

THE GREAT STEAMBOAT RACE BETWEEN THE NATCHEZ AND THE ROBERT E. LEE

PART I

an original screenplay by

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FADE IN:

EXT. PORT OF NEW ORLEANS - 3:00 PM, JUNE 30, 1870

A HOT SUMMER'S AFTERNOON.

THOUSANDS GATHER. ALL DRESSED in their SUNDAY BEST. DAREDEVILS HANG from the rooftops, ironworks and railings of their homes. Others DRAPE the DOME of the ST. CHARLES HOTEL. As HAWKERS WORK their way through the crowds SELLING their wares.

All HOPE to get a glimpse of the start of the GREAT RACE.

CHARLES WELBOURNE KNAPP (V.O.)

"I will not stop to discuss the cause which led to this gloriously exciting and wonderful event. I will merely say that for some months now a spirit of rivalry has existed between the two captains of the boats that soon will be racing. And between the cities in which the contracts for their building were fulfilled. Everyone, it seems, has come to New Orleans today to celebrate the 'race of the century.'"

INT. NEW ALBANY GOVERNMENT OFFICES - AFTERNOON

SAMUEL MILLIGEN (mid 50's) SHOWS OFF to the elegant ELK HORNS the winner will receive to his celebrating friends. Its GOLD PLAQUE READS: THE A. L. SHOTWELL.

CHARLES WELBOURNE KNAPP (V.O.)

"The news spread as wildfire."

Milligen RAISES his GLASS in a TOAST.

MILLIGEN

To the captain who takes the horns!

They DRINK.

EXT. CITIES, TOWNS ALONG THE MISSISSIPPI - AFTERNOON

Men, women, dressed to the nines, GOSSIP, GAMBLE--REVEL in the day's fare.

CHARLES WELBOURNE KNAPP (V.O.)

"From New Orleans to Memphis, to Louisville, Cincinnati and St. Louis, money is passed from hand to hand, one pocket to another as freely as
(MORE)"

CHARLES WELBOURNE KNAPP (V.O.) (CONT'D)
the water running down the stream on
which the boats will be racing.
Everywhere, the great race was the
principal topic of conversation."

EXT. PORT OF NEW ORLEANS - AFTERNOON

Docks are JAMMED with STEAMERS and PASSENGERS, anxiously
waiting to board.

A DRUNK TEETERS on the edge of one of the docks. He FALLS
IN.

The crowd ROARS with LAUGHTER.

A QUICK MIST OF RAIN POURS DOWN on them, ending as quickly
as it began. The crowd ROARS again--with JUBILATION.

A *PICAYUNE DAILY NEWSIE* SNAKES his way through the crowd,
SHOUTING:

NEWSIE
ROBERT E. LEE FAVORED TO WIN! GET
YOUR PAPER HERE!

CHARLES WELBOURNE KNAPP (V.O.)
"Cannon had thrown his whole heart
and soul into the race."

EXT. ALONG THE NEW ORLEANS DOCKS - AFTERNOON

As DECK HANDS LOAD FUEL, LUGGAGE, other items onto the
steamers ...

CHARLES WELBOURNE KNAPP (V.O.)
"He took nothing on that would impede
the Lee's progress except coal, oil
and hog grease."

INT. ROBERT E. LEE, BOILER ROOM

U. S. INSPECTOR WHITMORE SETS INTO PLACE, ON ONE OF THE
BOILERS, A CERTIFIED GOVERNMENT SEAL.

EXT. ROBERT E. LEE BOILER DECK - AFTERNOON

CAPTAIN JOHN W. CANNON TAKES a mannerly STROLL along his
decks GREETING his passengers, mostly men, and two women,
already on board. Fifty, well over six feet tall, Cannon's
a quiet man, genteel, mild in his manner. Yet, a striking
figure, a giant among steamboat captains. His tufts of black
hair streaked with silver curling about his head. His
sparsely filled beard bordering around his chin.

His eyes of steel blue, forever vigilant, observant, and determined, Cannon RULES every inch of his world.

CHARLES WELBOURNE KNAPP (V.O.)

"Everything that could be spared on the Lee was, left at the mouth of the Ohio on her trip from Louisville."

TIPPING his cap ...

CANNON

Gentlemen. Enjoy your journey.
Ladies.

Five feet nine, black hair, black eyes, dark, very handsome, ALBERT G. EBERMAN (25) CARRIES A CANE to aid him in his limp from a war wound.

CANNON (CONT'D)

Welcome aboard, Mr. Eberman. Give my regards to your brother.

ALBERT

Thank you, Captain. I will.

CHARLES WELBOURNE KNAPP (V.O.)

"Every last piece of wood, furniture that wasn't tied or nailed down was stripped from the Lee, to her very bones."

Inspector Whitmore EMERGES from the BOILER ROOM. Cannon stops to speak with him.

WHITMORE

She's good to go, Captain.

CANNON

Thank you, Mr. Whitmore.

WHITMORE

God speed.

Whitmore DISEMBARKS. Cannon looks after.

EXT. NATCHEZ, DOCKED IN HER MOORING - AFTERNOON

Splendidly DECORATED with her GOLD LEAF CROWNS, her bright RED CHIMNEY STACKS GLIMMER beneath the sun as they BELCH OUT CLOUDS of billowy, black smoke.

THOMAS P. LEATHERS, 54, STANDS on his HURRICANE DECK OBSERVING his men below as they work, anxious for the race to begin.

An imposing figure, Leathers is dressed in his fanciest attire: ruffled white shirt, vest, diamond pin, a bold, black Captain's uniform with matching gold-leafed trim and cap. His dark, wavy, auburn hair and curled beard tell the story of his many years in service to the steamboat industry.

LEATHERS

Load everything that ya can on her,
men. She can handle it and them
some.

He POINTS to a deck hand.

LEATHERS (CONT'D)

You there! See if you can buy me
six hundred more boxes of coal. I
don't care what it costs.

The deck hand TAKES OFF RUNNING.

EXT. PORT OF NEW ORLEANS, TRAIN STATION - AFTERNOON

TRAIN WHISTLE BLOWS.

PASSENGER CARS of the IRON MOUNTAIN RAILROAD are STUFFED like sardine cans with exuberant ONLOOKERS WAVING hats, handkerchiefs, American flags from their windows.

SHOUTS OF JOY PIERCE THE AIR.

As PUFFS OF SMOKE ROLL out of the locomotive's chimney.

EXT. TRAIN OUTSIDE NEW ORLEANS - AFTERNOON

A second train, crammed with as many spectators, SPEEDS along, on its way to New Orleans.

INT. PASSENGER CAR

CHARLES WELBOURNE KNAPP (22, dark brown hair, clean shaven) STARES out his window. He PULLS an antique POCKET WATCH from his vest, OPENS it. Linger over the portrait inside for a moment, he CLOSES it again--only to stare out the window again as the train continues on toward New Orleans.

The portrait is of his young--dead--fiance, ABIGAIL MCCULLOUGH.

EXT. ROBERT E. LEE, PILOTHOUSE - AFTERNOON

SHIP'S CARPENTERS REMOVE a part of the SASH from the doorway.

CHARLES WELBOURNE KNAPP (V.O.)

"Even the sash around the Pilothouse door, which serves as protection against strong currents of air when under a fast run, was removed."

INT. PASSENGER CAR

Charles observes the SWARM of spectators bustling about as his train SLOWLY PULLS INTO THE STATION.

CHARLES WELBOURNE KNAPP (V.O.)

"Whatever the result of this race, soon to be taking place, it is not an exaggeration to say it will stand unparalleled in ancient or modern times. Two magnificent machines, the pride of their respective homes, poised to race twelve hundred miles up the mightiest river of the world, the artery and lifeblood of our magnificent continent."

EXT. NATCHEZ, PILOTHOUSE - AFTERNOON

A PECULIAR LOOKING LITTLE STATUE OF CHIEF PUSHMATAHA STANDS prominently before the Pilothouse.

Leathers, takes his last tour of inspection, PASSING his CARPENTER, E. W. BAWIFE, with his ASSISTANT, PULLING OFF a piece of the FRAMEWORK around the Pilothouse doorway.

LEATHERS

I told you no, goddamn it! Not one beam's to be removed!

BAWIFE

But, Captain Leathers, Sir. Can't we at least remove the sash?

LEATHERS

Nothing! Not one carpenter's nail!

Leathers STORMS OFF, heading for the stairs ...

LEATHERS (CONT'D)

I'll not have anyone thinking this is a race!

ASSISTANT

But, they already do, Captain.

as Bawife NAILS the piece back into place--shaking his head.

EXT. NATCHEZ, TEXAS DECK - AFTERNOON

Stepping onto the lower level, Leathers SPOTS a LITTLE BOY, ALONE, unattended.

LEATHERS

What are you doing up here, lad?

The boy FREEZES.

LEATHERS (CONT'D)

Get back down below with your parents.

He MAKES A TERRIBLE FACE at him. The boy RUNS.

Leathers PULLS OUT an exquisite, GOLD POCKET WATCH from his vest pocket. He OPENS it, SHAKES HIS HEAD, noting the time, then continues down the stairs to the lower decks as he shoves the watch back into his vest, mumbling to himself.

LEATHERS (CONT'D)

Passengers. They're going to be the death of me yet before this race is over.

EXT. NEW ORLEANS PIER - AFTERNOON

Newsie pushes through the ever-growing crowds.

NEWSIE

CAPTAINS DENY RUMOR! NO RACE BETWEEN
THE NATCHEZ AND ROBERT E. LEE!

Two well-dressed DANDIES approach.

DANDY #1

Boy.

They each BUY a paper.

NEWSIE

Thank you, Sirs.

As the Newsie disappears back into the crowd, the dandies TURN to the page and THE CARDS (ADS) advertising the race.

CLOSE UP of the CARDS.

DANDY #2

Business as usual, eh?

EXT. NEW ORLEANS TRAIN STATION/INT. PASSENGER CAR -
AFTERNOON

Charles' train slowly PULLS INTO the station. As he watches
the swelling crowd ...

CHARLES WELBOURNE KNAPP (V.O.)
I wonder what my father must have
been thinking that morning he assigned
me to write this story. All I can
remember of that day is--my watching
him hang the photograph of the ill-
fated Sultana on the wall overlooking
his desk.

FLASHBACK

INT. TEMPORARY OFFICES OF THE MISSOURI REPUBLICAN - DAY

CLOSE UP OF THE PHOTOGRAPH of the SULTANA taken before her
ill-fated explosion and fire.

Slowly recovering from his losses in a devastating fire only
days before in his offices, JOHN KNAPP, 50's gray-haired,
long beard, craggy looking, PRIVATELY CONSULTS with his EDITOR-
In-CHIEF, WILLIAM HYDE--also in his 50's, rotund, balding.

Charles, at his telegraph desk, WAITS on an ELDERLY
WOMAN/CUSTOMER. He returns a handful of change to her, then
ESCORTS her to the door.

JOHN KNAPP (O.S.)
CHARLIE!

EXCUSING himself, Charles quickly joins his father and William
Hyde.

CHARLES WELBOURNE KNAPP (V.O.)
And Mr. Hyde informing me of the
race that had been years in the
making.

VERY SHORT TIME LAPSE.

HYDE
It'll be great experience for you,
Charlie. Your first story.

CHARLES WELBOURNE KNAPP
But, I'm not ready. Send Dacus.
Send Waterloo. They'll write you a
much better--professional--story.

JOHN KNAPP

Nonsense. I didn't spend all that money on your education for nothing. You're going and that's final.

CHARLES WELBOURNE KNAPP

What if I fail to give you the story you want for the Republican? Father, I don't know the first thing about being a newspaper reporter.

JOHN KNAPP

You'll learn. Dacus is going to be your editor and mentor. I've been wanting to give him a promotion for quite some time now, anyway.

CHARLES WELBOURNE KNAPP

You can't be serious.

HYDE

Charlie, my boy. Your father wants you to learn the business from the ground up. That includes how to report a news story as it happens.

CHARLES WELBOURNE KNAPP

But, Mr. Hyde. I'm not ready.

HYDE

You are--ready, Charlie. Believe me. And it will do you a world of good to get your mind off Abigail's passing for a time.

END FLASHBACK

EXT. NEW ORLEANS TRAIN STATION/INT. PASSENGER CAR -
AFTERNOON

Train comes to a FULL STOP. Charles remains in his seat as the other passengers make their way to the exits first.

CHARLES WELBOURNE KNAPP (V.O.)

And I, Charles Welbourne Knapp, certain that when this race is over, I will be returning to my duties at the Missouri Republican as a telegraph clerk and to a life of obscurity in my father's business.

BAG IN HAND, Charles EXITS the train.

EXT. PASSENGER CAR - AFTERNOON

Dressed to the hilt in a top coat, top hat, sporting a proper moustache and walking cane, JOSEPH A. DACUS, 39, WAITS for Charles at the depot. He GREETs the apprehensive young man with a hearty handshake and gargantuan smile.

DACUS

Welcome to New Orleans, Charlie.
And to your first assignment as a
newspaper reporter. Come. Cannon
is waiting for us.

As they disappear into the crowd ...

EXT. TRAIN STATION DEPOT, DOORWAY - DAY

JOHN C. KAY, 31, dressed in an expensive, white silk suit, a matching top hat--smoking an expensive cheroot--STEPS OUT into the afternoon sunlight, a devilish, pearly white, grin on his face, a twinkle in his eyes, all framed by his wavy, sandy-colored hair. His well-trained eyes miss nothing.

SCRIBBLING a few notes into his notebook, he PAUSES a moment, deep in thought, then tucks his book away in an inside pocket.

EXT. ROBERT E. LEE, TEXAS DECK - AFTERNOON

As he peers out toward the open waters of the mighty Mississippi, Cannon RECALLS:

FLASHBACK

EXT. UPPER DECK OF THE GENERAL QUITMAN, FIVE YEARS EARLIER - DAY

Cannon PEERS DOWN at Thomas Leathers, standing on the dock looking up at him, both men full of anger.

LEATHERS

Traitor. You cheated your own country
out of your steamer to help the North.
And then ya charged them exorbitant
prices for the cotton you sold 'em,
to boot.

CANNON

It's called business, Thomas. Get
over it. And don't blame me you
weren't savvy enough to hide your
precious Natchez from the governments.
You want to captain another steamer?
Go build one.

LEATHERS

By the Lord God Almighty. I would
if I had a little more than a dollar
to my name. The war took everything.

CANNON

So sue the government. Or haven't
you heard? There's such a thing as
salvaging rights.

LEATHERS

You'd turn your back on your own
mother, if she were dying.

CANNON

You want a job on this steamer to
pay for *your* new one? You get down
on your knees and you beg me for it
first.

LEATHERS

You can go to bloody hell, that's
what you can do.

CANNON

Fine. Don't come to work for me.

