

THE MASK OF ZORRO

written by

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DRAFT
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FADE IN:

On an apparently black screen. We hear the voice of DIEGO:

DIEGO (V.O.)

In 1822, General Santa Anna of Mexico successfully overthrew the Spanish rule. Mexico's long war for independence was won. The last Viceroy of Alta California had been recalled to Spain. Realizing his days of power were at an end, the Viceroy ordered all prisoners executed ...

(beat)

The spirit of justice demanded a champion ...

A KNIFE BLADE pokes through the black screen from the other side. It cuts out one hole. Then a second -- A PAIR of EYES peek through. Child's eyes, dark and watchful.

JOAQUIN (O.S.)

What's going on, Alejandro? Let me see.

INT. WAGON - DAY

The black screen is, in fact, the canvas side of a wagon. Crouched inside, hiding, are two boys. They are:

JOAQUIN MURIETTA, ten years old, on his way to manhood. A great older brother, gentle with and protective of:

ALEJANDRO MURIETTA, eight. Despite his age, Alejandro is the natural leader of the two, although neither knows it.

Alejandro moves over, so he peeks out one eye hole. Joaquin peers through the other.

WHAT THEY SEE:

THE TOWN SQUARE. Whitewashed walls and terra cotta, the SUNSET leaching color, creating an almost black-and-white look. Thronged with people, milling restlessly, on the edge of where a crowd becomes a mob.

Order is kept by dozens of SOLDIERS, standing sternly at arms. They keep a perimeter in the form a large semi-circle in front of the VICEROY'S BUILDING. A six-man FIRING SQUAD sets up. Three bound PRISONERS await their fate.

ON THE BOYS:

ALEJANDRO

He's not going to come.

JOAQUIN

Should we move closer?

2.

Suddenly light spills across the two boys.

UNDERTAKER (O.S.)
Hooligans! What do you think
you're doing? Get out of here!

An UNDERTAKER glares in at them, holding up a flap of canvas. He wears a black suit as severe as his expression. It's his wagon, evidenced by the three empty coffins inside.

ALEJANDRO
We should move closer!

He slices the canvas, and the two dive out into the square.

EXT. TOWN SQUARE - DAY

The boys scramble around and among the legs of onlookers, moving closer to the semi-circle.

JOAQUIN
Where is he?

ALEJANDRO
I don't see him.

JOAQUIN
He's got to come. He's very brave.

On all fours, they slip past a group of UNIFORMED SOLDIERS.

ALEJANDRO
Yes, but he's also very smart.

The boys crawl past a MAN in ROUGH HOODED CLOAK, his sandalled feet visible --

He reaches out and grabs them (gently) by the ears. It is FRAY FELIPE, an out-of-place scowl on his round, jovial face.

JOAQUIN
(horrified)
Fray Felipe!

FELIPE
Do you suppose you're parents --
God-rest-their-souls -- would
approve of you two being here?
(leans closer; worried)
There's going to be trouble. Get

back to the mission -- now!

He gives them a little push. Abashed, they move away, aware of Felipe watching them. But as soon as he turns away --

3.

Alejandro grabs Joaquin, yanks him down. Back on all fours, Joaquin leading, they crawl back through the crowd. Suddenly, Alejandro is cut off, bumping into the knees of a MAN in a ROUGH HOODED CLOAK. Sure he's caught, he looks down --

Beneath the monk's robe are SHINY BLACK BOOTS WITH SILVER SPURS. And the SILVER TIP of a SCABBARD. Alejandro's eyes go wide. He looks up --

ANGLE - LOOKING UP: Beneath the monk's hood, a mask, a dashing mustache, the flash of a smile. It's ZORRO. He puts a finger to his lips: 'Shhh.'

Alejandro wheels, scrambles back to Joaquin.

ALEJANDRO
Joaquin! He's here! He's here!

JOAQUIN
Zorro's here?

ALEJANDRO
(a finger to his lips,
a la Zorro)
SHHHH! He's right over there --

He points --
The monk's robe lies discarded on the ground.

Alejandro looks around in wonder, amazed at the disappearing trick. Joaquin grabs his hand, heads for a ladder.

JOAQUIN
C'mon!

Alejandro is dragged along; he barely avoids running into --

DON LUIZ, an older man, tall and thin, with an elegant goatee. He pushes through the crowd, reaches the entrance to the Viceroy's Building. Soldiers meet him with a challenge.

DON LUIZ
Don Luiz. The Viceroy sent for me.

INT. VICEROY'S BUILDING - DAY

Don Luiz moves down a hallway, his face pale, eyes taking in all the activity. He dodges servants as they rush past, roll up tapestries, hurriedly pack household items, etc. Soldiers carry heavy crates out, moving with a sense of urgency.

INT. VICEROY'S BUILDING - 2ND FLOOR - STUDY - DAY

The door is ajar. Don Luiz steps into the study, which has been cleared out quickly. Shelves emptied, drawers left open. Papers scattered about.

4.

A balcony opens off the room. Looking out over the square is a darkly handsome man with the eyes of a snake. He wears an understated military uniform, and stands utterly still. This is RAFAÉL MONTERO, Viceroy of Alta California.

DON LUIZ

I hoped it wasn't true. You're returning to Spain ..?

MONTERO

I am the Spanish Viceroy, after all -- and California is no longer part of Spain.

(bitter)

Santa Anna's troops are already on their way to take control of the presidio.

DON LUIZ

The Dons are worried. How will we fare under Mexico? Ruled by peasants ...

MONTERO

Who will squander this land the same way Spain has. California is richer than anyone can imagine ...

(smiles)

Anyone but me. One day, Don Luiz, I will return. And all of our plans will see fruition.

DON LUIZ

Know that we will always remain loyal to you. And will strive to keep California at least ... a little ... civilized.

MONTERO

A hard thing, in this land of savages.

He catches the eye of the firing SQUAD LEADER.

MONTERO (CONT'D)
Begin the execution!

IN THE SQUARE: Alejandro and Joaquin scramble across a roof. Below them, the Squad Leader draws his sword.

SQUAD LEADER
Preparén!
(he raises his sword)
Apuntén!

The crowd is still. Alejandro and Joaquin search for Zorro. The prisoners stand straight, meeting death with honor.

5.

The Squad Leader is about to slash his arm down --

SQUAD LEADER
Dispáren!

Fingers tighten on triggers --
With a CRACK the fall of a whip wraps around one of the rifle barrels -- and yanks it sideways, into the next, sending it sideways, and so on, like dominoes, so that all the rifles are pointed at the SQUAD LEADER --

SQUAD LEADER
No dispáren! No dispáren --

Too late -- the soldiers FIRE. The Squad Leader crumples --

The whip-wielder leaps nimbly into the square: an apparition in black, sword drawn. Alejandro spots him first --

ALEJANDRO
Zorro!

The crowd sees him. People point; a cry rises up:

CROWD
EL ZORRO! VIVA EL ZORRO!

Zorro reaches the prisoners. Three quick slashes free them. Several of the soldiers reload. Others draw their swords, attack Zorro --

Zorro fights with graceful economy, anticipating all attacks.

As the freed prisoners make their escape, Felipe upends a wagon of barrels. The barrels roll free, blocking and tripping

soldiers. The CROWD has erupted; some of the peasants try to block the soldiers, who club them down --

Zorro parries two soldiers' swords into a wheel of the overturned wagon, spins the wheel; their swords are wrenched away.

ON MONTERO AND DON LUIZ:

DON LUIZ

Trust Zorro to spoil a good execution.

MONTERO

I was counting on it.

He takes a candle from a sconce, light a torch strapped to the balcony rail. The torch FLARES to life --

ON ALEJANDRO AND JOAQUIN, as they look up, see the signal --

6.

-- as do several SOLDIERS, who emerge onto the wood balcony below the boys, taking up positions to fire at Zorro.

ALEJANDRO

Look!

JOAQUIN

An ambush! We've got to warn Zorro --

Alejandro is ahead of him. There's a large, loose brick on the roof's edge. He strains to shove it off. Joaquin joins him --

The stone SMASHES down on the soldiers, taking them out.

Zorro turns at the noise, sees the soldiers -- then spots the boys. Other soldiers start firing at him. Zorro dives away, SMASHES through the door of a building --

Alejandro and Joaquin peer over the roof's edge. Like the soldiers, they wait for Zorro to reappear --

Black-gloved hands drop onto their shoulders. They spin --

It is Zorro. He has almost magically appeared behind them.

ZORRO

My thanks to you, gentlemen.

He removes a MEDALLION from around his neck. It has an intricate design: several circles within the large circle, with various lines of radii intersecting.

ZORRO

Here. A symbol of my gratitude.
But you'll have to share it.

He holds it. It's a ceremonious moment. The Medallion gleams.
Alejandro reaches for it, but too late -- Joaquin takes it.

ZORRO

Now -- if you'll excuse me ...

And he steps off the roof, onto an overhang, leaps to a canopy,
then onto --

MONTERO'S BALCONY. Zorro holds his blade on Montero, who does not
flinch. Behind him, Don Luiz fades back, fingering his own
throat.

ZORRO

You were willing to kill those men
to trap me.

7.

MONTERO

I'd have killed a hundred men --
if I could be sure that one of
them was you.

ZORRO

You should have learned by now.
No innocent will die as long as
I'm alive to rescue them. Three
men. Three cuts.

Lightning-quick, he makes THREE QUICK CUTS on Montero's neck.
Montero slaps a hand up, covering them.

ZORRO

A souvenir of your days in
California.
(beat)
Good-bye, Montero. And good
riddance.

He whistles --

A HUGE BLACK STALLION gallops into the square. Zorro leaps
from the balcony onto its back. Soldiers scramble as Zorro
gallops through them, up a flight of exterior stairs --

Silhouetted against the setting sun low on the horizon, Zorro on
horseback leaps from rooftop to rooftop, then is gone.

ON ALEJANDRO AND JOAQUIN, watch in awe as he disappears. With the

feeling of ceremony, Joaquin lifts the medallion, drapes it around his neck. Alejandro reaches out to touch it, lightly, reverently.

ON THE BALCONY OVERLOOKING THE SQUARE. Montero lowers his hand from his neck. On the palm is the bloody IMPRINT of a backwards 'Z', mirroring the one on his neck.

Montero clenches his hand into a bloody fist.

EXT. SECRET CAVE - NIGHT

A waterfall cascades over stone. Zorro rides up, dismounts smoothly. Removes the horse's tack and saddle, pets him.

ZORRO

There you go, Tornado. Take the rest of the night off.

Tornado snorts, gallops away. Saddle over his shoulder, Zorro climbs a path, disappears behind the waterfall --

INT. DE LA VEGA HACIENDA - HALLWAY - NIGHT

A large GRANDFATHER CLOCK swings aside on oiled hinges. It is a secret doorway, cave wall visible beyond. DIEGO DE LA VEGA steps out. Mid-thirties, a dashing and handsome man.

8.

INT. DE LA VEGA HACIENDA - ELENA'S ROOM - NIGHT

Diego steps in quietly. A striking view through the window: distant cliffs above the moonlit ocean. A large stand of manzanita just outside. But Diego's eyes are on the small occupant of a crib beneath the window sill--

DIEGO

Hello, darling Elena. Do you want to hear what your father did tonight? It is quite the hair-raising adventure --

In the crib is ELENA DE LA VEGA, almost two. A sleeping angel -- with funny-looking spiky hair. Diego dotes on her.

DIEGO

(re: her hair)

Oh, you've heard it already?

ESPERANZA (O.S.)

She doesn't understand a word you say. She just likes the sound of your voice.

Standing in the doorway is ESPERANZA. She wears a simple dress, accented by a yellow pañuelo -- a full-length silk scarf. If Elena grows up to resemble her mother at all (and she will), she will break a thousand hearts. Diego slips an arm around Esperanza's waist.

DIEGO

Someday she'll listen to my stories ... that's all I ask.

INT. DE LA VEGA HACIENDA - SALA - NIGHT

Exposed oak beams. Elegant furniture and filled bookshelves. Lit by candlelight. Diego and Elena enter.

ESPERANZA

All I ask is you be around to tell them.

More fear is in her tone than she intended. Diego notes it.

DIEGO

Esperanza ...

She gestures 'one moment.' Shuts her eyes, gathering herself. She looks at Diego, in control of her fear now.

ESPERANZA

Diego ... I love you ... and I love you for what you do. But ...

I can smell the gunsmoke on you.

(wryly)

And you're not getting any younger --

9.

DIEGO

(pulls her close)

I assure you ... My bones aren't brittle yet.

ESPERANZA

Not all of them, anyway.

A passionate kiss -- Suddenly the door CRASHES open, a soldier's full weight behind it. Other SOLDIERS spill in behind him.

ESPERANZA

Madre de Dios --

Montero strides in. A blood-stained bandage is around his throat.

DIEGO

Viceroy -- this is my home. What

do you want here?
(re: the bandage)
Did you cut yourself shaving?

MONTERO

Glib as ever, de la Vega. I have
come to settle things between us.

DIEGO

There is nothing between us.

MONTERO

You are a betrayer, de la Vega.
You have stood against me -- and
your fellow Dons -- for as long as
I can remember.

DIEGO

Only when you were wrong. Which
has been as long as I can
remember.

MONTERO

You've secretly funded General
Santa Anna and his craven rebels
-- Don't deny it!

Montero regards Diego coldly.

MONTERO (CONT'D)

You have many powerful friends, in
Spain as well as Mexico. But none
will seek revenge for the death of
Zorro.

Esperanza and Diego stare at him. And then -- they laugh.

10.

ESPERANZA

Believe me, Rafaél -- if he were
Zorro, I'd be the first to know.

DIEGO

No, actually, I would --

Montero stares at Esperanza. He shakes his head.

MONTERO

You chose badly, Esperanza. You
gave your love to the wrong man.

Her eyes blaze. She returns his gaze levelly.

ESPERANZA

There was never any choice to make.

Diego steps between them. Glares at Montero.

DIEGO

I think you're dizzy, Montero.
From loss of blood, perhaps?

MONTERO

For fifteen years Zorro has been a thorn in my side. I've always suspected you, de la Vega. I just never had any proof.

From beneath his jacket he produces a black cape and mask -- poor imitations of Zorro's. Holds them up to a SERGEANT.

MONTERO

Find these somewhere.
(nods his head)
And kill him.

A soldier grabs for Diego. Diego evades him, slides the sword from the soldier's belt. SLAMS the soldier hard into a wall.

DIEGO

Now, you choose, Montero: Leave my house. Or ...
(a deadly smile)
Actually, there's no choice there, either.

MONTERO

Everyone knows that Diego de la Vega has no affection for the fight.

He attacks, engaging Diego -- who is, of course, Zorro. Montero smiles at Diego's skill.

11.

MONTERO

You really are Zorro, aren't you?

DIEGO

Affection and ability are two different things.

This time Diego attacks, forcing Montero back.

A soldier, sword drawn, moves to attack Diego's back --

Esperanza grabs a broom and trips him. The Sergeant is drawing his pistol; Esperanza shoves the bristles into his face, knocking him back, then smacks the pistol away.

A second soldier moves toward Diego and Montero, who continue their duel, blades FLASHING in candlelight.

A third soldier moves toward Diego --
The Sergeant finds his lost pistol, takes aim at Diego --
Esperanza leaps to defend Diego from the third soldier --
The Sergeant FIRES --

The SHOT freezes the room. The next sound is --
ESPERANZA'S GASP --

Diego and Montero watch in horror as she crumples to the floor.

The Sergeant, aghast, still holds the smoking pistol.

As one, Diego and Montero lunge, their blades piercing the Sergeant's heart. The Sergeant falls back against a standing candelabra. It topples, setting curtains ABLAZE.

Diego drops his sword, leaps to Esperanza. He cradles her in his arms, her blood staining his shirt.

DIEGO

Oh, Esperanza ... Esperanza ...

Montero moves closer, stands over him, staring down in horror at Esperanza. He is genuinely stricken, oblivious to the flames growing around them.

MONTERO

(soft; to himself)

You deserved better. You would
have loved to see Spain.

A BURNING BEAM CRASHES down, separating the two men. Diego throws himself back as FLAMES ERUPT HIGHER --

DIEGO

Elena!

12.

He scrambles toward her room. WOOD CREAKS --
-- Diego turns as a section of WALL FALLS INWARD. He throws up his arms in defense --

THE SCREEN GOES BLACK

EXT. DE LA VEGA HACIENDA - NIGHT

Diego lands hard; he comes to slowly. Firelight illumines his face. He raises his hands -- they are chained. He is in a cage on a wagon, with several other prisoners. His eyes focus, and he gasps --

-- through the bars he sees his hacienda ENGULFED IN FLAMES.

DIEGO
Elena! ELENA!

SOLDIER
She's still inside.

Diego snaps a look at him, his rage building. He rattles the cage bars, lets loose an almost animal howl --

DIEGO
Montero! DAMN YOU TO HELL,
MONTERO! I will find you and kill
you --

The Soldier RINGS his sword off the bars.

SOLDIER
Shut up. The Viceroy didn't get
out either.
(to the driver)
Take him away! You'll rot in the
dungeons at Talamantes, de la
Vega. You'll die there.

The wagon starts forward with a jerk. Diego stares at the BURNING HACIENDA. He collapses back, draws his knees up to his chest, defeated.

Rain begins to fall.

DIEGO
I ... am dead all ready.
(a whisper)
Esperanza ... Elena ...

The Soldier watches the wagon disappear.

From the Hacienda comes the sound of the ROOF COLLAPSING. And then SHOUTS --

A FIGURE appears, runs OUT OF THE FLAMES. Cloaked in a smoldering carpet. Soldiers gather round him --

The figure throws back the carpet from his face, leaves it

wrapped around him like a cape. It is MONTERO.

SOLDIER
Viceroy! You're all right -- ?

MONTERO
Where's de la Vega?

SOLDIER
Gone -- to Talamantes. With the
others.

Montero is livid. This is not what he intended.

MONTERO
No! Get him back here! I'll kill
him --

A SCOUT steps forward.

SCOUT
No time, sir. There are Mexican
troops just over the hills.
They'll see the fire --

MONTERO
Damn!

Montero stares in the direction Diego's wagon went. Considers his
course of action.

MONTERO
Damn him. Let's go.

There comes the soft sound of a BABY CRYING. Montero throws the
carpet all the way off --

In his arms is ELENA. He cradles her, protecting her from the
rain.

MONTERO
Shh, niña. Shh. I'll take care
of you.
(pulls her close)
You should have been mine, and now
you are.

The rain POURS down, extinguishing the FLAMES of the burning
hacienda. Smoke pours across the huge, full moon.

SLOW DISSOLVE TO:

14.

EXT. ROAD - DAY - TWENTY YEARS LATER

CLOSE ON: THE MEDALLION. Hanging from the neck of JOAQUIN

MURIETTA, twenty years older. Intense, earnest -- and in trouble. Also around his neck is a ROPE, tying him to --

-- ALEJANDRO MURIETTA, trailing behind. Handsome despite his unkempt hair and shaggy beard. Their hands apparently tied behind them, they are prisoners of --

THREE-FINGERED JACK, a powerfully-built man, the rough look of a bounty hunter. Only three fingers on his left hand; the bones of the other two jut from his hat band. On horseback, he leads the brothers by the rope.

They crest a hill. In the distance is a WATERING STATION -- a small produce shack with a horse trough and feed bins.

Jack grins, gives the rope a yank. Alejandro and Joaquin exchange a defeated glance, trudge forward --

EXT. WATERING STATION -- DAY

CLOSE ON: A POSTER: 'WANTED: THE MURIETTA BROTHERS.' Passable drawings of Joaquin and Alejandro.

