

# **ONCE UPON A TIME IN AMERICA**

## **ADDITIONAL SCENES IN THE EXTENDED 2012 VERSION**

---

- 1) Noodles and the director of the cemetery (Louise Fletcher)**
- 2) Going swimming in a car - anxiety of his friends when they do not see Noodles resurface**
- 3) Arnon Milchan in the role of chauffeur.**
- 4) Paid for love scene between Noodles and Eve**
- 5) Deborah (Elizabeth McGovern) playing Cleopatra**
- 6) Secretary Bailey's discussion with Jimmy in his private study**

## 1) Noodles and the director of the cemetery (Louise Fletcher)

NOODLES takes the key, but before he can examine it, the MUSIC starts up again. Someone has opened the door, flooding the little room with light.

NOODLES turns and sees a WOMAN outlined against the sunlit door.

WOMAN

Hello. May I help you?

NOODLES

I'm just looking around.

WOMAN

I'm the director of Riverdale

She's an elegant woman, middle-aged  
suavely polite, like the saleslady  
in a high-class jewelry store.

NOODLES has the sensation of  
having been caught in the act.

NOODLES

I've never seen a tomb like  
this.

The WOMAN smiles.

WOMAN

We like to call them "havens".  
We find it more comforting.

NOODLES turns to the inscription.

NOODLES

"Erected to their everlast-  
ing memory by their friend  
and brother David Aaronson  
- Noodles - 1967.  
It was just built?"

The WOMAN nods and looks him over.

WOMAN

Yes. You know Mr. Aaronson?  
Mr...? Sorry.

Taken by surprise, NOODLES gives  
a vague nod of assent.

NOODLES

Mr Williams.

WOMAN

Mr Williams. Well interest like yours is a compliment to our architects, Mr. Williams. After you.

It's a courtesy and, at the same time, an order, as the WOMAN shows NOODLES out.

As they come out of the tomb and the WOMAN locks the door behind them, NOODLES notices a limousine parked not far away, its sleek, black elegance catching the funereal atmosphere to perfection. Its windows are tinted, its occupants hidden from sight.

The WOMAN catches NOODLES' attention again.

WOMAN

I think the beauty of the interior equals that of the exterior, don't you agree, Mr. Williams?

NOODLES nods in agreement.

We wanted to do it in the style of the 30s which is when our young friends said farewell.

NOODLES looks around.

NOODLES

Was this Mr. Aaronson's idea?

WOMAN

Actually, he left the whole thing up to us. I had...we had carte blanche. All he suggested was the inscription.

Looking up, she reads it,

"Your youngest and strongest will fall by the sword"

NOODLES interrupts.

NOODLES

What about the music?

WOMAN

And the music.

NOODLES

That was his idea too?

WOMAN

Yes we received a tape.

You seem to know him so well.

I'd like to ask you to tell him how much you like the haven when you see him. Would you do that?

NOODLES

Certainly. I've been away for quite a long time and I've lost the address, I was wondering maybe...

You must have sent him a bill or something.

WOMAN

Mmm. The bank handled it through a foreign bank. I wish I could be of more assistance to you Mr. Williams.

NOODLES turns to look at the limousine again as the WOMAN continues.

Did you ever think of building your own haven?

The limousine starts forward.

NOODLES barely nods. With a sensation of being watched, he starts towards the limo, but the car speeds up and turns off into a side avenue. NOODLES notes the license number and jots it down on a slip of paper.

WOMAN

Think about it.

NOODLES remembers the little key - a key to a locker in a railway station.

## 2) Going swimming in a car - anxiety of his friends when they do not see Noodles resurface

MAX, COCKEYE, then PATSY, emerge, sputtering and spitting. Then MAX, who looks around much the way NOODLES looked for him some years ago.

No sign of NOODLES.

A nearby dredger is digging up mud and waste. Cut to

LONG ISLAND MANSION (1968) Exterior. Day.

Waste is being churned up in the back of a garbage truck.

NOODLES watches it carefully. The truck is parked by the gates of a fancy Long Island mansion.

NOODLES cautiously goes up to the gates and peers through. He sees a car approaching. It's the same limousine with the smoky windows that he saw at the cemetery.

As it passes through the gates, he compares the license plate number with the one he dotted down earlier; it's the same.

He watches the car drive off.

It doesn't get far. A few hundred yards down the street, the car explodes with an enormous

BLAST.

Pieces rain down like hail

(to be followed by NOODLES drinking coffee and watching a TV set at Fat Moe's)

### 3) Arnon Milchan in the role of chauffeur.

STREET BY THE STAGE DOOR OF A THEATER (1932) Night

NOODLES lights a cigarette and eyes the black uniform, boots and cap of his CHAUFFEUR.