END FLASHBACK

EXT. NEW ORLEANS DOCKS - AFTERNOON

As Charles, Dacus struggle through the crowd ...

CHARLES WELBOURNE KNAPP

I wonder if this is how Sam Clemens
felt on his first story.

DACUS

I think he was off looking for gold
or silver somewhere. A few
butterflies?

CHARLES WELBOURNE KNAPP

I would have preferred reporting on
the Natchez. I understand Leathers'
engines are state of the art.

DACUS

Your father had his reasons for
putting Kay with Leathers and you
with Cannon.

CHARLES WELBOURNE KNAPP

All the same.

(MORE)

CHARLES WELBOURNE KNAPP (CONT'D)

He's given me a huge responsibility
writing in this story. I'm still
not sure I should be the one handling
it.

DACUS

John Knapp's brilliant first born?
Crack law student? Afraid of a little
writing assignment? It will get
better, Charlie. I promise.

MRS. A. C. MCKEEN, 40-ish, her fifteen year old daughter,
MAGGIE, WALK ahead of them. Maggie TURNS, FLIRTS with them,
then GIGGLES. Dacus politely TIPS his hat.

DACUS (CONT'D)

Ladies.

A disapproving Mrs. McKeen HRRUMPHS, PUSHES Maggie along,
not another word, or hrrumph, spoken.

Charles keeps very silent.

EXT. NATCHEZ, DOCKED IN HER MOORING - AFTERNOON

FRANCES SHACKELFORD, a young beauty of 18, STANDS on the
dock with her father, RICHARD SHACKELFORD. Fifty-ish, tall,
handsome. He wears the dignified air of well-earned wealth,
with an attitude to match, as PRESIDENT and MAJOR STAKEHOLDER
of the BELLEFONTAINE RAILROAD COMPANY. They WAIT to board
the steamer.

Frances wears the finest of traveling clothes money can buy.

A BLACK BAGGAGE HANDLER waits with them, surrounded by
luggage, shopping bags, other travel items.

RICHARD

You wait here, Frances, while I go
purchase our tickets.

TURNING to the Baggage Handler ...

RICHARD (CONT'D)

You. Keep an eye on her.

BAGGAGE HANDLER

Yes, Sir, Mr. Shackelford.

EXT. DOCKS NEAR ROBERT E. LEE - AFTERNOON

Dacus, Charles draw closer to the steamer.

CHARLES WELBOURNE KNAPP

By the way, why isn't Sam reporting on the story for the paper? I would have thought he'd be the perfect choice.

DACUS

His father-in-law's ill. And I hear Olivia's not doing well either, given her delicate condition.

CHARLES WELBOURNE KNAPP

I'll be sure to write them a letter. I have to get off at Memphis. We've been having some issues lately with our telegraph office there.

DACUS

You'll be able to board again at Cairo. We'll get you a train ticket and a ticket for the Idlewild. I hear the Old Man will be picking up some very special passengers there to help him with the last few miles into St. Louis. Cannon's never piloted that part of the river before.

CHARLES WELBOURNE KNAPP

Sounds like an excellent opportunity to catch an interview.

DACUS

Devil's Country. Dangerous enough waters for an experienced riverboat captain to navigate. Could get mighty busy in the Lee's Pilothouse. But, then again, you'll be on the Idlewild with them.

EXT. NATCHEZ, MOORING DOCK - AFTERNOON

Frances' eyes suddenly LIGHT UP WITH EXCITEMENT AND DELIGHT, seeing Charles walking her way.

FRANCES

Well, I'll be.

She WAVES to Charles, trying to gain his attention.

FRANCES (CONT'D)

Charles! Charles Knapp!

Maggie McKeen TURNS, HEARING, SEEING FRANCES calling out. SPOTTING Dacus and Charles still struggling to get through the crowd, she GIGGLES again.

Mrs. McKeen HRRUMPHS again, STEERING her daughter even closer toward the Lee's boarding ramp.

MRS. MCKEEN

You're too young, Maggie McKeen.
For either one of them.

SCANNING the crowd, Charles SPOTS Frances waving, trying to get his attention--to his great consternation. Dacus CRACKS another wide smile, well NOTICING the young beauty himself.

DACUS

Well now. Who's that pretty young thing over there waving at you?

CHARLES WELBOURNE KNAPP

Frances Shackelford. Abigail's cousin.

Dacus' smile DISAPPEARS.

DACUS

Shackelford, eh? Is she any relation to Richard Shackelford?

CHARLES WELBOURNE KNAPP

She's his daughter.

DACUS

Better steer clear of *those* dangerous waters, Charlie.

CHARLES WELBOURNE KNAPP

My father would never forgive me if I even thought of courting the daughter of his worst nightmare. Shackelford still hasn't forgiven him.

Charles RECALLS for Dacus the encounter he had weeks ago with Richard:

FLASHBACK

INT. GRAND BALLROOM - NIGHT, WEEKS EARLIER

Frances' DEBUTANTE BALL. Dressed in their finest, the young women ENJOY their night of partying and gaiety, REVELING in the opulence, the music, the dancing--and the eligible young men.

Dressed in BLACK TIE, Charles ATTENDS to his fiancée, Abigail McCullough, as they watch on the sideline. As guests TWIRL and WHIRL across the dance floor, Abigail's the most prim and proper of young ladies--and the happiest of fiancées.

FLITTING ABOUT, FLIRTING, and quite open about her crush on Charles, Frances brazenly CRASHES in on the young couple's alone time.

FRANCES

Oh, Charles. Please dance with me.
You won't mind, will you, Abigail?
I do so love to dance.

Amused by her cousin's boldness ...

ABIGAIL

Should I be jealous, Charles? My
young cousin can be very persuasive.

CHARLES WELBOURNE KNAPP

I'm afraid these two left feet of
mine wouldn't serve either one of
you very well on the dance floor.

A young and proper WEST POINT LIEUTENANT ATKINSON, APPEARS.
He INTERRUPTS ...

LT. ATKINSON

Miss Shackelford. Would you do me
the honor of this dance?

Promptly--firmly--taking the young lieutenant's arm ...

FRANCES

Why, Lieutenant Atkinson, Sir. I
thought you'd never ask.

WHISKING her away, the young lieutenant GLIDES with her onto
the dance floor in a GRAND WALTZ.

FRANCES (CONT'D)

My friends call me Fanny, but I don't
really like that. You may call me
Frances, or Frannie, if you like.

Abigail eyes Charles with amusement, making him BLUSH.

ABIGAIL

Alas. I'm afraid my poor cousin's
crush on you is quite fatal. But
then, so is mine.--I see Mama's all
alone. If you will excuse me.

Charles NODS in agreement.

As Abigail takes her leave, Richard approaches, expensive
cigar in hand, a stern, disapproving look well-etched in his
face and eyes from years of scorn for the Knapps.

RICHARD

The McCulloughs may approve of your little marriage to their daughter, Mr. Knapp. But the Shackelfords never will.

CHARLES WELBOURNE KNAPP

My father has no quarrel with the McCulloughs. Only that bit of competition between our newspapers. Which will be rectified as soon as Abigail and I are married.

RICHARD

What's it been? Five years since the war ended?--Your father still owes me that retraction.

Unhappily, Frances watches her father over the shoulder of her lieutenant as they dance.

CHARLES WELBOURNE KNAPP

For reporting the truth, Sir? It was most unfortunate you were accused of treason, which was honestly reported by our paper. You were eventually exonerated of that crime. By Lincoln himself, if I remember correctly. Which we reported on honestly and fairly as well. But, I gather, that still isn't enough for you.

RICHARD

And until I get that retraction, you will stay away from Frances and Genevieve. In fact, you will stay away from all us Shackelfords.

Richard SAUNTERS away, quite pleased with his pompous self.

CHARLES WELBOURNE KNAPP

How can I, Sir, when we are about to become in-laws?

END FLASHBACK

EXT. NATCHEZ, MOORING DOCK - AFTERNOON

Frances, still trying to get Charles' attention ...

DACUS

Perhaps you and Abigail were never meant to be. Marriage and politics never do mix.

FRANCES
Charles! Charles! Over here!

DACUS
Speaking of never meant to be's.

Charles is completely frozen in his tracks.

DACUS (CONT'D)
Well. Don't just stand there keeping
the young lady waiting.

Dacus SEES someone in the crowd.

DACUS (CONT'D)
I'll be back for you in a few moments.
There's someone over there I need to
speak to.

He saunters off.

'Walking on egg shells,' Charles makes his way toward Frances--
searching for any sign of Richard in the crowd.

FRANCES
Oh, Charles. It's so good to see
you again. What are you doing here
in New Orleans?

CHARLES WELBOURNE KNAPP
I'm on assignment for the paper.
It's my first, actually. Writing
assignment.

FRANCES
Oh, how exciting! On the Natchez?

CHARLES WELBOURNE KNAPP
Robert E. Lee.

FRANCES
(disappointed)
Oh. Have you caught the racing fever
yet? I can't wait until five o'clock.

CHARLES WELBOURNE KNAPP
I haven't placed any bets, if that's
what you're asking. You're a long
way from home, too.

FRANCES
Shopping. And Papa's doing a little
business here for the railroad.
(MORE)

FRANCES (CONT'D)

I'll be going away to school in a few weeks.--Why haven't you come to call on Mama, Genevieve, and me?

CHARLES WELBOURNE KNAPP

I've been busy--at the paper.

FRANCES

The fire.--Perhaps you won't be too busy to call on us before I go. Or maybe you could even write to me at the school. I'm sure Abigail wouldn't mind. If she were here.

CHARLES WELBOURNE KNAPP

Perhaps. If I'm not too busy.

FRANCES

I know Mama and Genevieve would so love to see you again.

CHARLES WELBOURNE KNAPP

It is lovely seeing you again, Frances.

Charles SEES Richard returning.

FRANCES

Will you be interviewing Captain Cannon?

CHARLES WELBOURNE KNAPP

I expect so. I really do have to go.

RICHARD

Well, well, well. Mr. Knapp.

Richard OFFERS Charles a gentleman's handshake.

RICHARD (CONT'D)

Pleasure seeing you again. What brings you here to New Orleans, as if I couldn't guess?

Dacus INTERRUPTS.

DACUS

Richard Shackelford.

He SHAKES Richard's hand.

DACUS (CONT'D)
How's the railroad business these days?

RICHARD
The Bellefontaine's doing just fine, Judge. Have you met my daughter, Frances?

DACUS
A pleasure, Miss Shackelford.

RICHARD
A lot of traveling and wheeling and dealing before the harvest season.

DACUS
I hear you on that.

Dacus TURNS to Charles.

DACUS (CONT'D)
It's time, Charlie.

Dacus TIPS his hat to Frances.

DACUS (CONT'D)
If you'll excuse us, Miss. We're on a very tight schedule.

FRANCES
Of course.
(to Charles)
Good luck with your story, Charles.

Dacus quickly WHISKS Charles away into the crowd.

DACUS
I hate people calling me Judge.
Gone from Richard's sight ...

RICHARD
I'd hoped Abigail's death would have been the end of your little friendship with that Knapp boy, Frances. I have much bigger plans for you and your sister.

FRANCES
Papa. What did you tell Charles the night of the Cotillion?

RICHARD
It's time to be on our way.

EXT. ROBERT E. LEE, MOORING DOCK - AFTERNOON

Dacus GIVES Charles another devilish grin.

DACUS

I'm afraid your Miss Shackelford's
been bitten quite badly, my boy.

CHARLES WELBOURNE KNAPP

She's the least of my worries. Her
father despises me. I believe he
would prefer if all us Knapps drowned
in the Mississippi River. The sooner
the better.

DACUS

Shackelford does hold quite a grudge
against your father. And it looks
like he can barely tolerate you.
But that's what fathers do. You
can't blame him for wanting to protect
his little girl--who's not so little
anymore.

CHARLES WELBOURNE KNAPP

As if he has anything to worry about
with me. Abigail was the love of my
life. I'm still in love with her.--
There's no room for anyone else in
my heart right now.--Probably never
will be.

DACUS

Tell that to the man who has two
daughters, and one just recently
become of marrying age.

CHARLES WELBOURNE KNAPP

Richard Shackelford. My father-in-
law. Now that is a dreadful thought.

Dacus lets out a belly laugh.

DACUS

Come, my boy. You've got a steamer
to catch.

They head onward ...

EXT. THE HENRY TATE, MOORING DOCK - AFTERNOON

4:00 PM.

A GREAT BLAST FROM HER SMOKESTACKS. THE CLANGING OF HER
BELLS.

The Henry Tate, CRAMMED WITH SPECTATORS, slowly makes her way out of port. Followed by several more steamers, too, OVERFLOWING with passengers.

EXT. TRAIN STATION DEPOT - AFTERNOON

Kay STUDIES the Natchez--still harbored in her mooring--from the distance. Her bright red smokestacks with their gold leaf trimmed crowns, BELCHING OUT blasts of billowy, black SMOKE, as they GLIMMER in the sunlight. He GRINS like a Cheshire cat.

A SPECTATOR STROLLS BY.

SPECTATOR

Good afternoon, Mr. Kay.

KAY

Afternoon, Sam. Lovely day for a race.

TAKING another long drag from his cheroot, Kay casually BLOWS OUT the smoke as he MAKES another notation into his book, GRINNING.

EXT. NEW ORLEANS DOCKS - AFTERNOON

Three more steamboats leave port for the waters: THE GREAT REPUBLIC, THE GRAND ERA, THE MARY HOUSTON.

INT. MAYFLOWER, STILL DOCKED, GRAND SALOON

RIVERBOAT GAMBLER and longtime friend of Thomas Leathers, GEORGE DEVOL, black hair, grand moustache, puffs away on an expensive STOGIE as he TAKES BETS from a long line of other gamblers.

GAMBLER TULLY

Seventy-five dollars on the Lee, Mr. Devol.

DEVOL

Seventy-five will get you one hundred, Mr. Tully. But the Lee's not going to win.

GAMBLER TULLY

You are, indeed, a loyal friend to Captain Leathers, Sir.

Tully moves on, Devol TAKES another sizable bet from the next man in line. He moves on.

DEVOL

And you, kind Sirs, are, indeed,
loyal friends to my change purse.

Finally, the last man places his bet, moves on. Devol COUNTS his take, REVELING in the size of the wad.

DEVOL (CONT'D)

It's been a pleasure, gentlemen.

EXT. ROBERT E. LEE, MOORING DOCK - AFTERNOON

As a deck hand REMOVES another piece of the wood frame from the already half-stripped WHEELHOUSE, Charles, Dacus marvel at the Lee's appearance, now looking very much like "a giant skull and bones stripped of every inch of skin, sinew and muscle" as they continue toward the boarding plank.

CHARLES WELBOURNE KNAPP (V.O.)

