves, pistol, and hat inside.

He puts on the gloves, looks at the Sox cap with disdain, and  
puts it on. Frank holds his pistol sideways in his right and  
places the box on top.

INT. BILLY'S APARTMENT - NIGHT

Billy paces with the shotgun.

CHINO

Wanna hit?

BILLY

I'll only crash faster. Need to  
keep moving.

CHINO

Billy, you got work t'morrow and  
y'scarin' me. Leave the gun and go  
to bed.

BILLY

Someone's out there. I saw him.

CHINO

I know, but do me a favor and put  
the shooter down before --

Billy aims at the door after a loud rap. Then another.

BILLY  
Who's 'at?

Frank speaks with a terrible Boston accent.

FRANK (O.S.)  
Cha'lie from Ant'ny's. Got a pie  
for ya.

Billy approaches the door.

BILLY  
Tony don't make deliveries.

FRANK (O.S.)  
Just sta'ted t'night; calls it a  
trial run. Y'know, real late night  
stuff. Guy's timin' me. It's on the  
house.

Billy stands inches away.

BILLY  
Where you from, kid?

FRANK (O.S.)  
Cha'lestown and I ain't no kid,  
friend. Y'want this while it's hot?

Billy looks out.

BILLY  
Little late for making pizza...

FRANK (O.S.)  
You're telling me, pal. I just work  
here.

Billy puts down the gun.

BILLY  
Let me get you a tip.

FRANK (O.S.)  
Much obliged.

INT. APT. 4TH FLOOR - NIGHT

The locks click and the door opens.

BILLY

Be sure to thank Tony f --

Frank grabs his hair and pulls Billy out. He hits the opposite wall and drops unconscious. The pizza box falls and Frank moves in, pistol forward.

INT. BILLY'S APARTMENT - CONTINUOUS

Chino throws his hands up. Frank moves closer and speaks in his normal accent.

FRANK

Who else is inside?

Chino remains silent. Frank thumbs the hammer.

CHINO

V- Vicky. Vicky Russo. Billy's girlfriend inna bedroom.

FRANK

...You work for the Gnuccis?

CHINO

They pay me to look after 'im. Billy ain't too bright as you could probably tell.

FRANK

What's he to them?

Chino cracks a smile.

CHINO

Family. You got a family, big guy?

Frank takes off the cap and puts it on Chino.

FRANK

I did.

He presses the muzzle on the white B and Chino's brains paint the back wall.

Frank moves to leave when he sees the shotgun. He walks to the side kitchen, takes a paper bag, and loads the gun, Chino's revolver with holster, wallet, and the money.

INT. SAFE HOUSE - NIGHT

Water drips echo with a deep hum of the subway in the dark. Billy wakes taped to a chair in his boxers. He shouts for help and winces at the pain of his broken nose.

BILLY

Oh fuck. Oh fuck. Oh fuck --

A flare hisses and reveals Frank. He wears the balaclava, painted with a white skull with three long teeth, and latex gloves. Billy shudders. Frank tosses the flare to the side.

FRANK

What are you to the Gnuccis?

BILLY

W- what?

Frank draws his knife.

FRANK

Are you a cousin? Nephew? Bastard?  
Why are you so important you need a  
bodyguard?

BILLY

I'm- I'm George Nero's son, Mama's  
cousin.

FRANK

Mama?

BILLY

The Godmother. She runs the family.

Frank paces round him.

FRANK

What do you do for the family?

BILLY

Bus tables.

FRANK

And?

BILLY

Small time; deliveries and escorts.

FRANK

Narcotics?

BILLY

All I know is how it tastes. I don't know a thing about the operation. I swear.

FRANK

But you know addresses and people.

Frank stops in front.

FRANK (CONT'D)

I want those addresses and names with descriptions. Be thorough and I'll let you go mostly intact.

Billy's panic turns tough.

BILLY

You with the Reds? IRA? Trying to move in on us, you fuzzy foreigner? Well, fuck you! You don't know what you started taking me, pal! You and the rest of the leprechauns are --

The flare goes out and Billy shudders. Frank lights another.

SONG: "Here's to You" Joan Baez

FRANK

Just so you know...

Frank tosses it and walks into the darkness opposite Billy.

FRANK (CONT'D)

..You'll keep all your fingers and toes. Bone's tough. Left my bolt cutters at home...

Frank drags a table forward. A turned-down framed photo, toilet paper, and a tray of cutting tools and syringe sit on top.

FRANK (CONT'D)

...And I don't feel like digging for the family jewels.

Frank turns up the photo.

FRANK (CONT'D)

I wonder what they'll call you when I let you out.

Frank steps to the side. Billy sees the picture and breaks down. The retirement photo stares back with a happy family.

BILLY

Oh God... Oh my fucking God! I didn't mean to! It was supposed to be the fat man and his boys! I didn't wanna kill any kids!

Frank approaches with a box cutter.

BILLY (CONT'D)

Mister Castle! I'll tell you everything! My father's a City Councilman! We cut coke at a butchers in Yonkers! We have suppliers in Tampa and Miami! Our guy's name is Barracuda!

Frank moves behind. Billy struggles to get free.

BILLY (CONT'D)

Kill me! Please! Fucking kill me! Anything but my face! I'll tell you everything! Don't cut me! I'm begging you!

Frank grabs him by the nose and cuts. Billy screams. Frank discards the nose and moves back to the table. Billy cries.

BILLY (CONT'D)

(Nasally)  
I'm sorry... I'm sorry... I'm sorry...

Frank wipes the blade with the toilet paper and comes back.

FRANK

Addresses. Names. Descriptions.  
Talk smart or I take something harder to replace.

He waits for no reply.

FRANK (CONT'D)

Skin graphs it is.

Frank pinches his cheek.

EXT. POLICE PRECINCT - DAWN

SONG ENDS

Soap walks to the precinct. Next to the stoop sits a trash bag. He stops and shakes his head.

SOAP  
 Lazy sons of bitches...

He pulls the bag. It shifts and Soap jumps. He rips it open. Billy sits bound, his face skinned, and ID stapled to his forehead.

INT. ER HALLWAY - DAY

Soap wrings his hands. CHIEF SCHROEDER and a pair of COPS approach. Schroeder looks anxious.

SOAP  
 He's in recovery. His girlfriend called in a body and a possible break-in.

Schroeder sighs.

SCHROEDER  
 Christ almighty... Has he talked?

SOAP  
 Frank Castle.

Schroeder goes pale.

SCHROEDER  
 Oh! Who d'thunk it?

Schroeder wipes his brow.

SCHROEDER (CONT'D)  
 If this were a different city he'd get corn-holed at Riker's day one. Either we get Castle off the streets, or George Nero --

NERO  
 -- Schroeder, you fat fuck!

Soap and Schroeder turn. GEORGE NERO and Wiseguys approach.

SCHROEDER  
 Mister Nero --

NERO  
 -- I don't wanna hear nothing but a name.

SCHROEDER  
 We do, sir --

NERO  
-- Name, chubbkins!

Schroeder glances at Soap. Nero points a finger.

NERO (CONT'D)  
Do you know?

Schroeder puts his hand on Nero.

SCHROEDER  
Sir, please --

Nero pushes him against the wall. Wiseguys subdue Cops.

SOAP  
Frank Castle! It was Frank Castle!

Nero releases Schroeder.

NERO  
Can I get an address with that?

EXT. NEW HOUSE - DAY

A Rolls-Royce pulls up. Nero and more Wiseguys pour out with pistols and Uzis. Nero kicks the door in.

INT. NEW HOUSE - DAY

Wiseguys search a barren house.

INT. KITCHEN - DAY

Nero finds the kitchen empty, save for a table. Nero opens the fridge to bare shelves. WISEGUY 1 comes in.

WISEGUY 1  
The whole place is cleared out.  
Bedroom upstairs is totally  
thrashed.

Nero nods.

NERO  
So he fucked off before we had the  
chance...

He kicks in the bottom cabinets.

NERO (CONT'D)  
Shit! Fuck! Fuck! Shit...

He wails on the kitchen a bit longer and stops.

WISEGUY 1  
What should we do, boss?

INT. SOAP'S CADILLAC - DAY

Soap sits down the street, eyes on the house to the left. He watches Nero and Wiseguys step out.

EXT. NEW HOUSE - DAY

NERO  
Find his parents and get some idea  
of where he could be.