The poster is being nailed to a post by CORPORAL LOPEZ, a bandy cock soldier. He is watched by the OWNER, his little GIRL, an OLD MAN and a FARMER.

Three SOLDIERS loiter, guarding a horse-drawn wagon. Their horses drink, and the soldiers help themselves to produce -- to the Owner's disgust.

FARMER

The army should be capturing these bandits -- instead of just nailing up wanted posters. People have been disappearing --

(worried)

I haven't seen Jose Gonzales in weeks.

OWNER

He's right. There are more and more desaparecidos all the time. Farmers, Indians -- even woman and children. No one's safe.

LOPEZ

(shrugs)

A few peasants disappear, what does it matter? These Muriettas actually dare to rob cabelleros and soldiers.

FARMER

The only ones with any money.

OLD MAN

Zorro could capture them. Zorro could find the disappeared ones.

GIRL

Who's Zorro?

Lopez rolls his eyes.

LOPEZ

You peasants. Have to have your little stories about Zorro.

He picks up a tomato lazily, bites into it.

OLD MAN

(to the girl)

Zorro was a great man -- a champion. He protected us. He would stop the disappearances, if he were here.

OWNER

He would make people pay for the food they ate.

Lopez backhands him -- suddenly and violently.

LOPEZ

These are taxes. To pay the soldiers who do protect you.

He kneels beside the Girl, addresses her like a kindly uncle.

LOPEZ (CONT'D)

I'll tell you who Zorro was. Zorro was a crazy man who wore a mask. Do you know what that makes him? A bandit. And if he showed himself around here, we'd treat him just like any other bandit. (a tomato-red smile)
We'd hunt him down and kill him.

FARMER

Or get someone to do it for you.

He points. Everyone looks where he's pointing: At JACK, leading ALEJANDRO and JOAQUIN, coming up the road.

The soldiers raise their rifles warily. Lopez gestures for them to wait as Jack draws near.

JACK

I heard soldiers came through here every week. I think I got some people you want to meet.

FARMER
(looking at the poster)
It's them! It's the Murietta
brothers.

Lopez examines the brothers. Squints at the poster. Jack
dismounts, crowds forward, everyone trying to see the poster.

ALEJANDRO
So -- how much is the reward?
(Lopez glares at him)
Just asking.

JOAQUIN
(boastful)
Well, these soldiers are
delivering the army payroll. That
sounds about right.

LOPEZ
Ha. The reward's two hundred
pesos.

ALEJANDRO
(aghast)
Two hundred pesos? For each of
us?

Joaquin reaches up, tears down the poster, looks at it.

JOAQUIN
For both of us!

ALEJANDRO
That's insulting!
(to Jack)
If I were you, I wouldn't accept
it. You worked too hard to catch
us.

Lopez's eyes widen -- he finally notices that Joaquin's hands are
free, holding the poster. He points --

LOPEZ
Hey -- you're not tied up!

A 'click' -- Lopez is looking down the barrel of Jack's pistol;
he freezes. But the soldiers are startled into action. Two rush
at Jack --

Alejandro steps to one side, drops to his knees --

ALEJANDRO
Joaquin! Down!

17.

Joaquin drops to his knees. The rope between them is taut. Alejandro keeps a grip on the rope, leaving some slack around his neck -- but Joaquin doesn't. He is choked, yanked over as the soldiers trip over the rope.

Alejandro slips the rope off his neck, jumps the two downed soldiers, subdues them --

The third soldier takes aim at Alejandro. Joaquin draws a sword -- an old, tarnished spadron -- from where it was hidden in Jack's bedroll. He dives, knocks the rifle aside as the soldier FIRES, the shot going wide.

The soldier attacks Joaquin with his bayonet -- and disarms him easily. His sword goes flying.

JOAQUIN
Hey!

Joaquin grabs the rifle barrel, and yanks it away -- then swings it like a bat, clocking the soldier.

It's over in seconds, and Lopez is still staring down Jack's gun barrel. The onlookers are a little stunned by it all.

JOAQUIN
(rubbing his throat)
Damn it, Alejandro -- next time,
warn me.

Alejandro doesn't look up. He's too busy going through the unconscious soldiers' pockets.

ALEJANDRO
Next time.

Jack, gun still on Lopez, picks up the Wanted Poster.

JACK
Look at this. I'm not on here.
(to Lopez)
I'm Three-Fingered Jack. How hard
is it to remember that?
(holds up his hand)
Three fingers! See?
Three-Fingered Jack!

Now Alejandro's loading food into a basket as he makes the

peasants turn their pockets inside-out. He's not impressed.

ALEJANDRO

Maybe you shouldn't make an issue of it, Jack.

JACK

I'm a member of this gang. I want a little respect.

18.

The Old Man brings Joaquin his sword. Joaquin takes it, makes a few swipes.

OLD MAN

Are you supposed to be Zorro?

JOAQUIN

(flattered)

You think I look like Zorro?

OLD MAN

No.

Joaquin deflates. Alejandro chuckles, tosses the basket of food into the wagon, climbs on.

OLD MAN (CONT'D)

Zorro wasn't a bandit. He just used to wear a medallion like yours, that's all.

JOAQUIN

Go away.

He climbs up on the wagon beside Alejandro.

JOAQUIN (CONT'D)

Let's get out of here.

He tries to ignore Alejandro's grin. Alejandro flicks the reins. The wagon moves.

LOPEZ

Captain Love will have your heads for this.

Jack still has his gun on Lopez. He raises his hand -- Lopez cowers back -- but Jack just displays his fingers.

JACK

Remember: Three-Fingered Jack.

LOPEZ

I'll remember.

He mounts his horse, smiles 'thank you.' Waves daintily, spurs the horse. Follows the wagon away, leaving behind unconscious soldiers, excited onlookers, and an angry Lopez.

EXT. HILLSIDE/RAVINE - DAY

The wagon, driverless, horseless, careens down the hillside, SMASHES into the ravine.

Jack, wielding a pry bar, SNAPS OPEN a strongbox lock. Joaquin strips off the lock, throws back the lid --

19.

The box is filled with GOLD INGOTS. The outlaws gasp. Alejandro lifts one out. Turns it in his hands.

JACK

We're rich.

(to Joaquin)

We can keep it, right?

JOAQUIN

Half. Half we give to the mission.

ALEJANDRO

Don't start that! What've they ever done for us?

JOAQUIN

Fray Felipe raised us -- taught us --

ALEJANDRO

And we turned out so well. That gold is ours! We should just take it and run!

JOAQUIN

Dammit, Alejandro --

ALEJANDRO

This isn't some army payroll. This is something else -- something big. They'll hunt us down. We'll just be three more desaparecidos.

JOAQUIN

Zorro would never have run away --

ALEJANDRO

Look around, Joaquin! Do any of

us look like Zorro?

(pointed)

No!

Joaquin regards him. Then puts a hand on his shoulder.

JOAQUIN

So we ride to the mission. In
honor of Zorro.

Alejandro looks at him; the point is settled. Alejandro turns the
bar of gold in his hands; sunlight FLARES off of it --

20.

INT. SHIP - HOLD - DAY

Slashes of light shine down through the deck. SWORDS CRASH --
Two figures duel with classic small swords. One is an OLD
SALT, gray and grizzled but still spry. The other one is younger,
with long hair, tied back.

They duel amongst the boxes of cargo. The Old Salt feints, then
lunges -- and FREEZES. His opponent's blade is aimed directly at
his heart. He looks up at --

ELENA. Even wearing man's clothes she is breathtaking. The Old
Salt knocks her blade away, snorts in self-disgust.

OLD SALT

You got a knack for the blade,
girl.

ELENA

My father is an expert swordsman.

OLD SALT

Then how come you go to old
sailors for your lessons. Old
sailors ... and Spanish Gypsies.
(her surprise confirms it)
Thought I knew the style.

ELENA

My father would say ... it is
improper for a lady to learn the
sword. He is a very proper man.
(sighs; troubled)
And I don't think I'm the proper
daughter he deserves.

Suddenly the hatch opens; light floods in.

MONTERO (O.S.)

Elena!

Elena and Old Salt exchange shocked glances.

CAPTAIN (O.S.)

I can't imagine what she'd be
doing in the hold.

MONTERO (O.S.)

Neither can I -- but I can't find
her anywhere else.

Elena makes a decision. Tosses the Old Salt her sword, grabs up
a traveling cloak -- and wriggles out through a porthole.

The Old Salt strikes a nonchalant pose -- realizes he still holds
the swords. He stashes them, reassumes his pose -- just in time
as the CAPTAIN finds him.

21.

CAPTAIN

We are looking for Don Montero's
daughter. Have you seen her?

OLD SALT

Down here? Not unless she's got a
taste for rats.

Montero looks in distastefully from the top of the stairway.

MONTERO

Hardly. She is a refined and
delicate lady.

EXT. SHIP - DECK - DAY

Montero, the Captain and the Old Salt emerge from the hold. The
Old Salt spots Elena, climbing over the seaward rail. She pleads
to him with her eyes. He turns so that the Captain and Montero's
backs are to her.

OLD SALT

I don't want to be a Jonah -- but
could she have...?

(jerks his head overboard)

MONTERO

(to the Captain)

If she has fallen overboard, I
will hold you and your crew
responsible --

ELENA

Who's fallen overboard, father?

They turn. Elena stands there, the traveling cloak concealing her attire.

MONTERO

I was afraid you had --

ELENA

You were looking for me? Why?
Something exciting, I hope.

He smiles at her enthusiasm. He offers her his arm.

MONTERO

Something you've never seen before.

EXT. SHIP - DECK - RAIL - DAY

Montero and Elena are at the rail, his hands over her eyes.

22.

MONTERO

California.

He uncovers her eyes. Elena gasps. Across the white-capped waves, the golden hills move past.

ELENA

We're there?

MONTERO

Our new home.

She hugs Montero, her eyes still taking in the sight.

ELENA

All my life, it seems, I've
dreamed of California.

CAPTAIN

Don Montero ... your boat is
ready. But I tell you again ...
this delay will put the tides
against us.

MONTERO

No matter. I must go ashore.

ELENA

Why, Father? What's wrong?

MONTERO

Nothing, dear. Nothing that need
concern you.

Montero looks away, out across the water, lost in thought.

INT. TALAMANTES PRISON - DAY

A TORCH blazes. Montero carries it, trailed by the Warden and several guards.

The cell block is all wet stone and rusted iron bars. Narrow shafts of sunlight are swallowed by the oppressive darkness.

MONTERO

His name is Diego de la Vega. He must be here.

WARDEN

I'm sorry, sir, but we don't keep records. Prisoners have no need for names. And only the dead leave Talamantes.

Montero shoves the torch between the bars of a cell. Only then do we see the prisoner inside, blinking painfully at the light. It's not Diego.

23.

Montero moves to the next cell: not Diego. The next: Not Diego. The next. The next ...

A prisoner lies on the ground, unmoving. Eyes staring. Flies buzzing -- he's dead. And he's not Diego. Montero moves on.

WARDEN

Get a coffin. Bury him.

One of the Guards -- ORDAZ -- unlocks the cell door. The other two stay with Montero and the Warden.

Montero moves faster, checking one cell after another, one face after another, recognizing none of them.

In one cell, a prisoner sits huddled in the shadows. Montero shoves the torch in --

CLOSE ON: THE PRISONER'S EYES. Reflecting the torch light.

It is DIEGO. Twenty years older, Diego has been ravaged by time. Bearded, gray hair, face heavily lined -- none from laughter. One leg is manacled, the chain bolted into the wall.

Montero peers at him. No recognition. He moves on, throwing the cell back into darkness.

But Diego has recognized Montero. He steps out of the shadows, staring after him.

Diego watches Montero continue down the block, the Warden and the other two guards trailing.

MONTERO
You must be right, Warden. He
must be dead ...

Diego grabs the bars, rattles them in anger.

DIEGO
(a whisper)
He's alive ...

A SCRAPE from down the hall. Diego sees:

ORDAZ, dragging a rough wooden coffin to the dead man's cell. Diego's eyes narrow --

DIEGO
Guard!

His voice is just a raw croak. Ordaz looks up.

ORDAZ
I thought you were dumb.

Diego motions him closer. Ordaz moves warily.

24.

ORDAZ (CONT'D)
I been here ten years. What's so
important, you have to talk now?

DIEGO
(still hoarse)
The man that man is looking for
... I know who he is.

ORDAZ
Who?

DIEGO
(shakes his head)
You'll get a reward. I want some,
too. Better food. More of it.

Ordaz thinks it over.

ORDAZ
If it's worth something to Don

Montero, it'll be worth something
to you.

Diego nods reluctantly. Ordaz checks for listeners, moves close
to the bars. Lowers his voice.

ORDAZ (CONT'D)
Who is it?

DIEGO
Me.

He whips the rope belt from his pants, loops it around the
guard's neck, yanks his head into the bars with a CLANG. Ordaz
fights -- Diego CLANGS him again. And again.

Ordaz slumps, unconscious. Diego grabs Ordaz's key ring, unlocks
his cell door, drags the Guard inside.

He smiles as he tries one of the keys on his manacle. It doesn't
work. He tries another. No good. Then another, and another, each
more frantically --

None of the keys fit. Crushed, Diego drops the key ring.

He searches Ordaz. Finds a dagger his boot, tries to fiddle the
lock with it, digs at the ring in the wall -- useless.

Diego feels defeated. Then his gaze falls on --
-- Ordaz's POWDER HORN.

Diego pours black powder into the manacle's keyhole. Packs it
with the dagger. Uses a strip of Ordaz's tunic as wadding.

25.

He wraps more of the tunic around his manacled foot to protect
it. A pouch on Ordaz's belt holds shot and flints. Diego strikes
one of the flints against the dagger.

The wadding smolders. Diego blows it to life. The makeshift fuse
burns quickly. Diego hauls Ordaz's body between him and the
manacle as a shield --

THE POWDER EXPLODES with a flash, blowing open the manacle --

Diego strips the now-BURNING wrap off his foot, teeth gritted,
screaming a silent scream. His foot is blackened and bloody. But
the toes are all still there. He wriggles them thankfully.

A large chunk of metal juts from Ordaz's chest. Diego shoves him
aside without remorse. He stands. Winces at the pain from his
foot. Looks down at Ordaz's. At his BOOTS.

INT. TALAMANTES PRISON - NEW ANGLE - DAY

The two other Guards, with a BURIAL DETAIL of four prisoners, go into the dead man's cell. The coffin lies there, shut tight. No body.

SECOND GUARD

Where's Ordaz?

THIRD GUARD

Who cares? You four -- haul that out of here.

The prisoners move to lift the coffin --
It is heavy. They struggle. The Prison Guard snaps a flail.

THIRD GUARD

Put your backs into it!

They haul the coffin up, and carry it through the door, into the corridor. They carry it past --

DIEGO'S CELL. Where a prisoner huddles in the shadows. ORDAZ, the dead guard. His feet are bare.

EXT. TALAMANTES PRISON - DAY

The prisoners, sweaty with exertion, lower the coffin into a freshly-dug shallow grave. They spade dirt in on top of it --

EXT. TALAMANTES PRISON - NIGHT

The graveyard. The white crosses glow in the light of the moon. The fresh grave. There is the sound of wood SPLINTERING. The dirt SHIFTS. Moves. CAVES IN --

Diego's hand, clutching the dagger, shoves out the dirt.

26.

Diego hauls himself out of the coffin, out of the earth. He gasps for air; draws deep, cleansing breaths. He looks back into the coffin, at the body. Crosses himself.

He rises. His leg buckles. Diego grabs one of the wooden crosses. Uses it as a crutch, he limps from the graveyard.

DISSOLVE TO:

EXT. COASTLINE - BEACH - NIGHT

A rocky cove, spectacular in the moonlight. A campfire burns just short of the treeline. Joaquin and Alejandro lay on bedrolls. Three-Fingered Jack stands watch.

JOAQUIN

... I've always wanted a horse. A black one. And a silver trimmed saddle and silver stirrups. People will see me and say, 'There, that must be a great man.'

Three-Fingered Jack leaves his post, comes toward the fire.

JACK

I know what I'm going to do with my share. I'm going to 'Frisco. I'll sip amontillado, buy the most beautiful women, and smoke cigarettes. How 'bout you, Alejandro?

ALEJANDRO

I couldn't hope to match the grandeur of your dreams.

JOAQUIN

Oh, come on. Tell us again about the magnificent hacienda, the love of a sweet, dark-eyed señorita who calls you Don Alejandro ...

ALEJANDRO

You keep your horse, Joaquin. I'll keep my señorita --

There is a CRACK from the darkness. The three freeze, and then Alejandro dives for his gun --

-- but stops short, a BAYONET in his face, freezing him. A soldier stands over him.

The camp is quickly circled by soldiers, some with lanterns, some on horses, all with guns leveled.

27.

A man on a superb buckskin horse looms out of the darkness: CAPTAIN HARRISON LOVE. His posture is perfect, his gaze intense. A dueling scar on his left cheek. He wears a small sword; a saber hangs in a scabbard from his saddle. First, last and always, he is a soldier. He has a Texas accent.

Love gazes down imperiously, a wanted poster in his hand.

LOVE

So. The infamous Murietta Bandits.

(nods to Jack)

And you must be Three-Fingered
Jack.

He displays the poster. It's a new one, with three drawings:
Joaquin, Alejandro ... and a three-fingered hand. Jack slips his
hand behind his back.

JACK
Maybe ... maybe not.

LOVE
I am Captain Harrison Love, of the
First Dragoons of California. And
you are my prisoners.
(mocking)
Truth to tell, I expected more of
a fight.

ALEJANDRO
If you insist.

Alejandro kicks away the rifle pointed at him. Grabs two burning
logs and virtually throws the campfire at the soldiers. SHOTS are
FIRED --

Soldiers scatter as Love's horse rears back. Jack grabs his
pistol, SHOOTS a soldier. Joaquin dives for his sword. He runs a
soldier through --

A soldier reloads his breech-loader from a cartridge pouch.
Alejandro shoves a burning log at the pouch, IGNITING it. He
pushes the soldier into two others --
The cartridges EXPLODE, taking all three out --

ALEJANDRO
Scatter!

He grabs one of the soldiers' swords. The outlaws run. SHOTS
follow them --

LOVE
You two -- secure the strongbox!
The rest -- after them!

He spurs his horse after Joaquin, the soldiers following --

28.

EXT. WOODS - VARIOUS - NIGHT

ON ALEJANDRO: who heads uphill. He breaks into a clearing, where
an ARMED SOLDIER turns and sees him.

Alejandro brandishes his sword with a flourish.
The Armed Soldier grins, pulls his pistol.

Alejandro looks distressed at the sight of the gun. He flinches, raising his sword as the SHOT is FIRED --

The SOUND of bullet hitting steel. Alejandro looks: his sword is broken. But he is okay. He grins --

Now the Armed Soldier looks distressed. He tries to re-load his pistol -- Alejandro hurls the sword hilt at him, hitting him in the head. He grabs the soldier's LANTERN, takes off.

A RIDER and a SOLDIER on foot turn and look: Alejandro's LANTERN bobs in and among the trees. They follow.

ON JOAQUIN: running down a rock-covered slope into a spill of moonlight. He pulls up short: a deadfall blocks his way. He unsheathes his sword, turns. A SHOT ricochets nearby; he dives for cover. Another SHOT kicks rock chips into his face.