"Everything that could be spared from the Lee was. And as soon as her cargo was on shore, her carpenters went to work removing other materials that might impede her progress. The greatest clearing was aft of her wheels. Here everything was removed that could possibly check the flow of the water from the paddles."

DACUS

You'd think Cannon was preparing for a cock fight.

CHARLES WELBOURNE KNAPP

May I quote you on that in my first dispatch to the newspaper?

DACUS

As editor of this story?--I've had worse happen.

ADOLPH MARTIN, Cannon's CLERK, GREETs them, as they step onto the boarding plank, allows them to pass.

CHARLES WELBOURNE KNAPP

I'm wondering if Captain Leathers decided to do the very same.

EXT. NATCHEZ, MOORING DOCK - AFTERNOON

As beautifully whole as the day she left her builder's shipyard, NOTHING has been stripped from the Natchez. Her GINGER AND WHITE LATTICE WORK GLEAM in the sunlight.

As Leathers BARKS out more orders, he PEERS DOWN from one of the upper decks to see ...

LEATHERS

Shackelford!

CURSING under his breath, he STOMPS his way down the stairs to the end of the plank where his CLERK, OVID BELL, STANDS TAKING TICKETS.

LEATHERS (CONT'D)

Mr. Bell. Mr. Bell. This man is not to board my steamer.

RICHARD

I bought two tickets to St. Louis.-- And paid good money for them, I might add, Captain. You're obligated to let me board.

LEATHERS

You're money's no good here, Shackelford. Not on this steamer, or any other I might own. Not now. Nor in the future! I don't care what you're the owner of. On second thought, I do care. You're the owner of a goddamned railroad! Now, get off my plank!

Leathers STORMS BACK to the main deck as Richard FUMES.

RICHARD

Still not accepting Yankee money, Captain.

Leathers, STOPS, TURNS BACK TO GET INTO Richard's face.

LEATHERS

I don't care if Andrew Johnson himself were here in New Orleans trying to board my boat. The both of you are traitors in my book. And I'll not be transporting any such persons, railroad presidents or U. S. ones-- present or former--on my Natchez. Not now. Not ever! Mr. Bell. DO YOUR DUTY!

Leathers HEADS BACK to the Main Deck SPEWING CUSS WORDS all the way for all to hear.

RICHARD

War's over Leathers! Or haven't you heard? The NORTH WON!

Leathers DISAPPEARS from Richard's sight.

RICHARD (CONT'D)

DAMN IT!

BELL

Mayflower's still taking on
passengers, Mr. Shackelford. But
you'd better hurry. She's about
ready to leave, too.

RICHARD

Wait for me at the Mayflower, Frances.
I won't be long.

Richard HURRIES off.

FRANCES

Men!

Baggage Handler remains silent, but FULL of something to
say, nevertheless.

EXT. ROBERT E. LEE, BOILER ROOM - DAY

Charles, Dacus find Cannon CONVERSING with CAPTAINS JOHN
SMOKER and JOHN TOBIN, friends of his.

DACUS

Captain Cannon.

A wide, but nervous SMILE APPEARS on Cannon's lips,
recognizing the face of an old friend.

CANNON

Judge Dacus, you old hornswaggler.
How long has it been?

Cannon OFFERS his hand in warm greeting.

DACUS

Too long, John. You still won't let
me live that nickname down after all
these years, will you?--I guess it
takes a race this big to finally see
an old friend.

CANNON

Aye. That it does.

DACUS

You remember little Charlie Knapp.

CANNON

Colonel John's boy? Why I haven't seen you, son, since ... You're all grown up.

DACUS

And home from the universities. For good, this time.

Charles SHAKES Canon's hand.

CHARLES WELBOURNE KNAPP

My father sends his greetings.

CANNON

And well-mannered. Welcome aboard, Charlie. They still call you Charlie.

CHARLES WELBOURNE KNAPP

Yes, Sir. They do.

CANNON

I want you to meet my friends. This is John Tobin, captain of the Frank Pargoud. And this is Captain John Smoker.

DACUS

Charlie will be reporting on the Lee for us.

CANNON

I intend to win. And you can quote me on that.

(returns to Dacus)

You're along for the ride, of course.

DACUS

Sadly, no. I'm taking the train back to St. Louis. I'll be editing the story there.

CANNON

But, surely you can stay for a short while. I was just about to call a meeting on the Texas Deck. You're welcome to join us. The both of you.

The men HEAD for the stairs for the Texas Deck.

DACUS

By the way, John. I was meaning to ask you.

(MORE)

DACUS (CONT'D)

An exclusive interview with the Cincinnati Commercial? Surely, you didn't mean that.

CANNON

Next time, the exclusive is yours.

INT. ROBERT E. LEE, NEARLY EMPTY CARGO HOLD, WATER PIPE

The rusted sleeve joint and water pipe QUIVER from the high water pressure rushing through and the hard vibrations of the engines.

EVER SO SLOWLY, HOT WATER, STEAM BEGIN TRICKLING OUT of the connected ends, SIGNALING MAJOR TROUBLE.

EXT. NATCHEZ, MOORING DOCK - AFTERNOON

Frances, the Baggage Handler haven't yet moved from their spot.

BAGGAGE HANDLER

We'd better go, Miss.

FRANCES

Abigail thought Charles a decent enough man to marry.

BAGGAGE HANDLER

Your father will be waiting, Miss.

FRANCES

Mrs. Charles Welbourne Knapp. It has a very lovely ring to it, don't you think?

BAGGAGE HANDLER

I think we'd better get to the Mayflower. It's almost five o'clock.

Frances HEARS a NEWSIE HAWKING in the distance. An IDEA suddenly POPS into her head.

FRANCES

I have to go buy a paper--for the ride home. I won't be a minute.

Frances TAKES OFF LIKE A SHOT into the swelling crowds.

BAGGAGE HANDLER

Miss Shackelford! Your father!

EXT. STEAMBOAT TICKET STATION - AFTERNOON

Kay SCRIBBLES more notes into his book ...

KAY (V.O.)

Thirty-four inch cylinders, ten feet
stroke, forty-two feet, eleven inch
wheels.

He RAISES his EYES to the Natchez--still moored in the
distance--momentarily, then JOTS down a quick CALCULATION
into his notebook.

KAY (CONT'D)

Seventeen revolutions per minute.
Not bad.

RUSHING IN, Richard BUMPS INTO Kay.

INT. STEAMBOAT TICKET STATION

Richard RUSHES over to the ticket window, PULLING OUT a wad
of bills.

RECOGNIZING the man, a curious Kay, FOLLOWS Richard--to
EAVESDROP.

RICHARD

Can I still get tickets for the
Mayflower?

TICKET CLERK

Old Push kick you off his steamer,
too, Mr. Shackelford? Seems every
race, he's got to kick somebody off
the Natchez for one reason or the
tuther.

RICHARD

Good nickname for him--Old Push.

TICKET CLERK

They say he got it from that old
Natchez Indian war chief.

RICHARD

More like from his surly attitude
toward decent, paying customers.

Ticket Clerk STAMPS the tickets. Richard HANDS OVER the
money.

TICKET CLERK

There you go, Sir.
(MORE)

TICKET CLERK (CONT'D)

Two tickets for the Mayflower. You're sure you wouldn't want to go by train instead? Getchya home a lot quicker.

Richard takes his tickets.

RICHARD

My daughter wants to go by steamer. It's this accursed race.

TICKET CLERK

Can't say as I blame her any. Got a daughter out there myself somewheres in the crowd. This brouhaha's got her more excited than a boll weevil in a cotton patch.

RICHARD

I just want to go home.

TICKET CLERK

Well, good luck to ya.

Richard RUSHES toward the door. Kay conveniently BUMPS INTO HIM.

KAY

Mr. Shackelford? Of the Bellefontaine Railroad Company in St. Louis? John Kay of the Missouri Republican. If I could have a moment of your time, Sir?

RICHARD

I'm not an advocate of your paper, Mr. Kay, is it? And I'm somewhat in a hurry.

KAY

Fair enough. I'll walk out with you.

They HEAD for the Mayflower together.

KAY (CONT'D)

As president and one of the major stakeholders of the newest railroad company in St. Louis, what is your opinion on the future of the steamboat industry in the United States?

EXT. ROBERT E. LEE, TEXAS DECK - AFTERNOON

Cannon's meeting BEGINS. Attending: PILOTS WES CONNER, JAMES PELL, GEORGE CLAYTON; ENGINEER WILLIAM PERKINS; ASSISTANT ENGINEERS TOM BERRY, STEVE JERMEY, THOMAS YEADON, JOE MCCLOVEY, GEORGE BROWN, JOHN WIEST; MATES ROBERT SINGLETON, THOMAS HASTINGS, MIKE PETERS; CAPTAINS JOHN TOBIN and JOHN SMOKER. Charles and Dacus, along with black fireman, MARCUS, are the last to join.

Cannon, taking George Clayton aside ...

CANNON

George.

GEORGE CLAYTON

Aye, Captain.

CANNON

I want you in the Pilothouse ready to go before five o'clock.

George Clayton NODS in understanding.

CANNON (CONT'D)

Take care not to be seen until it's time. If we can leave New Orleans before the Natchez, we might have a good chance of staying ahead of her.

GEORGE CLAYTON

Aye, Captain.

George Clayton HEADS DIRECTLY for the Pilothouse. Cannon, next, takes Marcus aside.

CANNON

Marcus.

MARCUS

Aye, aye, Cap'n.

CANNON

I want you to give us a quick release of the bowline before Old Push realizes we're moving. Chop the ropes clean ...

MARCUS

Shore is gonna be a big enough surprise, all right, when Cap'n Leathers sees us backing out ahead of him and his Natchez.

Marcus HURRIES down the stairs.

EXT. ROBERT E. LEE, BOARDING PLANK - AFTERNOON

Frances, PLEADING with Adolph Martin to let her aboard ...

MARTIN

Sorry, Miss. We're not taking on
anymore passengers.

FRANCES

But. It's my aunt. She forgot her
purse.

(shows handbag)

I have to take it to her. She's
already on board.

Martin is UNMOVED.

FRANCES (CONT'D)

Please?

... PLYING her "cow eyes" stare.

MARTIN

(caving)

I don't know, Miss. All visitors
must be off by quarter to five.
It's almost that now.

FRANCES

I promise I'll hurry.

MARTIN

--No later than three bells.

Frances SCURRIES UP the boarding plank.

FRANCES

I promise! I'll hurry!

EXT. ROBERT E. LEE, MAIN DECK - AFTERNOON

Frances SCOURS the deck, searching frantically for any sign
of Charles. SEEING a flight of stairs, up, she climbs to
the next level.

EXT. MAYFLOWER, MOORING DOCK - AFTERNOON

Richard JOINS the Baggage Handler.

RICHARD

Where's my daughter? I told her to
wait here for me.

BAGGAGE HANDLER

She said she wanted to buy a newspaper
for the ride home. She is taking an
awful long time, Sir.

RICHARD

She's a responsible young woman.
The crowd may have just delayed her.
In the meantime, let's get these
bags on board.

Together, they HAUL the baggage onto the boarding plank.

EXT. NATCHEZ, BOARDING PLANK - AFTERNOON

Kay has finally made his way to the Natchez. At the opposite
end, a SCOWLING Captain Leathers WAITS, HOLDING his pocket
watch, CHECKING the time.

LEATHERS

Well, it's about damn time.

KAY

Permission to come aboard, Captain.

Leathers re-pockets his watch, still scowling, as Kay makes
his way up the plank.

LEATHERS

It's four thirty, Mr. Kay. Time and
the Natchez wait for no man.
Including tardy newspaper reporters
like yourself.

KAY

Always the charmer.

LEATHERS

Well, you're not a genteel woman to
be charming to now, are ya?

KAY

I'd like to take a look at your
engines, Captain, if you wouldn't
mind.

LEATHERS

Would it stop you if I did mind?

KAY

Lead the way.

EXT. ROBERT E. LEE, TEXAS DECK - AFTERNOON

Cannon's meeting is CALLED TO ORDER.

CANNON

I want every man alert and ready at his post. We're leaving port two minutes before five.

TOBIN

Givin' Tom Leathers a taste of his own medicine, eh, John?

The men LAUGH as Cannon RUBS his jaw, remembering.

CANNON

I only wish it could be another right cross like the one I gave him the night he accused me of cheating my customers.

SMOKER

It would serve him right.

TOBIN

Darn tootin' it would.

FLASHBACK

INT. NEW ORLEANS SALOON/EXT. STREET OUTSIDE SALOON - NIGHT,
TWO YEARS EARLIER

Both in a DRUNKEN STUPOR, Leathers PICKS A FIGHT with Cannon.

LEATHERS

Who the hell gave you permission to name your new steamer after the greatest general who ever lived?

CANNON

It was business. Nothing more.

LEATHERS

Business? It's always business with you. The prices you charge? Why they're downright thievery.

CANNON

When are you going to stop punishing me for keeping my General Quitman out of the hands of the North--and South--unlike you, with your precious fifth Natchez?

LEATHERS

When you admit you're a God damned traitor. And God damn you for doing business with the North during the war.

CANNON

You. The biggest wheeler dealer in the entire Mississippi Valley. Calling me a thief. And a Yankee? I knew I should have told you to go to hell when you came begging--no--crawling to me for a job after the war.

LEATHERS

I assure you, that was no great favor you did me, Sir. You're not only a God damned Yankee, you're a lying, cheating, thieving, profiteering son of a bitch! That's what you are! Thank the Lord I didn't need your pitiful excuse for charity any longer than I did!

FED UP ...

CANNON

You swaggering son of bitch!

Cannon TAKES A SWING, LANDS IT SQUARELY on Leathers' JAW.

LEATHERS

Is that all you've got?

Leathers TAKES HIS SWING, MISSES. Cannon gives Leathers another jawbreaking WALLOP.

BLOW FOR BLOW, they BLOODY each other as they fight their way out into the street.

LEATHERS (CONT'D)

Yes, that's right. Old Man. I've got backers. Backers who will lend me the money to build my Natchez Six. And she'll be the biggest, grandest, prettiest steamer the Mississippi's ever seen in spite of you! And I'm going to build her--to beat the pants off your Lee!

They FIGHT TO EXHAUSTION.

Finally, ONLOOKERS STEP IN, breaking the two apart.

END FLASHBACK

EXT. ROBERT E. LEE, TEXAS DECK - AFTERNOON

A final word ...

CANNON

My friends. We're about to begin the run to end all runs. A record that could stand for all time. The railroads are taking over and I want the Lee to have that record. What we're about to do. What we're going to do, all of us, together, in these next three days. Whatever this river may bring us, we're going to beat Leathers and his Natchez six once, and for good. We're running her top speed, boys. All the way to St. Louis. And we're not stopping for anyone--or anything--until we've entered her harbors. WE'RE TAKING THE HORNS!

HUZZAHS FILL THE AIR!

CANNON (CONT'D)

To your posts!