WISEGUY 1  
I know a guy in the Reds that knows  
a guy named Castle. Messing with  
his folks might stir up trouble.

They stop on the sidewalk.

NERO  
I'm not telling you to pull teeth,  
pal. Just ask 'em about their kid.  
Then I want you to ask that guy of  
yours about this other Castle,  
capisce?

WISEGUY 1  
You got it, boss.

Wiseguys 1's head explodes. Nero falls back, his face splattered in blood.

NERO  
Fuckin' shit!

Wiseguys form around him and shoot in all directions. Another round kills a Wiseguy and passes through to wound WISEGUY 2. Nero and the others pile into the car and drive off.

Soap darts across and attends Wiseguy 2.

SOAP  
You're okay, man. I got you.

He pulls a radio before two muffled shots kill Wiseguy 2.  
Soap jumps back.

Frank comes up with sup-1911 drawn. He wears BDU pants, black boots, black shirt, flight gloves, mask, and an Model 70 rifle on his back.

SOAP (CONT'D)  
JESUS CHRIST! Why'd you do that!

FRANK  
He was moving.

Frank loots the corpses for wallets, guns, and ammo. Soap draws his pistol before Frank shoots it out of his hand.

FRANK (CONT'D)  
I'm not the enemy, Martin. Pass that on to your CO.

SOAP  
Frank, you got your revenge and made Billy suffer. It's time to stop. Don't be stupid.

FRANK  
I'll let you know when it's time to stop.

Frank slings the Uzis on his shoulder.

FRANK (CONT'D)  
Keep your cops away from the Gnucis. Don't want any collateral.

Frank sprints away. Sirens blare in the distance.

LATER

Cops examine the scene. Soap sits on the stoop of the house. Schroeder paces before him.

SCHROEDER  
I want you working this. You grew up with him and know what he's capable of. I want a profile and service record in two days.

SOAP  
...I'm going to need something to help the investigation.

Schroeder stops.

SCHROEDER

Like what?

SOAP

An office goes without saying,  
but...

Soap stands and comes closer.

SOAP (CONT'D)

(Whisper)  
...I'm gonna need a list of family  
and associates of George Nero.

Schroeder goes pale.

SCHROEDER

My desk before you go home tonight.

Soap nods.

SOAP

Thank you, sir.

INT. SOAP'S APT. HALL - NIGHT

Soap carries a suitcase. He opens the door and his wife,  
NIKA, sits in the kitchen with their son MAX. Frank feeds the  
baby a diced pizza. Soap freezes.

NIKA

Hey, honey! Frank showed up looking  
for you. I gave him a bit of dinner  
while he waited.

FRANK

Best pizza this side of Harlem.

Nika smiles.

NIKA

Oh, I don't know about that.

Frank stands.

FRANK

Well, I'm gonna settle my business  
with Martin. Good night, ma'am. You  
too, little-man.

Frank steps into the hall. His face reverts to neutrality.

FRANK (CONT'D)

If I see Wiseguys at my parent's,  
you'll find more bags.

SOAP

I already sent a unit to watch 'em.  
We had Andy surveilled since the  
shooting so, he's fine.

Frank unzips his jacket, pulls an envelop, and passes it to Soap.

FRANK

The furniture's in storage at  
Bellerose. The address and key are  
in there.

SOAP

What is this?

FRANK

My house for your family. Need to  
remodel the master bed and bath,  
but I'll help you in due time.

Frank starts on his departure.

SOAP

Hold up.

He turns and Soap presents the suitcase.

SOAP (CONT'D)

Every snitch, package boy, soldier,  
lawyer, and relation to George  
Nero. Bring it back by tomorrow  
morning.

Frank takes the suitcase.

FRANK

I owe you.

SOAP

I want you to stop, but I don't  
wanna kill you, Frank. I don't  
blame you for how you feel... Just  
try to keep it clean.

FRANK

It's not supposed to be clean. And  
when the bodies pile up, I want you  
to know it's not your fault. This  
war's mine.

INT. BEACH HOUSE OFFICE - NIGHT

Nero sits at a desk with his back to the beach at Long Island. He wears a robe and talks on a phone.

NERO

...About a month for the graphs to take... I know. He broke the mirrors in his room and attacked a nurse for staring...

Nero's face turns red.

NERO (CONT'D)

...I'm gonna destroy 'im and all the rest of those Polak, Ruskie pieces of trash. Stomp 'em out for good like we should've done years ago...

Nero nods.

NERO (CONT'D)

...Thank you, Izzy. You're too good to my boy... I will. Love you too. Tell Francesca good night for me... Alright. Good night.

Nero hangs up, rubs his eyes, and goes outside.

EXT. B. H. BALCONY - NIGHT

He holds the railing and stares out. He looks at the beach to find it empty save for foot prints and storms back inside.

INT. B. H. FOYER - NIGHT

By the front door sits ROCCO with 4 Wiseguys spread around the foyer. Nero comes down the stairs.

NERO

'Ey! Where the fuck are the guys outside?

Rocco shrugs.

ROCCO

I just saw 'em. Ain't they out there?

Nero reaches the bottom floor.

NERO  
No they're not fuckin' out there!

ROCCO  
Sorry, boss. They're probably on  
their smoke break --

A Wiseguy flies through one front window, his throat open,  
followed by another through the second window.

NERO  
HOLY SHIT!

ROCCO  
Get behind me! Boys, get down here!

Wiseguys surround Nero. The lights go out and one Wiseguy  
squeezes off a burst.

ROCCO (CONT'D)  
Hold your fire!

WISEGUY 3  
The fuck, man!

WISEGUY 4  
I just shit my pants!

ROCCO  
Shut up and listen!

The Wiseguys go quiet. Something splashes in the house. The  
noise grows closer.

WISEGUY 5  
What is that?

Rocco sniffs.

ROCCO  
Gasoline?

A flare hisses. Frank holds it before Rocco, an LBE harness  
added to his costume. He jams the flare into his head.  
Rocco's eyes glow red from the inside.

SLOW MOTION

Frank tosses the flare right. He shoves Rocco to WISEGUY 6 at  
the left and moves right. Wiseguy 3 brings up his Uzi. Frank  
slashes his throat.

Frank hooks him with his knife and pulls himself to Wiseguy 4. He shove-kicks him in the groin. When he bends forward, Frank stabs him in side of the head.

Frank rolls across Wiseguy 4's back, pulls his knife, and brings it down on Wiseguy 5's face. He gets him in an arm-lock, spins about, and throws him into Wiseguy 6.

While he's staggered, Frank draws his pistol, and puts two in the head. He turns on Nero and they freeze.

END OF SLOW MOTION

The flare hits the wall and sets it on fire in an explosion.

INT. B. H. HALL - NIGHT

The fire spreads. Frank pulls Nero by the collar.

NERO

Fuck you, Castle! I left flowers  
for your wife and kids, you fuck!  
You're a dead man!

FRANK

Sure.

EXT. BALCONY - NIGHT

Frank holds Nero by the chin from behind and forces him over the railing.

NERO

Kill me and you're all sorts of  
fucked! You're gonna suffer!

FRANK

So will they.

Frank drags his knife across Nero's throat.

INT. SOAP'S OFFICE - DAY

Soap sticks pins into a map of NYC, a body-count tally and newspaper clippings in the corners. Schroeder walks in.

SCHROEDER

My office. Now.

INT. SCHROEDER'S OFFICE - DAY

A wall mounted TV plays the news.

ANCHOR WOMAN

...Started last night until fireman arrived. Less than a dozen bodies were found, including City Councilman George Nero without...

Schroeder turns to Soap.

SCHROEDER

Drop whatever you're doing and get out there.

SOAP

If he's willing to torch a house, we should expect worse. Now we really need to pull our under-covers.

Schroeder sits at his desk and rubs his eyes.

SCHROEDER

What's next? He gonna blow up a building? A friggin' block? This is domestic terrorism, plain and simple.

Soap looks at the floor. STAN LEE comes in with a square box.

STAN LEE

Package for ya, Chief.

Lee places it on the desk and leaves. Schroeder pulls a letter opener.

SCHROEDER

We need the Feds. This is gonna get too big. Better yet, we need the Army.

SOAP

Castle is the Army... and the Marine Corps.

SCHROEDER

Oy ve...

Schroeder breaks the seal on the package.

SCHROEDER (CONT'D)

The last thing we need is a Paul Kersey knock-off, running around with a- FUCK!