NOODLES  
They make you dress like those lunatics that ran around Germany burning down all those Jewish stores.

CHAUFFEUR  
These lunatics burnt our homes Sir and made us go to America.

NOODLES is sympathetic.

NOODLES  
I'm Jewish too.

CHAUFFEUR  
I know Sir. Everybody knows.

NOODLES laughs. Then he asks,

NOODLES  
Knows what?

CHAUFFEUR  
Everybody knows who you are Sir.

NOODLES  
And what do you think?

CHAUFFEUR  
I don't think. It's your business Sir.

NOODLES  
Oh you think. You think it's a disgrace don't ya?

CHAUFFEUR  
We Jews Sir don't have to be

like the Italians who look up to the lawbreakers. We have enough enemies without becoming gangsters Sir.

NOODLES

How much do you make a week?

CHAUFFEUR

Well not everybody tips like you Sir. I make enough to go to school and learn for my degree.

NOODLES

Good for you. So maybe by the time you're sixty you'll make enough but then you won't be able to get it up any more.

(to be followed by

DEBORAH comes out of the stage door and NOODLES is dazzled again.

DEBORAH

Been waiting long?

NOODLES

All my life.)

#### 4) Paid for love scene between Noodles and Eve

(After NOODLES' disastrous date with DEBORAH he goes to)

SPEAKEASY IN 52ND STREET (1932) Interior. Night.

NOODLES is seated at the bar. He's lost his necktie; his jacket's a mess; he's stewed.

The place is fairly crowded, people are dancing and a jazz pianist is in full flow.

A pretty girl - EVE - sees NOODLES and sidles over to him. She takes the next stool and smiles a pretty smile.

EVE  
High.

NOODLES  
High.

EVE  
You alone?

NOODLES  
No, I'm with you, I hope.

EVE  
Wanna dance?

NOODLES  
I'm not up to that. You know what I want? I want to get laid.

EVE  
That you're up to?

NOODLES  
Mm.

NOODLES fishes through his pockets for something. She watches him and asks,

EVE  
You get drunk like this every night or is this just a bad night?

He pulls out a bill and stuffs it into her hand without looking at it.

She looks. Five hundred bucks.

Who are you? Mr. Ruckerfeller?

NOODLES

No. Why how much did I give you?

Hardly a pause.

EVE

Fifty.

NOODLES

Fifty. What's your name?

EVE

Eve.

NOODLES

I'll call you Deborah.

EVE

I've done more complicated things for less.

NOODLES' HOTEL ROOM

You can tell that someone lives rather than just stays here, but it's only a hotel room nevertheless.

NOODLES and EVE are in bed together. She still has her slip on.

NOODLES caresses her with clumsy eagerness. He doesn't usually have to sweat to make love. And he mutters in his stupor,

NOODLES  
Deborah... Do you love me?

EVE  
Yes.

EVE plays along, patient, affectionate, gentle.

NOODLES  
You're so beautiful.

EVE  
Thanks.

His tongue is like masking tape.

NOODLES (Almost crying)  
Your feet are so beautiful in sandals...Prince's daughter... Deborah...Deborah...

He makes a major effort to sit up.

Now I'm going to fuck you.

EVE  
Take your time.

Then he drops face down onto the bed in a total blackout.

EVE looks down at him, full of tenderness, and gently strokes his hair.

NOODLES' HOTEL ROOM (following day about 6:00pm)

A ray of rosy sunshine fills the whole room. It's the end of the next day.

NOODLES is alone in bed, still half-dressed. He's fighting to wake up.

He looks around, trying to remember. Then he sees the note on the pillow beside him.

"So long and thanks. Next time less money and more work, I hope.  
Tel PL2-5630 Deborah"

He crumples the note in his fist. Then he looks at his watch.

Cut to clock (7:51) at Railway Station Restaurant

TRAIN STATION: RESTAURANT AND CENTRAL HALL (1932)

DEBORAH is at a table in the restaurant, looking elegant and pale.

She finishes her meal and pays the check. She makes her way to the main part of the station. A PORTER carries her luggage.

NOODLES arrives at the station. He's out of breath and unshaven, a raincoat and scarf thrown over his clothes.

He just catches sight of DEBORAH as she takes her seat in the train. She doesn't acknowledge him and pulls down the window blind.

## 5) Deborah (Elizabeth McGovern) playing Cleopatra

(after MAX knocks out NOODLES and NOODLES' visit to see CAROL at THE BAILEY FOUNDATION)

THEATER (1968) Interior. Night

DEBORAH as Cleopatra - ornate, majestic, robed in funereal black, her face is the only spot of light on the vast stage, a tragic mask in the Egyptian night.