The men SCRAMBLE.

A WHISTLE BLOWS. BELLS CLANG. The Mayflower DEPARTS.

EXT. ROBERT E. LEE, MOORING POST - AFTERNOON

AXE IN HAND, Marcus WORKS HIS WAY to the end of the Lee's BOWLINE, taking care not to be seen by Leathers or his crew.

A SECOND WHISTLE BLOWS.

EXT. MAYFLOWER, MAIN DECK - AFTERNOON

On board, Richard's getting nervous. There's no sign of Frances.

INT. MAYFLOWER, GRAND SALOON - AFTERNOON

Devol, his gamblers ANTE UP for their first game ...

RAISING HIS GLASS IN A TOAST ...

DEVOL

To the Natchez and the Robert E. Lee. May the best captain--and steamer--win.

As they DRINK UP, MONEY FLIES into the pot. Devol SHUFFLES the CARDS ...

DEVOL (CONT'D)

What shall it be, gentlemen?

INT. NATCHEZ, BOILER ROOM

Kay finds Leathers' PUFFERY amusing.

LEATHERS

They're the finest boilers in the entire country, Mr. Kay. The best money can buy. Built to my specifications. They've already broken records, let me remind you.

KAY

Very impressive. I can see why you're extremely proud of you latest Natchez.

Leathers nervously FINGERS the vest pocket holding the watch.

LEATHERS

The Lee's no match for her, I can guarantee you that. Her being three years older and all. Why the Lee's practically ready for the scrap heap.

KAY

I see the old grudge between you and Cannon still runs very deep.

LEATHERS

That carbuncle on my backside.

KAY

John Cannon's quite a savvy riverboatman. No doubt he'll be running his engines red hot with pine tar and hog fat all the way to St. Louis. Just a fair warning, Captain.

LEATHERS

Well, you can rest assured, Mr. Kay. I'll not be burning any hog fat in these beauties. Only coal. And the finest at that. Old Push doesn't need to resort to any tricks in order to beat the Robert E. Lee--if this were a race, let me remind you again, Mr. Kay.

KAY

May I quote you on that?

LEATHERS

You can quote me on this, Sir.

(MORE)

LEATHERS (CONT'D)

The care and comfort of my passengers come first. Now, if you will excuse me. I need to get back to my duties.

Leathers HESITATES.

LEATHERS (CONT'D)

What's a goddamned newspaper reporter such as yourself telling an experienced steamboat captain how to run his business anyway?

Leathers STORMS out, a jovial Kay following close behind, SCRIBBLING more notes into his book.

EXT. ROBERT E. LEE, STAIRS DESCENDING TO THE MAIN DECK - AFTERNOON

Cannon SPOTS an old friend struggling to get to the Lee along with a companion. Cannon HURRIES down to greet them.

HENRY CLAY WARMOTH, 26, stern, mustachioed GOVERNOR of Louisiana, and DR. A. W. SMYTH, an older, stately-looking gentleman of Irish descent, APPEAR tired and well-worn from their recent journey, yet excited to be among the celebrants.

CANNON

Henry. Dr. Smyth. I'm so glad the two of you could make it.

SMYTH

We wouldn't have missed this for the world, John.

WARMOTH

I supposed as the governor of this great state I should be making a grand speech, or some such nonsense.

CANNON

There'll be plenty of time for speechmaking in St. Louis. Come with me. The both of you. There's plenty of room.

WARMOTH

We've just recently arrived home from L-S-U. I hardly think either one of us is in any shape ...

CANNON

You can rest from handing out diplomas at supper. We're serving ham this evening. Come. I insist.

SMYTH

It would be a grand story to tell
the grandchildren one day, Henry.

WARMOTH

Well, then. How can we possibly
refuse such a magnanimous invitation?

CANNON

Good.

Canon MOTIONS to his deck hands as he WHISKS the two aboard.

CANNON (CONT'D)

Someone get their bags. We can catch
up on things during dinner tonight.
My treat, of course.

ANOTHER WHISTLE BLOWS. A CLANGING BELL.

EXT. ROBERT E. LEE, TEXAS DECK - AFTERNOON

Still no sign of Charles as Frances makes her way to the
Texas Deck. She SPOTS the Mayflower across the way slowly
leaving port--her father standing on the Main Deck. She
WAVES, SHOUTING.

FRANCES

Papa!

EXT. MAYFLOWER, MAIN DECK - AFTERNOON

Black smoke BELCHES from her smokestacks as deck hands work
together to haul in her boarding plank ...

HEARING Frances' voice, Richard LOOKS UP to see her waving
to him--FROM THE LEE! Angrily ...

RICHARD

FRANCES!

Rushing to the boarding plank, he TRIES to DISEMBARK.

MAYFLOWER DECK HAND

It's too late, Sir.

RICHARD

But my daughter's up there--on the
Lee! You have to let me off!

MAYFLOWER DECK HAND

Sir. We're pulling out of port.
It's too late.

RICHARD
THE HELL IT'S TOO LATE!

Richard JUMPS from the deck onto the dock, landing hard, as the steamer continues to move away. He STRUGGLES through the burgeoning crowd to catch the Lee.

EXT. ROBERT E. LEE, HURRICANE DECK - AFTERNOON

THREE CLANGS OF HER BELLS SIGNALING 4:45 PM.

EXT. NATCHEZ, HURRICANE DECK - AFTERNOON

HEARING the Lee's bells, Leathers and his crew TURN TO LOOK.

PILOTS FRANK CLAYTON, MORT BURNHAM; ENGINEERS ANDY PAULEY, JOHN FAREWELL, PAT NOLAN, JOHN MONTREVILLE, JOHN MONTAGUE, ALEXANDER MEEHA; MATES E. CUMMINGS, JAMES DILLON are with him.

WHIPPING OUT his pocket watch, he CHECKS the time again. Leathers SWEARS under his breath.

LEATHERS
Quarter to five. To your posts!

Leathers SHOVES his watch back into his vest pocket.

LEATHERS (CONT'D)
We've no time to waste.

Crew SCRAMBLES. Leathers HEADS to the Natchez's BELLS, RETURNING THREE CLANGS in answer.

EXT. DOCK NEAR ROBERT E. LEE - AFTERNOON

Richard STRUGGLES to reach the Lee.

EXT. ROBERT E. LEE, HURRICANE DECK - AFTERNOON

4:47 PM. ELEVEN MINUTES BEFORE DEPARTURE.

Standing on the dock before the Lee, Dacus SALUTES Cannon, Charles, Warmoth and Smyth, still at the deck's railing, his warm good-bye, and then AMBLES OFF into the crowd.

EXT. NATCHEZ, PILOTHOUSE - AFTERNOON

SPRINTING up the stairs, Leathers joins Burnham at the wheel. HE PULLS OUT his watch again, angry with himself, and CHECKS the time again. Then SHOVES his watch back into his pocket.

LEATHERS
Four forty-seven.
(MORE)

LEATHERS (CONT'D)
We'll be off to the dot soon and
then we shall see who's the better
riverboat captain, John Cannon.

EXT. ROBERT E. LEE, HURRICANE DECK - AFTERNOON

Cannon SHOUTS OUT for the time.

CANNON
MR. HASTINGS!

HASTINGS
FIVE MINUTES TO FIVE, CAPTAIN!

CANNON
(to himself)
It's almost time.

George Clayton TAKES the WHEEL.

CANNON (CONT'D)
Be alert!

EXT. ROBERT E. LEE, BOARDING PLANK - AFTERNOON

Richard ARGUES with Martin.

RICHARD
But my daughter's up there! On your
boat!

MARTIN
Sorry, Sir. No one can board now.

RICHARD
FRANCES! COME DOWN HERE AT ONCE!
(to Martin)
If anything happens to her, it's on
your head. And your captain's!

Frances REMAINS UNMOVED as she watches her father plead with
Martin below.

Richard SPOTS her. POINTS to her.

RICHARD (CONT'D)
There! That's her!

Martin RECOGNIZES her.

MARTIN
Wait here, Sir. I'll go fetch her
down.

Martin HEADS for the Texas Deck.

RICHARD
You'd better.

Richard PACES.

EXT. ROBERT E. LEE, TEXAS DECK - AFTERNOON

Frances, more than determined ...

FRANCES
I've been in love with you ever since
I can remember, Charles. Since
Abigail first introduced us. I know
you still love her very much.--But
maybe now that she's gone--you can
find it in your heart to love me,
too. Oh, I do hope so.

EXT. ROBERT E. LEE, MOORING DOCK - AFTERNOON

Richard's pleas FALL ON DEAF EARS.

RICHARD
FRANCES! YOU COME DOWN HERE THIS
INSTANT! FRANCES!

EXT. ROBERT E. LEE, BOWLINE AND POST - AFTERNOON

Marcus STANDS READY for Cannon's command.

EXT. ROBERT E. LEE, HURRICANE DECK - AFTERNOON

Cannon, Charles, Warmoth and Smyth together, COUNTING DOWN
the seconds.

INT. ROBERT E. LEE, BOILER ROOM, ENGINES, FURNACES

STRIPPED TO THE WAIST, MUSCLES RIPPLING, COVERED IN SWEAT,
BLACK FIREMEN SHOVEL COALS AND WOOD KNOTS INTO THE HOT FLAMES
OF THE FURNACES. A BLACK STEWARD DOLES OUT SHOTS OF WHISKEY
FOR THEM TO DRINK.

CHARLES WELBOURNE KNAPP (V.O.)
"No sound is heard but the clanging
of machinery ... as companies of
grimy fellows, naked to the waist,
feed the flaming furnaces ..."

STACKED BARRELS OF GREASE STAND READY TO BE THROWN INTO THE
FIRES.

STRIKERS, young apprentice engineers, MILL ABOUT the machinery
KEEPING WATCH over the delicate instruments.

CHARLES WELBOURNE KNAPP (V.O.) (CONT'D)
"The engineers move cautiously about,
trying the water in the boilers,
watching each nut and screw, valve
and lever of the huge engines."

JOHN WIEST, 26-7, ginger-haired, muscular, bearded, German,
OVERSEES their work.

WIEST
Keep your eyes on the pressure, men.

INT. ROBERT E. LEE, NEARLY EMPTY CARGO HOLD, WATER PIPE

Leak WORSENS. A STEADY STREAM OF WATER GUSHES THROUGH THE
JOINT, ALMOST SEVERING IT.

EXT. NATCHEZ, PILOTHOUSE - AFTERNOON

Leathers, Burnham COUNT the seconds down as Kay JOINS them.
The statue of Pushmataha, momentarily halts his progression,
CAPTURING his attention.

KAY
You certainly are an ugly little
thing, aren't you?

KAY (CONT'D)
(to Leathers)
I see you didn't take your friends'
advice and strip your boat to the
bare bones like Cannon.

LEATHERS
I intend to run a fair and honest
race against the Lee, Mr. Kay, even
if Cannon doesn't.--And it's steamer.

KAY
I thought you said this wasn't a
race?

LEATHERS
It isn't. As far as the press is
concerned. Mr. Burnham. At my
command.

CLOSE UP. NATCHEZ'S BUILDER'S METAL PLAQUE READS: THE
NATCHEZ VI BUILT BY SAUNDERS P. HARTBOURNE, MASTERBUILDER,
CINCINNATI, OHIO.

EXT. ROBERT E. LEE, MAIN DECK/EXT. TEXAS DECK/EXT. HURRICANE
DECK - AFTERNOON

4:48 PM.

Albert Eberman, on the Main Deck with the other passengers, WATCHES, WAITS with eager anticipation for the race to begin.

Frances, on the Texas Deck, her eyes remain SEARCHING for any sign of Charles.

Charles, Warmoth, and Smyth, still with Cannon at the railing on the fore of the Hurricane Deck, the captain, AGAIN, CALLS OUT for the time.

CANNON
MR. HASTINGS!

HASTINGS (O.S.)
FOUR FIFTY-EIGHT, CAPTAIN!

CANNON
(under his breath)
It's time.

Cannon BELLOWS to Marcus below.

CANNON (CONT'D)
LET HER GO!

EXT. ROBERT E. LEE, BOWLINE AND POST - AFTERNOON

ONE GREAT SWING OF THE AXE. Marcus CHOPS the bowline clean from its post. The Lee begins to DRIFT AWAY from its mooring.

As fast as he's able, Marcus SPRINTS BACK to the boarding plank.

EXT. ROBERT. E. LEE, STILL IN PORT - AFTERNOON

Deck hands HOIST the "STAR SPANGLED BANNER" up the JACKSTAFF into place.

PADDLEWHEELS ENGAGE IN REVERSE.

Richard suddenly REALIZES the Lee is slowly backing away from her dock.

RICHARD
FRANCES! YOU GET DOWN HERE!

Frances REMAINS UNMOVED.

As deck hands slowly, painstakingly, PULL the boarding plank back onto the Main Deck ...

RICHARD (CONT'D)
NO! WAIT! My daughter's still on board!

INT. MAYFLOWER, GRAND SALOON

Devol DEALS another hand, gamblers ANTE UP.

GAMBLER ONE

I heard Cannon cancelled his plans
to stop at Louisville.

GAMBLER TWO

I heard he's not stopping anywhere
til he gets to St. Louis.

GAMBLER THREE

Cannon's gonna beat the hogchains
off that overpriced tugboat of
Leathers'. For certain.

HEARTY LAUGHTER. Devol FROWNS.

CHARLES WELBOURNE KNAPP (V.O.)

"Not much time was lost by the Lee."

EXT. ROBERT E. LEE, MOORING DOCK - AFTERNOON

The Lee continues to back out--AT AN ANGLE--INSURING the
Natchez is PINNED IN and cannot leave until the Lee's well
underway.

CATCHING UP, running like the wind, Marcus HURLS himself
onto the boarding plank. HOLDING ON FOR DEAR LIFE, he's
pulled back onto the boat--with the board. Deck hands HOIST
HIM BACK ONTO THE DECK, GRABBING ONTO his clothing.

SLAPPING Marcus, themselves on the backs, they CHEER,
CONGRATULATING each other.

EXT. ROBERT E. LEE, PILOTHOUSE - AFTERNOON

George Clayton TAKES THE SPEAKING TUBE FROM ITS HOOK.

GEORGE CLAYTON

Almost there, Mr. Perkins.

EXT. ROBERT. E. LEE, PORT WATERS - AFTERNOON

FULL SHOT, AS THE LEE CONTINUES TO MAKE A WIDE, SEMI-CIRCLE
OUT OF HER DOCK AND INTO THE PORT WATERS, DELIBERATELY,
COMPLETELY PINNING THE NATCHEZ IN.

EXT. NATCHEZ, PILOTHOUSE - AFTERNOON

Leathers is COMPLETELY TAKEN BY SURPRISE ...

LEATHERS

ENGAGE, MR. BURNHAM!

BURNHAM

I can't, Captain. We're pinned in.