Schroeder jumps back. Cops rush in. Soap sees the head of George Nero in the box with a note, signed with the Punisher Skull. He pulls it and reads aloud.

SOAP

Put Billy in jail. If the charges don't stick, I'll send you a judge stuffed with Gnucci money. You can't stop what's coming.

Cops look at each other and Soap puts the note down.

SOAP (CONT'D)

...I'll head- I mean, get a report from the guys at Long Island.

Soap turns to Cops.

SOAP (CONT'D)

I want four units on Billy Nero. Don't let anyone see him except a lawyer. Get to it, people.

Cops disperse and Soap takes the box.

SONG: "Tears" by Health

INT. BUTCHERS - DAY

Among hanging meat three Wiseguys play cards. LABORERS cut cocaine on an adjacent table. From the meat comes Frank in costume with a sup-MAC10.

He greases the Wiseguys. Laborers flee. Frank turns over the table, loots the Wiseguys.

INT. SAFE HOUSE - NIGHT

Frank angles a lamp on an NYC map. It has pins with notes on the sides. Frank comes up with his notebook, crosses out an address, and takes a pin off.

INT. SOAP'S OFFICE - DAY

Soap puts a pin in the map and three dashes on the tally.

EXT. JERSEY CITY - DAY

A Chevy sits at a light with WISEGUY 7, cigar in his mouth. Frank pulls up beside on a motorcycle. He wears jeans, jacket, and mask up like a beanie. He smiles at Wiseguy 7.

FRANK

Cuban?

WISEGUY 7

Fuck you.

Wiseguy 7 looks over and gasps. Frank has his mask down, empties the sawed-off, and rides away.

INT. SOAP'S OFFICE - DAY

Soap puts on another pin and dash, the tally half full.

INT. SAFE HOUSE - NIGHT

More lights illuminate the interior with a makeshift bed, wire-spool table, cinder-block shelves, chairs, table saw, blow torch, belt sander, and reloading stand.

Frank cuts the barrel of an M16. He replaces the handguard with black pipe. He removes the buttstock, but leaves the buffer housing, making a Chopped M16 (C-M16).

INT. SOAP'S OFFICE - DAY

Soap cuts out newspaper clippings that call Frank THE PUNISHER and puts them in an stuffed file.

INT. STRIPPER BOOTH - NIGHT

WISEGUY 8 watches STRIPPER from behind a two-way mirror. Frank comes up behind Stripper with his pistol, and shoves her out of the way.

LATER

Soap questions Striper. He looks to the booth. FORENSICS examine Wiseguy 8 turned Swiss cheese.

INT. NIGHT CLUB - NIGHT

Techno lights flash while CLUBBERS flee. Wiseguys shoot at Frank behind the bar. He has the C-M16 loaded with a drum magazine.

Frank shoves the barrel through the bar and puts a towel in the trigger guard. While it goes off Frank draws the M1911 and dives out.

Spread across the dance floor Wiseguys take cover behind tables. Frank gets the jump on them.

INT. SOAP'S OFFICE - DAY

Soap comes in with a New Jersey map.

EXT. ALLEY - NIGHT

Frank beats WISEGUY 9 between the walls. Frank tightens a noose around his neck and walks him to an open manhole. Tied to the cover sits the rope.

Wiseguy 9 begs until Frank pushes him in. The cover shuts. Frank waits for the choking to end before seeing COP 1 at the exit. They stare at each other before COP 1 walks away.

INT. SOAP'S OFFICE - DAY

A small Christmas tree stands in the corner with decorations spread throughout. Soap rests at his desk.

He looks at the maps full of pins. The tally has a fresh sheet on top of a small ream. On his desk lays a thick file marked PUNISHER MURDERS.

END OF SONG

EXT. GNUCCI MANSION - DAY

Trees stand absent color under a grey sky in winter. A pair of limbos escorted by Sedans pull up to the front door. The escorts drive on and park outside the fence.

At the door stands LUCIANO, 74, in a suit and bow tie, with a troop of Bodyguards in black trench coats and MP5s. From the limbo emerges Mama Gnucci in furs and a black veil.

Behind follows Children, dressed in black. Luciano hugs Mama.

LUCIANO

(Italian)  
How was the ceremony?

MAMA

(Italian)  
There have been so many I am used  
to them. All that is left are the  
children.

They walk to the door.

LUCIANO

(Italian)  
Thank God they are innocent You  
will live to see them grow. You  
have my word, Isabella.

They stop before the door.

MAMA

(Italian)  
Come drink with me.

LUCIANO

(Italian)  
I will, momentarily.

Mama goes inside with Children. Luciano faces Bodyguards.

LUCIANO (CONT'D)

(Italian)  
To your posts. Radio checks every  
hour.

EXT. FOREST - DAY

Frank wears the harness and black fleece, mask up. He has a beard and longer hair. He sits in a tree with a poncho liner, and stares at the mansion through a scope.

POV:

Bodyguards patrol the grounds, the corners of the mansion marked with security cameras.

BACK TO SCENE

Frank tallies the numbers of men and cameras in a notebook and climbs down. His camp below has a fox hole, rucksack, and compound bow. Frank steps into the hole and shuts his eyes.

EXT. MANSION PERIMETER - DUSK

Frank kneels behind a tree. He carries the bow, arrows, sup-1911, sup-MAC10, and a bundle of rope.

Frank looks at Bodyguards on the fence. He moves back and sits. He relaxes until snow begins to fall. He catches some flakes before wind casts them away.

He peers to the sky. Dark clouds approach. Frank pulls down his mask.

INT. GUEST HOUSE - DUSK

A communal table runs down the center with some cots occupied by Bodyguards. At the end of the table stands a stack of small TVs.

Luciano watches the screens fill with snow. He looks outside to see the blizzard consume the grounds. He walks back and speaks into a walkie-talkie.

LUCIANO

(Italian)

Door men, inside. Everyone on the perimeter, to the guest house. And someone put the tarp over the pool.

INT. MANSION LIVING ROOM - DUSK

Mama and the Children watch the weather report on the TV. It shows the blizzard will last till tomorrow morning.

MAMA

I guess we're inside for the night.

She stands.

MAMA (CONT'D)

Now, who wants to help me light a fire to make s'mores?

Children cheer and Mama smiles.

INT. GUEST BEDROOM - NIGHT

Mama sits at the bedside of JENNY CESARE, 5, and a few other Children. She puts a book down on the night stand.

MAMA

That's enough Seuss for the night.  
Time to go to sleep.

She kisses her on the forehead and stands.

JENNY

Is the Punisher coming to get us,  
Grammy?

MAMA

No, sweetheart. He's not coming  
near you or anyone in this house.

JENNY

Everyone at school says he will  
because Daddy was a bad man.

MAMA

Uncle Luciano will keep you safe.  
There's nothing to worry about.

She kneels.

MAMA (CONT'D)

From now on, you and your sister  
will be going to a new school  
without all those rotten kids.  
Okay?

Jenny nods and Mama walks to the door.

MAMA (CONT'D)

Good night, dear.

She turns the light off.

INT. MANSION HALL - NIGHT

Two Bodyguards stand at each door. Mama steps out and joins  
her two escorts. They follow her down the hall.

MAMA

Have you boys been fed?

BODYGUARD 1

Yes, Mama.

BODYGUARD 2

Yes, Mama.

MAMA (CONT'D)

And the ones in the guest house?

BODYGUARD 1

I'm sure there's plenty for 'em in the pantry.

MAMA

Yeah, if maids did what I said and went to the store. Fucking immigrants... I need a drink.

INT. MANSION FOYER - NIGHT

The Christmas tree shines with Bodyguards posted around. Mama descends the stairs and makes for the kitchen.

INT. MANSION KITCHEN - NIGHT

Maids tend dishes in the sink. Mama heads for the liquor cabinet.

MAMA

What's you're poison?

BODYGUARD 2

I don't think we're allowed --

MAMA

-- What I say goes and I say drink. What do you two want?

The escorts pause.

BODYGUARD 1

Whiskey.

BODYGUARD 2

Scotch, please.

Mama puts the bottles on the counter. The escorts get glasses. Mama leaves with a bottle of wine and sits at the table. She drinks and the escorts watch.

She points outside to the blizzard.

MAMA (CONT'D)

God must love me if he sent that. Let's see Castle try to make a move now. All the blood and guts and bull-shit is finally paying off.