ON JACK: who is chased along the shore. One soldier braces his rifle on a piece of driftwood. FIRES -- Jack crumples, shot in the leg. Soldiers converge.

ON ALEJANDRO: who comes to the edge of a steep hill. He sees Joaquin below on the rocky slope. Sounds of pursuit near.

The Rider gestures; they split up. The Soldier creeps toward the bobbing LANTERN. He steps around a tree, pistol leveled.

The LANTERN hangs from a bobbing tree branch.

SOLDIER
It's a damned trick --

He turns -- too late; Alejandro hits him hard, knocks him out. Grabs the pistol and rifle, extinguishes the lantern.

ON JOAQUIN: pinned by rifle fire. One soldier moves closer -- and has a clear shot at Joaquin. He draws a bead -- -- and a SHOT kills him --

ON ALEJANDRO: who looks up from the sights of his stolen rifle, smiles.

ON JOAQUIN: as another soldier charges forward, bayonet at ready. Joaquin parries the thrust -- but the bayonet impales him in the thigh. He cries out, clubs the man down.

Love reins up.
Joaquin stands there, sword drawn, waiting.
Love smiles. Draws the heavy saber from its scabbard.

Joaquin doesn't like the looks of this. He dodges left, but

his leg betrays him --
Love's horse sidesteps in half-pass, cutting him off.
Joaquin tries again --
Love backs the horse up, its body blocking Joaquin off. He's
playing with him, a cat with a mouse.

Love swings his saber at Joaquin, who barely parries in time, the
heavy blade knocking him off-balance. He falls backward.

Love advances. The horse rears, draws its front legs in -- a
levade. It kicks out with its front legs, smashes Joaquin's sword
from his grasp. It lands in the deadfall, out of sight.

LOVE

You are not worthy of that blade,
Murietta.

Love's face gives no hope of mercy. Joaquin gambles: he feints,
then dives, rolls beneath the horse, comes up on the other side
--

Love's buckskin pirouettes, the spin giving impetus to Love's
blade, slicing through the air, toward Joaquin's neck --

-- and suddenly THE MEDALLION IS SAILING FREE.
It lands in a crevice, stained by Joaquin's blood.

ON ALEJANDRO: his eyes wide in shock.

ALEJANDRO

Joaquin! JOAQUIN!

Furious, he breaks from his hiding place, toward Love --

ALEJANDRO

Damn you, you bastard! DAMN YOU!

He FIRES the pistol --
Love doesn't flinch. The bullet barely misses him, hits a tree
behind him. He draws a handkerchief from his sleeve, wipes his
blade, his eyes never leaving Alejandro.

ALEJANDRO

I'll kill you!

Several mounted soldiers join Love. Jack, still alive, is slung
over the saddle of one. Alejandro pulls up short.
The soldiers take aim --

Alejandro leaps for the Rider who was hunting him, knocks him off
his horse. Swings across the saddle in a trick-riding mount. He
reins the horse around, stares down at Love.

ALEJANDRO

I will see you dead, Love!

RIFLE FIRE tears up the tree beside Alejandro. He wheels the horse, disappears into the woods.

ON LOVE: as he gestures for his soldiers to pursue.

LOVE
 Go, capture him.
 (to one soldier)
 You -- bring this one's body.
 (sharp)
 And take special care with the
 head!

EXT. BAY - BEACH - MORNING

Montero's ship lies at anchor. Longboats row toward shore. The beach is undeveloped -- no buildings or docks -- but full of activity: VAQUEROS stack cured cattle hides. Trappers, traders, set out their wares.

A small knot of CABALLEROS wait, away from the others. They are powerful dons, dressed in their silver-trimmed finery.

The first longboat hits the beach. Montero steps out of it. DON LUIZ, elderly now, one eye milky with cataracts steps forward. He carries a dark wood alcalde's cane.

DON LUIZ
 (loudly)
 The Viceroy is returned!

Some cheers from the gathering people on the beach, and a number of frowns. But the caballeros applaud, step forward. Among them: DON HECTOR, who resembles a bulldog. DON AGUILAR, a bow-legged dandy.

HECTOR
 Welcome back to California, Don
 Montero.

MONTERO
 Don Hector ... It's been a long
 time ... Don Aguilar ... Don Ramon
 ...
 (smiles warmly)
 Luiz.

DON LUIZ
 Rafaél.

They embrace.

MONTERO

You look comfortable holding the
alcalde's cane, Don Luiz.

31.

Don Luiz regards the silver-handled cane in his hand. It is
distinctive -- polished, but still retaining the natural twists
and curves of the wood.

DON LUIZ

The alcalde's job is difficult --
but it does seem to suit me ...

BYSTANDER

(a little too loudly)

Ha -- the alcalde's as crooked as
his cane!

Don Luiz spots him, raises his cane angrily --

DON LUIZ

How dare you --

MONTERO

Wait, Don Luiz.

(to the Bystander)

You're unhappy with the way you're
being governed?

The Bystander screws up his courage -- and tells the truth.

BYSTANDER

... Yes.

Montero turns, addresses a TRADER, drawing in listeners.

MONTERO

And you -- you feel ill-served by
your government? Neglected?

TRADER

Except at tax time.

MONTERO

(laughs)

Of course. Tell me, Don Luiz --
are you carrying out the edicts of
Mexico?

LUIZ

As best I can --

Montero plays to the crowd, an impromptu stump speech.

MONTERO

That's the problem! You are being ruled by a government in absentia. You have no representation. No voice in your own futures ...

There are nods, murmurs of agreement. One man is not smiling as he pushes through the crowd --

32.

DIEGO.

He stares fiercely at Montero, murder in his eyes. He moves toward the front. He still uses his make-shift cane.

MONTERO (CONT'D)

That's what led to the formation of the Republic of Texas! The Republic of New Mexico! Perhaps it is time for Californios to take the reins of the destiny of California!

The crowd begins to buzz about the idea. With a smile, Montero moves on, surrounded by the dons.

HECTOR

It's a heady idea, isn't it? An independent California ...

DON LUIZ

Was General Santa Anna willing to listen to our proposal?

MONTERO

Santa Anna will listen to anything, as long as it ends with the sound of change in his pockets.

(it's great news)

He has agreed to our proposal.

The Dons are happily surprised.

MONTERO (CONT'D)

He'll be arriving at the end of the month.

DON LUIZ

My God ... that's wonderful. Wonderful news.

HECTOR

You are a miracle worker, Don
Montero.

Montero glances down the beach --

Captain Love rides toward them at full gallop. A BURLAP BAG hangs
from his saddle, holding something basketball-sized.

Love dismounts even as the horse is slowing. Diego is cut off; he
changes course through the crowd, frustrated.

Love strides to Montero, grasps his hand.

33.

MONTERO

Harrison! I was wondering where
you were.

LOVE

Don Montero! Good to see you,
sir!

DON LUIZ

On your recommendation, Captain
Love has taken command of the
presidio. He has done an
excellent job ridding the pueblo
of its less desirable elements.

ON DIEGO, moving closer. A small motion, and something drops from
his sleeve into his hand: a DAGGER.

MONTERO

When you wrote to me of the
lawlessness in California, I knew
it called for a strong hand.

Love rests his hand on the burlap bag hanging from his saddle.

LOVE

And a sharp sword.
(humbly)

In fact, I believe it is safe to
say that there is nothing and no
one to fear in all of California.

ON DIEGO: who nears his target, intent on Montero's back --

ELENA disembarks from a second long boat. As she moves up the
beach, a scent catches her attention. She investigates, plucks a
bloom from a manzanita bush.

Diego draws his arm back, the blade glinting --

ELENA (O.S.)

Father!

As one, Diego and Montero turn --

Recognition, shock, fills Diego's face.

Smiling, Elena hurries toward them.

Diego stares, frozen, as his daughter approaches --

DIEGO

(a whisper)

... Dios Mio ...

-- but then Elena goes past Diego, to Montero. Diego follows her with his eyes, feeling the pain and loss of two decades.

34.

MONTERO

Gentlemen. Allow me to present my daughter, Elena ...

Hector bows. Don Luiz's expression betrays him: he's startled by the claim. But he accepts it, and bows.

DON LUIZ

I am honored, Señorita.

Diego watches, his heart breaking.

Love takes Elena's hand. Their eyes meet.

LOVE

Elena -- your beauty is always welcome. Particularly in this barbarous place.

MONTERO

It would be welcome anywhere.

ELENA

Father, please -- his compliment was flattering enough. But thank you for leaping to my defense.

(kisses his cheek)

What would I do without you?

The dagger drops from Diego's hand. His eyes show realization: he cannot kill Montero. He stumbles, fades into the crowd.

ELENA

Father, what is this flower? It smells very familiar.

LOVE

That's manzanita. But you must be mistaken about its familiarity. It's native to California.

Elena frowns, puzzled. Don Luiz ushers them all up the beach.

DON LUIZ

Come with me, Don Montero. I've had your hacienda prepared for your arrival.

Love nearly steps on something -- The abandoned DAGGER. He picks it up, examines it. Glances suspiciously into the crowds.

CUT TO:

35.

EXT. COASTLINE - ROCKY SLOPE - DAY

The site of Joaquin's death. Empty. Quiet. Alejandro appears, exhausted. He ties his horse to the deadfall -- and sees Joaquin's sword. Stares at it a long moment.

DRIED BLOOD stains the rocks where Joaquin's body lay. Alejandro kneels beside the spot. A FLASH OF LIGHT catches his eye. Sunlight glints off of something:

THE MEDALLION.

Alejandro picks it up -- and can't hold back his tears. Alone on the rocky slope, he cries, his body hunched in mourning.

EXT. TOWN SQUARE - CANTINA - DAY

The cantina is a glorified lean-to, open view to the street and town square. Diego steps in, goes straight to the plank-and-barrel bar. Tosses coins down in front of a greasy BARTENDER.

DIEGO

Tequila.

The Bartender pours. Diego gulps it. Gestures for another. The Bartender pours. Diego nurses this one.

ALEJANDRO (O.S.)

More whiskey!

Alejandro is sitting at one of the tables. Bleary-eyed. Joaquin's sword is on the table, wrapped in a blanket.

The Bartender carries a bottle over. Alejandro looks up. Lifts his glass, waiting.

BARTENDER
Money first.

Alejandro shrugs, digs in his pockets. Comes up empty. The Bartender shakes his head in disgust, starts to move away. Alejandro grabs his arm.

ALEJANDRO
How about this?

He displays the MEDALLION. The Bartender appraises it.

BARTENDER
Silver?

ALEJANDRO
(he's not sure)
Sure.

The Bartender considers. Pours. Reaches for the medallion --

36.

A HAND closes around it. Diego's. He takes it from Alejandro.

BARTENDER
Hey --

Diego hands him some coins. The Bartender thinks about saying something, but Diego's gaze discourages him. He moves away.

DIEGO
Where did you get this?

Alejandro doesn't look up.

ALEJANDRO
It was my brother's. He's dead.

He drinks. Stares at the sword.

ALEJANDRO (CONT'D)
(to himself; a vow)
And the man who killed him will
die by his sword.

Diego regards the young man through narrow eyes. He pulls back a corner of the blanket, looks at the sword.

DIEGO

You seek revenge.

ALEJANDRO

Go away!

Alejandro turns his chair away.

DIEGO

Be careful, young man. Revenge
can have a very high cost.

Suddenly, Alejandro sits bolt upright, staring. Diego follows his
gaze --

CAPTAIN LOVE rides across the square, reins up. Dismounts. Takes
the bag from his saddle. Pauses to speak to a soldier.

Alejandro rises. He grabs the sword, walks away from the table
without a backward glance.

EXT. TOWN SQUARE - DAY

Diego catches up to Alejandro.

DIEGO

Don't be a fool.

Alejandro shoves him aside. Grips the sword's handle.

37.

DIEGO (CONT'D)

Do you even know how to use that
thing?

ALEJANDRO

The pointy end goes in the other
guy.

Diego grabs Alejandro by the elbow in a come-along hold.
Alejandro tries to shake him off, but can't. Diego twists
Alejandro's arm, pulls him into an alley --

EXT. TOWN SQUARE - ALLEY - DAY

Diego swings Alejandro against a wall.

ALEJANDRO

What the hell are you doing?

DIEGO

Saving your life.

ALEJANDRO

Get out of my way.

He tries to push past Diego. Diego jabs him in the chest with his cane, assumes a fencer's stance.

DIEGO

Get through me.

Alejandro stares at him in disbelief. Then shrugs, shakes the blanket off his sword. Swings to knock the cane aside. Diego deceives the blade -- there's no contact, though Diego barely moved. Alejandro tries again -- again Diego deceives him.

Angry, Alejandro attacks, a series of brute-strength slashes. Diego parries with little effort. They disengage; Alejandro looks at him with respect. He tries a straight thrust --

Diego parries, then envelopes Alejandro's blade, disarming him. The sword flips into the air --
Diego trips Alejandro with his cane, catches the sword --

Alejandro finds himself flat on his back, sword tip at his throat. He stares up at Diego, amazed.

DIEGO

Deception, parry, envelopment.

(presses the tip into
Alejandro's throat)

Would you care to see a thrust?

ALEJANDRO

(swallows)

No, please.

38.

Diego drops to a knee beside Alejandro.

DIEGO

You want to kill that man? I can
teach you.

Alejandro narrows his eyes, peering at the old man.

ALEJANDRO

A bargain has two sides ... what's
mine?

DIEGO

If you prove yourself an apt
enough pupil, I may have need of
you. But until then -- no more
questions, unless they concern the
sword. Understood?

Alejandro considers. Decides.

ALEJANDRO
If it means I'll be able to kill
that bastard ... Anything.

Diego nods, then hauls Alejandro to his feet. Diego extends the sword to Alejandro.

DIEGO
A fine weapon. It should be
better cared for.

ALEJANDRO
(he'll do anything)
I'll clean it.

Diego nods, satisfied.

DIEGO
Come along.

ALEJANDRO
Where are we going?

DIEGO
That's a question.

He moves away. Pause. Takes the medallion from his pocket.

DIEGO (CONT'D)
Here. Take better care of this,
too.

He tosses it back to Alejandro, who catches it. Holds it for a moment. Then slips it around his neck, follows Diego.

39.

EXT. SECRET CAVE - NIGHT

Diego disappears behind the waterfall. Alejandro gives it a wary once-over, then follows.

INT. SECRET CAVE - NIGHT

A short passage gives way to a huge cave. Lit by moonlight through the waterfall, it has a strange, otherworldly look.

A torch FLARES to life, lit by Diego. Alejandro gasps.

Diego stands on a forty-by-forty marble dais in the middle of the cave. Alejandro mounts the steps, staring in awe.

The dais' surface is inlaid with an intricate design: several circles within a large circle, with various lines of radii intersecting. It is the same design as on the medallion, although the one on the floor is more complex.

Alejandro lifts the medallion from inside his shirt. The two designs match, although the one on the floor is more complex.

ALEJANDRO

Are you ... Zorro?

DIEGO

I told you -- no questions.

Alejandro surveys the cave. There is a cot and meager supplies. There is a rack of swords, a grinding wheel, an armorer's bench. Zorro's saddle, partly restored.

ALEJANDRO

What is this place? What are we doing here?

DIEGO

I can tell you're going to be an obedient student.

(he considers, sighs)

When you were a child, Rafaél Montero was the Viceroy of California. Do you remember?

ALEJANDRO

Yes.

DIEGO

He has returned. That can only mean ill for the people of California.

ALEJANDRO

How much worse can it get?

40.

DIEGO

Montero counts among his confidants the alcalde, Don Luiz -- and Captain Harrison Love.

(beat)

Much worse.

ALEJANDRO

And you are going to do ... what?

DIEGO

We. We will find out what has prompted his return. We will discover the truth. And we will stop him.

ALEJANDRO
(sure of it now)
You are Zorro.

DIEGO
No. I'm just an old man.
(sharp)
Now, get up here!

Alejandro starts at the command -- but obeys. Diego takes Alejandro's sword, uses it as a pointer.

DIEGO
This is the training circle of the Spanish Sword School, as prescribed by the masters Carranza and Narvaez. This circle is your world, your very life. Whatever occurs within this circle is crucial to your existence. Outside of it ...
(beat)
There is nothing outside of it.

ALEJANDRO
But Love is --

DIEGO
There is nothing outside of it. As your mastery of the sword increases, your circle expands -- your world becomes larger.

Alejandro is a bit skeptical -- but doesn't care.

ALEJANDRO
When do we begin?

DIEGO
We have begun.

41.

Alejandro reaches for his sword. Diego holds it away.

DIEGO
What are you doing?

ALEJANDRO

If I'm going to learn swordplay,
I'm going to need a sword.

Diego stares at him. Shrugs. Hands him the sword.

DIEGO

Very well. Show me a lunge.

Alejandro complies. Badly. His front foot is too far forward.
Diego WHACKS it with his cane.

DIEGO

Too wide ... move your foot back.

Alejandro drags the foot back, his heel SQUEAKING on the floor.
Unsatisfied, Diego WHACKS it again. Alejandro drags it back a bit
more. Diego nods.

DIEGO

Turn your knee out. Out!
(he whacks the knee)
Straighten up --
(whacks his side)
I want a lunge, not a remise.

He walks around Alejandro, inspecting. And then Diego reaches out
with his cane and taps Alejandro lightly in the chest.

Alejandro can't hold the lunge. Almost in slow motion, he
topples. The sword CLATTERS across the floor. Diego picks it up.
Looks down at Alejandro.

DIEGO

I'll keep this until you need it.

INT. SECRET CAVE - VARIOUS

Alejandro stands with his feet on two parallel lines. Diego SNAPS
his fingers, cueing Alejandro's advances and retreats. Diego
stops. Points. Alejandro's stance is now too wide. He returns his
feet to the lines. Diego resumes snapping.

Alejandro exercises: lunge from a squat, return, again. Diego
works on the sword at the foot-operated grinding wheel. Alejandro
stops. Rub his sore thighs. Diego stops grinding -- but doesn't
turn. No matter. Alejandro resumes the drill. Diego resumes
grinding.

CLOSE ON: Diego and Alejandro, staring grimly at one another,
circling slowly, as if locked in duel *corps a corps*. A WIDE SHOT
reveals the two men embraced, dancing along the radii.

The footwork drill again, but now Diego snaps a whip at Alejandro's feet, prompting his advances and retreats. Diego stops, points. Again, Alejandro's stance is too wide.

Alejandro advances and retreats. A length of cord now binds his feet, keeping his stance correct.

Diego CRACKS the whip. Following a radius, Alejandro retreats; on a circle, he turns, executes a fleche, advances; on another circle, turns, executes a balestra. Stops. A quick, silent prayer -- and looks at his feet.

His stance is perfect. He grins. Diego WHACKS him with his cane.

DIEGO

Never look at your feet. Don't think about your feet.

ALEJANDRO

You seem pretty occupied with them.

Diego ignores the barb. He holds the spadroon out.

DIEGO

Let's see if you're ready for the sword.

Alejandro takes it, examines it in wonderment. Diego has cleaned up the sword, sharpened it. It shines. Alejandro practices a few swipes.

DIEGO

No, no, no. Not like that!

He tries to reposition Alejandro's hand on the hilt.

DIEGO

Don't hold it too loosely -- but don't crush it, either. Hold it -- hold it the way you'd hold a woman.

Alejandro tries to adjust his grip. Gives Diego a sidelong glance. He's not getting it. Diego watches him fumble.

DIEGO

(exasperated)

Hold it the way you'd hold yourself.

Alejandro immediately grips the sword correctly.