Kay TAKES a long drag on his cheroot, SMILES devilishly.

KAY

Two minutes ahead of schedule.--Well
done, Cannon.

EXT. ROBERT E. LEE - AFTERNOON

Out of her mooring ...

INT. ROBERT E. LEE, BOILER ROOM, ENGINES

Middle-aged, rotund Mr. Perkins OVERSEES the young strikers
and pounding engines like a mother hen protecting her chicks.

MR. PERKINS

Give 'em lots of grease, boys. It's
going to be a long ride.

EXT. ROBERT E. LEE, PORT WATERS - AFTERNOON

READY TO ENGAGE ...

CHARLES WELBOURNE KNAPP (V.O.)

"Before she was straightened in the
steam, she went ahead on her starboard
wheel. Quickly, her pilot signaled
the larboard engines and both paddles
now went to work with all the power
her furious engines could give them."

CANNON ON THE HURRICANE DECK ...

CANNON

FULL STEAM AHEAD, MR. CLAYTON!

GEORGE CLAYTON

AYE, AYE, CAPTAIN!

INTO THE SPEAKING TUBE:

GEORGE CLAYTON (CONT'D)

ENGAGE, MR. PERKINS! FULL STEAM
AHEAD!

INSTANTLY, PADDLE WHEELS LOCK, SETTING THEMSELVES ON THEIR
EDGES as Perkins SHOVES the Lee's engines INTO HIGH GEAR.

SPINNING like the Devil was after her, SPRAYING MUDDY WATER
EVERYWHERE, not yet fully straight in the waters, the Lee
JUTS itself forward like a cannonball fired out of its cannon.

CHEERS, HUZZAHS RING OUT ACROSS THE WATERS.

CHARLES WELBOURNE KNAPP (V.O.)

"The Lee fairly leaped from the heavy power now applied her, and with her bow pointed for St. Louis, shot by the upper wharves with the speed of a mad locomotive."

EXT. IRON MOUNTAIN RAILROAD, LOCOMOTIVE, PASSENGER CARS - AFTERNOON

WHEELS ENGAGE. TRAIN WHISTLE BLOWS. Slowly, the train CHUGS AND PUFFS her way out of the station as passengers SHOUT FOR JOY WAVING HATS, HANDKERCHIEFS, FLAGS out of their windows.

THE RACE HAS BEGUN!

EXT. ROBERT E. LEE, MOORING DOCK, PORT WATERS - AFTERNOON

Richard FUMES, watching the Lee speed out towards the open waters of the Mississippi and onward toward St. MARY'S MARKET ...

as CLOSE SHOT, Frances SEARCHES for Charles from the Texas Deck.

CLOSE SHOT. The Natchez CANNOT MOVE, the Lee, STILL IN HER WAY.

EXT. NATCHEZ, PILOTHOUSE - AFTERNOON

A red-faced Leathers RUNS to the railing, CURSING. He WHIPS OUT his pocket watch, CHECKING the time again.

LEATHERS

Four fifty-nine.

He SHOVES the watch back into his vest, SHOUTING:

LEATHERS (CONT'D)

YOU CHEATING SON OF A BITCH!

He BELLOWS to his men below.

LEATHERS (CONT'D)

LET HER GO! LET HER GO!

INT. NATCHEZ, PILOTHOUSE - AFTERNOON

Burnham, still at the wheel ...

BURNHAM

We'll be backing right into her bow, Captain.

Leathers SHAKES HIS FIST, WATCHING the Lee as she heads out into the open waters--AHEAD of the Natchez.

LEATHERS

Damn you, John Cannon! You and your devil steamer! Just wait until we're out in the open waters. You son of a bitch!

EXT. ROBERT E. LEE, TEXAS DECK - AFTERNOON

The Lee SPEEDS FORWARD--CROWNED WITH CHEERS AND HUZZAHS--into the waters of the mighty MISSISSIPPI RIVER.

EXT. NATCHEZ, TEXAS DECK - AFTERNOON

Still unable to move, Leathers FUMES.

EXT. ROBERT E. LEE, HURRICANE DECK - AFTERNOON

Cannon gives his companions a veritable GRIN of deep satisfaction.

CANNON

And that, my friends, is how you beat a cheating captain at his own game.

(shouting)

TO WORK, MR. CLAYTON! WE HAVE A RACE TO WIN!

GEORGE CLAYTON

AYE, AYE, CAPTAIN!

CLANGING OF BELLS.

ALONG THE PIERS and on the decks of the still docked steamboats, SPECTATORS REVEL as the Lee continues along at a steady speed.

As Cannon HEADS for the Pilothouse, Warmoth, Smyth, make their exits, too, leaving Charles alone on the deck.

EXT. NATCHEZ, PILOTHOUSE - AFTERNOON

Finally, able to leave port, the TRAIL of "RUTTED WAVES" left by the Lee's departure make it MOST DIFFICULT for the Natchez to engage and navigate forward.

Leathers SPEWS OUT every cuss word he can think of.

LEATHERS

(into speaking tube)

Give it all you got, Mr. Pauley.

Cautiously, gingerly, the Natchez EDGES her way out of the port.

EXT. ROBERT E. LEE, PILOTHOUSE, NEARING ST. MARY'S MARKET - AFTERNOON

THOUSANDS LINE the piers, CHEERING Cannon on, as he and George Clayton steer the Lee along the way.

EXT. NATCHEZ, PILOTHOUSE - AFTERNOON

Standing just outside its fore, Leathers STRAINS to get a glimpse of his competitor, now well ahead.

LEATHERS

You won't stay ahead of me for long,
you cheating bastard.

EXT. ROBERT E. LEE, PILOTHOUSE - AFTERNOON

George Clayton TUGS on the Lee's WHISTLE--A HEARTY BLOW.

EXT. ROBERT E. LEE, ALL DECKS - AFTERNOON

Cannon's men CHEER as they steam ahead toward ALGIERS POINT where another BURGEONING CROWD AWAITS THEM, CHEERING THEM ONWARD.

EXT. NATCHEZ, PILOTHOUSE - AFTERNOON

Kay joins Leathers at the fore.

KAY

Business as usual, Captain?

LEATHERS

As I told you before, Mr. Kay. The comfort and safety of my passengers come first. Shouldn't you be reporting somewhere else?

KAY

What? And miss this gorgeous view? Looks like Cannon's gotten quite an early lead on you.

LEATHERS

THIS IS NOT A RACE! And if you print one word in your paper that it ...

KAY

Pity. All those lovely millions riding on either boat that it is.

LEATHERS

Steamers, Mr. Kay. They're called steamers. And if you're not going to remove yourself to another deck, I will!

Leathers heads to a deck below, mumbling, cussing under his breath as he goes. A silent Kay GRINS.

EXT. ROBERT E. LEE, TEXAS DECK - AFTERNOON

Frances, unaware, scans the passengers below as Adolph Martin SNEAKS UP ON HER from behind. HE GRABS FOR HER ...

MARTIN

You're coming with me, Miss.

GIVING HER A GOOD FRIGHT.

Frances FIGHTING, STRUGGLING to free herself, Martin, HOLDS ONTO her for all he's worth as he STRUGGLES to "escort" her down the stairs.

EXT. ROBERT E. LEE, NOW EMPTY MOORING DOCK - AFTERNOON

Richard RUSHES back toward the TRAIN STATION as several more steamboats leave port in pursuit of the racers.

EXT. ROBERT E. LEE, ST. MARY'S MARKET - AFTERNOON

5:01 PM. CHEERS RESOUND across the water as the Lee ENTERS St. Mary's Marketplace.

BOOM! Deck hands FIRE their cannon, MARKING the OFFICIAL START of the race for the Lee.

INT. NEW ORLEANS, TRAIN STATION, TICKET WINDOW

Richard SHOVES some bills at the TICKET CLERK.

RICHARD

I need a ticket for the next train to St. Louis.

TRAIN TICKET CLERK

Sorry, Mr. Shackelford. She's all filled up. I do have a couple of seats left on the one headed for Cairo.

RICHARD

Fine.--In fact, better. I heard the Lee's stopping at Cairo.

Transactions TENDERED.

TRAIN TICKET CLERK
Pleasant trip home, Mr. Shackelford.

Richard POCKETS his change, EXITS in a huff.

RICHARD
Pleasant trip home, my fanny!

EXT. TRAIN STATION DEPOT - AFTERNOON

Richard HEADS DIRECTLY for the train.

RICHARD
If that Knapp boy had anything to do
with this!

EXT. NATCHEZ, TEXAS DECK - AFTERNOON

Leathers moves to the fore of the deck, KEEPING A WARY EYE
on the Lee's progress, as they pass through Algier's Point.
Kay is close behind.

KAY
I must say, Captain, your Natchez
Six is one excellent piece of
machinery.

LEATHERS
That rag of a newspaper had to assign
you to my boat.

KAY
Don't you mean steamer, Captain?

LEATHERS
Don't you have someone else you can
bother?

Leathers CHECKS his watch again. He mumbles to himself.

LEATHERS (CONT'D)
You may have outsmarted me, Old Man,
but you haven't outrun me. Not yet.
Not by a long shot.

KAY
It sounds like you're a little
worried.

Leathers re-pockets his watch.

LEATHERS
And you can go to hell.

EXT. ALGIERS POINT, OPEN WATERS - AFTERNOON

TWO LADS--teens--MANNING A ROWBOAT, STRUGGLE TO CROSS THE
RIPPLING WATERS to GREET the Natchez.

BOYS, IN UNISON
CAPTAIN LEATHERS! CAPTAIN LEATHERS!

More rowboats FOLLOW.

EXT. NATCHEZ, TEXAS DECK - AFTERNOON

Keenly observant, Kay jots down more notes into his book:

KAY (V.O.)
"Algiers was by no means asleep.
And from that quiet place, a host of
joyful faces lined the western shore
of the Mississippi. All the little
crafts that belonged on that side of
the river were put in motion and
with all the manner of propelling
power glided out in the stream to
get a close view of the racing boats.
A rather frail looking skiff, manned
by two boys, pulled out from the
crowd, endeavoring to get close to
the Natchez."

Kay JOINS Leathers at the railing, in time to WATCH the boys
SALUTE the Captain.

KAY (CONT'D)
Brave lads.

LEATHERS
Were we ever that young and foolish?

KAY
Two grown men, well past their prime,
trying to outrace each other to
oblivion--and you have to ask that
question.

Leathers moves to refute Kay's statement.

Kay RAISES AN ADMONISHING FINGER before Leathers can say
anything.

KAY (CONT'D)
Yes. I know. It's not a race.

AN OAR SNAPS IN TWO ON THE FRAIL ROWBOAT. Instantly, the
two boys PLUNGE THEMSELVES INTO THE WATERS, SWIMMING OUT to
meet the Natchez, SHOUTING:

BOY ONE
CATCH HER, CAPTAIN LEATHERS!

BOY TWO
GO FOR IT, BIG INJUN!

LEATHERS
(shouts back)
I'LL GIVE YOUR REGARDS TO CAPTAIN
CANNON AT MY VICTORY DINNER!

KAY
Big Injun?

LEATHERS
It's the people's name for my Natchez.

Leathers TAKES OUT his pocket watch again, CHECKS the time.

WATCH READS: 5:04 pm.

LEATHERS (CONT'D)
It's time.

LEATHERS (CONT'D)
(shouts down)
FIRE THE CANNON!

BOOM! Natchez's cannon is FIRED as she PASSES THROUGH ST.
MARY'S MARKET, announcing her start of the race.

Kay remains on deck with Leathers EYEING THE BEAUTIFUL WOMEN
ALONG THE SHORELINE WAVING TO THEM as they trundle by.

Kay TIPS his hat, SMILES, REVELING in their attention. He
SCRIBBLES another note into his book.

KAY (V.O.)
"The belles of Louisiana who have
come to watch the spectacle are more
beautiful than a country garden alive
with the intoxicating perfumes of
magnolias and oleander, and all of
them dressed in their best summer
finery."

LEATHERS
What a grand sight to behold.

KAY
Yes. Indeed, they are.

EXT. ROBERT E. LEE, HURRICANE DECK - AFTERNOON

The wind CARESSES Charles' face as he OBSERVES the teeming crowds below. The VIEW. The EXCITEMENT of the crowds. IT ALL TAKES HIS BREATH AWAY.

CHARLES WELBOURNE KNAPP (V.O.)

"Like uncaged eagles the Lee and the Natchez fly, one captain striving like the devil to increase the space between the two steamers while the other strives to reduce it."

INT. ROBERT E. LEE, PILOTHOUSE - AFTERNOON

Cannon, with George Clayton, in the Pilothouse ...

CANNON

Steady as she goes, George.

INT. NATCHEZ, PILOTHOUSE - AFTERNOON

Leathers TAKES the speaking tube from its hook.

LEATHERS

More power to her, Mr. Pauley.

INT. ROBERT E. LEE, HURRICANE DECK - AFTERNOON

Charles MARVELS at the sights, the exhilaration of the crowds.

CHARLES WELBOURNE KNAPP (V.O.)

"One by one, the ships Golden Rule, Nowautum, Selma and the Achello Thurlow salute us with their flags ... and from each of their decks a thousand voices can be heard cheering us on our course."

INT. ROBERT E. LEE, PILOTHOUSE - AFTERNOON

Cannon DRINKS IN the spectacle as if it's his first time.

CANNON

Have you ever seen anything like it, George?

GEORGE CLAYTON

No, Captain. Can't say as I have.

CANNON

In all the years I've been a riverboat captain--neither have I.

EXT. ROBERT E. LEE, HURRICANE DECK - AFTERNOON

Charles remains at the railing, OBSERVANT.

CHARLES WELBOURNE KNAPP (V.O.)

"And when it is finally over, who
will be the victor of this glorious
event?"

Lee's WHISTLE BLOWS. Crowds ROAR, CHEERING, WAVING. A
GRANDIOSE SPECTACLE TO BEHOLD.

EXT. ROBERT E. LEE, MAIN DECK - AFTERNOON

Albert, too, more than enjoys the sight of the myriad ladies,
like a Monet painting, draping the shorelines with their
fresh, brilliant colors of summer.

EXT. ROBERT E. LEE, HURRICANE DECK, STEPS LEADING DOWN TO
THE MAIN DECK - AFTERNOON

Frances STRUGGLES to free herself of Adolph Martin's grip,
and Martin just as determined not to let her slip away.

FRANCES

Let go of me! You know I could have
your job for this!

MARTIN

I doubt it, Miss.

EXT. NATCHEZ, FORE OF THE HURRICANE DECK - AFTERNOON

Leathers MARKS the time again on his pocket watch, then TUCKS
it back into his vest. Kay's more than OBSERVANT of the
captain's exquisite "trophy."

KAY

Is that?

LEATHERS

The grand prize I won for breaking
the J. M. White's record from New
Orleans to St. Louis? Aye. That it
is.