BODYGUARD 1

Been a rough couple months, Mama.

MAMA

You have my word, boy, it's come to an end.

(MORE)

MAMA (CONT'D)

A cornered wolf is as dangerous as  
a pack and I'm the only alpha left.

Bodyguard 2 makes an uneasy smile.

BODYGUARD 2

Uh, God bless the Gnucci Family.

Mama smiles with stained teeth.

MAMA

You're goddamn right.

Luciano walks in. He looks scared.

LUCIANO

(Italian)

You two, take her to the study and  
barricade the door.

The escorts move.

MAMA

(Italian)

What's the matter?

LUCIANO

(Italian)

The guest house has not checked in.  
I am not taking any chances.

Mama stands.

MAMA

(Italian)

I'm sure it's just the --

LUCIANO

(Italian)

-- Get going.

The escorts usher Mama away. Lucian speaks into his radio.

LUCIANO (CONT'D)

(Italian)

Everyone inside, post at the study.  
No one goes in and no one comes out  
without an escort.

EXT. MANSION BACKYARD - NIGHT

Luciano fights through the blizzard to the guest house and sees the lights off. Before he could go in he sees the camera above the door impaled by an arrow.

The door opens and a hand pulls Luciano into the darkness.

INT. MANSION HALL - NIGHT

Bodyguards stand around the door to the study.

INT. STUDY - NIGHT

A pushed-over bookcase barricades the door. Mama sits at a desk with a tall window at her back. The escorts stand at the back corners. The power goes out.

BODYGUARD 1

Oh shit!

Bodyguard 2 pulls out a flashlight and walks to the door.

BODYGUARD 2

'Ey! Send somebody to check the fuse box!

BODYGUARD 3 (O.S.)

Fuck you! We're not going anywhere!

BODYGUARD 2

Then send a bunch of youse!

INT. MANSION HALL - NIGHT

Three Bodyguards walk together. At the threshold to the foyer, Frank hugs the wall with night vision goggles (NVGs).

INT. STUDY - NIGHT

The escorts tense up at thumps and shouts. There is shooting, followed by screaming for a long couple of minutes. When the house goes quiet, Bodyguard 2 bangs on the door.

BODYGUARD 2

'Ey!... 'Ey! Anyone out there?

At no reply he backs away.

BODYGUARD 2 (CONT'D)

Mama, I need you to get under the desk and pull the chair in.

Mama takes the last drop.

MAMA

There're enough guns out there to take over the Empire State Building. Don't be paranoid.

INT. MANSION BATHROOM - NIGHT

Frank sheaths his knife and reloads his pistol. He climbs under the skylight. At the top he pushes the glass out.

INT. STUDY - NIGHT

The ceiling creaks. The escorts move to opposite corners, eyes up. The creaks stop and they freeze.

MAMA

It's the wind.

BODYGUARD 2

Mama, get on the other side of the desk and lay down.

BODYGUARD 1

For your own safety, please get away from the window.

Mama takes an empty swig.

MAMA

If I say we're safe, we're safe. If I say it's the wind, it's the fuckin' wind --

The escorts cock their guns.

BODYGUARD 2

-- Get away from the window!

She throws the bottle and stands.

MAMA

Don't you ever raise your voice to me! Nobody tells me wha --

Two rounds hit each Bodyguard. Mama turns in time for Frank to crash through the window and kick her in the head. He rolls to the floor in a kneel and turns to Mama.

She chuckles with glass in her face.

INT. MANSION HALL - NIGHT

Bodyguards carpet the floor, stuck with arrows, bullets, and open throats. Mama flies out the study and hits the wall. Frank grabs and throws her to the left.

MAMA

You think I'm the worst? You don't know shit, you pinko commie rat!

Frank walks down the hall.

FRANK

I'm Ukrainian...

He grabs her by the neck.

FRANK (CONT'D)

...Jewish...

He throws her against the wall.

FRANK (CONT'D)

...And Italian.

He drags her by the hair, her body limp.

MAMA

A Christ-Killer on top of a Red?  
Every ounce, a piece of shit.

At a bend Frank throws her. She lands face-first in corpses.

MAMA (CONT'D)

Knock me off, get ready for a fight, Castle... The Paddies, Chinks, fuckin' Japs... Don't get me started on the Colombians. Who'll be left to hold the leash? You?

She turns over.

MAMA (CONT'D)

I AM THE EAST COAST, YOU FUCK!

FRANK  
One neck makes it easy to squeeze.

INT. GNUCCI FOYER - NIGHT

Frank holds Mama over the top bannister.

MAMA  
You killed all the useful men in my  
life. Even the sickest bastard  
wouldn't kill a woman.

Frank yanks off the NVGs and brings Mama to his eyes.

FRANK  
I don't kill children, either!

He pushes her back and draws his knife.

FRANK (CONT'D)  
Last words, whore?

A bloody smile forms before a laugh.

MAMA  
Hail --

The blade flashes.

CUT TO BLACK

INT. STUDY - NIGHT

A clock reads 3:06. Frank stands by a phone, his gear removed. He dials 911.

911 OPERATOR (V.O.)  
9-1-1, what's your emergency?

FRANK  
1913 Hunter's Hill Drive; Conway,  
New Jersey. Send Detective Martin  
Soap. His phone number is 718-479-  
1921. Tell him it's Frank Castle.

He puts it down off the hook.

INT. SEDAN - DUSK

Frank drives through snowy rural New Jersey in a trench coat. Guns and cash sit at the foot of the backseats under coats.

SONG: "Real Hero" by College

A ray of sun beams through the dark. He shields his eyes then slowly looks into it. Frank starts to laugh. In the rear-view he sees Maria and the twins in shadow.

EXT. NEW HOUSE - DAY

Soap walks out the door and sees a shoe box on the stoop. He finds stacks of money inside. On top a note reads: I'M DONE.

EXT. PARENT'S HOUSE - DAY

The door opens. Katrina falls to her knees and weeps before Frank walks in to hug her.

INT. APT. HALL - DAY

Frank knocks on the door. It opens to Andrei in a tank-top and boxers, his vor tattoos visible. They embrace.

INT. ANDREI'S APT. - DAY

The brothers sit in the living room. Frank stares at the stars on Andrei's knees.

ANDREI

The cops stopped coming around  
November.

FRANK

...Did they say why they were  
looking for me?

Andrei shakes his head.

ANDREI

I thought it was about the park,  
but they never said, like they  
didn't care. I told 'em you became  
a monk after Martin got the house.  
I like the beard, by the way.

Frank chuckles.

FRANK

No, I'm not a monk, but I needed to  
give it up. It helped.

ANDREI  
Where are you living now?

FRANK  
Just some hole in Manhattan.

ANDREI  
Aren't we all... Are you really  
okay, Frankie?

Frank pauses.

FRANK  
I'm alright... It took a while and  
a lot of work, but everything seems  
normal again. I can finally move  
on.

He smiles.

FRANK (CONT'D)  
I'm happy.

Andrei smiles.

ANDREI  
Think you're happy enough for a New  
Years party?

FRANK  
Sure. I'm game.

SONG ENDS

INT. LIMO - NIGHT

In the back sits Andrei, Piotr, Ivan, and two Gangsters. They sing "Auld Lang Sign" in slurry Russian. Frank remains sober. He looks out to the crowded sidewalk.

Frank speaks over the singing.

FRANK  
You guys can let me out here.

ANDREI  
Oh no! It's not over yet!

FRANK  
It's late, Andy. I need --

PIOTR  
 -- Listen to brother. We go to  
 Anya's place!

The limo cheers. Ivan shoves a shot in Frank's hand.

IVAN  
 To victory.

FRANK  
 For what?

Ivan smiles and glances at Piotr.

IVAN  
 Gnuccis. Bitches all dead. We rise.

Frank turns to Piotr. He makes a toothy grin and raises his glass. Frank remains silent then forces a smile.

FRANK  
 In that case...

He raises the shot.

FRANK (CONT'D)  
 (Russian)  
 Oorah, comrades.

The limbo cheers. They chug bottles and Frank casts the shot over his shoulder. He rubs his eyes and slicks back his hair, looking like he knows he did something bad.

INT. BROTHEL LIVING ROOM - NIGHT

A sound system plays "Digital Versicolor" by Glass Candy. In the center stands a stripper pole occupied by DANCER with silver hair, surrounded by couches with Gangsters and GIRLS.