Her maid, IRAS, lies dead at her feet and she weeps over her.

DEBORAH

This proves me base. If she first meet the curled Antony, he'll make demand of her and spend that kiss which is my heaven to have.

She takes the asp from a wicker basket.

Come, thou mortal wretch. With thy sharp teeth this knot intricate of life at once untie. Poor venomous fool. Be angry and dispatch.

Deborah presses the snake to her breast.

NOODLES is in the front row, listening intently, like those around him caught by immortal poetry and a superb performance.

Aah. O, couldst thou speak, that I might hear thee call great Caesar ass unpolicied!

CHARMIAN

O Eastern Star!

DEBORAH

Peace, peace! Dost thou not see my baby at my breast that sucks the nurse asleep?

CHARMIAN

O, break! O, break!

DEBORAH

As sweet as balm, as soft as  
air, as gentle,-- O Antony!--

She takes another asp from  
the basket

Nay, I'll take thee too.

and brings it to her breast.

What should I stay -

She falls back gently, as if in  
sleep. Not the death of a great  
actress but the death of a queen.

CHARMIAN

In this vile world? So, fare  
thee well. Now boast thee death  
in thy possession lies a lass  
unparallel'd. Downy windows  
close and golden Phoebus never  
be beheld of eyes again so  
royal! Your crown's awry;  
I'll mend it, and then play.

(to be followed by NOODLES going BACKSTAGE to see DEBORAH)

## 6) Secretary Bailey's discussion with Jimmy in his private study

MAX comes away from the window and crosses the huge, dark room. The walls are panelled in oak; the gilded bindings of the complete works of everyone gleam from the bookcases; the windows are shrouded in heavy velour; the rug is a Chinese masterpiece; and a Lautrec hangs over the mantle.

MAX passes an armchair where another old friend sits - JIMMY O'DONNELL, the former knight in shining armor, now in evening clothes and carrying a cane instead of a lance.

MAX goes to his desk, a slab of satiny walnut beside which stand the monitors of an internal television circuit. He snaps on one of the four screens and sees the same view he saw from the window.

Another screen shows the gates of the main driveway, where more guests are arriving. The remaining two give us glimpses of the interior of the house - spacious salons where guests mingle and chat.

JIMMY watches for a moment, then says,

JIMMY  
I must admit this party was a wonderful idea, Mr Secretary.

MAX sits at the desk as JIMMY continues.

It's a bit like saying, I'm going up before the committee in five days, but my conscience is clear. The most important people in New York are my guests. It's going to be a night to remember.

MAX  
Especially if the house blows up. Where are you putting the next bomb? In the freezer or in the toilet? Hmmh?

JIMMY hauls himself up and limps over to the bar for a drink. He rejects the insinuation.

JIMMY  
You can't even think straight anymore. I'll tell you something There's a waiting list of people who'd like to send flowers to your funeral.

He nods towards the screens.

I could point out ten of them right now, if you'd like me to.

MAX

Yes. But none of them wants to read my obituary in front of the committee as much as you do, you and your union.

JIMMY

We just want to resolve this situation clean and legal.

MAX

I've heard that same song from you for 35 fucking years. Who do you think you're talking to?

I helped you to make a fortune you and the rest of those parasites.

JIMMY

It was a reasonable arrangement between labor and management

MAX

Two per cent for them and forty per cent for you. You defend them and you screw them. C'mon. It's been the story of your life. Think anybody believes you any more?

JIMMY

Some. But no-one believes in you any more. Because you've made mistakes and I haven't.

But that's beside the point. The important thing right now is that you and I straighten out these transfers of authority.

Now it's all as we've agreed. I had our lawyers draw it up. All you have to do is sign.

MAX glances over the papers.

MAX (Ironically)  
My last will?

JIMMY (Staring)  
You're in no position to exercise  
your will.

MAX  
I give up everything.

JIMMY  
Twelve per cent will be set aside for  
your boy. That way he can be assured  
of living to a ripe old age.

MAX  
Or not if I don't sign, huh?

JIMMY says nothing; his face is a blank.

MAX turns to the desk and quickly  
signs the papers as JIMMY straightens  
his tie.

MAX tosses down the pen.

JIMMY gathers up the papers,  
stashes them in his briefcase.

JIMMY gives MAX an icy look  
and says,

JIMMY  
Why don't you take care of this  
yourself, Max? I'd be very happy  
for you if tonight, during all  
the noise of the party, I heard  
a shot.

MAX catches sight of NOODLES in  
the screen that shows the driveway

MAX  
Maybe you will.

CUT to NOODLES arriving at the main  
entrance with his invitation in his  
hand.