DIEGO
(not surprised)
Perfect.
(beat)
And now, we begin with the parry
primero. It evolves naturally
from unsheathing the sword ...

He demonstrates with his cane. Alejandro attempts it -- wrong --
and gets WHACKED for his trouble. Diego shakes his head.

DIEGO
This will take a lot of work.

EXT. ESTATE - DAY

Montero's hacienda. Huge, palatial. Bell towers rise above
fountains and archways, surrounded by manicured gardens.

INT./EXT. ESTATE - COURTYARD - DAY

Montero and Don Luiz walk through a grand tiled courtyard.
Stairs lead to an overhanging gallery. On one wall, PAINTERS fill
in the rough outlines of a map of North America.

A huge round table dominates the courtyard. A WOODWORKER carves a
design into the tabletop: a stylized bull and bear.

DON LUIZ
Every cabellero in California has
agreed to attend the junta. And
the governor, as well.
(fishing)
Does the house meet with your
approval ..?

MONTERO
Yes -- if the work is done on
time. I would prefer not to
include laborers on the guest list
--

Through an archway, Montero spies Elena, on horseback, riding at
full gallop. He smiles -- but it becomes a look of dismay. She
rides astride the horse, rather than sidesaddle.

MONTERO
ELENA!

The joy drains out of her face. She reins the horse up. Montero
strides toward her, Don Luiz trailing.

MONTERO (CONT'D)
That is not a proper way for a
lady to ride.

ELENA

Yes, Father.

MONTERO

If you don't care about my feelings, at least have the courtesy not to offend Don Luiz.

ELENA

I'm sorry. My apologies, Don Luiz.

Montero glares at her sternly. She turns so she sits sidesaddle, adjusts her skirts primly. Montero nods. She urges the horse forward in a sedate trot.

DON LUIZ

A daughter can be trying at times.

MONTERO

They are women, after all.

(a sigh)

I keep hoping she'll find a suitable husband ...

DON LUIZ

Perhaps Captain Love?

MONTERO

Captain Love has his merits, but ... truth be told, I'd prefer she meet a more cultured Spanish gentleman.

EXT. TOWN SQUARE - SIDE ALLEY - DAY

ON ALEJANDRO, slumped in the back of small mule-drawn wagon. Hat low on his face. Clean-shaven now. Even so, he's clearly not a gentleman.

Around the corner there is a commotion: men yelling, the whinny of a high-spirited horse.

LOVE (O.S.)

Be careful, you idiots!

That gets Alejandro's attention. He leaps from the wagon, goes to investigate.

EXT. TOWN SQUARE - DAY

Three Indians are wrangling a horse: A HUGE BLACK STALLION. It

rears and bucks. They can barely hang onto the riatas around the horse's neck. Alejandro stays in the shadows. Love and Corporal Lopez watch the Indians.

45.

LOVE

They know nothing about handling a horse. Are you sure they're Indians?

(Lopez shrugs)

Apaches. Now, they know horses. Fierce warriors, too. Too bad there aren't any Apaches in California.

LOPEZ

(he doesn't mind)

Yes, sir. A real shame.

Love shakes his head, strides away -- toward Alejandro. Alejandro's fists clench -- he's ready to get his revenge right now.

DIEGO

(from behind)

I told you to wait in the wagon.

Alejandro looks back at him. Love passes without a glance at the pair.

DIEGO

Haven't you learned anything? If he'd spotted you --

ALEJANDRO

He didn't even look at me.

DIEGO

Good thing, too. You'd be reunited with your brother if he had.

ALEJANDRO

He won't recognize me -- without my beard --

DIEGO

The beard has nothing to do with it. It's your anger. Your hatred. It marks you as an enemy.

Alejandro doesn't want to hear it. Diego is insistent.

DIEGO (CONT'D)

You can never give anything away.
Show your opponents only what you
want them to see.

ALEJANDRO

Hell. I want him to see hell.

46.

Diego grabs Alejandro's shoulders, turns him toward the square,
where the Indians wrestle with the horse.

DIEGO

Look at that horse. At its eyes.
Your eyes are like that -- fiery,
violent. You cannot let your eyes
betray you. Ever.

Alejandro nods impatiently -- he's got it. He watches the horse.
Corporal Lopez snaps a whip at the Indians.

LOPEZ

Take it to the cuartel! I'll
break it myself.

ALEJANDRO

A magnificent animal.
(baiting Diego)
He looks like Zorro's horse,
doesn't he? Maybe his bloodline?

DIEGO

(can't help but smile)
If the stories of Tornado are
true, there're probably whole
herds of black horses out there.

Diego walks away. Alejandro moves to follow -- and something
catches his eye: a peddler's stand, with a display of brightly
colored silk cloth. But Alejandro is only interested in one
thing:

A black scarf.

EXT. CUARTEL - NIGHT

A military barracks/stables/corral. Lights in the barracks
windows.

A SHADOWY FIGURE moves toward the cuartel. Suddenly, the figure
whirls, freezes: a RIDER bears down on him --

The rider reins up short: ELENA. She is shocked. Before her is:

ALEJANDRO. In his version of the ZORRO outfit. Striking. They stand there, staring at each other. A palpable electricity. And then he SMILES. It startles her.

Zorro lifts a finger to his lips: 'Shhh.'
Elena narrows her eyes, unsure.

Her horse whinnies, shuffles nervously. Zorro catches its bridle -- and makes the 'Shhh' gesture to the horse as well. Elena can't help but smile at that.

47.

Zorro grins up at Elena.

ZORRO
Be careful, Señorita. There are dangerous men about.

He tips his hat. Then slips into the darkness.

Elena watches him go ... and toys with the neckline of her dress, a little warm. She catches herself doing it. She feels ashamed. Angry with herself, she urges her horse forward --

-- toward the small mission that stands across the square, the church doors open.

INT. STABLES - NIGHT

In a stall are the three Indians from the town square, chained to the stable wall. They look scared, defeated. The stable door CREAKS open -- and Zorro slips in.

OLD INDIAN
A bandit breaking into jail?

INDIAN 2
What more could they steal from us?

OLD INDIAN
The Night Ghost has returned!
Zorro is here to save us!

Zorro sees their predicament, shakes his head.

ZORRO
Sorry -- I'm just here for a horse.

He spots the black stallion. Zorro takes bridle and reins from a peg on the wall, enters the horse's stall. The horse is finicky, but Zorro murmurs to him, fits the reins over his head. Spies a

saddle thrown over the stable wall.

OLD INDIAN

Please, señor. They are going to
make us desaparecidos.

INDIAN 2

He's not Zorro. He's just a horse
thief.

Zorro saddles the horse, talking softly in his ear. Leads him
from the stall. Then he tries to mount.

The horse EXPLODES, bucking wildly --

48.

Several stalls are SMASHED open, horses running out. The black
horse leaps out the door. Zorro's head hits the frame.

EXT. CUARTEL - NIGHT

The horse BUCKS violently. Incredibly, Zorro hangs on. The horse
is searching for an exit. Too much fence. He sees the lighted
windows of the cuartel. Heads for them.

ZORRO

Whoa! WHOA!

INT. CUARTEL - NIGHT

Corporal Lopez cocks and uncocks a pistol and swigs tequila as a
SOLDIER bandages Lopez's bleeding leg.

CORPORAL LOPEZ

I'm going to kill that horse.

SOLDIER

What will you tell Captain Love?

CORPORAL LOPEZ

The truth -- it hurt a leg. It
had to be shot.

He hears a noise, tilts his head, listening.
Suddenly THE HORSE CRASHES through the window, taking a good
part of the wall with it.

PANDEMONIUM as soldiers scurry for safety --

Zorro's head cracks against the roof beams as the horse bucks.
It spins, knocking tables and chairs into soldiers --
Lopez dives beneath a bunk --

Zorro finally flies off, lands face-to-face with A STRONG BOX -- the one the Muriettas previously stole. The lid's ajar; the gold ingots are visible.

Zorro's eyes go wide. He grabs a few ingots, stuffs them into his pockets. He wants more. He glances around -- spots a lariat. Loops it a few times around the strong box --

A shot rings off the box. Soldiers move toward Zorro --

Zorro grabs pistols from racks on the wall, FIRING and dropping them with lightning speed, even as he ties the rope off on the horse's saddle horn. Zorro leaps on --

The horse starts BUCKING AGAIN. It rears and spins -- and gets caught between two support beams. Behind them, a soldier raises a pistol --

49.

Zorro sees him, draws his sword, but can't reach the soldier. The horse sees him, too --
-- and KICKS, smashing the soldier backwards.

The horse twists, cracking the support beams, freeing itself.

The BEAMS CREAK -- and then GIVE WAY --

EXT. CUARTEL - NIGHT

-- the building is COLLAPSING AROUND THEM as Zorro and the horse leap out the door --

-- which is too low. Zorro is knocked backward off the horse. He rolls to his feet in time to see --

THE HORSE, galloping away, dragging the strongbox behind him.

ZORRO
Wait! Come back!

He glances back: soldiers pick their way out of the debris as broken lanterns set it afire. They spot him. He RUNS --

EXT. TOWN SQUARE - NIGHT

Zorro spots the open church door. Sprints for it --

INT. CHURCH - VESTIBULE - NIGHT

Zorro steps inside. FRAY FELIPE appears behind him, startling him.

FELIPE

What may I do for you --

Zorro grabs him, puts a hand over his mouth. Felipe struggles -- than sees his assailant clearly for the first time.

ZORRO

Don't yell. I seek sanctuary.

He removes his hand. Felipe isn't angry; far from it.

FELIPE

If that mask means what it used to -- there's no need to even ask. Come.

He pulls shut the outer doors, bars them.

50.

FELIPE (CONT'D)

Although I must say -- the years seem to have been far kinder to you than they've been to me.

INT. CHURCH - CHAPEL - NIGHT

A modest chapel. Pews, altar, crucifix.

FELIPE

I'll try to send your pursuers off chasing phantoms.

ZORRO

They may not like that.

FELIPE

The Lord will grant us shelter from adversity.

From outside comes the sound of pursuit. Banging on the exterior door.

FELIPE (CONT'D)

But a good hiding place can't hurt.

He exits hurriedly, shuts the chapel doors behind him. Zorro glances around the chapel. Spots --

THE CONFESSIONAL. It's a cloth-roofed floor-to-ceiling job that almost reaches the choir loft. Zorro slips into the father-confessor's side. He sighs, leans his head back --

INT. CONFESSIONAL - NIGHT

INTERCUT when necessary between Zorro and Elena.

ELENA (O.S.)

Padre?

Zorro freezes. He doesn't answer.

ELENA (O.S.)

Padre? Excuse me?

Zorro shrinks back, trying to hide. She raps on the partition. Zorro has no choice. He slides it back.

ZORRO

Yes?

ELENA

Forgive me, Padre, for I have sinned. It's been three days since my last confession.

51.

ZORRO

How many sins could you have committed in three days? Come back at the end of the week.

Elena's a little puzzled.

ELENA

Excuse me?

Zorro peers through the screen at her -- and catches his breath. The screen and shadows restrict his view. He can see only her eyes -- large and lovely -- but he knows who she is.

ZORRO

I mean ... Tell me your sins.

ELENA

I have broken the fourth commandment.

ZORRO

You, ah ...
(a wild guess)
... stole something?

ELENA

No -- I dishonored my father --

ZORRO

Oh, the fourth commandment. I thought you said, um ... a different one.

ELENA

I try to behave properly -- the way my father wants me to. But I'm afraid ...

(she is ashamed)

My heart is too wild.

That gets his attention.

ZORRO

Please. Go on.

ELENA

When I was young, I sought out the company of Gypsies ... I learned to hunt -- and fence --

(defiant)

And I hate to ride sidesaddle!

(this is the hardest)

And, just now, I saw -- there was a man.

52.

She's shifted behind the screen -- now only her lips are visible. She smiles excitedly.

ELENA (CONT'D)

I think he was a bandit.

ZORRO

Really? Black mask, that sort of thing?

ELENA

Yes. And he looked at me -- I mean, when I looked at him ... Padre, I felt like I was on fire. I felt ...

(downcast now)

Improper.

Zorro is happily astonished -- and knows how she feels.

ZORRO

You felt like the ocean was roaring in your ears.

ELENA

Yes -- exactly --

ZORRO
Like you couldn't draw a breath.

ELENA
Yes ...

He leans forward, his forehead against the screen.

ZORRO
And you wondered how that face
would look laughing ... or
sleeping ... or bathed in the soft
glow of moonlight.

ELENA
(a whisper)
Yes ...
(suddenly aware of
what's been said)
Who are you?

There is a commotion outside the chapel doors.

LOVE (O.S.)
Believe me, priest -- if you're
sheltering this 'Zorro', it will
not go well for you.

Zorro realizes he's got trouble. He draws his sword.

53.

ZORRO
(quickly)
Señorita, you've done nothing
wrong. Your heart will lead you
properly. Now -- go.

INT. CHURCH - CHAPEL - NIGHT

The chapel doors bang open. Love, with a company of soldiers,
marches in, Felipe hurrying alongside.

FELIPE
This is God's house -- I will not
stand for you to come in here --

LOVE
(warning)
'To subvert a man in his cause,
the Lord approveth not.'
Lamentations 3:36.

Elena steps out of the confessional.

ELENA

Captain Love -- I thought I heard
your voice.

LOVE

Elena! What are you doing here?

ELENA

Confessing?

LOVE

To whom? The priest is here.
(to confessional)
Step out! Immediately!

The confessional door stays resolutely shut. Love draws his
pistol, FIRES into the door of the confessor's side.

LOVE

(nonchalantly)

Open fire.

The soldiers empty their rifles into the confessor's booth, the
cacophony of GUNSHOTS echoing in the chapel.

Silence. Smoke hangs in candlelight. The confessor's door creaks
open. It is empty. Love peers inside, up --

There's a ragged hole in the ceiling of the confessional.

LOVE

Search the chapel and the loft --
and the rectory! Find him!
(more)

54.

LOVE (Cont'd)

(to Felipe)

I will deal with you later.

EXT. TOWN SQUARE - CHAPEL ROOF - NIGHT

Zorro's hurries to the roof's edge, searching for an escape
route --

In the alley, THE HORSE munches scrub grass. The strong box rope
is still tied to his saddle.

ZORRO

Psst! Horse! Come here!

The horse keeps munching.

ZORRO
Hey! Get over here!

Nothing. Frustrated, Zorro lets out a whistle --

The horse's head jerks up. Zorro gapes as the horse trots over to below him. He jumps from the roof into the saddle. The horse leaps forward -- but Zorro gets him under control. He rides from the alley --

EXT. CUARTEL - NIGHT

Zorro reins up near the cuartel -- he is dismayed at the extent of his handiwork. The cuartel is a ruin, parts of it burning; the stables is wrecked; the horses run free. Zorro pats the horse gently on the neck.

ZORRO
We make an excellent team.

THE INDIANS hurry past him.

OLD INDIAN
Thank you -- I knew you wouldn't let us down.

ZORRO
Think nothing of it.

A final wall falls over. Lopez, still beneath the bunk, realizes he is exposed. He looks up at Zorro.

CORPORAL LOPEZ
Who -- Who are you?

Zorro can't resist. He draws his sword. Lopez flinches. With a fluid stroke, Zorro carves a 'Z' on an adobe wall.

He looks at Lopez expectantly. Lopez examines the 'Z', puzzled.

55.

CORPORAL LOPEZ
I'm sorry -- I cannot read.

ZORRO
(exasperated)
It's a 'Z' -- for Zorro!

He spurs the horse.

ZORRO (CONT'D)
Vamanos --

(he names the horse)
Tornado! Vamanos!

Love and his soldiers reach the church doors, Elena and Felipe trailing them, just in time to see --

ZORRO GALLOPS PAST, strong box dragging behind him.

Love gapes after him. Then --

LOVE
Dammit -- round up those horses
and get after him!

He and the soldiers hurry down the steps. Elena and Felipe exchange a conspiratorial grin. She moves away; he goes inside.

INT. CHAPEL - FOYER - NIGHT

The lid of the POOR BOX is slightly ajar. Curious, Felipe moves to it, opens it --

He stares. INSIDE THE BOX are several GOLD INGOTS.

FELIPE
Thank you, Zorro.

He lifts out an ingot -- then glances heavenward. Crosses himself.

FELIPE (CONT'D)
Thank you, too.

CUT TO:

INT. SECRET CAVE - MORNING

Diego paces on the dais. Turns at the sound of --
ZORRO, on the black horse, rides into the cave. Diego gasps --
it's like seeing a ghost.

56.

DIEGO
What the hell were you thinking?
Did I give you permission to go
out? And dressed like that --

Alejandro strips off his mask, slips off the horse.

ALEJANDRO
I needed a horse.

DIEGO
You're a fool --

Alejandro yanks the rope, dragging the strong box into the cave. He snaps it open, revealing the gold ingots.

ALEJANDRO
I got the horse! I got the gold!
I got away! Hell, I even rescued
some Indians.

Diego looks at the gold, genuinely shocked. He picks up several ingots, thinking. Turns to the seething Alejandro.

DIEGO
Good work.

Alejandro wasn't expecting that.

ALEJANDRO
Thank you.

DIEGO
Montero is convening a junta of
the dons next week. You are going
to be there.

ALEJANDRO
And how are you going to make that
happen? I'm no don.
(angry)
I am tired of waiting. It will
not be a particularly satisfying
revenge to watch Love die of old
age. I could have killed him
tonight. I'm ready.

DIEGO
You're right.

ALEJANDRO
I am?

DIEGO
You are no don.

He takes something from a table --

57.

DIEGO (CONT'D)
I've made you a swordsman. Now I
must make you a gentleman.

He holds out something to Alejandro:
A FORK.

Alejandro looks at it. Stares at Diego. Then, resigned, he reaches out and takes the fork, holding it in his fist.

DIEGO
Don't hold it like that. Like
this.
(manipulates
Alejandro's hand)
This will take a lot of work.

EXT. CUARTEL - MORNING

Montero and Love inspect the still-smoldering wreckage of the building. Soldiers round up horses, salvage what they can.

LOVE
The priest aided him. From now
on, he'll be ministering to a
whole new flock of lost lambs.
(musing)
How could one man cause so much
destruction?

Montero comes upon the 'Z' slashed into the wall. He freezes,
wide with shock and fear.

LOVE
Oh, yes that ... He called himself
'Zorro'. The fox.
(appraising the 'Z')
Just a bit ostentatious.

Montero reaches out and touches the 'Z', feeling the scarred
clay. He withdraws his hand. It is shaking. He clenches it.

MONTERO
Find him. Find the man who did
this and kill him.
(at Love)
I want him DEAD!

Love takes a step back from him. Soldiers stare at the outburst.
Montero unconsciously rubs his neck, where the scar of the Z is
hidden.

MONTERO
And ... get that letter off
the wall.

He spins and leaves. Love glances at the 'Z' -- then back at Montero curiously.

EXT. ESTATE - DAY

58

Guests arrive, women in coaches, husbands riding beside them, their horses bedecked in decorated tack and saddles. Servants trail behind them. Grooms provide Old World valet parking.

The guests move along a carpet of red and yellow flowers, to the entrance, where they present their invitations and are greeted by Montero and Elena.

The GOVERNOR, a sour little man, and his wife arrive.

MONTERO

Governor! It's an honor.
Pleasant journey, I hope?