Piotr leads the group upstairs to the room. ANYA, 43, greets them in a fancy dress.

ANYA  
 (Polish)  
 Welcome, Papa! Happy New Year!

Piotr kisses her hand.

PIOTR  
 (Polish)  
 Made all the more happy in your  
 presence.

The room goes inaudible, replaced by a ringing.

Frank looks at Girls, young with dark spots under vacant eyes. He looks to Dancer. With every spin her face changes. He sees Maria, then Lisa. Noise slowly returns.

ANDREI  
Frank? Hey, Frankie?

The ringing ends.

FRANK  
Huh?

ANDREI  
Miss Anya's asking which girl you want.

FRANK  
Andy, I can't --

PIOTR  
-- It is on house, Francis. Take your pick.

Frank looks awkward and points to Dancer.

ANYA  
You want Daisy? I hope you can control yourself, big-man.

INT. BROTHEL HALL - NIGHT

Frank and Daisy pass other rooms where moaning and grunts can be heard. They enter one at the end.

INT. BROTHEL ROOM - NIGHT

Frank closes the door and stops. Daisy moves to the bed and takes off her shirt.

FRANK  
How old are you?

She says nothing. He repeats the question in Ukrainian.

DAISY  
(Ukrainian)  
Fourteen.

He puts his back to the door when she comes closer. She unzips his jacket.

DAISY (CONT'D)  
(Ukrainian)  
Come to bed, baby. I'm good.

Frank grabs her hands and sees track marks on her wrists.  
Then he sees her as Lisa.

LISA  
I'm good.

INT. BROTHEL HALLWAY - DAY

Andrei stands a mess at Daisy's room and knocks.

ANDREI  
You awake, Frankie?

He knocks again.

ANDREI (CONT'D)  
Let me give you a ride. I'll drop  
you off... where ever.

He opens the door.

INT. BROTHEL ROOM - DAY

He finds the window slightly open and bed made. He moves to the window and tries to close it, but it is too stiff. He pauses to catch his breath and looks out.

The alley sits two stories below. Andrei moves away and scratches his head. He moves back, but cannot see past the glass. He starts to sweat and hyperventilate.

INT. SAFE HOUSE - DAY

Laundry hangs on lines of para-cord. Frank cleans his C-M60 at the table by a kettle atop a hotplate. At his back Daisy sleeps in bed next to a makeshift couch.

She stirs. Frank stands and pours the kettle into a mug of coco powder. He kneels beside her.

DAISY  
(Ukrainian)  
Where am I?

FRANK  
 (Ukrainian)  
 Somewhere safe. How are you  
 feeling?

Daisy sweats. He touches her forehead. She tries to sit up.

DAISY  
 (Ukrainian)  
 Madame Anya has my papers. I must --

Frank lays her down gently.

FRANK  
 (Ukrainian)  
 -- You need to rest. It'll take a  
 few days to flush that shit out of  
 your system.

Daisy retreats behind the blanket.

FRANK (CONT'D)  
 (Ukrainian)  
 What's your real name?

DAISY  
 (Ukrainian)  
 Romashka... Sablinova.

FRANK  
 (Ukrainian)  
 Where are you from, Romashka?

ROMASHKA  
 (Ukrainian)  
 Donetsk.

Frank passes her the coco. He helps it to her lips

FRANK  
 (Ukrainian)  
 My mother is from Odessa. She met  
 my father after the war... Do you  
 remember how you came to America?

INT. BROTHEL LIVING ROOM - DUSK

Anya tends five Gangsters with a handful of Girls. Frank  
 comes up behind in jeans and jacket.

FRANK  
 (Polish)  
 Afternoon, ma'am.

She turns and smiles.

ANYA  
(Polish)  
Mister Castle!

She puts her hands on his giant chest.

ANYA (CONT'D)  
(Polish)  
I am afraid Daisy has run away, but  
I am here for whatever you need.

Frank smiles.

FRANK  
(Polish)  
I was hoping you could help me with  
my Polish. I pick up language  
pretty well, but I am having  
trouble with a phrase.

She unzips his jacket.

ANYA  
(Polish)  
I have some time.

FRANK  
(Polish)  
I think it goes, rape them to break  
them?

Anya pauses and sees white under the jacket. She backs away.

FRANK (CONT'D)  
(Russian)  
They had to be shown who was in  
control before you pumped their  
little bodies full of heroin. Made  
them easy.

Gangsters rear their heads.

FRANK (CONT'D)  
(Russian)  
They had to understand they were  
powerless to prevent anything from  
being done to them.

Gangsters stand up facing Frank and pull knives. They gather  
towards him.

ANYA

We-we wanted to be here. We just wanted to do business.

FRANK

I'm stronger than you, so I can do anything I want.

They stop when he draws his own knife and sup-1911, the Skull visible on his chest.

FRANK (CONT'D)

Isn't that how it works?

Frank kneecaps Anya and kills two Gangsters before the rest charge. They die to the last round. Anya cries on the floor. Girls watch, unfazed. Frank reloads and calls downstairs.

FRANK (CONT'D)

(Ukrainian)

It's clear. Come on up.

Romashka comes upstairs in modest clothes and looks healthier. She grinds her heel on Anya's wound. Frank lets her go then pulls her off. He gestures Girls.

FRANK (CONT'D)

(Ukrainian)

Keep them here until I get back.

She nods and Frank goes upstairs. Romashka smiles at Anya looking terrified.

GIRL 1

(Ukrainian)

We thought a customer stole you.

GIRL 2

(Ukrainian)

They were very mad.

Romashka shakes her head.

ROMASHKA

(Ukrainian)

He saved me and has come to set us all free.

Shouts can be heard through the ceiling, followed by muffled gunshots.

INT. BROTHEL OFFICE - DUSK

Anya dials a code into a safe on the floor. Frank sits on a desk. Romashka and more Girls watch from behind. The safe opens.

Inside sits money, a leather case, and a stack of papers. Anya hands the papers to Frank. He puts them on the desk and Romashka passes them out among Girls.

ANYA

You have what you want. Let me --

Frank pistol-whips her in the mouth and reaches for the case. He finds syringes inside. He glances at Girls then to Anya. He lifts and slams her on the desk facing up.

FRANK

(Ukrainian)  
Hold her arms.

Romashka and Girls oblige. Frank holsters his pistol.

FRANK (CONT'D)

Not a fan of needles.

He straddles her and takes the syringes by the fistful.

FRANK (CONT'D)

Don't think the girls liked them  
either.

EXT. SIDEWALK - DUSK

BYSTANDERS walk by when Anya hits the pavement in a splatter, syringes bored into her eyes. They scream.

INT. CADILLAC - NIGHT

Andrei sweats behind the wheel. He glances at the rear-view. He pulls up to a boom barrier manned by GUARD in a booth. Guard raises the barrier and Andrei enters the Docks.

EXT. DOCKS - NIGHT

Stacked shipping containers sit behind harbor cranes before an anchored freighter. Across the river Manhattan stands in bright contrast against the dark.

Andrei drives through the stacks to the Waterfront.

EXT. WATERFRONT - NIGHT

Two white vans sit in a line between the stacks, the ends facing the water. 14 Gangsters stand around two containers separate from the stacks.

They turn when Andrei pulls up and gets out.

GANGSTER 2  
(Russian)  
What's up, Captain?

ANDREI  
Dumb-ass! No Russian!

GANGSTER 3  
Sorry, boss. He's new.

Andrie walks to the containers and glances over his shoulder. Gangster 3 meets him.

GANGSTER 3 (CONT'D)  
Everything okay?

ANDREI  
Yeah, yeah. How we doing?

GANGSTER 3  
Almost there.

Gangsters open the containers and point flashlights inside. NEW GIRLS sit pushed to the back, huddled with blankets. Gangsters walk in.

GANGSTER 4  
Welcome to America!

Andrei pulls Gangster 3 to the side and walks to his car.

ANDREI  
We need to get outta here. The quicker we move them, the better.

GANGSTER 3  
Consider it done.

They stop at the car. Andrei looks back.

ANDREI  
I want people on top of the boxes watching for anything outta the ordinary.

GANGSTER 3  
But that will draw attention.

Andrei reaches into his coat and hands Gangster 3 a roll of money.

ANDREI  
Share it with the boys. After  
tonight we're going on hiatus.

Andrei makes for the driver's seat.