KAY

And only days ago. Exquisite. And
exquisitely done. I'll be wanting
to send out a dispatch soon.

LEATHERS

We won't be stopping until the
morning, Mr. Kay.

KAY
Understood.

Kay returns to his writing:

KAY (V.O.) (CONT'D)
"Nothing is wanted here but a faster motion. Both steamers are going at a speed never before seen, leaving a trail of black smoke from their chimneys reaching to the point where the race began. The Lee, I'm certain, is doing all she can, but as far as I can ascertain, she hasn't gained an inch, while the Natchez lifts the river from its very bottom to catch up. Yet, she remains one and a quarter miles behind the Lee."

KAY (CONT'D)
How far behind the Lee do you think we are right now, Captain?

Leathers HRRUMPHS, giving Kay a silent, icy STARE back. He STORMS his way down to the FORE of the BOILER DECK.

Kay lets out a mischievous LAUGH.

EXT. NATCHEZ, FORE OF THE BOILER DECK - AFTERNOON

Leathers FINDS HIS WAY to his ROCKING CHAIR awaiting him. He sits.

With a slow, steady, ROCKING, Leathers SETS A WARY EYE on the Lee, directly ahead of him.

EXT. NATCHEZ, FORE OF THE HURRICANE DECK - AFTERNOON

Kay JOTS DOWN more notes his book, quite impressed with himself.

KAY (V.O.)
"Leathers is calm and quiet as he takes position on the front of the boiler deck, where he will watch the Lee for a time, to see if the distance between her and the Natchez grows any less."

He stops, PEERS DOWN onto Boiler deck below. He LEANS OVER the railing in taunt:

KAY (CONT'D)
Was it something I said?

EXT. NATCHEZ, FORE OF THE BOILER DECK - AFTERNOON

Kay's words FALL ON DEAF EARS as Leathers continues to rock and observe in a cold, stony stew.

LEATHERS

(mumbling to himself)

By the morrow we'll be passing Natchez City, John Cannon. And the Natchez will finally be ahead. I can guarantee you that. There'll be no taking of the Princess's horns by the Lee. They're mine!

Leathers RUBS the pocket watch, securely nestled in his vest pocket, as if it were a good luck charm.

EXT. ROBERT E. LEE, STAIRS LEADING DOWN TO THE MAIN DECK - AFTERNOON

Martin PUSHES Frances, still STRUGGLING to free herself, ever closer to his offices.

FRANCES

Do you realize who I am?

MARTIN

Quite well, Miss. You're an unpaid passenger on this steamer.

FRANCES

My father is Richard Shackelford, President of Bellefontaine Railway. My grandfather is Benjamin Shackelford.

MARTIN

Never heard of them, Miss.

FRANCES

Surely you've heard of the Cabells and the McCulloughs. Not to mention Judge Trimble. Why, on my other's side alone my family owns nearly half of St. Louis.

MARTIN

Nope. Can't say as I have. But it wouldn't surprise me, Miss.

EXT. ROBERT E. LEE, AFT ON THE HURRICANE DECK - AFTERNOON

Diligently WATCHING the Natchez in the distance, Charles HEARS a familiar voice CALLING OUT:

FRANCES (O.S.)
Charles! Charles!

CHARLES WELBOURNE KNAPP
Frances?

He RUSHES to investigate.

Charles MEETS UP with Cannon by the STAIRS LEADING DOWN from the Texas to the Hurricane Deck. They descend together ...

CANNON
Are you enjoying the trip so far,
Mr. Knapp?

CHARLES WELBOURNE KNAPP
Very much.--That's going to take
some time getting used to--now that
I'm old enough to wear it. Being
called Mr. Knapp.

EXT. ROBERT E. LEE, STAIRS LEADING DOWN TO THE MAIN DECK -
AFTERNOON

... to find Adolph Martin in a tough match with Frances.

MARTIN
Captain Cannon.

CANNON
Well, well, well, Mr. Martin. What
do we have here?

MARTIN
Looks like we have a stowaway on
board, Captain.

CANNON
I can see that.

CHARLES WELBOURNE KNAPP
Frances. What are you doing here?

CANNON
You know this woman?

FRANCES
Please tell these--fine gentlemen--
who I am, Charles.

INT. ROBERT E. LEE, NEARLY EMPTY CARGO HOLD, WATER PIPE

Twenty-seven minutes into the race. Water pipe finally BURSTS
WIDE OPEN, COMPLETELY SEPARATING AT ITS SLEEVE JOINT. Hot
water, steam SPEW EVERYWHERE, FLOODING THE HOLD.

CHARLES WELBOURNE KNAPP (V.O.)

"Soon the Lee was running under the disadvantage of a broken supply pump from a point thirty miles above New Orleans."

A YOUNG DECK HAND PASSES BY the doorway. He NOTICES THE GUSHING WATER, ENTERS TO DISCOVER the broken pipe. He RUSHES BACK OUT FOR HELP ...

YOUNG DECK HAND

MR. PERKINS! MR. PERKINS!

EXT. ROBERT E. LEE, STAIRS LEADING DOWN TO THE MAIN DECK - AFTERNOON

Cannon, far from amused ...

CANNON

Young woman. You do realize the seriousness of your offense.

FRANCES

Miss Shackelford, if you please. Charles.

The Young Deck Hand, running to the Captain ...

YOUNG DECK HAND

Captain Cannon. You'd better come quick.

He runs back, leaving Cannon and company.

CANNON

We'll continue with Miss Shackelford, here, later. In the meantime, confine her until I've dealt with whatever it is.

Cannon TAKES HIS LEAVE. Charles starts to follow.

FRANCES

Charles. Aren't you going to help me?

CHARLES WELBOURNE KNAPP

Frances. I have a story to write. It will have to wait.

Charles RUSHES to catch up, Frances HRRUMPHS, still secure in Martin's grip.

FRANCES

Men!

EXT. ROBERT E. LEE, NEAR EMPTY CARGO HOLD - AFTERNOON

Cannon meets up with Perkins.

CANNON
Will. What's the problem?

PERKINS
We've got a leak, John. And a mighty
big one at that.

Perkins takes Cannon to the water pipe.

INT. ROBERT E. LEE, NEARLY EMPTY CARGO HOLD

As they PUSH their way through the anxious spectators, Wiest and some of his crew, are already hard at work ASSESSING the damage.

Charles ENTERS, he JOINS Albert at the head of the crowd.

PERKINS
(to crewman nearby)
One of you. Go man the bilge pumps!

A man SCRAMBLES OUT.

Cannon's forehead is FURROWED WITH WORRY.

CANNON
Good God, Will. Can Wiest fix it?

PERKINS
You trained him, John.

CANNON
Aye. That I did.

Hot water continues to SPRAY everywhere.

WIEST
You, there. Hand me your gloves.

A man RIPS OFF his gloves, HANDS them to Wiest. Wiest PULLS them on, he POINTS to two men.

WIEST (CONT'D)
You two. Grab the ends.
(to two others)
I'll need some packing and some wood
to fashion a frame. Quick now!

The crewmen HIGHTAIL IT OUT as hot water DRENCHES the first two holding onto the pipe's ends with their gloved hands.

WIEST (CONT'D)
We'll need to bring the ends together.
On my word.--NOW!

Slowly, the crewmen REJOIN the pipe, SHUTTING the water down to a TRICKLE.

PERKINS
(to Cannon)
Rusted sleeve joint. Vibrations of
the engines must have been too much
for it.

WIEST
HOLD!

Crewmen RETURN LOADED with packing, wood for the frame, tools for the repair work, followed by a striker. Wiest goes to work BUILDING A BLADDER AND WOOD FRAME around the broken joint.

BEADS OF NERVOUS SWEAT BREAK OUT along Cannon's BROW.

STRIKER
One hundred pound pressure, Mr.
Perkins!

PERKINS
Keep an eye on her, lad. We don't
want the pressure going any lower.

STRIKER
Aye, Mr. Perkins.

Striker RUSHES OUT.

CANNON
I should have listened to you, Will.
I should have made those repairs
when I had the chance in Mound City.

PERKINS
John. How could you have known? I
inspected the machinery--myself.

EXT. NATCHEZ, FORE OF THE BOILER DECK - AFTERNOON

Leathers FAILS TO NOTICE, the Lee's beginning to SLOW DOWN, as he continues to rock and observe in his mad stew.

INT. ROBERT E. LEE, NEARLY EMPTY CARGO HOLD

Charles NOTICES Albert watching the men, intently, and with great fascination.

CHARLES WELBOURNE KNAPP
Do you know what happened?

ALBERT
Rusted sleeve joint gave way on the
main supply pump.

CHARLES WELBOURNE KNAPP
I'm guessing that means the end of
the race for Cannon?

ALBERT
Not necessarily.

CHARLES WELBOURNE KNAPP
You say that like you're an expert.
With all the water we've taken on.

ALBERT
The break looks much worse than it
actually is.

WIEST
(shouting)
KEEP THOSE ENDS TOGETHER! THE BOILERS
CAN'T AFFORD TO LOSE ANY MORE WATER.

Crewmen hold the pipe's ends together for dear life as Wiest
continues to build the bladder and frame.

WIEST (CONT'D)
I'm almost finished. Keep holding!

Like a skilled surgeon, Wiest WRAPS the bladder round the
joint tightly, keeping the leak to a minimum.

WIEST (CONT'D)
I need more packing.

Wiest, CALLS for the wood, tools.

WIEST (CONT'D)
Don't let go!

Swiftly, deftly, as packing's added, Wiest fashions the frame
around the joint--to hold the ends together as skillfully as
a well-crafted nut and bolt.

CHARLES WELBOURNE KNAPP
How is it you know about steamers,
if I might ask?

ALBERT

My father builds them out of
Pennsylvania for companies overseas.
I'm sure you've heard of Eberman and
McFall. We're known all over the
world. In fact, my brother captains
a steamer just like this one on the
Ohio. Albert Eberman at your service,
Sir.

WIEST

SOMEONE. HAND ME THAT SCREWDRIVER!

Another striker RUSHES IN.

STRIKER #2

We're down to seven miles to the
hour, Mr. Perkins,

He RUSHES OUT.

CHARLES WELBOURNE KNAPP

Charles Welbourne Knapp. From the
Missouri Republican. One hundred
pounds pressure. Isn't that low for
boilers?

ALBERT

I've seen boilers hold perfectly
together at even lower levels without
the risk of danger.

CHARLES WELBOURNE KNAPP

Should I ask? What danger could the
Lee experience at this point?

ALBERT

Explosion. Fire. Death. But the
Captain's engineer has everything
well under control. You needn't
worry.

Wiest finishes in record time. Water's contained. No more
leak. But Cannon REMAINS worried over the repair.

CANNON

(to Perkins)

If the Natchez gets ahead of us,
even an inch. The Lee's too old.
She won't be able to catch up.

WIEST

(overhearing)

You're not giving up to that
egotistical blowhard, John. There's
plenty of life in the Lee, yet.
Plenty of fight still in her.

Cannon returns a grateful, but nervous smile.

CANNON

You always know the right thing to
say.

WIEST

Let's get those boilers back up to
full pressure, men. I'll need two
of you to keep watch on the bladder
at all times for the remainder of
this race.

Two men take their places at the sleeve joint as others return
to their posts.

CHARLES WELBOURNE KNAPP

Your father's ships are known all
over the world?

ALBERT

Yes. But, sadly, trains are taking
over the markets now. In eight years,
we may no longer be building steamers.
That would be a shame.--Are you a
betting man, Mr. Knapp?

CHARLES WELBOURNE KNAPP

I hadn't planned. Why do you ask?

ALBERT

Well. If you do decide to place a
bet or two--
(points to Wiest)
I'd bet on that man, right over there.

PERKINS

Show's over, folks.

As Perkins CLEARS OUT the cargo hold of spectators, the
standing water's beginning to subside. Albert leisurely
TAKES HIS LEAVE.

Ship's CARPENTER, JOHN BUIST, ENTERS, HEADS toward Cannon.

BUIST

I'll be needing your opinion, Captain.
(MORE)

BUIST (CONT'D)

On the hogchains. They might need a bit of loosening.

CANNON

The devil's work is never done, it seems, Mr. Buist.

Cannon MOTIONS Buist to take his leave first.

CANNON (CONT'D)

We've got a race to finish, Mr. Perkins. And I have a stowaway on board. A spoiled, little rich one at that.

Perkins turns to his men as Cannon follows Buist out of the hold.

PERKINS

All right, you slackers! Let's finish up here. We've got a race to win.

Heading for the doorway, Charles JOTS DOWN a few notes in his book. SUDDENLY, he REMEMBERS ...

CHARLES WELBOURNE KNAPP

Frances!

HIGHTAILS IT OUT.

EXT. NATCHEZ, FORE OF THE BOILER DECK - TOWARD EVENING

Kay rejoins a more than determined Leathers, still ROCKING AWAY in his STEWING.

KAY (V.O.)

"Leathers continues to look for some evidence of superiority over the Lee."

KAY (CONT'D)

Am I mistaken? Or has the Lee lost some ground?

LEATHERS

Aye. We're catching up to her all right. And soon we'll be passing her.

Kay jots down another note into his book. He looks up, HEARING Leathers' GRUMBLING.

KAY

My sources tell me the Frank Pargoud
waits upstream with a load of pitched
pine knots for the Lee. You think
it's true?

LEATHERS

I know for a fact that it is--true.
I saw the load myself, Mr. Kay.
With my own eyes. The rumors you
heard spinning around the New Orleans
docks are quite correct.

Kay grins. He TAKES ANOTHER LONG LOOK at the Lee, still
ahead of the Natchez, but not by very much.

KAY

Perhaps you should be plying one of
your old tricks you usually have up
your sleeve right about now. The
Lee looks only a mile or two ahead
of you. Or are you waiting for the
right moment to strike?

LEATHERS

You can crawl back into your hole
now, Mr. Kay.

Kay turns to take his leave, GRINNING.

EXT. ROBERT E. LEE, MAIN DECK, OUTSIDE MARTIN'S BUSINESS
OFFICES - TOWARD EVENING

Charles ENTERS ...

INT. MARTIN'S MAIN BUSINESS OFFICE

... to find Frances CONFINED and STARING OUT THROUGH THE
SLATS of Martin's inner office DOOR, along with a CHATTER-
WORN Martin, THANKING GOD under his breath for the RELIEF
that just walked in.

FRANCES

And another thing, Mr. Martin ...

MARTIN

Salvation!

FRANCES

Oh, Charles. Thank God!

INT. TRAIN TO CAIRO, PASSENGER CAR - TOWARD EVENING

The CONDUCTOR SLOWLY MAKES HIS WAY DOWN THE AISLE. Richard PULLS OUT his POCKET WATCH, CHECKS the TIME, then SHOVES IT BACK into his vest, SULKING in silence.