GOVERNOR

No thanks to that damned horse.
All I want is chair with a very
thick cushion --

Something is causing a stir at the far end of the carpet. The arriving guests part, allowing Montero and Elena to see --

ALEJANDRO. Don Alejandro. Wearing silver-trimmed cabellero finery, astride Tornado, also in spectacular tack. Dashing. Behind him, Diego arrives on a donkey.

Alejandro dismounts, enjoying the impact he's making. As they move down the carpet, he and Diego confer surreptitiously.

DIEGO

Remember -- you're the son of
Bartolo Castillo.

ALEJANDRO

There's no chance his real son
will show up, is there? Or dad
himself, for that matter.

DIEGO

No. Bartolo has been dead for
years. And he and his wife had no
children.

Alejandro stops short. Diego covers the pause by brushing Alejandro's jacket.

ALEJANDRO

Then how the hell is this going to
work?

DIEGO

He did have many mistresses. Just behave as I've taught you. You'll win Montero's confidence.

(nudges Alejandro forward)

ALEJANDRO

Great. What about my confidence?

DIEGO

Stop worrying. I'm certain that if you want to, you can be one charming bastard.

They reach the vestibule. A servant holds out a hand for Alejandro's invitation. He ignores him, strides to Montero.

ALEJANDRO

Good evening, Don Montero. I am Don Alejandro Castillo y Garcia.

Alejandro takes Montero's hand, dips one knee and inclines his head in greeting. Montero is surprised -- then beams.

MONTERO

I haven't seen that in years --
The formal greeting of the Spanish Court --

ALEJANDRO

My late father was a stickler for etiquette.

MONTERO

And who was your father?

ALEJANDRO

Don Bartolo Castillo ...

He holds his hand out imperiously to Diego, who places a land grant document in it.

ALEJANDRO

(a rote introduction)

My servant, Bernardo.

(hands over the document)

I've just arrived from Spain -- by way of Paris, Lisbon and San Francisco. I'm inspecting my family's holdings.

MONTERO

(examining the grant)

Considerable holdings. And what

brings you to my doorstep?

60.

ALEJANDRO

My father often spoke of California. That it could be a land of opportunity -- for a man of vision.

MONTERO

And you're a man of vision?

ALEJANDRO

I'm a man in search of vision.

Montero cocks an eyebrow, smiles. Diego is pleased and proud of Alejandro's performance.

MONTERO

News travels far, I see.

ALEJANDRO

Yes. But it seems I've interrupted a prior engagement. I'll call again --

Alejandro turns away. Diego catches his eye, dismayed.

MONTERO

Please, it would honor me for you to join us.

Alejandro grins at Diego, turns back.

ALEJANDRO

It would honor me to do so, sir.

MONTERO

May I present my daughter, Elena.

Alejandro kisses her hand above the wrist, eyes never leaving hers.

ALEJANDRO

Charmed. I'm afraid I've brought no gift for the hostess -- Oh, wait a moment! Have you seen this one?

He performs a magic trick, produces a beautiful rose. That surprises even Diego. Elena is nonplused, but takes it out of courtesy.

ELENA

Gracias.

Alejandro nods, strolls toward the ballroom. Montero looks after him appraisingly, Diego in slack-jawed shock.

61.

ALEJANDRO (O.S.)
Bernardo -- attend me!

Diego shakes himself, hurries to catch up to Alejandro.

DIEGO
Yes, Don Alejandro. Right away.

Elena starts at his voice -- stares after him. More guests arrive, and she must turn her attention to them. But she glances over her shoulder, perplexed.

INT. ESTATE - BALLROOM - DAY

A fiesta in full swing. People sit at tables as their servants bring them food and drink. An ORCHESTRA plays festive music. Couples dance formally. Some people clustered in knots, engaged in serious discussions.

ON DIEGO AND ALEJANDRO: surveying the scene. Alejandro holds his glass up.

ALEJANDRO
I need more wine.

DIEGO
You're not here to sample every cask in Montero's cellars. You've got a job to do.

ALEJANDRO
I don't really like the wine. I just like ordering you around.

He notices Elena approaching.

ALEJANDRO (CONT'D)
No more back talk! Do as you're told.

DIEGO
(he has no choice)
Yes, Don Alejandro.

Again, Elena peers at him briefly as he moves away.

ALEJANDRO

Good help is so hard to find,
don't you think? Good evening
again, doña Elena.

ELENA

My father has asked me to invite
you to his table.

62.

ALEJANDRO

Splendid.

He takes her arm. She allows it. She leads him to a table, where
Montero sits with Don Luiz, Hector and Love, and the Governor.
One of those party conversations that drifts between seriousness
and levity.

Alejandro and Elena arrive in time to hear:

HECTOR

He's not a threat. How could he
be? He'd be an old man by now.

MONTERO

As old as I am, Don Hector?

Hector stammers. Montero and the others laugh. Alejandro helps
Elena into her chair. Love doesn't like that.

MONTERO

Don Alejandro! Join us!
(makes introductions)
Don Luiz, Don Hector, the Governor
... And this is Captain Love.
Captain Love is in command of the
presidio.

ALEJANDRO

Pleased to meet you, Captain.
Strange for an American to command
a Mexican presidio.

LOVE

These are strange days we live in,
sir.

ALEJANDRO

Sir! I like that. The manners
are the only thing I've ever
admired about the military. I
have no taste for it otherwise.

LOVE

Our loss.

(returns to the topic)

As I was going to say -- this may not even be the same man. After all, a mask never ages.

ALEJANDRO

Ah -- we're discussing the theater. A comedia de capa y espada, perhaps?

DON LUIZ

No. We're discussing Zorro.

63.

ALEJANDRO

Really. Fox-hunting, eh? All those noisy dogs --

LOVE

(smirks)

This is a man who calls himself Zorro.

DON LUIZ

Twenty years ago, he helped agitate the peasants to revolt against Spain.

Alejandro looks down at his table setting -- It is a VAST ARRAY. He is bewildered. Considering it all, he reaches for a piece of bread, draws the butter closer.

HECTOR

Maybe he'll convince them to help us throw off Mexico.

Alejandro's hand hovers over several different knives, without a clue as to which is which.

MONTERO

And then he'd just set them against their new rulers. He is an anarchist -- nothing more.

Alejandro gives up; he pushes away the butter and bites into the roll, resigned to munch it dry.

ELENA

I wonder ... would the people embrace Zorro if there wasn't a need for him?

There's a slight awkwardness. Women should be seen, not heard.

MONTERO

Elena ...

ELENA

(ignoring the rebuke)
Some of the servants seem ...
well, jubilant about his return.

MONTERO

I'll dismiss them immediately.
(laughter)

Diego has returned with Alejandro's wine. He stands behind Alejandro's chair --

64.

ELENA

They believe Zorro is one of their
own. That he's their protector.

Alejandro looks up sharply. He's never considered that. Diego also looks at Elena -- but then looks away.

LOVE

Fairy tales ... to be expected
when you talk to people beneath
your station.

Diego sets the wine in front of Alejandro. Alejandro jostles his arm, spilling the wine on his table setting.

ALEJANDRO

You idiot! Clean these and return
them to their places!
(to the table)
Excuse him ...

Alejandro shoots Diego a plea with his eyes. Diego realizes what Alejandro is asking for. He wipes the silverware with a napkin, returns them to their places.

DIEGO

The butter knife at the top. The
soup spoon, here. Salad fork,
here; bread knife; entrée fork;
desert fork --

The conversation continues over him. The Governor weighs in, readjusting the big, soft cushion under him as he speaks.

GOVERNOR

I believe that those who govern must always hold themselves above the people they rule. So as to determine what's best for them.

ELENA

I'm not so sure. There's something to the idea that people can govern themselves.

She's gone too far. The men don't know what to say. Montero's embarrassed. He chuckles, tries to cover the faux pas.

MONTERO

A woman's grasp of politics. What can I say?

Diego rights the wine glass, whispers in Alejandro's ear.

65.

DIEGO

(sotto)

And the napkin goes in your lap, not tucked in the front of your shirt.

Alejandro gives him an angry glance, shoos him away.

ELENA

What do you think, Don Alejandro? Are the people capable of guiding their own lives?

Alejandro's on the spot. He considers his answer.

ALEJANDRO

I think ... that sheep will always need shepherds.

Elena scowls at him. Alejandro picks up his soup spoon -- actually gives it a happy glance -- and begins to eat.

DON LUIZ

Well spoken.

GOVERNOR

Absolutely.

Montero appraises the young man, smiles. Love doesn't like it.

LOVE

Enough of this. We're at a party. Elena -- would you care to dance?

He offers her his arm. Elena gives Alejandro a final glare.

ELENA
Yes. Absolutely.

She puts her hand on his arm -- but Montero removes it.

MONTERO
I'm sorry, darling, but I need a few moments of Captain Love's time. Perhaps ...
(to Alejandro)
Don Alejandro, would you indulge my daughter?

Alejandro was enjoying the soup. One last sip --

ALEJANDRO
I'd be delighted.

She considers a protest -- but Alejandro, quite pleased, is already leading her away. Love stares daggers.

66.

CONTINUED:

DON LUIZ
An impressive young man.

MONTERO
Yes. We should include him in the junta.

LOVE
Can we trust him? We know nothing about him. He's only just arrived in California --

MONTERO
And that just means he's a gachupín. Like me. More importantly -- he is a Spaniard.
(pointed)
One of us.

Love sets his jaw, says nothing ...

ON ALEJANDRO AND ELENA: As she grudgingly allows him to lead her to a spot among the waltzing couples.

ALEJANDRO
Give me a chance, señorita. I'm not as bad as you think. I could have just as easily said music needs notes or pigs need slops.

ELENA

What does that mean?

ALEJANDRO

(spreads his hands)

I have no idea.

(smiles)

Shall we?

He opens his arms to her. A moment, and then she accepts. They begin to waltz.

ON MONTERO -- who is leaving the ballroom, Don Luiz in tow. Montero glances once back at Alejandro and Elena, smiles -- and then exits.

Diego, watching him darkly, follows.

INT. ESTATE - HALLWAY - DAY

The music is softer, distant. Diego moves down the empty hallway. Pushes open a heavy wood door. Glances in --

67.

INT. ESTATE - STUDY - DAY

Books, empty chairs, a table. On the wall is a portrait of Montero and a ten-year-old Elena. He can barely stand to look at it. He pulls the door closed, starts up the hall --

INT. ESTATE - HALLWAY - DAY

SOUNDS of FOOTSTEPS, approaching. Diego reverses direction smoothly, ducks back into the study --

INT. ESTATE - STUDY - DAY

-- and pulls up short. Standing in the previously empty study are Montero and Don Luiz, looking down, examining a map.

DON LUIZ

If Santa Anna ever learns the truth --

MONTERO

(angry, at Diego)

What do you want?

Diego gapes. Where did they come from? But he watches as Don Luiz folds the map protectively, puts it in an oilskin pouch.

DIEGO

I, uh ... The kitchen. For more

morcilla --

Diego's eyes sweep the room. No other doors or windows.

MONTERO

It's on the other side of the dining hall. Go.

DIEGO

Muchas gracias, señor.

Diego bows, and backs away.

INT. ESTATE - BALLROOM - DAY

Alejandro and Elena waltz together beautifully. The song ends. Light applause from the dancers. The orchestra begins a fandango. Elena turns away. He catches her arm.

ALEJANDRO

It would be a shame to quit now. We seem to be in step, Elena.

ELENA

Footwork and spirit are not the same thing.

ALEJANDRO

Does that mean you're afraid you can't keep up?

68.

He strikes a stance -- throwing down the gauntlet. A moments consideration, and then she takes up the challenge.

This dance is much hotter than the first. Alejandro dips Elena, pulls her close. She gasps at the contact -- then returns it, sensually. They become more bold, more erotic, with complete disregard for the other dancers. The other dancers step aside, leaving the floor to Alejandro and Elena.

Love looks on in disgust.

Diego comes back into the ballroom -- and stops short. He sees the way Alejandro is dancing with his daughter -- and doesn't like it.

Montero and Don Luiz come in behind him -- and Montero also stops short. He's not too happy at what he sees, either.

Montero and Diego wear the exact same expression: that of a protective father.

DON LUIZ
Shocking.

Both Montero and Diego snap a look at him. Then Montero pushes Diego aside, moves toward the couple.

A crescendo; the dance ends with them tightly embraced, breathing hard, barely within decorum.

ALEJANDRO
You see, Elena? We aren't so different. Not at heart.

ELENA
So now you know my secret. You can keep a secret, can't you?

ALEJANDRO
I'm getting better at it.

He spots Montero coming his way. He disengages from Elena immediately, becomes the height of propriety.

ALEJANDRO
Thank you for the dance, señorita.

She's surprised at his change in behavior. He turns -- and runs into Montero, feigns surprise.

ALEJANDRO (CONT'D)
Don Montero! You startled me -- need to catch my breath. Your daughter is a very -- spirited -- dancer.

Montero's anger -- at Alejandro, at least -- subsides.

69.

MONTERO
She does have a problem with boundaries at times.

Elena's eyes blaze. She can't believe that Alejandro is foisting the blame onto her -- and Montero is buying it. She shoves Alejandro aside, strides from the floor.

MONTERO
I apologize if you were offended.

ALEJANDRO
Completely unnecessary, sir.

Montero accepts the absolve gratefully. He claps a hand on

Alejandro's shoulder.

MONTERO

Don Alejandro, join us in the courtyard. There's something I want to share with you.

ALEJANDRO

What?

MONTERO

A vision.

Alejandro cocks his head -- then smiles.

INT./EXT. ESTATE - COURTYARD - SUNSET

ANGLE - FROM ABOVE, looking down on the huge round wooden table, the bull and bear carved beautifully into its surface.

Select dons take seats of honor around the table. Other dons, Alejandro among them, stand in the torchlit courtyard. Montero stands beneath the mural, hidden by a curtain.

MONTERO

Governor ... fellow dons of California. Two decades ago, Spain abandoned you. Left you stranded in a sea of barbarism, as surely as if California was the island for which it was named.

(fondly)

But we can recall the golden years of El Camino Real. The fiestas, the bull and bear fights. Mules weighted with casks of mescal from Baja!

(slams his fist on the table)

And we were the masters! Not Mexican peasants! Us.

(more)

70.

MONTERO (Cont'd)

The cabelleros. The gentes de razón.

(with conviction)

It is time. Time to exert our mastery. Time to claim our birthright. My friends, I give you:

Montero pulls a cord. The curtain drops away --

MONTERO (CONT'D)
The Republic of California!

Unveiled is the completed map of North America -- showing the new COUNTRY OF CALIFORNIA. Applause and cheers.

MONTERO (CONT'D)
Once again, we will be the silver
dons. The lords of New Iberia!

Some of the younger dons cry 'Viva Montero!' and 'Viva California!' Alejandro draws a breath -- this is unbelievable.

DON PERALTA rises shakily. White-haired, refined, the oldest -- and most respected -- man in the room.

DON PERALTA
The old Spanish ways are already
being lost. And the United States
... we have long feared its
westward expansion. They are a
nation of slavery. They will
suppress the holy Catholic faith.
(nods)
Don Montero's plan is our only
course.

The dons applaud as Peralta settles back into his chair. DON COTA, a severely-dressed reactionary, reproaches Montero.

DON COTA
Are you proposing revolution?
Have you forgotten how Santa Anna
reacted to Texas independence?
(ticking them off)
The massacre at San Antonio de
Bexar. The massacre at Goliad --

Love steps forward.

LOVE
(off Cota's rhythm)
-- the massacre at San Jancinto.
But wait -- there was something
different about that one.
(more)

71.

LOVE (Cont'd)
(snaps his fingers)
That's right! Texas won. We

routed the Mexican Army and
captured Santa Anna himself.

CRIES of approval at this. Montero holds up his hands.

MONTERO

Talk of revolution and massacres
is unnecessary. Our secession
will be a bloodless one.
Gentlemen -- we are going to buy
California from Mexico.

The dons react to this with murmurs of surprise.

INT. ESTATE - HALLWAY - EVENING

Diego eavesdrops outside the doors to the courtyard. He is
startled by Elena, who comes up behind him.

ELENA

Bernardo?

DIEGO

Señorita -- I ...

He trails off, face-to-face with her alone for the first time.
She looks at him, concerned.

ELENA

What's wrong, Bernardo? You look
as though you've seen a ghost.

Diego lowers his head, assuming a subservient role -- but also
avoiding meeting her eyes.

DIEGO

I'm sorry, Señorita -- I must ...
I have to go.

He hurries away, down the hall. Elena watches him go, curious
about his reaction.

INT./EXT. ESTATE - COURTYARD - EVENING

Torches now light the courtyard. Don Cota still isn't satisfied.

MONTERO

Mexico owes fifteen million pounds
to England. They have debts to
Spain, to France ...

I find it hard to believe General Santa Anna will accept any offer for California.

MONTERO

(smiles)

Santa Anna has already accepted. He arrives in two days time to sign the treaties, and take delivery of his payment.

Another don, DON INEZ, calls out.

DON INEZ

And what are we paying him with? I saw no crates of gold unloaded on the beach when you arrived, Don Montero.

(warning)

And Santa Anna is not a man who cares for I.O.U.s.

ALEJANDRO

Except for the ones he writes himself, of course.

LAUGHTER from the room. One don thumps Alejandro on the back.

MONTERO

Quite right, Don Alejandro. Some of you have apprehensions -- understandably.

(considers an idea)

Very well. We will select a representative party. Meet me here tomorrow at dawn, and I will lay all your doubts to rest.

DON LUIZ

(sotto)

Is this wise?

MONTERO

(waves him off)

Don Inez, of course ... Don Cota ... Don Peralta, Don Aguilar ... Governor ...

His eye falls on Alejandro, who spreads his hands in a 'how about me?' gesture.

MONTERO

And Don Alejandro -- would you like to join us?

ALEJANDRO
It's why I'm here.

EXT. MOUNTAINS - CANYON - GOLD STRIKE - DAY

ANGLE ON: a line of horse-drawn COACHES, coming over a rise. Black tarps have been nailed over the windows. Soldiers drive them; Love and Montero accompany them on horseback.

The lead coach stops. Montero pulls the door open. The Governor is the first out, sweating, blinking in the sunlight.

GOVERNOR
Finally! I don't appreciate this
lack of trust, Don Montero --

He shuts up, looking past Montero. Behind him, the representative party climbs out of the coach, just as awed. Alejandro is the last out. He stares --

Below the coaches is a narrow canyon, the location of a busy gold strike.

Sluices bleed water from a tiny stream, leaving the riverbed dry. A series of elaborate WOODEN PLATFORMS and SCAFFOLDINGS have been constructed, allowing access to mines that delve into the canyon walls.

The sluices, quarries, and mines are worked by MEN IN CHAINS.

Men in chains crush stone. Men in chains cart stone out of the mines, carry it down ladders in slings on their backs. Men in chains run the huge smelting pots, and the gold ore lift -- a large pulley-and-counterweight device that lifts the gold up out of the valley.

Alejandro steps down from the step, joins the other dons, staring down, taking it all in.

MONTERO
Gentlemen ... This is the means
with which we will realize our
dream.

ALEJANDRO
Gold. You've discovered gold.

MONTERO
The Indians did, actually -- but
they had no idea of its value.

EXT. DRY RIVERBED - DAY

Love addresses the dons as they climb down a stairway, onto the floor of the canyon. They pass several chained INDIANS, crushing stone into slurry, and running it through sluices.

DON LUIZ

Since the days of Father Serra, the savages have traded gold for food and clothing. Don Montero always believed we could find the mother lode.

LOVE

It was just a matter of persuading the savages to help us.

Alejandro scowls: he can imagine how they were 'persuaded.'