GANGSTER 3  
What is hiatus?

ANDREI  
A very long break until further  
notice.

He gets in and drives off. Gangster 3 shrugs, pockets the money, and walks back to the containers.

GANGSTER 3  
Hey! Sasha and new guy, climb to  
the top of the boxes.

INT. CADILLAC - NIGHT

Andrei pulls up the barrier. He honks for it to rise and sees the glass spider-webbed. He gets out.

EXT. DOCKS - NIGHT

He runs over and finds Guard hog-tied on the floor. Andrei hyperventilates and looks back towards the Waterfront.

EXT. STACK TOP - NIGHT

POV:

Through a scope Frank sees the vans, New Girls, and Gangsters 75 yards out. He sees two Gangsters on top of the closest stacks.

BACK TO SCENE

He carries his sup-1911, sup-MAC10, and mask up. He crouches beside his bow, arrows, and a bundle of rope on the edge of the container.

Frank puts the scope in the butt-pouch of his harness, and pulls the mask down.

FRANK (V.O.)

The Bulats were smart, studied how the Russians failed. Made their operation small so I couldn't find them.

Frank takes off one glove and feels the breeze.

FRANK (V.O.)

They brought Slavs, Muslims, Croats, Serbs, Romanians, Albanians...

He puts it back on and takes up the bow.

FRANK (V.O.)

...Daughters, widows, and orphans they made in Bosnia.

Frank knocks, draws, and aims at one of the Gangsters on top.

FRANK (V.O.)

For the worst decade of my life, sometimes I miss the 80s.

SONG: "Sinnerman" by Nina Simone

Frank releases. The arrow strikes and Gangster 2 falls off. The other on the stack shouts below before Frank puts an arrow in him.

Frank puts the bow down, throws out the rope, and repels down the stack.

EXT. DOCKS - CONTINUOUS

On the ground Frank heads right between the stacks. At the corner of a path he peers round the corner.

At the far end sit the vans and Gangsters. With flashlights they run towards him. Frank glances at the stun-grenade taped to the corner of the container with a trip wire.

He draws his sup-1911 and moves left in a brisk walk, passing a middle path. At another corner starts a left path to the Waterfront. Lights come closer from around the stacks.

Frank sprints to an single container down the left path and climbs on top. He gets in the corner and crouches. On the ground a pair of Gangsters pass by.

Frank hops off and shoots them from behind. He sprints to the other side of the path and scales the containers.

EXT. STACK TOP - CONTINUOUS

He moves quietly until he sees the rope of his previous vantage point across the path. On the ground a pair of Gangsters arrive with pistols drawn.

GANGSTER 5

Face us, Punisher! Fight like man --

The stun grenade goes off on the right path. The pair moves to the corner clouded by smoke.

Frank follows them. The pair meets another as they shout at one another. A third pair stands in cover of a perpendicular path towards the Waterfront.

Frank steps off the stack.

EXT. DOCKS - CONTINUOUS

Frank lands on Gangster 5. His bones crunch and Frank rolls back, the other three Gangsters before him. He puts them down just as the pair down the path open fire.

Bullets spark across the ground. Frank rolls left into cover. His pistol empty, he holsters and brings round the sup-MAC10.

He blind fires round the corner. Still firing, he sprints from cover towards the pair. He keeps left.

At the perpendicular path Frank draws his knife and meets GANGSTER 6 and GANGSTER 7.

He kicks 6 by the corner, 7 just off to the side. Frank stabs him, but 6 comes back with a punch. Frank pulls the knife and stabs 6. He stabs back into 7 then to 6.

The two fall to ground and breathe their last breaths. Frank wipes his blade, reloads his guns, and looks round the corner to the Waterfront.

SONG ENDS

EXT. WATERFRONT - NIGHT

Gangster 3 and the last three kneel bruised and bloody against the van by the water, handcuffed. New Girls watch them from the containers. 4 corpses lay to the side

Frank stands at the front of the van tying a rope to the bumper. He takes the remainder and ties a knot around each of the Gangster's necks. They plead and cry.

Frank opens the driver's door and releases the breaks. The van slows back. The rope tightens. The van plunges into the water and pulls the Gangsters down.

Frank walks to the edge and stares into the water.

EXT. DOCKS - NIGHT

Andrei crouches in shadow, hand over his mouth. He watches Frank. He whimpers and fights back a cry.

Andrei makes for his car away from the stacks. Tears pour from his eyes in silence.

INT. VOLGA LOUNGE OFFICE - NIGHT

Piotr sits with his hand on his chin. Ivan stands behind and watches Andrei sit before them crying.

ANDREI

He's knows everything. He got that bitch to talk and he's gonna kill us all! He knows where I live too and he's gonna kill me --

Ivan comes over and slaps him. He grabs Andrei by the collar and lifts him up.

PIOTR

(Russian)  
Put him down, Ivan.

Ivan obliges. Piotr sighs and stands. He puts his hand on his hip and looks out the two-way mirror to the Lounge outside.

PIOTR (CONT'D)

So far he has come after us and only us. He removes suspicion from other families. They can't know we are related.

ANDREI

Because he's killing our guys. Right. Otherwise, they'd think we're trying to knock them off and take over.

IVAN  
 (Russian)  
 Good idea, Papa.

PIOTR  
 Doesn't mean we are not fucked. He  
 will come for us. You too, boy.

Andrei wipes his eyes.

ANDREI  
 My own brother --

PIOTR  
 -- Francis is hungry animal. War  
 gave him taste, but Gnuccis gave  
 him whole meal. No family to keep  
 him at peace. No end until he dies.

IVAN  
 (Russian)  
 Set me loose, Papa. I will bring  
 you his head.

PIOTR  
 (Russian)  
 No.

Piotr turns.

PIOTR (CONT'D)  
 We need families on our side.  
 Better in numbers and keep  
 deception. Andrei...

He moves to his desk and sits. Andrei stands.

PIOTR (CONT'D)  
 ...Halt our operations. Let Francis  
 go after other families. When more  
 die, we hold conference and work  
 together. Make Punisher everyone's  
 problem.

INT. SEDAN - DAY

Frank drives Romashka, a bag in her lap. Frank pulls up to  
 his parent's house on the other side and stops.

FRANK  
 (Ukrainian)  
 Nervous?

ROMASHKA

(Ukrainian)  
A little.

FRANK

(Ukrainian)  
Don't be. They'll be happy to have  
you. Ma might put you to work  
around the house.

Frank pulls a thick envelope from his jacket.

FRANK (CONT'D)

(Ukrainian)  
Give this to whoever answers the  
door. Tell them it's from Frank and  
they'll let you stay. Make sure  
they read the letter.

Frank reaches back and hands her an Ukrainian to English book  
on top of an American History book.

FRANK (CONT'D)

(Ukrainian)  
I'll pick you up in three weeks.  
Make sure you practice and study.

She looks at the house.

ROMASHKA

L-let me stay. Feel safer with you.

FRANK

(Ukrainian)  
The farther away I am, the better.  
Anything else is too close.

He leans over and opens her door.

FRANK (CONT'D)

(Ukrainian)  
Watch for cars.

She quickly hugs him and plants a kiss on his cheek.

ROMASHKA

T-thank you. You are good to me.

They share a silence before she steps out. Frank waits for  
her to go inside.

EXT. GRAVEYARD - DUSK

In Spring Frank stands at the grave with flowers. He stares at the names then peers up. Maria, Lisa and Franklin stand under a tree in shadow in the distance, holding hands.

Frank stares for a moment, places the flowers, and kisses the tombstone.

FRANK

If not tonight, one day.

He walks away, Maria, Lisa, and Franklin gone.

INT. V.L. DINING ROOM - NIGHT

BOSSSES with Gangsters gather at a long table. At the head sits Piotr, Andrei, and Ivan. Andrei wrings his hands. The doors of the lounge close and lock.

PIOTR

(Russian)

We have lost much in these past few months. The Punisher has found us his prey and profits have subsided. What are we to do?

BOSS 1

(Russian)

Give our boys better guns. 38s and 9mms are not enough.

BOSS 2

(Russian)

They would have them had that skull-fuck not raided our shipments.

BOSS 3

(Russian)

How does he know our operations?

BOSS 1

(Russian)

He tortures for information like the KGB. The police find the bodies in pieces, but they do nothing. We must pay them for help.

ANDREI

(Russian)

The cops do nothing because they love the Punisher.