INT. ROBERT E. LEE, MARTIN'S BUSINESS OFFICES

Cannon ENTERS.

CANNON

Now, Mr. Martin. What's this about
a stowaway on board?

FRANCES

Charles. Would you please tell these--
fine gentlemen--who I am?

Cannon FOLDS HIS ARMS, unamused.

FRANCES (CONT'D)

(quite boldly)
My father is the president of
Bellefontaine Railway.

CANNON

I know very well who your father is,
Miss Shackelford.

FRANCES

He could own you and your Lee several
times over.

CANNON

Threaten all you like. You came
aboard without a ticket, uninvited.
And it's the Robert E. Lee.

FRANCES

Charles?

CHARLES WELBOURNE KNAPP

You know he's right, Frances.

FRANCES

Well. The Missouri Republican isn't
the only newspaper in St. Louis that
can report the news. Perhaps Uncle
Joseph's readers would just love to
hear all about how you treat your
passengers on board your ship.

CANNON

Steamer.

FRANCES
In the Globe Democrat.

CHARLES WELBOURNE KNAPP
Frances. Do not dig yourself in any deeper.

CANNON
I think we can dispense with the pleasantries.

CHARLES WELBOURNE KNAPP
I'm sure we can work something out in a civilized manner, Captain.

FRANCES
There's nothing pleasant or civilized about being locked up like a common criminal.

CANNON
But that's exactly what stowaways usually are, Miss Shackelford.

CHARLES WELBOURNE KNAPP
I'm certain she didn't mean to be a stowaway, Captain.

CANNON
You can honestly vouch for her childlike behavior, Mr. Knapp?

MARTIN
She did tell me she had an aunt on board.

CANNON
And you believed her, Mr. Martin?

CHARLES WELBOURNE KNAPP
She does come from a rather large, extensive family.

CANNON
(to Frances)
You're just like your father. He'd try wrangling blood out of a dried up turnip if he thought he could get a drop.

FRANCES
For all you know I *could* have an aunt on board.

CANNON

Lying to my clerk to sneak a ride on my steamer won't help you.

(turns to Martin)

With only seventy passengers on board, and most of them men, you believed her.

MARTIN

We do have five women on board, Captain.

CANNON

Five. We have five on board.

FRANCES

There! You see? I could have an aunt on board.

CHARLES WELBOURNE KNAPP

Frances. You don't have an aunt on board.

FRANCES

Charles!

CANNON

And which passenger might that be, Miss Shackelford?

CHARLES WELBOURNE KNAPP

Captain Cannon. I'm sure Frances meant no harm.

CANNON

No harm? Any extraneous weight on board, Mr. Knapp, could cost me this race.

FRANCES

Now you're calling me fat? Charles! Are you going to defend me or not?

CHARLES WELBOURNE KNAPP

She barely weighs ninety pounds, Captain.

FRANCES

That's how you're going to defend me.

CANNON

You're your father's daughter, all right.

FRANCES

You wouldn't dare be saying that if my father were here.

CANNON

Oh, no? Why, I ought to turn you over my knee and ...

FRANCES

(defiant))

AND DO WHAT?

CHARLES WELBOURNE KNAPP

Frances. The Captain is right. You came aboard his steamer under false pretenses.

(turns to Cannon)

And you, Captain Cannon. You will please comport yourself like a gentleman toward the lady, Sir. After all, Miss Shackelford is from one of the first families of St. Louis.

FRANCES

Oh, Charles. I knew you would defend me.

(turns to Cannon)

You just try laying a hand on me, Captain Cannon!

CANNON

So, then. Just who's going to be paying for Miss Shackelford's passage?-- Miss Shackelford?

FRANCES

--Charles?

CANNON

Mr. Knapp.

REACHING INTO his pocket, Charles TAKES out the few bills he has for expenses, HANDS them over to Martin.

CHARLES WELBOURNE KNAPP

As soon as we pull into port, you're getting on the first train back home to St. Louis. And no more arguments.

Martin FREES Frances from her "jail." She promptly HUGS Charles.

FRANCES

Thank you, Charles.

(to Cannon)

And here I thought you'd be the nicer
of the two Captains in this race.

Neither one of you, it turns out, is
very nice at all.

(to Charles)

I just knew Abigail saw something
very special in you ... the only
gentleman on board this ship, it
seems.

CHARLES WELBOURNE KNAPP

What's our next stop, Captain?

CANNON

Natchez City. Tomorrow morning.

CHARLES WELBOURNE KNAPP

(to Frances)

I'll take you to my cabin so you can
rest a bit before dinner.

FRANCES

That would be quite lovely.

CHARLES WELBOURNE KNAPP

But then, you're on a train back to
St. Louis.--IN the morning.

Frances OPENS her mouth to speak. Charles STOPS her.

CHARLES WELBOURNE KNAPP (CONT'D)

Not another word.

PLAYING THE VERY OBEDIENT HANDMAIDEN, Frances brazenly LOCKS
HER ARMS around Charles' and, together, they STROLL out of
Martin's office.

TURNING her head, Frances STICKS HER TONGUE OUT AT CANNON
AND MARTIN before disappearing around the corner with Charles.

Cannon lets out a hearty BELLY LAUGH.

MARTIN

But aren't you forgetting something,
Captain? We're not stopping at
Natchez City.

CANNON

That little problem we'll leave for
Mr. Knapp to solve all on his own.

He GIVES Martin a SLY, ALL-KNOWING GRIN.

CANNON (CONT'D)

Little Charlie certainly does have his hands full.

MARTIN

You're telling me?

EXT. ROBERT E. LEE, PROMENADE, MAIN DECK - TOWARD EVENING

Frances SLIPS her arms around Charles' even more tightly as they HEAD toward his cabin.

CHARLES WELBOURNE KNAPP

Dinner is at eight.

FRANCES

Do you think there'll be music? Oh, I would so love to have a dance after dinner. Wouldn't you like to have a dance after dinner? A waltz, perhaps?

CHARLES WELBOURNE KNAPP

I have a dispatch to write, first, for the paper, Frances.--

Frances MAKES A GRAND POUTY FACE at Charles.

Charles gives in.

CHARLES WELBOURNE KNAPP (CONT'D)

We'll see.

Frances BEAMS, very pleased with her success.

EXT. NATCHEZ, TEXAS DECK - TOWARD EVENING

Steamers, ANCHORED along the shorelines, STUFFED with spectators, STAND WATCH. Their MUSIC, CHEERS GREET the Natchez as she SPEEDS ALONG her way--as Kay WELL OBSERVES.

KAY (V.O.)

"Rapidly, we are coming in sight of the fleet that went before us. Though Leathers remains calm and quiet, the anxiety of each commander must certainly be at its highest pitch. Standing at the front of the Boiler Deck, he eyes the Lee like a hawk to see if the distance between them grows any less. While firemen below continue to heave in fuel as the engineers watch patiently every stroke the huge paddlewheels whirling madly against the deep water of the grand old Mississippi."

EXT. MAYFLOWER, MAIN DECK - TOWARD EVENING

George Devol and his gamblers RAISE their glasses in a GRAND SALUTE to the racers PASSING BY.

EXT. NATCHEZ, TEXAS DECK - TOWARD EVENING

Kay MOCKS Leathers with an old SEA SHANTY.

KAY

*So we'll ro-o-ll the old chariot
along! An' we'll roll the golden
chariot along! So we'll ro-o-ll the
old chariot along! An' we'll all
hang on--behind!*

Leathers, below on the Boiler Deck, GRUMBLES all the LOUDER.

LEATHERS

You're not funny, Mr. Kay.

INT. TRAIN HEADING TO CAIRO, PASSENGER CAR - TOWARD EVENING

Conductor HANDS Richard a NEWSPAPER.

CONDUCTOR

This is the last one, Mr. Shackelford.

Richard PAYS the man.

RICHARD

I'm sure it will be fine. Will we
be stopping before we reach Cairo?

CONDUCTOR

Natchez City and Memphis. To let
off passengers.

RICHARD

Memphis. Good. I need to send a
message home.

Conductor continues down the aisle.

RICHARD (CONT'D)

(grumbling to himself)

Maybe *buying* that damned paper will
keep those two apart. Their offices
burning down certainly didn't keep
the Knapps from reopening.

INT. ROBERT E. LEE, CHARLES' CABIN - EVENING

Every stick of furniture has been REMOVED, except for a BED,
a WASH STAND, WASH BOWL and PITCHER.

CHARLES WELBOURNE KNAPP
I shall see you later, then. Around
eight?

Frances SMILES COQUETTISHLY.

FRANCES
Yes. Of course. Thank you, Charles,
for letting me stay in your cabin.

CHARLES WELBOURNE KNAPP
I won't be needing it.

Charles EXITS.

With a huge FROWN, Frances SLUMPS ONTO THE BED, SIGHS.

FRANCES
Natchez City. Well. At least we're
having dinner together. That is
something.

She JETS UP STRAIGHT, suddenly REALIZING.

FRANCES (CONT'D)
I haven't a thing to wear!

EXT. ROBERT E. LEE, ALONG THE BANKS OF THE MISSISSIPPI -
TOWARD EVENING

One by one, BONFIRES LIGHT UP ALONG the river, REVEALING the
banks, too, OVERFLOW with onlookers.

INT. ROBERT E. LEE, WALKWAY OUTSIDE CHARLES' CABIN

Frantically, Frances SEARCHES the doorless cabins ...

FRANCES
Hello? Hello? Could you help me?
Is anyone there?

Albert Eberman APPEARS at his doorway, STARTLING Frances.
She BLUSHES. His looks TAKE HER BREATH AWAY.

Albert is not unpleasantly surprised either.

FRANCES (CONT'D)
Oh, kind Sir. Could you help me?
Do you know if there's a dress shop
on board?

He PLIES a bit of flirting.

ALBERT

I'm not certain. I've never had the occasion to need a dress. But, then again. On this steamer ...

Frances BLUSHES again.

ALBERT (CONT'D)

Perhaps we could have dinner together, later--to discuss it.

Mrs. McKeen and Maggie APPEAR at their doorway, HEARING the commotion.

MRS. MCKEEN

I'm afraid the captain's removed everything that wasn't nailed down or draped over a warm body.

MAGGIE

(whispering)

How exciting, Mama! Two suitors!

Frances is quite speechless.

MRS. MCKEEN

You're going to be the death of me yet, Maggie McKeen.

She "escorts" her daughter back into their room.

ALBERT

It appears you've found your experts, Miss ...

FRANCES

Shackelford.

Albert gently, lightly KISSES her hand.

ALBERT

Miss Shackelford.

Mrs. McKeen REAPPEARS.

MRS. MCKEEN

Well, are ya comin'?

SWOONING with delight, Frances SCURRIES OFF to the McKeen's cabin, leaving behind a grinning Albert.

INT. ROBERT E. LEE, MCKEEN CABIN

SHORT TIME LATER.

Measuring Frances with her eyes ...

MRS. MCKEEN

You won't be finding any dress shops on this bucket of male dominated bones, Miss. Not on this trip, anyway.

MAGGIE

We're lucky to have any luggage at all with us.

FRANCES

I'm afraid all my luggage is on the Mayflower with my father.

MRS. MCKEEN

Well then, we'll just have to find you something in our wardrobe that will catch the eye of at least one of those young men, won't we?

Mrs. McKeen gives Frances' slender form another long study.

MRS. MCKEEN (CONT'D)

Looks like you and Maggie are about the same size.

MAGGIE

Let her wear the red velvet one you bought for Aunt Sylvia, Mama.

MRS. MCKEEN

Now, we don't want to be scaring the both of them off first thing--do we?

FRANCES

It sounds lovely.

MRS. MCKEEN

We'll find something suitable for your evening with your young man.

As Mrs. McKeen rummages around in one of her cases ...

MAGGIE

Two men asking you to dinner on the same evening. And so handsome. Especially that Mr. Eberman. Isn't he just to die for?

Frances, Maggie try to stifle their giggling.

MRS. MCKEEN

MAGGIE MCKEEN!

EXT. ROBERT E. LEE, ALONG THE BANKS OF THE MISSISSIPPI -
TOWARD EVENING

BONNET CARRE CHURCH, her TOWERING, BLACK STEEPLE RISES
MAJESTICALLY AGAINST THE ORANGE AND PURPLE SKIES as the Lee
PASSES her by.

EXT. NATCHEZ, TEXAS DECK - EVENING

The Natchez, Leathers reckons, hasn't gained any ground, but
she hasn't lost any either. Nor momentum.

RAISING his BINOCULARS to his eyes, the FIERY FLAMES OF THE
LEE'S FURNACES, JUST AHEAD--BURNING THEIR BRIGHTEST against
the darkening skies--CAPTURES Leathers' attention.

Kay JOINS Leathers on deck.

LEATHERS

Have you finished serenading the
crew?

KAY

For now.

Kay RETURNS to his notebook, JOTTING more observations down.

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

"The middle of the night is fast
approaching Yet, no one seems to be
wearied. The large crowds that were
once gathered along the shores are
now dwindling, though every few
minutes we can still hear a 'hurrah
for the Lee!' Or a 'hurrah for the
Natchez!' As we pass along the
various habitations. Soon, at our
rate of speed, we shall be passing
One Hundred Mile Point, around the
hour of midnight, I reckon."

Leathers CHECKS the time again on his pocket watch as Kay
EYES the gold keepsake, almost envious.

The SHOUTS and CHEERS of the spectators along the shoreline
are ever present.

KAY (CONT'D)

You certainly do love that watch.

LEATHERS

She is a beauty, isn't she?--And
I'll be breaking *that* record very
shortly, as well.

Leathers re-pockets his watch.

KAY

You seem so confident. We haven't gained an inch on the Lee since we left New Orleans.

LEATHERS

Once we've reached the upper part of the river, that *will* change. Cannon's never captained a steamer between the Ohio and St. Louis. But I have.

KAY

Devil's Country. Some say that's a hard enough stretch of water for anyone to navigate--even for the most experienced captain.

LEATHERS

Only the most foolish would try to navigate those waters without some experience behind them--especially at night.

KAY

Cannon's certainly no fool.

LEATHERS

Neither am I, Sir.

Kay SCRIBBLES another note into his book.

KAY (V.O.)

"Leathers' steamer plows on her watery way, puffing white clouds and streaming a constant current of fiery sparks from her chimney tops, bounded by blackness on either side ...

He stops a moment to take in the view.

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

... the effect at night is simply grand."

KAY (CONT'D)

You still haven't gotten over that fight with Cannon.

LEATHERS

Aye, that is true. There's no love lost between us. Cannon, as a Captain and businessman, has no honor.

(MORE)

LEATHERS (CONT'D)

The man's horned in on my territory--
my bread and butter. That is not
the way business is done on the
Mississippi.