DON COTA

How much is there?

A PRISONER stirs a hopper of hot embers, used in pouring gold ingots. He pauses, exhausted -- and is CLUBBED back to work by one of the many guards.

LOVE

At first we were picking it up off the ground. Now it's a matter of digging and blasting.

The Governor stares at the workers in chains, their guards.

DON PERALTA

These people ... this is slavery!

LOVE

All these men are law-breakers, sir, sentenced to hard labor.

Alejandro scans the terrain. He notices something, moves casually toward it. In the mud is --

A CHILD'S FOOTPRINT. Tiny beside Alejandro's boot. He looks at Love coldly, the mystery of the 'disappeared ones' explained. He rubs out the print with his boot.

ALEJANDRO

So. This is the future of California.

MONTERO

Exactly!

Alejandro looks toward the workers -- and his eyes widen. One of the workers is staring at him. Starved, unshaven, dirty, it takes a moment for Alejandro to recognize him --

It is THREE-FINGERED JACK.

75.

MONTERO (CONT'D)

Gentleman -- We Spanish came to
the New World searching for El
Dorado ...

(beat)

And now -- We have found it!

Jack's eyes widen. He has seen Alejandro. Alejandro glances
around -- but where can he run? Jack steps toward Alejandro.
Quickens his pace, mouth opening to shout something --

SOLDIER (O.S.)

FIRE BELOW!

An EXPLOSION rocks the valley, fire erupting from a tunnel, the
blast covering the sound of Jack's shout --

WHITE SOUND as the blast ECHOES. To the visitors, Jack is just a
wild-eyed criminal with a pick, running toward them --

Love smoothly draws his pistol. Alejandro moves to stop him --

Love FIRES. Blood blossoms on Jack's chest. Jack stumbles, still
yards away from Alejandro. A soldier FIRES his rifle into Jack's
back --

Jack crawls forward, an arm reaching for Alejandro --
And then he dies.

NORMAL SOUND fades back in. Alejandro stares in horror at Jack's
corpse. He reasserts control. His gaze is unreadable.
The Governor, shaken, looks to Montero for an explanation.

MONTERO

(apologetic)

We can't allow any of the
prisoners to escape, of course.
If word got out that California
was a land of gold ...

GOVERNOR

People from all over the world
would come ...

MONTERO

Yes. That mustn't happen -- not
until it is our country.

GOVERNOR

(he's sold)
Of course.

DON COTA
I think I underestimated you, Don
Montero. I'm in. We all are.

The other cabelleros nod and murmur assent.

76.

MONTERO
Thank you.
(to Alejandro)
And you, my fellow gachupín. What
do you think?

Alejandro raises an eyebrow. Takes in the workers, the guards,
the dead man lying a few feet away.

ALEJANDRO
Why, a man would have to be crazy
to protest this.

Montero smiles, slaps Alejandro's back. Alejandro and the others
head back to the ladders that lead up to the coaches.

Love examines JACK'S BODY. Glances at his OUTSTRETCHED ARM, his
HAND with only THREE FINGERS.

It POINTS DIRECTLY at ALEJANDRO, now walking away. Love watches
Alejandro, suspicious now, his frown deepening.

EXT. MOUNTAINS - CANYON - LATER

The coaches rumble away, out of view, as we DROP DOWN TO --

The valley floor as the body of Three-Fingered Jack is dragged
through the dirt by guards. Past large rocks. Around a bend.
Past cage bars set into the ground --

-- where a child is staring out, the LITTLE GIRL from the
Watering Station. Her father, THE OWNER, pulls her back.

MINE GUARD
Everyone -- back to work!

Cage doors are opened, and dozens of other workers are released
-- women, children, old men. They are roughly shoved along.

FOLLOW THE BODY as it is dragged down the valley, then
unceremoniously dropped, near where a MAN digs in the dirt.

MINE GUARD

Another one for you, Father.
Better hurry up, we're getting
ahead of you.

The Guard laughs. The man looks up, turns --

It is FRAY FELIPE. He glances at the body.

FELIPE

... te vas a eir a infierno --

The Guard WHIPS Felipe, who crouches down. PULL BACK as Felipe returns to his work, shoveling dirt onto a newly-dug grave. Two branches form a makeshift wooden cross.

77.

CONTINUE PULL BACK from Felipe and RISE UP, to reveal the valley floor -- it is nearly covered, filled with dozens, perhaps hundreds, of the makeshift crosses.

INT. ESTATE - STABLES - DAY

Diego combs Tornado. Elena leads her horse in. Diego looks up at her -- then away. Elena notices Diego; she hands her horse off to a groom, and approaches.

ELENA

Good afternoon, Bernardo.

DIEGO

Señorita ...

She strokes Tornado admiringly. Diego wishes she would go away.

ELENA

A magnificent animal ...

DIEGO

I have to finish grooming him ...
for my master ...

ELENA

How long have you served Don
Alejandro?

DIEGO

Sometimes it seems interminable.

Elena laughs, surprised. Diego immediately realizes his gaffe, tries to cover.

DIEGO (CONT'D)

I'm sorry -- I speak out of place

--

ELENA

Don't worry, Bernardo. He won't hear if from me.

(beat)

There is something about Don Alejandro that makes me believe he is a man of character ... but it certainly isn't in the way he acts.

DIEGO

Don Alejandro is a fine man ... and he is constantly improving.

Diego combs Tornado harder. His words come with difficulty:

78.

DIEGO (CONT'D)

But sometimes ... sometimes circumstances prevent a person from saying the things ... that need to be said. The things he most wants to say.

Elena considers this. She picks up the brush and begins grooming the horse, beside Diego.

ELENA

I think ... I understand. I've felt that way.

DIEGO

Have you?

Almost against his will, Diego regards her -- for too long. She's aware of his gaze. He can't help saying it:

DIEGO

You look like your mother.

Elena snaps a look at him, puzzled at his familiarity.

DIEGO (CONT'D)

(recovering)

-- I imagine. I see very little of Don Montero in you.

ELENA

(laughs)

I think he'd prefer I was even more like her. She was very

obedient, and always appropriate.

DIEGO

Is that how he describes her? But not you? Growing up, you had trouble with rules?

ELENA

You have to ask? Yes ... I was a terror. I was always ...

(smiles at a memory)

When I was little, I hated wearing shoes. My duena would take her eyes off me for an instant, and somehow I'd have lost another pair.

(shakes her head)

I was a very willful child.

DIEGO

That must have been something to see ...

79.

They share a moment, a smile.

DIEGO (CONT'D)

What happened to your mother?

Elena looks away. A painful memory, but one she's learned to deal with.

ELENA

She died, just after I was born. I never knew her ... and my father rarely speaks of her.

Elena really appraises Diego. Something's been bothering her, and she can't keep it inside any longer.

ELENA

Bernardo -- last night, I wanted to ask you ... Have we ever met? In Spain, perhaps?

DIEGO

I haven't been to Spain in ... since before you were born.

ELENA

I'm sorry -- it's just ... your voice seems so familiar.

DIEGO
My voice ..?

ELENA
Yes. The sound of it. I swear
I've heard it before.

DIEGO
It may be ... I just have one of
those voices ...

Elena considers it. Finally shrugs non-comittally.

ELENA
I suppose. Well ... it's very
pleasant. Good day, Bernardo.

DIEGO
Vaya con Dios, Señorita.

She moves away, toward the door. Diego can't stop himself --

DIEGO (CONT'D)
Señorita!

She turns back to face him.

80.

DIEGO (CONT'D)
Perhaps ... you are more like your
mother than you realize.

She's surprised. She beams.

ELENA
Gracias, Bernardo.

She exits. Diego lets the comb drop from his hand. Leans his
forehead against Tornado.

EXT. ESTATE - FRONT GATE - DAY

The dons, in a celebratory mood, emerge from the coaches, head
for the house. Alejandro is the last one out; his mood is much
less ebullient.

Diego waits with Tornado and his donkey. Alejandro goes to him.
As he checks the cinch of his saddle:

ALEJANDRO
He's discovered gold. A lot of
it.

Diego is surprised -- but believes it.

DIEGO

Gold.

(nods, thinking)

He's going to buy California from Santa Anna -- using gold that belongs to Santa Anna.

(a mirthless laugh)

It's exactly what I'd expect from Montero.

ALEJANDRO

He's got people in chains -- working the mines. He says they're criminals.

(shakes his head)

I saw a child's footprint. And my friend Jack --

(his voice falters)

Jack was there as well.

(grim)

I think I have found the desaparecidos.

DIEGO

I think ... that it is time for Zorro to make another appearance. Tonight.

Alejandro gives him a questioning look. Before he can say anything --

81.

LOVE

Don Alejandro!

Love comes up behind him. Trailing Love are two soldiers, one of them POX-SCARRED and huge.

LOVE

I'd like a word with you.

ALEJANDRO

Yes?

LOVE

Not here. At the cuartel.

ALEJANDRO

Very well. I'll meet you there.

LOVE

I have a coach waiting. Let's all

go together.

It's not a request. Alejandro takes in the huge Pox-scarred Soldier. Smiles, shrugs.

ALEJANDRO

If it's that urgent, Captain, how
can I refuse?

He and Diego exchange a look, and then Alejandro follows the two soldiers away. Tornado snorts. Love glances at him -- then does a double-take. Shakes his head, moves away.

EXT. TOWN SQUARE - DAY

Elena moves through the square. She passes a row of stalls where Indian artisans display their wares.

A very old INDIAN WOMAN tugs on Elena's skirt. Smiling, she presses a yellow pañuelo into Elena's hands.

ELENA

Thank you. It's beautiful.

The Old Woman says something in her native tongue, touches Elena gently on the shoulder.

Elena tries the pañuelo on. (It is similar to the one Esperanza wore in the opening of the movie.) Elena smiles, delighted with it.

ELENA

How much?

Elena looks up, but the Old Woman is gone. Elena searches, sees the Old Woman back behind her stand, speaking with a young INDIAN GIRL. Elena approaches.

82.

ELENA

How much does this cost?

The Indian Girl speaks to the Old Woman, who shakes her head.

INDIAN GIRL

It is a gift, she says. In honor
of your mother.

Elena is taken aback.

ELENA

Tell her she must be mistaken. My
mother died long ago, in Spain.

The Indian Girl translates. The Old Woman makes a dismissive gesture. Speaks emphatically, indicates Elena's face.

INDIAN GIRL

She says there is no mistaking the daughter of Esperanza and Diego de la Vega. She worked for your mother on the de la Vega Estate.

(smiles)

She says your eyes are your mother's eyes.

Elena holds the scarf out, her hand trembling.

ELENA

I'm sorry. I cannot accept this --

The Old Woman waves a hand at Elena, and disappears into the back of the stand.

Elena watches her go, shaken, twisting the scarf in her hands.

EXT. DE LA VEGA HACIENDA - SUNSET

All that is left are charred, overgrown ruins. Elena climbs toward them, a carriage waiting on the road behind her.

Elena steps into the center of what is left of the hacienda. She takes a deep breath. A sudden impulse, and she turns --

-- and faces what was her nursery room, the spectacular view of the distant coastline. She steps into the 'room.' Beyond the broken remains of the window is a tall bush -- manzanita.

She leans down hesitantly. Then breathes in its scent --

Elena slumps, sits on the broken remains of a wall, buries her head in her hands. Finally she lifts her head, and looks around, questioning, still unsure.

83.

INT. CUARTEL - DAY

The Cuartel is in the midst of reconstruction. Alejandro is shoved into a chair at a desk. Love sits across from him. A water pitcher and two glasses are before him.

LOVE

I know your secret.

ALEJANDRO

Would you care to share it with me?

Love takes one of the glasses, but ignores the wine. He fills it from a container in his desk drawer, out of sight from Alejandro.

LOVE

Did you know that ancient warriors would cannibalize their slain enemies? In order to absorb their essence. Their eyes, in particular, were most sought after. To see through the eyes of an enemy was a valuable thing.

Love sips from his glass, regards Alejandro with hooded eyes.

LOVE (CONT'D)

And it's in a man's eyes that you can find the true measure of his soul.

(takes another sip)

Where are my manners? Would you care for a drink?

Love brings the container up suddenly and shoves it across the table. It rotates as it slides --

-- Alejandro is looking at the pickled HEAD of JOAQUIN MURIETTA. In the jar, the lid off.

Alejandro is startled -- but that's all. No anger in his eyes.

LOVE

Perhaps a different vintage ..?

Love slides a second, smaller jar forward. It contains THREE-FINGERED JACK'S three-fingered hand.

ALEJANDRO

Interesting taste you have.

(nods at Joaquin)

Who was he? An irate husband, maybe?

84.

CONTINUED:

LOVE

An enemy. He has a brother out there somewhere. Who will share his fate.

Alejandro remains unfazed. In fact --

ALEJANDRO

Well, I wish you luck.

-- he picks up the jar containing Joaquin's head.

ALEJANDRO
To your health.

-- and DRINKS BRINE from it. His eyes never leave Love's. Love narrows his eyes at him.

LOVE
You may not be Murietta's brother
-- but you are more than you
pretend to be.

ALEJANDRO
Am I? Maybe someday I'll see what
I look like through your eyes,
Captain Love.

With that, Alejandro pats his lips with his handkerchief, rises, saunters out.

EXT. ESTATE - HILLSIDE - NIGHT

CLOSE ON: Alejandro's eyes. He looks out at --

The Estate. Serene under the bright stars. He and Diego survey it from a secluded vantage point. Tornado is tied to a tree. A canister of kerosene sits to one side.

DIEGO
There must be a secret room off
the study. Search it -- somewhere
in there, they have a map of the
mine.
(off Alejandro's look)
I'm certain. It's all the proof
we need of Montero's treachery.

85.

ALEJANDRO
Montero ... What about Love?
(seeing it)
He kept my brother's head. In a
jar. He ...
(he falters)
He is a monster.

DIEGO
Alejandro -- Listen to me. There
is more at stake here than your
revenge. California must not fall
under Montero's rule. We must

expose him, his true nature, to everyone who loves and respects him.

(beat)

Please.

Alejandro considers his words.
He ties on the ZORRO MASK. Calming down.

ALEJANDRO

Yes ... very well.

Diego squeezes his shoulder, questioningly. Alejandro nods: 'I'm okay.'

DIEGO

Go over the wall at my signal.

ALEJANDRO

What's the signal?

DIEGO

(smiles)

You'll know.

EXT. ESTATE - OUTER WALL - NIGHT

Zorro moves silently from shadow to shadow. Crouches. Ahead of him, several SOLDIERS patrol the estate perimeter.

INT./EXT. ESTATE - COURTYARD - NIGHT

Montero and Love sit at the table. Before them is the oilskin pouch. Spread out is the map to the mines. Love gazes at the wall, at the huge map of North America above them.

LOVE

How long until we turn toward the United States?

MONTERO

There will be a gold rush, of course. We'll have population and wealth enough to raise an army.

86.

LOVE

(anticipating it)

How far do we go?

Montero makes a sweeping gesture across the large map.

MONTERO

All the way to the east coast,

Harrison. Just think of it as ...

(he grins)

Manifest destiny.

Love raises a wine glass in a toast. Starts to drink --
Suddenly SHOUTS are heard. Cries of 'FUEGO!' ring out --

EXT. ESTATE - GATE - NIGHT

Montero's stricken expression is lit by a burning glow --

Across the valley is a huge BURNING Z OF FLAMES. It takes up an
entire hillside, white smoke billowing into the black sky.

MONTERO

(to himself)

... it's happening again ...

Behind him, Love shouts orders. Horses THUNDER past as soldiers
ride to investigate --

EXT. ESTATE - OUTER WALL - NIGHT

Zorro sees the burning Z, grins. The soldiers in front of him
move away from their posts. Zorro slips over the wall.

INT./EXT. ESTATE - COURTYARD - NIGHT

Zorro moves quickly to the courtyard. He sees papers on the
wooden table. Goes to investigate.

It is the map. Zorro can't believe his good fortune. He moves
toward it -- hears Love approaching.

LOVE (O.S.)

Back to your posts! Immediately!

Zorro curses under his breath, slips into the shadows --

INT. ESTATE - STUDY - NIGHT

Zorro backs into the study, crouches. He notices the portrait of
Montero and Elena.

Suddenly SOUNDS of FOOTSTEPS approaching. Zorro looks around,
searching the room. He runs his hands along the wall. Pulls on a
bookshelf. VOICES can be heard now --

An idea hits him.

He goes back to the portrait. Adjusts it --

A soft 'click.' A bookshelf swings away from the wall. A secret
passage lies beyond -- from within comes the shimmer of gold --

INT. ESTATE - ROOM OF GOLD - NIGHT

Zorro moves into the room, awed. Stacks of GOLD INGOTS. GOLD CONQUISTADOR ARMOR. One wall stacked with STRONGBOXES, like the one stolen earlier -- enough gold to buy a country.

Central to it all is the portrait of a woman. Surrounded by golden splendor, lit by candles, the room is almost a shrine.

ZORRO

Elena ..?

But it is not Elena. It's her mother. The lower right corner is burned away, but the name plate is still there: Esperanza de la Vega. Zorro frowns.

He examines the armor, touches the helmet, leaving it askew.

Outside, from the study, approaching VOICES can be heard. Zorro's head snaps up. He looks around for a way out --

INT. ESTATE - ROOM OF GOLD - MOMENTS LATER

ON MONTERO AND LOVE as they enter --

The room of gold is EMPTY. Zorro has disappeared. Montero carries the oilskin pouch that contains the map.

MONTERO

Santa Anna will be here at dawn.
We cannot risk discovery.

LOVE

The mine is nearly played out.
We've found no new veins in
months. We could destroy it.

MONTERO

Yes. Destroy it. Better safe
than sorry.

LOVE

And the slaves?

MONTERO

(brusque)
No survivors.

LOVE

Always a good policy.

Montero puts the pouch inside an ornate chest. Our ANGLE favors the gold conquistador armor -- is Zorro hiding there?

Love has noticed the askew helmet on the armor. He frowns.

Love moves to it. Pulls out his sword. Oh, no. Swings the sword hard through the neck, CHOPPING OFF the helmet. It CLATTERS to the ground -- the armor is EMPTY.

LOVE

As you say ... better safe than sorry.

He scans the room suspiciously. Follows Montero out.

TILT UP: We see Zorro, hidden in the shadows of the ceiling, holding himself spread-eagled between two beams. He drops to the floor, opens the chest. Grabs the oilskin pouch --

INT. ESTATE - HALLWAY - NIGHT

Zorro slips out of the study. Hears Love's voice:

LOVE (O.S.)

I want the house and grounds searched. Twice.

Love comes into view, with several soldiers. Zorro backs away, around a corner, into hiding. He stuffs the oilskin pouch into his shirt, looks up --

A mirror is opposite him. Zorro curses as he sees Love's reflection, just as Love spots him --

LOVE

There he is!

Next to Love, a Soldier takes aim, FIRES. Zorro's image SHATTERS, of course, as the bullet hits the mirror. Love rolls his eyes at the Soldier's stupidity, slaps him.

LOVE

After him!

The chase is on. Zorro bolts, heads UP A WIDE FLIGHT OF STAIRS, Love and the soldiers after him. He turns a corner --

-- and comes face-to-face with Montero. Montero's eyes go wide, horrified at the sight of ZORRO, a specter from the past. He staggers, puts a hand out to the wall.

Zorro spins, and leaps to a window--

INT./EXT. ESTATE - COURTYARD - NIGHT

Zorro sidesteps a Soldier chasing him out the window; the Soldier goes over the edge, but manages to grab onto the sill with both hands. He makes a convenient ladder.