(MORE)

ANDREI (CONT'D)

They stood by while the Gnuccis were slaughtered because he does more than they ever could. No amount of money is going to convince them otherwise.

BOSS 4 eyes Andrei.

ANDREI (CONT'D)

(Russian)  
We have grown too comfortable with our gains and let our guard down. The best we can do is keep low and our eyes open.

Boss 4 points at Andrei.

BOSS 4

(Russian)  
Why is this half-breed punk allowed to speak?

PIOTR

(Russian)  
He is my nephew --

ANDREI

(Russian)  
-- Because I know what to say. I have seen enough bodies and stolen girls to know how to fix this. That weekly tribute you received, from this half-breed punk, is gone and here you are talking down to me like a woman.

Boss 4 stands.

BOSS 4

(Russian)  
I'll take your fucking head, bitch!

ANDREI

(Russian)  
Not wise to insult the bread winner. Might get smacked.

Boss 4 tries to make a move until other Bosses calm him back to his seat.

PIOTR

(Russian)  
Andrei is right.  
(MORE)

PIOTR (CONT'D)

We are fat and weak. Tonight we fix  
it and we are not leaving until --

The door creaks open, followed by heavy footsteps, and a rattle of bullets. Bosses stand and look to the front. Andrei pushes his way through Gangsters before the footsteps stop.

INT. V.L. FRONT - NIGHT

Frank holds his C-M60 connected to a belt of ammo from a bag at his left. In the other hand is the C-M16. Bosses and Gangsters stare in frozen horror. Frank looks to Andrei.

ANDREI

Frankie...

He cries.

ANDREI (CONT'D)

...Jesus Christ --

Frank fires both weapons.

Bullets tear through the restaurant. Bosses and Gangsters fall into each other with Verhoeven gore, their screams drowned out by discharge, and the shred of meat.

The rounds skip across fallen bodies like stones on water and find purchase in those that try to flee for the kitchen at the back.

The barrel of the C-M60 glows orange as Frank moves in.

INT. V.L. DINING ROOM - CONTINUOUS

He saws turned-over tables in half before the C-M60 clicks empty. A fog of gun smoke settles. The restaurant goes quiet, bodies and puddles everywhere.

Frank reloads the C-M16 and walks further to execute survivors. He finds Piotr. Before he could shoot, Ivan charges in, the side of his head torn out.

He grabs Frank and drops the C-M16. Half way across the room Ivan trips. Frank falls, rolls to his feet, and draws his pistol. Ivan takes a full clip in the chest, but stays up.

In the middle of a reload Ivan swings. Frank ducks, but takes a spinning punch. The pistol flies from his hand. Frank staggers and draws his knife.

He dodge-rolls to the back and slashes Ivan's leg. He takes an elbow that staggers him before Ivan grabs his throat. Frank stabs his arm repeatedly until his grip loosens.

Frank goes for the throat, but Ivan punches him so hard Frank is thrown and lands face-first in gore. He wipes blood from his face and looks up to see Ivan's foot in a stomp.

Frank rolls clear and drags the knife through as his leg comes down. Ivan grabs and snaps his left arm at the elbow. Frank shouts and is kicked to his feet.

He backs away as Ivan approaches. He readies a punch before Frank uses a corpse as a shield. Ivan puts his fist through the corpse, tosses it aside, and grabs Frank by the head.

He reaches with his wounded arm to crush Frank's head. Frank shoves his fingers into the wound before Ivan lets go. Frank hooks his other arm and flips Ivan forward in a grapple.

Releasing the arm, Frank looks around frantically and spots the C-M16. Ivan gets up while Frank leaps for the gun. Ivan charges as Frank snatches the C-M16.

He gets on his feet and meets him. They crash together, Ivan on top of him. On the floor, Ivan shakes with a muffled rumble before the barrel shoots out his back with discharge.

Frank pushes Ivan off then shoots a long burst into his head. Piotr watches Frank catch his breath. Without aiming, Frank points the C-M16 and unloads a short burst, killing Piotr.

Frank turns to a choking cough and sees Andrei under a body. He walks over as Andrei reaches into his suit-jacket and pulls the Bible and card. It falls from his fingers.

ANDREI

I guess... I wasn't good enough.

Frank squats before him. Andrei spits a wad of blood at his chest.

ANDREI (CONT'D)

You fucking monster... You're own family.

FRANK

My family's gone.

ANDREI

You think... think you're better than me? A m-mass murderer... Why didn't you stay in Vietnam with all the rest?

Frank's eyes turn red.

FRANK

Who said we wanted to come home?  
Nobody cared what we thought and no  
one bothered to listen.

He stands and aims at Andrei's head. Tears roll down his  
cheek.

FRANK (CONT'D)

You're right Andy. I am a  
monster... and I do this because I  
want to.

He squeezes the trigger.

EXT. GRAVEYARD - DAY

Soap watches the casket lower into the grave behind Katrina  
weeping into Giovanni's arm. Nika stands beside him with Max  
in her arms. He grimaces and turns his head away.

NIKA

(Whispers)  
It's okay, baby. Nothing you could  
have done.

SOAP

(Whispers)  
Maybe...

He turns his back to the grave.

SOAP (CONT'D)

(Whisper)  
...Maybe I didn't care enough to  
try. I don't know anymore.

NIKA

(Whisper)  
Andy made his choices... So did  
Frank. You don't have to do  
anything you don't want. We can  
just move on with our lives like it  
never happened.

SOAP

(Whisper)  
It did happen. It's right in front  
of me. The thing that did it has a  
face and a name. I call him friend.

Nika comes closer, bringing Max between them.

NIKA

Whatever you choose, whatever man  
you decide to be, we're not going  
anywhere. I love you and there's  
nothing the Punisher can do that'll  
keep me away.

Soap looks around the surrounding hills and trees and sees no-  
one else. He kisses Nika and pets Max's head.

SOAP

It's gonna be okay. I promise.

CUT TO BLACK

EXT. GRAVEYARD - DAY

Max, 27, his sisters KAT, 24, and JAS, 21, stand in police  
uniforms. Max's WIFE, 26, holds their son MARTIN, 2, beside  
Nika.

They stand before a casket draped in the American flag, lined  
with flowers. The portrait of an old Soap stands at the foot  
of the casket with a wreath.

Other Cops attend, as well as VIETNAM VETERANS. Bagpipes play  
"Amazing Grace". In the background stands Manhattan with  
Stark Tower in the distance.

LATER

The attendees walk away with Nika on Max and Kat's arms. Jas  
walks with Wife behind them. Martin stares back. Frank, in  
Marine Class A's, salutes the grave.

MARTIN

Who's that, Mommy?

The family stops and turns.

WIFE

I don't know, sweetheart.

NIKA

That's Mister Castle. He was  
grandpa's friend... and a kind man.

The siblings look at each other. Nika walks on her own to  
Wife.

NIKA (CONT'D)  
Can I hold him, honey?

WIFE  
Of course. You want grandma to  
carry you?

Martin smiles and nods. Nika takes him and walks ahead, Wife behind. The siblings stay and stare at Frank.

JAS  
Should we say hi?

Max and Kathryn look at her as if she said something stupid.

JAS (CONT'D)  
I'm just being nice.

They turn back.

MAX  
He's better off by himself. It's  
how he likes it.

Frank relaxes and walks away. The siblings move on.

KAT  
Rule number one, Jas: only speak  
when he comes to you. It can't look  
like we associate regularly.

JAS  
But the whole city loves him.

MAX  
We have to keep up appearances.  
Just like Dad.

EXT. SIDEWALK - DAWN

Frank, 61, wears sweats pants and shirt. He has longer hair pulled into a wolf tail, gray at the sides, and a trimmed beard. He jogs on his own before YOUNG RUNNERS join him.

EXT. PARENT'S HOUSE - DAY

Romashka, tall and fit, walks her step-son, JOEY, 12, down the stoop to a Crown Vic on the crib. She looks down the sidewalk and sees Frank on his jog.

She stops while Joseph moves to the car and waves.

ROMASHKA  
Hey, Charlie!

She speaks with flawless English. Frank stops, jogs in place, and speaks in his terrible Boston accent.

FRANK  
Hey! How ya doin', Diane?

ROMASHKA  
Doing good. I'm taking Joey to his friend's house. You?

FRANK  
Great! I was on my usual route and I figured I'd say hi. How ya doin', kid?