Zorro climbs down him, holding onto his ankles, but can't quite reach the next balcony. With his sword, Zorro cuts the Soldier's belt. His pants drop, catch on his ankles. Hanging from the pants, Zorro swings to the balcony --

-- where another Soldier appears. Zorro leaps down to a wooden crossbeam, which supports a bell above the courtyard. The Soldier jumps onto the beam after him --

Zorro is knocked off-balance; he hooks a leg, spins around the beam, comes back up the other side and hits the soldier. The soldier falls off the beam --

-- into the hanging bell with a 'CLANG.' Zorro leaps to the bellpull rope, slides down to the tabletop. More Dragoons appear from all sides --

Zorro fights them, the table his circle. His style is fluid, more flamboyant than Diego's. He dodges, spins, meeting all attacks.

INT. ESTATE - UPSTAIRS HALLWAY - NIGHT

Love helps Montero to his feet.

MONTERO

Zorro -- it's Zorro!

LOVE

He has the map --

MONTERO

You must stop him! Kill him!

Elena comes into the hallway in her nightgown, hair sleep-tousled.

ELENA

Father? What's happening?

MONTERO

Lock yourself in your room! Now!

He and Love hurry down the stairs. Elena does not return to her room. She looks out the window, sees --

EXT. ESTATE - COURTYARD - NIGHT

Zorro is in danger of being overwhelmed as more Dragoons keep coming. Several take aim with rifles --

Zorro leaps for the bell pull -- lifts himself up into the bell as a VOLLEY of SHOTS ricochet off, RINGING it loudly --

Zorro drops down. A little wobbly, he swings on the bell pull rope out over a soldier's head, kicking him. His boots hit the wall, leaving bootprints on the map-mural. He back-flips to the ground, dashes out, around the side of the house.

INT. STABLES - NIGHT

Zorro dashes inside. Horses whinny nervously. He slouches against the wall --

A soldier comes out of a stall, pistol pointed at Zorro.

SOLDIER
Don't move!

Zorro isn't happy to see him. He looks to heaven --
-- then BANGS his fist against the stall. The nervous horse KICKS the soldier across the stable, knocking him out.

The FRONT DOORS close. Zorro whirls --

Elena, a robe wrapped around her, is there. They look at each other.

ZORRO
Good evening, Señorita.

ELENA
I saw you come in here.

ZORRO
You should be careful. There are dangerous men about.

ELENA
You lied to me. You pretended to be a priest.

ZORRO
You lied to Captain Love. You pretended I was a priest.

She scowls. Moves toward the soldier.

ELENA
You've stolen something of my father's. I can't let you leave.

Zorro laughs. He moves toward her, toward the doors --

Elena draws the soldier's sword, levels it at Zorro.

ZORRO
Oh, please.

He continues toward the door --

91.

She ATTACKS -- practiced, deadly. Surprised, Zorro evades, must draw his sword to defend himself. He leaps away from her. Considers.

ZORRO
I don't have time to give you a fencing lesson.

ELENA
You're the one who needs to learn a few things.

She engages him, blades dancing --
-- a SLASH cuts his shirt. He fingers the cut. Then he salutes her -- and attacks seriously.

Lightning parry-ripostes --

Her robe is slowing her down. She slips it off quickly.

Zorro slices her nightgown, exposing the smooth curve of her left hip.

ZORRO
You should have parried primero instead of séptimo.

She sneers and moves in again. This time he cuts to her right shoulder. The strap of the nightgown falls away; we see bare shoulder, the swell of her breast.

ZORRO
And your tercera parry is too low. You're not catching the strong of the blade.

Elena's incensed. The duel renews. She grabs up her robe. She uses like a cape as they fight, parrying thrusts, snapping it across his face to divert him.

A quick series and the sleeve of Zorro's shirt drops away, exposing well-muscled arm, shoulder and chest.

Another exchange and Zorro finds himself backed against a stack of hay bales. Elena catches his blade in her robe -- twists it, disarming him, sending his sword across the room.

They're both stunned at this development. Then Elena grins --

Zorro backrolls onto the hay bales (losing his hat) --
-- then leaps over her --
-- she slashes at him --

He lands. Dismayed, he examines a gash in his pants, along the
inseam, about three inches below the crotch.

92.

ELENA

You should have parried séptimo.

He glares at her. Grabs up his sword.

She lunges at him. He parries, swipes at her head --
She ducks --

He steps on her hair. She can't straighten up. She glares up at
him through her hair.

Elena slashes at his legs. He leaps over her blade --
She snaps her head up, her hair free --
-- he lands and she spins, leg out, taking his feet out from
under him. He goes down flat on his back. She attacks --

Zorro parries her attack using his spurs and boots. Sparks fly.
He catches the blade between crossed spurs, rolls, wrenches the
sword from her.

She grabs up his sword, faces him. Both are breathing hard,
sweating, their clothes in a state of dishabille. He weighs her
sword in his hand -- its lighter. He smiles, re-engages --

Zorro envelopes her blade (actually, his sword) and snaps it into
the ceiling -- where it sticks.

He puts her on point. She never takes her eyes off him as he
moves toward her, backing her toward the hay bales.

She leans back -- her face is illumined by a shaft of moonlight
through a high window.

ZORRO

I wondered what you would look
like bathed in moonlight ...
Beautiful.

ELENA

(a husky whisper)
I'll scream.

ZORRO

No doubt.

He kisses her. She does not resist. Their lips part. He stares into her eyes. Leans in again. She's ready for another kiss -- -- he retrieves his hat. Puts it on, touches the brim.

ZORRO

As I said -- Good evening,
Señorita.

He tosses her sword so it sticks in the ceiling, grabs his own, leaps to a ladder, then to the loft, and out.

93.

Elena watches him go, breathing hard, perhaps a bit disappointed. The doors burst open. Montero follows several soldiers.

MONTERO

Elena! What are you doing out here? Was Zorro here?

ELENA

Yes! I fought him -- then he left.

(suddenly incensed)

He left!

Montero rushes to a window. Elena pulls her sword from the ceiling (she must jump several times to reach it), joins him.

MONTERO

Could you tell who he was? Was he an old man?

ELENA

Oh, no ... he was young. Very vigorous ...

She thinks about that -- then slashes the air angrily with her sword. Montero looks at her, puzzled.

MONTERO

You know how to fence?

Elena stops looking angry, starts looking guilty.

EXT. ESTATE - NIGHT

Zorro reaches the high exterior wall. Spots a ladder leaning against it, makes for it, soldiers after him.

He clambers up. A soldier stabs at him. Zorro twists the ladder

over, parrying the blade with the side rail. Hanging from a step, he kicks a second soldier coming at him. The first soldier stabs again. Zorro flips the ladder, parrying again. Kicks the man in the face, climbs up to the wall.

NEAR THE STABLES, Love grabs a LIEUTENANT as he rushes by.

LOVE

Take a company on horseback. Ford
the river, block the bridge, in
case he escapes --

LIEUTENANT

Yes sir!

94.

AT THE FRONT GATE, Zorro battles a guard. Their swords cross, lock -- Zorro picks the man up, hangs him on the post of the gate, kicks him. He swings away --

And Zorro turns, parries a thrust from another guard. Behind him, the gate swings back toward Zorro as he fights. The hanging soldier readies his sword, stabs at Zorro --

-- who dodges just in time; the hanging Soldier runs through the soldier Zorro was fighting.

Zorro turns. One Rifleman is left, standing his ground, desperately re-loading. Zorro strides toward him. The Rifleman moves quickly: powder, wadding, tamp, ball, tamp. He raises his rifle to shoot --

Zorro is right there. He puts his sword into the barrel. The Soldier pulls the trigger -- the rifle BACKFIRES, knocks him flat. Guards call out -- he's been spotted. Zorro spins, races through the gates.

EXT. WOODS - NIGHT

Alejandro rushes past trees. Dives into the cover of a bush. Quiets his breathing. SOUNDS of pursuit all around:

LOVE (O.S.)

I want his head! Shoot to kill!

From behind Alejandro comes a RUSTLE. He spins. Staring straight into his eyes is --

A FOX.

Alejandro stares back. The fox crouches as soldiers move past. It, too, is hiding. SOUNDS of the soldiers FADE. The fox stares at Alejandro. It is a strange, silent, defining moment, a moment of destiny for Alejandro.

And then, as suddenly as it appeared, the fox leaps away. Alejandro turns from it, his eyes thoughtful, serene.

EXT. ESTATE - DIRT ROAD - NIGHT

In the distance, SHOUTS from soldiers; sounds of MANY HOOFBEATS approaching. Zorro steps onto the road, WHISTLES for Tornado, who appears out of the woods. Relieved, Zorro moves toward him.

ZORRO

No time to waste, let's go --

At the word 'go' Tornado takes off -- but Zorro's not yet astride him. He grabs for the riata hanging from the saddle, is dragged a few yards. The riata pulls free, and Zorro tumbles into the undergrowth.

CORPORAL LOPEZ (O.S.)

I hear him! Hurry -- he's getting away!

95.

ANGLE - ZORRO, on the ground as a troop on horses -- led by the hapless Corporal Lopez -- THUNDER toward him, chasing Tornado.

As they race past, Zorro casts his riata at a branch overhead. Runs, swings out --

-- onto the last horse of the troop, knocking the soldier off.

EXT. WOODS - MOVING WITH HORSES - NIGHT,

as Zorro leaps to the next horse, knocks its rider off. Leaps again, knocks that rider off, too. One at a time he takes them out, working his way to the front.

In the lead, Lopez rides hard, along the embankment of a raging river. He finally catches sight of Tornado -- and sees he is riderless.

CORPORAL LOPEZ

Where is he?

He twists, looks back over his right shoulder, cries out --

His company is gone. Following him is a THUNDERING HERD of RIDERLESS HORSES, an eerie sight.

Lopez looks over his left shoulder --

There's Zorro, pacing him, grinning at him. He punches Lopez in the face, knocking him off his horse -- but Lopez catches himself

on his horse's neck --

Ahead is a fallen tree, coming up fast. Zorro sees it --

He steps off his horse, onto the back of Lopez's horse, across to Tornado, into the saddle, and spurs the black stallion. Tornado LEAPS over the fallen tree.

Lopez, still hanging from his horse's neck, looks over his shoulder, sees the tree approaching. His horse leaps --

THUD, and Lopez is gone.

EXT. BRIDGE - NIGHT

Ahead is a high bridge. Tornado thunders across, pulls up -- On the far side are seven Dragoons on horseback, sent by Love to cut Zorro off.

Tornado wheels -- Behind them are four more Dragoons. Zorro draws his sword.

ZORRO
(to Tornado)
Well, which is it going to be?
Seven on that side, four on the
other.

96.

Tornado wheels toward the seven.

ZORRO
Sure. What's a few extra
soldiers, more or less --

Tornado wheels back toward the four.

ZORRO
Make up your mind!

Tornado moves skittishly, his ears back, his eyes wild. He does not like this situation. And then he lunges forward --

ZORRO
Hey! Whoa! WHOA!

Tornado LEAPS from the bridge. They plummet spectacularly down, SPLASHING into the churning river below.

The soldiers look down with awe and respect.

LIEUTENANT
That is the bravest man I have

ever seen.

Murmurs of agreement --

EXT. RIVER - NIGHT

Coughing, Zorro screams at Tornado as they flail in the rushing water.

ZORRO

Stupid, stupid horse! You're
crazy! Don't ever do that!

Tornado climbs up out of the rushing water. Shakes himself off.
Zorro pulls himself up onto a rock.

ZORRO

I can't believe you did that.

Tornado snorts at him as if to say, 'it worked, didn't it?'
Cursing, Zorro crawls onto shore.

INT. SECRET CAVE - NIGHT

The map is rolled open on the dais. Alejandro and Diego stand on
the cave floor. Alejandro traces a river with his finger.

ALEJANDRO

This is the canyon, here. There
were at least ten guards -- but we
can handle them.

He heads across the dais for the exit. Diego doesn't move.

97.

ALEJANDRO (CONT'D)

Once the prisoners are free,
they'll join the fight --

(he looks back)

What are you waiting for? We have
to get moving!

DIEGO

No.

Alejandro is puzzled. Diego doesn't meet his eyes.

DIEGO (CONT'D)

Montero is deceiving Santa Anna.
To save his dream -- his precious
Republic of California -- he will
do whatever I want.

(he looks up)

The mine must remain a secret.

Alejandro stares at Diego, aghast.

ALEJANDRO

But the prisoners will die!

Diego slams his hand on the dais.

DIEGO

If the news of the mine gets out,
I'll have no leverage over
Montero.

He rolls up the map, steps up and past Alejandro.

DIEGO (CONT'D)

Our bargain is complete. You've
discovered the truth. You're free
to take your revenge on Love.

Alejandro cuts in front of Diego, blocking his path. Unbeknownst
to the two men they enact a duel on the circle.

ALEJANDRO

You told me that the circle would
expand ... my world would get
larger. It has.

(beat)

There is more at stake here than
just revenge.

DIEGO

Would your brother agree with that?

That cuts Alejandro -- but he knows the truth.

98.

ALEJANDRO

I am no longer certain killing
Love is the best way to honor
Joaquin.

(accusing)

You said this was about saving
California -- the people of
California. They believe Zorro is
their protector --

Diego laughs a sharp, bitter laugh.

DIEGO

I tried that. Protecting people.
I couldn't even protect my family.
My whole life was destroyed. My

wife was killed. And my daughter --
(an effort to say it)
My daughter was stolen from me.

Hearing it, it suddenly becomes clear to Alejandro:

ALEJANDRO
Elena. Elena is your daughter.

DIEGO
Yes! And with this --
(the map)
I will force Montero to tell her
the truth! She will be lost to
him -- just as she was lost to me.
That's what I dream about! That's
the only circle I give a damn
about!

The two men stare at each other. Finally:

ALEJANDRO
You think Montero will give up his
daughter for the sake of his
dream?

DIEGO
Yes! I know him! I know him as
well as I know --
(cuts himself off)

ALEJANDRO
Yourself?
(beat)
I ride to the mine.

Diego grabs Alejandro by the collar.

99.

DIEGO
Santa Anna will be here in a
few hours! When he finds out the
truth, there will be a blood bath!
Elena could be killed!

ALEJANDRO
Then that gives you something to
do! Save her!
(quoting)
No innocent will die, as long as
Zorro is alive to rescue them.
(lets it sink in)
Too bad you're dead.

He shoves Diego away. The old man sprawls to the ground.

DIEGO

You're a fool! Do you think
that's all this has been about?
To make you a hero? The protector
of the people?

Alejandro heads for the exit.

DIEGO (CONT'D)

(vehemently)

You are mine! I forged you as my
weapon!

Alejandro turns, holds Diego's gaze.

ALEJANDRO

No. You taught me to be Zorro.

He leaves. Diego is alone, in the middle of the dais, in the
center of the circle. Lost. Searching for his course.

EXT. DRY RIVERBED - MORNING

Love oversees several GUARDS as they force SLAVES into a small
gated tunnel on the canyon floor.

There isn't much room; the slaves are packed tight, with more to
come.

GUARD

They're not going to be very
comfortable, all of them crammed
in like that.

LOVE

Don't worry. It won't be for long.

100.

That's when the Guard notices: EXPLOSIVES are being laid at the
tunnel entrance, and on the slope above. The implication is clear
- the slaves will be buried alive.

Love strides to the ore lift, nimbly leaps on it as it rises --

EXT. MOUNTAINS - CANYON - GOLD STRIKE - MORNING

A load of gold ore is moved from the platform hoist, onto a
wagon. Love sits astride his horse.

SOLDIER

That's it. The final load.

LOVE

I'll escort it to Montero personally.

We gradually become aware of another person in the scene: Zorro. He sits astride Tornado, horse and rider completely motionless, in the shadow of a boulder. Watching.

CLOSE ON: Zorro's sword hand. He grips his sword tightly.

LOVE

As soon as the prisoners are confined, explode the charges. Don't delay.

SOLDIER

Yes, sir.

CLOSE ON: Zorro's eyes behind the mask.

ZORRO

(to himself)

The cost is too high.

He relaxes his grip on the sword. The wagon moves forward; Love gallops away, never knowing the danger he was in.

Zorro dismounts silently. Gestures for Tornado to stay put. As the soldiers turn away, Zorro hops nimbly onto the lowering platform as it drops out of sight.

EXT. DRY RIVERBED - MORNING

Fray Felipe clings to a post, refusing to move into the tunnel. He is whipped by a SADISTIC SOLDIER.

101.

FELIPE

(in Latin)

... forgive us our trespasses as
we forgive those who trespass
against us ...

SADISTIC SOLDIER

Oh, shut up! God's not going to
answer your prayers!

Of course that's when Zorro appears behind him, a dark angel. Felipe's eyes widen.

SADISTIC SOLDIER (CONT'D)

He sure never answered mine.

The soldier raises his whip, turns. Zorro gives him a smile.

ZORRO

Next time you can ask Him in person.

The soldier slashes the whip at Zorro, who runs him through.

Zorro offers his hand to the priest, helps him up.

FELIPE

You really are Zorro ... aren't you?

ZORRO

Help the others. Get them out of here.

Felipe nods. Zorro pulls open the gate to the tunnel. Slaves spill out, climbing up the scaffolding and ladders to freedom. One of the soldiers setting explosives spots them.

SOLDIER

It's Zorro! Get him!

Soldiers scramble toward Zorro. The fuse line spool to the powder kegs is dropped.

Zorro moves with grace and economy, taking on two, then three, then four soldiers at once.

He kills two of them -- but a GRINNING SOLDIER pins his blade, disarms him. Zorro backs away from him, onto the ore lift platform. The Grinning Soldier pursues him onto the lift, backed by a SECOND SOLDIER --

Suddenly Zorro shoves the ore car off the lift with his leg, rolling off himself in the opposite direction.

102.

The Soldier's grin fades -- as the platform shoots up into the air, taking the Soldier with it. Zorro scoops up his blade, parries a thrust from the Second Soldier. Zorro shoves him back --

-- directly beneath the counterweight of the ore lift as it plummets down; the soldier is crushed. Zorro turns away as behind him, with a scream and a THUD, the Grinning Soldier drops down to the ground, fallen from above.

Zorro climbs the scaffolding, leaps off, knocking a soldier down. Punches him --

But another soldier sneaks toward Zorro, coming at him from behind, bayonet raised --

The little GIRL sees him. She breaks away from the others. Bravely climbs a ladder, onto a platform. Kicks the ladder over. The ladder falls --

-- and collars the attacking Soldier around the neck. Zorro grabs the ladder, and helps the Soldier along -- into another Soldier. They run each other through.

Zorro looks up at the Girl, who meets his gaze bravely. He takes off his MEDALLION, slips it over her head.

ZORRO
Thank you, Señorita.

GIRL
Are we going to die?

ZORRO
No. No one is going to die.

Zorro hands her down to others who climb out of the canyon. He spins back to the fight, guarding the escape rout as the last of the slaves climb to safety.

A Soldier glances at a huge smelting hopper filled with hot embers, gets an idea. He gestures to another Soldier.

They grab the edge of the hopper, slowly TILT IT OVER. It falls, and glowing EMBERS wash toward Zorro --

Zorro sees the hot embers coming, dives out of the way, avoiding a wild swipe at his head by another Soldier. Flailing, the Soldier loses his balance, falls backwards into the burning embers, SCREAMING.

A small rivulet of embers makes its way to the fallen fuse roll. The FUSE FLARES -- then IGNITES.

Soldiers flee. Zorro climbs the scaffolding ore-life structure, racing to safety --

103.

A MASSIVE EXPLOSION. A LANDSLIDE; the entrance to the tunnel is buried. The mining scaffolding crumbles, a good half of it slamming to the ground.

Zorro clings to a rope, hanging in mid-air. He looks over: 111

The only person still on the scaffolding is Fray Felipe -- and a FINAL SOLDIER, battling him. Felipe wards off sword thrusts with a piece of wood.

Zorro pushes off, swings across to a platform near Felipe. The Final Soldier sees Zorro, turns away from Felipe.

ZORRO
(to Felipe)
Get to safety! Go!

Zorro guards the way as Felipe climbs to safety.

Zorro and the last soldier duel, FLAMES licking at the scaffolding below, parts of it crumbling beneath them as they fight. Zorro dispatches him quickly; he plummets to his death.

EXT. MOUNTAINS - CANYON - GOLD STRIKE - MORNING

Felipe reaches a high ledge, helped up by other freed slaves. He looks down into the canyon, at the duel below, crosses himself, says a silent prayer --

EXT. DRY RIVERBED - MORNING

The mining scaffolding is consumed by blazing flames. Zorro races along a platform, leaps into space, just as the entire structure crashes to the ground.

Zorro clings to the side of the canyon beneath an overhang. He digs his knife into the dirt wall for better purchase, but it's clear he can't hang on long.

EXT. MOUNTAINS - CANYON - GOLD STRIKE - MORNING

The Girl raises an arm, points:

GIRL
Look!

EXT. MOUNTAINS - CANYON - GOLD STRIKE - MORNING

Tornado appears on the ledge above Zorro. Throws his head forward; his reins drop down, within Zorro's reach. Zorro grabs them -- Tornado backs away, pulling Zorro to safety.

EXT. MOUNTAINS - LEDGE - MORNING

A CHEER rings out from the onlookers. Felipe shakes his head in disbelief, grinning like a fool.

104.

FELIPE
Now that's a horse!

INT./EXT. ESTATE - COURTYARD - MORNING

The house has that early-morning empty feel. Elena moves into the courtyard, past the huge oak table --

Diego steps out from the shadows of an archway, faces her.

ELENA

Bernardo -- what are you doing here?

DIEGO

I've come to warn you. You must convince Montero to leave, now. Immediately. He must go back to Spain. And take you with him.

Elena is taken aback. She looks for some semblance of reason.

ELENA

Is Don Alejandro with you?

DIEGO

(ignores her)

Montero's building this country of his on the backs of slaves and stolen gold. He is trying to cheat Santa Anna. And Santa Anna will react ... violently.

(steps forward)

You must be safely away before then.

INT. ESTATE - HALLWAY - MORNING

Two soldiers trail Montero -- the POX-SCARRED one and a PRIVATE.

MONTERO

General Santa Anna will be arriving from the beach at any moment. When Captain Love returns, send him to me immediately --

He nears the courtyard --

-- and sees Diego with Elena. He pulls up short, back against the wall. Gestures 'quiet' to the two soldiers.

INT./EXT. ESTATE - COURTYARD - MORNING

ELENA

I don't believe you. It can't be true.

Diego throws the oilskin pouch on the table in frustration.

DIEGO

Dammit, there's no time!
(grabs her shoulders)
You have to tell Montero. You
have to get out!

ELENA

Why? Why do you want me to do
this?

DIEGO

Because he'll listen to you.
Because ...

He has no choice. He must say it.

DIEGO (CONT'D)

Because you're his daughter.

Elena stares at him.

ELENA

Who are you?

MONTERO

An excellent question.

The soldiers flank Montero, guns on Diego.

MONTERO (CONT'D)

Take your hands off her.

DIEGO

(steps away from Elena)
I'm unarmed.

Montero sees the oilskin pouch on the table.

MONTERO

Where did that come from?

DIEGO

From me.

Montero studies him. And then -- he knows. He blanches.

MONTERO

My God. De la Vega.
(seething)
Damn you! How did you survive?

ELENA

Diego de la Vega?

That surprises both Diego and Montero.

106.

DIEGO

Yes.

MONTERO

How do you know that name?

ELENA

I -- a woman in town told me --

(flat)

She said he was my father.

The two men stare at her. Montero finally finds his voice.

MONTERO

Ridiculous. He must have paid her
to tell you lies.

(to Diego)

Is that why you came here? For
revenge?

Diego shakes his head slowly.

DIEGO

There's a proverb. When you seek
revenge, dig two graves. One for
your enemy. One for yourself.

MONTERO

If that's so ... you did twice as
much work as you had to.

(to the soldiers)

Lock him up in the stables. Keep
him under guard. And be careful!

The soldiers grab Diego roughly. Haul him from the courtyard.

DIEGO

Montero! Get out now! I'm
warning you --

Pox-Scarred Soldier punches him in the kidneys, shutting him up.
Elena flinches at the blow.

EXT. BEACH - MORNING

Don Luiz and Hector, flanked by soldiers, look out to sea.

Longboats are coming in. In the lead boat is an amazing sight: A
HORSE stands in the prow, a RIDER astride it: GENERAL SANTA ANNA.

HECTOR

He only has one leg, you know. He
lost the other to cannon fire.

(a smirk)

French cannon fire.

107.

DON LUIZ

Santa Anna is shrewd, and brutal.
We learned that twenty years ago.
I much prefer him as an ally than
enemy.

The longboat hits the beach. Santa Anna's horse leaps to shore.
Other boats are landing; they are chockfull of Santa Anna's honor
guard, in bright crimson uniforms.

Don Luiz steps out to meet Santa Anna.

DON LUIZ

General Santa Anna. Welcome to
California. I'm Don Luiz Fuentes
y Silva, the alcalde --

SANTA ANNA

There's not long before the tide
turns.

DON LUIZ

Of course. Don Montero is waiting
for you.

He moves to his horse --

EXT. ESTATE - GROUNDS - MORNING

Outside the courtyard is a wagon filled with strong boxes. Pox
shoves Diego past, the Private trailing. Diego stumbles, cries
out in pain. The soldiers bunch up behind him.

POX

(disgusted)

'Be careful,' he says. Of what,
old man? If you're so dangerous,
how come you got captured?

DIEGO

I needed a sword.

Diego grabs the hilt of Pox's sword -- and swings the scabbard up
between the Private's legs, doubling him over.

Pox yanks away from Diego. Moves to draw his sword --

Diego simply CATCHES POX'S ELBOW, and SHOVES IT BACK, re-sheathing the sword. Pox tries to draw again, and Diego repeats the trick. Smiles.

Pox lets go of his sword and just swings a roundhouse at Diego. Diego ducks the punch --

-- and draws Pox's sword. Pox finds the point at his throat.

108.

DIEGO

This one will do.

He steps forward quickly, clocks Pox with the pommel. He yanks the second soldier to his feet. Sword at his back, he shoves the soldier toward the house.

INT./EXT. ESTATE - COURTYARD - MORNING

Montero checks to make sure the map is still in the pouch.

ELENA

Why would he want revenge on you?

MONTERO

Because he hates me. Because ... because Esperanza chose me over him. He's never forgotten it.

ELENA

My mother lived here in California? You told me --

Montero spins on her. She steps back, startled.

MONTERO

Elena -- enough. We will finish this discussion later.

He takes her elbow, escorts her toward the stairs.

MONTERO (CONT'D)

I think it best if you retire to your room. Stay there until my business is concluded.

The Private appears in the archway.

MONTERO

What are you doing here?

The private walks stiffly to the table, near the pouch.

MONTERO

I ordered you to the stables!

Diego, hidden behind the Private, slams the Private's head down on the table. The Private slumps to the floor.

DIEGO

He didn't make it.

He takes the pouch, heads for the door. Montero cuts him off.

MONTERO

You're not going anywhere.

109.

DIEGO

I'm going to deliver this to Santa Anna, and see if I can prevent the consequences of your actions. Once he sees the mine for himself --

MONTERO

(he draws his sword)

No.

Diego considers -- then slips the pouch into his belt.

DIEGO

This time I'm armed.

MONTERO

No matter.

He attacks. They engage, begin to feel each other out. Despite their ages, and despite Diego's bad leg, their blades are lightning quick.

The duel moves toward Elena. She scrambles toward the Private, draws his sword -- and then his pistol as well.

Montero slips; Diego has an opening. He advances, SLASHES --

Another sword -- not Montero's -- STOPS Diego's blade inches from Montero's throat. Diego whirls, responds to the new threat. A quick exchange of thrusts and parries --

Diego freezes. He is fighting ELENA. Diego is incredulous.

ELENA

Stop. Both of you --

And then Montero attacks. Diego jumps aside, barely avoiding a deadly thrust. Montero slashes at him, then suddenly stops.

Smiles, looking over Diego's shoulder.

Captain Love strides into the courtyard. Without hesitation, he draws his pistol, aims at Diego --

ELENA

No!

Elena leaps in front of Diego --
-- Diego and Montero see what's coming --
-- Love pulls the trigger --

The pistol MISFIRES. Montero and Diego realize how near a thing it was -- a near-repeat of Esperanza's death, twenty years earlier. Love just shrugs.

LOVE

Hangfire. Lucky.

110.

Love drops the pistol, draws his sword -- and attacks Diego. Diego must now defend himself against both men. He moves to the stairs, keeping one opponent in front of the other.

LOVE

Excellent. The narrow space prevents us from engaging you at the same time.

DIEGO

Thank you.

LOVE

One problem.

He indicates 'behind you.' Diego glances back. The stairs end, opening into the larger gallery. Love drives Diego back, into the gallery.

EXT. ROAD - MORNING

Santa Anna and his escort thunder toward the estate.

INT. ESTATE - GALLERY - MORNING

Love and Montero spread out and attack. Diego defends himself well, but both opponents score hits. Blood seeps from his wounds. Love is delighted.

LOVE

You're the most extraordinary swordsman I've ever seen! If it weren't for your leg, I think you could actually beat us both.

MONTERO

That's because he's Zorro, you idiot.

LOVE

No, he's not.

MONTERO

Yes he is!

ALEJANDRO (O.S.)

No. He's not.

Alejandro stands at the edge of the stairs.

ALEJANDRO (CONT'D)

I'm Zorro.

And he looks it, even in torn black clothes. Love sneers -- and attacks.

111.

Now all four expert swordsmen battle, their blades clashing and echoing in the halls. Elena steps onto the landing. She still holds the sword and pistol.

ZORRO

I offer you mercy, Love. Lay down your sword.

LOVE

A coward's offer. Just what I'd expect from a man who hides behind a mask.

He slashes Zorro's arm. Zorro examines the cut: it is an 'L'.

LOVE

You aren't the only one who knows the alphabet.

Their duel resumes. Zorro SLASHES Love's cheek. Another SLASH, angling off the first. And then a third, making a 'Z'. Love ignores the blood. And then ZORRO makes a FOURTH CUT.

Love slaps his hand to his cheek. Looks at the palm of his glove.

On it is the BLOOD IMPRINT of an 'M'. Love looks up at Zorro.

Alejandro strips off his mask.

ALEJANDRO

Murietta. Joaquin was my brother.

Elena is shocked.

ELENA

Alejandro ...

LOVE

I grant you one thing, Murietta.
You're slightly harder to kill
than he was.

Love attacks. He locks Alejandro's blade with his, *corps a corps*.
He slashes his gauntlet across Alejandro's eyes. Alejandro
staggers, fighting blind. Love slashes his leg --

Alejandro goes down to one knee. Love steps on his blade.
Alejandro looks up. Love smiles, prepares the killing blow --

Alejandro slams his fist down on Love's foot. With a yelp, Love
takes his weight off the foot -- and Alejandro yanks his other
leg out from under him. Love tumbles down the stairs.

Diego disarms Montero. He holds Montero at sword's point.
Diego's arm is tense, trembling ...

112.

ELENA

Please -- don't ...

Diego hesitates. Elena steps close to Montero. Montero grabs her
around the neck, grabs her pistol, puts it to her head. Elena
gasps in shock. Diego steps forward --

MONTERO

Drop your sword.

No hesitation -- Diego does it. His sword clatters to the floor.
Elena stares at him. Montero sneers.

MONTERO

You fool -- I wouldn't have hurt
her.

Diego looks from him to Elena. His eyes say it all -- a father's
love for his daughter.

DIEGO

I couldn't take that chance.

Elena's eyes widen. She knows in her heart who her true father is. Montero turns the pistol toward Diego, cocks it --

ELENA

No!

She shoves Montero's arm as he FIRES --
-- the bullet HITS Diego in the arm, spins him to the floor.

Montero twists Elena around, glares into her eyes -- shoves her down. He strides toward Diego, picks up his fallen sword.

MONTERO

You'll die by the sword after all.

Alejandro's eyes clear. He sees:
Montero -- aiming the sword's point at Diego's heart --

Alejandro flashes across the room, his sword SLASHING down. He cuts deep into Montero's arm. Montero's sword flies away. Alejandro shoves him back against the gallery railing.

DIEGO

(a warning shout)

Alejandro --

Love runs at Alejandro. He spins, parries Love's sword --

-- Love's momentum drives the thrust into Montero. Montero's eyes go wide. Love CRASHES into Alejandro, who SLAMS into Montero --

Both Alejandro and Montero break through the gallery rail. Montero's body falls, THUDS onto the table below.

113.

Elena gasps. Stares down in horror --

Montero lies in the center of the table. Alone.

Alejandro hangs from the edge of the gallery. He hauls himself up, so he's lying half-on, half-off the floor. Love steps on his back, driving out his breath.

Love raises his sword above his head, targets Alejandro's neck --
From behind him comes a SCREAM -- ELENA'S SCREAM.
Love turns --

Elena swings a saber at him two-handed. The blade's edge chops hard across Love's neck, axing in edge first. It sticks, imbedded in his throat. He falls backwards --

-- and down, face-down toward the floor between TWO CHAIRS, the sword still wedged into his throat --

The sword hilt impacts on the arm of one chair.
The tip of the blade imbeds on the arm of the other.

Love's BODY hits the floor. Followed by his HEAD. Severed in the fall, eyes staring into the hereafter.
The SWORD remains bridged between the two chairs.

IN THE GALLERY -- Elena flinches at the sight. But she still reaches down to help Alejandro up. He gathers her in his arms.

INT./EXT. ESTATE - COURTYARD - DAY

The huge oak doors swing open. SANTA ANNA and DON LUIZ stand in the doorway. Behind them are a number of dons, Santa Anna's honor guard and several of Love's Dragoons.

Santa Anna and Luiz take in the courtyard: two bodies, one Montero's, the other headless.

SANTA ANNA

Alcalde ... there's an explanation
for this?

DON LUIZ

I, uh ...

Diego leans on Alejandro as they descend the staircase. Elena follows, arms wrapped around herself. Don Luiz spots them.

DON LUIZ (CONT'D)

There! They assassinated Don
Montero! Arrest them!

SANTA ANNA

Arrest? No wonder California is
lawless.

(to his guards)

Execute them!

114.

His Honor Guardsmen raise their rifles.

ALEJANDRO

Maybe you should see this.

Alejandro takes the pouch from Diego's belt, slides it to Santa Anna.

Don Luiz sees the pouch, moves to take it. Santa Anna slaps his hand down on the pouch. Picks it up. Slips on a pair of

half-glasses from his jacket. Examines the map.

ALEJANDRO

They discovered gold. That map --

SANTA ANNA

Did you know about this, Don Luiz?

DON LUIZ

Um ... no, of course not --

SANTA ANNA

(turns to the dons)

And the rest of you? Did you all know?

Santa Anna doesn't even wait for an answer. He slips off his glasses, turns to leave.

SANTA ANNA (CONT'D)

Execute them all.

His guards immediately target the Dragoons and the dons.

DON LUIZ

No! I am the alcalde here --

Santa Anna snatches the alcalde's cane from Don Luiz and clubs him with it. Don Luiz crumples to the floor. Santa Anna slams the cane on the table. Suddenly he is the Santa Anna who ordered prisoners butchered at Goliad.

SANTA ANNA

This entire area is under martial law. Hunt down and execute all insurrectionists and traitors --

DIEGO

General Santa Anna.

(Santa Anna looks at him)

I am Diego de la Vega.

Several of the dons recognize the name -- as does Santa Anna.

115.

SANTA ANNA

De la Vega. I remember -- you supported us in the war against Spain. You're supposed to be dead.

DIEGO

In honor of our past association,

long ago ... I would like to
request leniency for this pueblo.
It would go hard on the people if
you mete out this harsh justice.

Santa Anna's eyes flare. His voice is grim.

SANTA ANNA

I understand your concern for the
people. But what of these men?
They tried to take what is mine.
Why should I be lenient?

Diego limps to the wagon, just outside the archway.

DIEGO

Because you can afford to be.
Because it is yours ... your
country.

He opens one of the strong boxes. The gold inside GLEAMS.

DIEGO (CONT'D)

Your gold.

Santa Anna lifts an eyebrow. A smile spreads across his face.
Then he LAUGHS, his white teeth gleaming.

SANTA ANNA

(to his guards)
Load it aboard the ship.
(to Diego)
The people here own their lives to
you, de la Vega.

He turns to leave. Pauses. Turns back -- and tosses the alcalde's
cane to Diego. Diego catches it, surprised.

SANTA ANNA (CONT'D)

I trust, as alcalde, you will
inform me of any further
discoveries.

DIEGO

You'll be the first to know.

Santa Anna nods. Leaves. His men withdraw. The wagon rolls away.
The dons gaze at each other. Begin to drift out of the room.

116.

Diego sighs heavily. He glances around, spots Elena outside.

EXT. ESTATE - COURTYARD STEPS - DAY

Elena sits with her head down, eyes closed -- praying. Alejandro sits beside her. He puts his hand gently on hers. She turns her hand over, intertwines her fingers with his.

Diego sits down beside her heavily. She looks over at him. Reaches out to examine the bullet wound in his arm.

ELENA

You should have that taken care of
...

DIEGO

Elena -- my daughter --

Diego reaches for her hand. She snatches it away.

ELENA

Don't!
(softer)
Don't. I don't know you. The man
who was my father is dead.
(beat)
You're a stranger to me.

The words sting Diego ... but he knows they are true.

DIEGO

Is there ... anything I can do ...
to change that?

Elena regards him. Tears a strip of cloth from the hem of her dress, begins to bandage his arm.

ELENA

Tell me your story.

DIEGO

What?

ELENA

Tell me about my mother ... and
you. And Zorro.
(beat)
I want to hear your story.

Diego looks up at her gratefully.

DIEGO

That is all I ever asked.

Diego takes a breath. Elena and Alejandro listen as he tells her the story he began when she was two years old, the story he never finished. The legend of Zorro. The circle is complete.

DIEGO
It began twenty years ago.
Mexico's long war for
independence was won.

DISSOLVE TO:

EXT. CALIFORNIA COUNTRYSIDE - NIGHT

Open land, a full moon -- and Zorro galloping toward us. MOTION SLOWS as he nears, to STILL FRAME, a beautiful portrait.

DIEGO (O.S.)
The last Viceroy of Alta
California had been recalled to
Spain. Realizing his days of
power were at an end, he ordered
all prisoners executed ...

MOVE IN on Alejandro's face --

DIEGO (O.S.)
The spirit of justice demanded a
champion...

-- and his eyes behind the mask -- ZORRO'S EYES. Dark and watchful, and full of hope.

THE END

FADE OUT and CREDITS ROLL.