Joey smiles, but turns and tries to open the car door.

Frank chuckles.

FRANK (CONT'D)  
Well, I better get on to the gym. Tell Dan I said hi.

ROMASHKA  
Okay. Have a good day. Tell Mister Fort goodbye, Joey.

Joey turns.

JOEY  
Goodbye.

Frank jogs on. Romashka watches him and moves on to the car.

INT. GYM - DAY

GYM RATS watch Frank lift a stacked bar. He counts off reps in the fifties before he stops. Rats clap.

GYM RAT 1  
Good job, old man.

GYM RAT 2  
That was nuts.

Frank stands and takes a swig of a protein shake.

GYM RAT 3  
That all you got?

Frank smirks, still using his terrible accent.

FRANK

No, but I'd like to see you try,  
kid.

Rats chuckle before the power goes out.

GYM RAT 2

What the hell?

GYM RAT 1

Is it a thunder storm?

GYM RAT 3

Yeah, a thunder storm in broad  
daylight --

A boom shakes the gym. Frank shudders and rushes outside with the others.

EXT. GYM - DAY

Bystanders run down the street. Frank looks to the opposite direction. From the top of Stark Tower CHITAUURI pour from a portal in the sky and shoot into the city.

His expression goes from surprise to calm neutral.

INT. P.H. FOYER - DAY

The front door bursts open with Frank. He walks fast down the hall toward the kitchen.

INT. P.H. KITCHEN - DAY

Just as he turns the corner going right toward the basement door, Romashka comes in with a chromed AK-74 in hand, silver hair pulled back, pointing it at Frank. He stops

She quickly brings the gun down.

ROMASHKA

Shit! I'm sorry. You okay?

Frank talks normally.

FRANK

Fine. Call the boys and tell them  
to get under something heavy.

He makes for the basement door.

ROMASHKA  
Is it terrorists?

FRANK  
I don't know.

Frank opens the door and rushes down. Romashka follows.

INT. BASEMENT - DAY

Frank shoves away a stack of boxes for a footlocker underneath. Frank stomps off the lock and opens it. Military equipment lies inside.

FRANK  
Sorry for barging in. Other cache  
was far away.

Frank pulls out a pair of tan boots, Multi-cam trousers, tan plate carrier vest, tan knuckle gloves, black combat shirt, and the Skull mask.

ROMASHKA  
Pass me my uniform --

FRANK  
-- You got out for a reason. Walk  
it back and you won't stop.

ROMASHKA  
My family's --

FRANK  
-- Safe. I'll make sure this stays  
at the epicenter.

Frank undresses.

FRANK (CONT'D)  
If I make it back, remind me to buy  
you a new car.

ROMASHKA  
...What?

EXT. NEW YORK STREET - DAY

Two Cops crouch behind a wrecked car. They take shots at Chitauri. COP 2 lays beside them with a wounded arm.

COP 2  
We gotta move guys. It's getting  
crazy out here.

COP 3 kneels beside her.

COP 3  
Stay with us!

COP 2  
I'm not going anywhere, dick-head!  
We need t- LOOK OUT!

Cops turn to CHITAURI 1 at the right. It brings up its rifle before the Crown Vic pins it to a lamp post. Frank steps out in costume with an AA-12 in hand and slung C-M16.

He puts two shells in its face as he pulls a duffle from the car. He kneels with Cops and hands them two shotguns from the bag. He slings the bag and points to Cop 2.

FRANK  
Get her out of here.

Frank pulls a grenade from his vest and tosses it over the wreck. It blows before he vaults over. Cops watch Frank engage the Chitauri in open combat.

COP 4  
Is that the friggin' Punisher?!

Frank dashes for cover to the left, firing from the hip. Behind a mailbox he kills a few Chitauri on the right. He stands and finds two that got close on the sidewalk.

Frank moves toward them, killing one before his the AA-12 clicks empty. CHITAURI 2 shoves his dead comrade aside and charges with a swing of his rifle.

Frank ducks and comes up quick, burying his knife up its throat. He takes up the C-M16 and moves up, using the corpse as a shield.

Behind another wreck he drops the corpse and shoves the AA-12 into the duffle and engages with the C-M16. He stops and pulls an FAL from the bag before standing and moving on.

EXT. CAFE - DAY

Frank crouches behind a car, covered in dust, his sleeve torn, and vest burnt from a laser shot. The duffle lays on the ground with spent magazines and shells spread about.

He reloads a Fugly Mosin Nagant when the car explodes. It sends him into the cafe.

INT. CAFE - DAY

He hits the bar and slumps to the floor. His ears ring.

POV:

He looks ahead in a blur. Chitauri move in before BLUE FIGURE takes them down. When they're dead, Blue Figure walks to Frank.

BLUE FIGURE  
You alright... Hey?

Frank feels himself helped to his feet. His vision returns and sees a battle-worn Captain America.

END OF POV

CAP  
Can you move?

FRANK  
Y- yes, sir.

They walk out, Cap helping Frank along.

EXT. NEW YORK STREET - DAY

CAP  
That's quite a uniform. How are you on ammo?

FRANK  
If need be I can use their weapons.

They stop. Cap nods.

CAP  
Can you handle yourself from here?

FRANK  
Yes, sir.

CAP  
If you need help, head to Stark Tower.

FRANK  
I will, sir.

Cap starts on his way out.

CAPTAIN  
Stay alert, stay alive.

Frank watches him sprint away. He takes off his mask, eyes wide, and stares until he cannot see him.

FRANK  
Wow...

INT. HELICARRIER CORRIDOR - DUSK

MARIA HILL walks with a file under her arm, bandages on her face. She stops at a door and presses her ear piece.

HILL  
I'm at the door.

The door opens and she walks in.

INT. HELICARRIER OFFICE - DUSK

The door closes, locks, and Hill walks to a steel desk. She opens the file and lays out monochrome photos of Frank in combat.

One shows him without his mask.

HILL  
Agent Russo made a positive match through facial recognition. I can't believe he still fights at his age.

A hand picks up one photo of Frank with Captain America.

HILL (CONT'D)  
How should we proceed, Director?

INT. FRANKS APARTMENT - NIGHT

Frank cleans guns in sweat pants and a wife beater on a table against a wall, windows at his left, and a front door right.

He hears creaks from the door. He faces it and takes his knife from the table. A window bursts at his back. He turns and takes a kick from BLACK WIDOW.

She rolls to the floor and moves in for a punch. Frank counters, but she's fast. She kicks and Frank grabs her leg to swing her into the wall over the table.

He grabs her by the neck and raises his knife. Widow shoves a pistol in his eye. The two freeze before the door bursts open.

Cap comes in flanked by STRIKE TEAM. Frank turns and his eyes go wide.

CAP

Nat, I told you to wait!

WIDOW

Talking doesn't work on guys like him, Steve. More animal than human.

CAPTAIN

I beg to differ.

Captain takes off his helmet.

CAPTAIN (CONT'D)

Sergeant Castle? Frank --

Frank lets go and drops the knife. Widow moves to stand and draws a second gun. He faces Cap, goes to his knees, and puts his hands behind his head.

FRANK

I surrender.

CUT TO BLACK

INT. ??? - ???

A light beams down on a table where Frank sits with his arms behind in metal braces, his head hunched. A door opens and PERSON sits down.

Person places a thick file on the table, the front marked PUNISHER OP in red. Frank looks up and chuckles.

FRANK

Eye patch suits you, Fury. Before you kill me, tell me how you lost it. I bet it's quite a story.

Fury interlocks his fingers on the table.

FURY

What happened to you, Sergeant?

Frank makes a half smile.

FRANK  
I lost something.

SONG: "Roost" by Big Black Delta

ROLL CREDITS

ENDING CREDITS SEQUENCE

INT. RIKER'S PENITENTIARY - DAY

Bar doors slide open. PRISONER with two COS walk down a corridor to the release center.

INT. RELEASE CENTER - CONTINUOUS

COS do not look at Prisoner as he walks to a booth. He receives an old suit and a wallet. Prisoner opens it and leaves an expired ID, facedown.

EXT. PARKINGLOT - DAY

A limbo awaits when Prisoner comes out. YAKUZA in shark-skin suits stand by. One holds the door open.

YAKUZA 1  
Mister Nero. Boss Yashida would  
like to have you for lunch.

Billy, 50, has a face of patchwork-skin, black hair slick back, forms a toothy smile.