KAY

The world is changing, Thomas.
Unhappily, the way business is
conducted these days is changing--
and not for the better. Soon the
railroad will be taking over.
There'll be no room for steamers or
their captains in the marketplace.
You and Cannon will be--obsolete.

LEATHERS

There'll always be room for steamers
on the Mississippi, Mr. Kay. And
honest businessmen to pilot them.
And that's why Cannon will never
beat me--not even on my worst day.
I know these waters like the back of
my hand--and blindfolded. This
Natchez was built to be the very
best.--And she is--the very best
steamer there is. She'll be traveling
these waters for a very long time to
come.

KAY

I'm sure she will, Thomas.

Leathers SAUNTERS away.

KAY (CONT'D)

I hope it doesn't come to pass,
Captain. Your worst day.

EXT. ALONG THE MISSISSIPPI RIVER - EVENING, TOWARD NIGHTFALL

MUSIC. REVELRY. SHOUTS OF "HURRAH FOR THE LEE! "HURRAH
FOR THE NATCHEZ!" CONTINUE TO FILL THE AIR--making their
way to the steamers.

INT. ROBERT E. LEE, MCKEEN CABIN

Frances is quickly transformed into the Belle of the Ball.
A powder puff of make-up, a touch of rouge on the cheeks,
lips.

MRS. MCKEEN

There now. I dare say your young
man will not be able to resist you.

MAGGIE

Wait!

Maggie FETCHES a bottle of perfume from one of her cases. She DABS a bit behind each of Frances' ears.

FRANCES

Oooh! It smells divine! What's it called?

MRS. MCKEEN

Essence of something or other. It's French.

MAGGIE

I think it smells like Mama's kitchen when she's baking cookies.

FRANCES

Well, you know what they say. The way to a man's heart ...

MRS. MCKEEN

Let's take a look.

Frances TWIRLS before their full length mirror. One last inspection. Mesmerized, awed ...

FRANCES

It's perfect!

MRS. MCKEEN

Just like catching a fish. All you need is the right bait on your hook. Ready to reel that young man of yours in?

GRINNING from ear to ear ...

FRANCES

Absolutely, yes!

INT. ROBERT E. LEE, GRAND SALOON - NIGHTFALL

A LARGE PORTRAIT OF ROBERT E. LEE HANGS AT THE END OF THE SALOON.

A banjo and violin SERENADE the paltry few diners in the background.

Albert, at the bar, ENJOYS a drink as Warmoth and Smyth sit at the Captain's table, alone, eating their dinner, the captain's chair quite empty.

At a second table, Charles COMPOSES his DISPATCH as he waits for Frances, the WIND WHISTLING through the open doorways, the VIBRATIONS of the ENGINES SHAKING the table hard, making it difficult for him to write anything.

Charles TAKES a SIP of his coffee.

CHARLES WELBOURNE KNAPP (V.O.)

"Two magnificent steamers, both the pride of the west and the south, both renown for their prowess and one of which as already eclipsed all previous exploits; stripped for the arena; carrying no freight but fuel, no passengers but a select few who choose to take the risk ... from that far north lake, where it is born ... the Mississippi is a marvel of serene, unblemished beauty, such as none but those who have looked thereon can even faintly imagine. Wide and deep almost as an inland sea, with no rocks nor shoals, nor snaps to mar its progress, the gigantic stream, yellow as liquid gold, sweeps through the heart of a rare garden such as earth cannot match ...

EXT. ROBERT E. LEE, PILOTHOUSE - NIGHTFALL

Cannon, George Clayton stand at the Lee's wheel watching the WAKENING BONFIRES as they trundle through the muddy waters.

CHARLES WELBOURNE KNAPP (V.O.)

"The captain is sleepless on deck, the pilots ...

CLOSE SHOT. MORT BURNHAM, LEATHERS at the wheel of the Natchez.

CHARLES WELBOURNE KNAPP (V.O.) (CONT'D)

"... are nervous yet confident at the wheel ...

CLOSE SHOT. Lee's STEAM GAUGES STILL REGISTERING NORMAL, strikers still working diligently about them.

CHARLES WELBOURNE KNAPP (V.O.) (CONT'D)

"... the engineers stand by their engines watching every movement of the machinery ...

CLOSE SHOT, FIREMEN SHOVELING COAL INTO THE FURNACES.

CHARLES WELBOURNE KNAPP (V.O.) (CONT'D)
"The firemen work like Trojans and
look like demons in the red glare of
the furnaces."

INT. ROBERT E. LEE, GRAND SALOON - NIGHTFALL

Charles continues with his writing ...

CHARLES WELBOURNE KNAPP (V.O.)
"The clatter of the fire doors and
the occasional savage hiss of the
steam gauge, are the only sounds
distinguishable amid the thunder
produced by the general movement."

EXT. ROBERT E. LEE, PILOTHOUSE - NIGHTFALL

Cannon TAKES HIS LEAVE, heads for the Grand Saloon.

INT. ROBERT E. LEE, GRAND SALOON

Cannon ENTERS, JOINS Warmoth and Smyth at their table.
Cannon's directly SERVED his meal and coffee.

The wind WHISTLES through the openness of the saloon like a
terrible omen.

CHARLES WELBOURNE KNAPP (V.O.)
"There is no gilt and pictures in
the stately cabin of the steamer.
The only ornament in color is a noble
portrait of the General Robert E.
Lee suspended overhead at the end of
her saloon."

As Charles finishes, Cannon has an informative word or two
with Warmoth and Smyth.

CANNON
That's partly the reason I agreed to
this race. The railroads have been
eating into our profits.

WARMOTH
One last hurrah before the inevitable.

CANNON
There will always be the need for a
good steamer, my friend.

SMYTH
Tell the truth, John.

CANNON

Leathers has been needing one good kick in the arse for the past few years now. Why not me? And I'm the best man who can give it to him.

A HEARTY LAUGH.

Frances MAKES HER GRAND ENTRANCE.

EXT. NATCHEZ, FORE OF THE MAIN DECK, - NIGHTFALL

As Leathers WALKS the decks, OBSERVING his FIREMEN, his ENGINEERS, the PADDLEWHEELS hard at work, Kay REMAINS steadfast at his journal ...

KAY (V.O.)

"And now comes a season of comparative solitude and every man on board is completely absorbed in the duties of his post, and become an actual part of the steamer, with which he has cast his fortunes and in which he has centered his hopes."

INT. ROBERT E. LEE, PILOTHOUSE - NIGHTFALL

George Clayton remains steady at the wheel as the crewmen work diligently on the decks below.

CHARLES WELBOURNE KNAPP (V.O.)

"His eyes look for her, his hands work for her, his heart beats for her ... perhaps never before was a steamboat so truly a thing of life."

INT. ROBERT E. LEE, GRAND SALOON

The men CAN'T TAKE their eyes away from the spoiled, little, rich girl transformed into a beautiful, young woman.

EXT. NATCHEZ, FORE OF THE MAIN DECK - NIGHTFALL

The steamer steadily speeds along, trying to catch up, as Kay continues his writing ...

KAY (V.O.)

" ... this tension of the nerves that is continual, almost painful in its effects. And yet, still no advantage is gained by the one over the other."

INT. ROBERT E. LEE, GRAND SALOON

Charles is CAPTIVATED by the VISION before him.

CHARLES WELBOURNE KNAPP (V.O.)

"A kingdom was once offered by a
great man for a horse. What either
Captain wouldn't give for one more
ounce of power."

EXT. NATCHEZ, FORE OF THE MAIN DECK - NIGHTFALL

KAY (V.O.)

"Yet the Natchez's gallant commander
persists he is not running a race."

Leathers STROLLS BY. He GIVES Kay the EVIL EYE, then moves
onward, making Kay flash another devilish GRIN.

INT. ROBERT E. LEE, GRAND SALOON

Charles' thoughts drift back to the NIGHT OF THE COTILLION
...

FLASHBACK

INT. BALLROOM - EVENING, WEEKS EARLIER - CONTINUOUS

Charles and Abigail SHARE A WALTZ together as they watch
Frances enjoying her latest dance and partner.

ABIGAIL

You see? You are--a wonderful dancer.

CHARLES WELBOURNE KNAPP

You make it easy.

ABIGAIL

I should ask one more favor of you
before the night is over.

CHARLES WELBOURNE KNAPP

Something I may regret if I say yes?

Abigail GRINS.

ABIGAIL

Dance with Frances before she drives
us both to distraction.

Charles TWIRLS Abigail around as THEY LAUGH. Charles gently
KISSES her.

CHARLES WELBOURNE KNAPP
I shall love you forever, my dearest,
sweet Abigail.

ABIGAIL
And I shall always love you.

END FLASHBACK.

INT. ROBERT E. LEE, GRAND SALOON

Charles whispers to himself ...

CHARLES WELBOURNE KNAPP
I shall love you forever, my sweet
Abigail ...

... though he cannot take his eyes from Frances.

Cannon RISES to greet his GUEST.

WARMOTH
I see our young man has a date for
this evening.

CANNON
A tad more than he bargained for on
this trip, I think. If you'll excuse
me.

Cannon HEADS directly for Frances, OFFERS her his arm.

FRANCES
Why, thank you, Captain.

He ESCORTS her to Charles' table.

CANNON
So nice of you to finally join us,
Miss Shackelford.

INT. ROBERT E. LEE BOILER ROOM

Perkins and his young strikers HOVER OVER the boilers' GAUGES
like hawks. Everything APPEARS to be running normal.

PERKINS
Stay alert, men. St. Louis is still
a long ways away.

INT. ROBERT E. LEE, GRAND SALOON

Warmoth and Smyth HAVE JOINED Cannon at Charles' table.

SMYTH

So nice to see a young couple enjoying
a good race together.

CHARLES WELBOURNE KNAPP

Uh, we're not ...

FRANCES

You may thank Charles for that.

WARMOTH

John. As we were saying earlier.
Dr. Smyth and I have had a rather
long day already and would like to
get some rest before it gets any
longer. If you will excuse us.
Miss Shackelford. Mr. Knapp. It
was a pleasure meeting the both of
you.

CANNON

I should be returning to my duties
as well. May I escort you out,
gentlemen?

Cannon, Warmoth and Smyth make a--JOVIAL--EXIT.

CHARLES WELBOURNE KNAPP

Captain.

A WAITER APPROACHES the table with bread and a PITCHER OF
MUDDY LOOKING WATER. He sets the bread, fills their glasses,
leaves.

Frances SCOWLS, NOTICING the look of her drink.

FRANCES

They expect us to drink this? Ugh.

She sets the glass back down.

CHARLES WELBOURNE KNAPP

Some people believe drinking the
water from the Mississippi has great
health benefits.--Would you rather
have some coffee, or a glass of wine?

FRANCES

Yes, please.

Charles MOTIONS the waiter to return.

FRANCES (CONT'D)

I would like a glass of Madeira,
please.

Charles OFFERS Frances some bread. She takes a roll.

CHARLES WELBOURNE KNAPP
I prefer my bread served warm, but
for the time we're on this excursion,
I'm afraid we'll have to rough it.

FRANCES
It's a sacrifice I'm happy to make.

Their dinners are served: ham, cabbage, carrots, VERY
UNAPPEALING TO THE EYES. Frances SMILES bravely.

FRANCES (CONT'D)
Mmmm! I'm starved.

She TAKES a bite, MAKES a FACE.

CHARLES WELBOURNE KNAPP
You look quite lovely this evening.

FRANCES
What? This old thing?

CHARLES WELBOURNE KNAPP
I was under the impression ...

He gets a whiff of her perfume.

CHARLES WELBOURNE KNAPP (CONT'D)
Your perfume. Is that--oleander?

FRANCES
It's from Paris.

She OFFERS Charles an ear to sniff.

CHARLES WELBOURNE KNAPP
Tres bon. Abigail used to wear a
similar fragrance.

FRANCES
You do know your perfumes--and your
women--Mr. Knapp.--I'm so glad you
asked me to dine with you this
evening. I do so hate eating alone.

Charles TAKES more bread. He OFFERS the basket again to
Frances. She DECLINES.

CHARLES WELBOURNE KNAPP
You father must be fretfully worried.

FRANCES

I am eighteen. Papa would have had me married off by now--right after that cotillion--to that lieutenant--if he had his way.

CHARLES WELBOURNE KNAPP

I'm sure he's only looking out for your best interests. Your future happiness.

FRANCES

Best interests? Future happiness? It's a brand new day, Charles. A brand new country. A woman should be able to make her own decisions, don't you think? We've already proven ourselves very capable on the battle fields.

CHARLES WELBOURNE KNAPP

I didn't mean ...

FRANCES

You men never give us women credit for anything. Do you?

CHARLES WELBOURNE KNAPP

Well. I, for one, would like to see women treated a little more equally. And, of course, when I'm owner of the Missouri Republican, I certainly will use it as a springboard to defend women's rights. Women, at least, should have the right to vote.

FRANCES

Then I forgive you.

(beat)

Could we please not talk about politics or Papa anymore tonight? I would much rather spend a pleasant dinner talking about you and why you haven't come to call on us. You know, you used to visit us all the time when Abigail was alive.

CHARLES WELBOURNE KNAPP

I've been very busy at the paper. I'm sure you're aware ...

FRANCES

The fire. I know. You do realize you have a life outside of work, though.

CHARLES WELBOURNE KNAPP
Between attending the universities
and then going straight to work for
my father, I'm afraid I haven't had
much time for anything else.

FRANCES
Well. You do know what they say.
All work and no play ...

CHARLES WELBOURNE KNAPP
Well. For "their" sakes, I will try
to do better. I promise. I did
like visiting your mother, you and
your little sister--if not your
father.

Frances GIGGLES.

Musicians STRIKE UP A WALTZ.

FRANCES
Music! Oh, Charles! You did promise
me I could have a dance with you at
my cotillion, regardless of your two
left feet. But you disappeared.
Long before the evening was over.
And it's been weeks, weeks since any
of us have seen hide or hair of you.

CHARLES WELBOURNE KNAPP
As I said, Father's been keeping me
very busy at the paper.

A familiar voice INTERRUPTS.

ALBERT (O.S.)
Well. If you're not going to ask
the lovely lady to dance ...

Charles, Frances LOOK UP to find Albert STANDING OVER THEM,
DRESSED in splendid dinner ATTIRE.

ALBERT (CONT'D)
It would be a sin to waste such lovely
music on a plate of ham and cabbage.
The Hills of Clay County, I believe.
One of my mother's favorites.

Albert EXTENDS his hand to Frances.

ALBERT (CONT'D)
Would you care to dance, my lady?

BLUSHING, GRACIOUSLY ACCEPTING.

FRANCES

Why, I would be delighted, kind Sir!

Albert SWEEPS Frances onto the dance floor, to Charles' great CONSTERNATION.

CHARLES WELBOURNE KNAPP

Frances. You haven't been properly introduced.

ALBERT

You look absolutely ravishing, Miss Shackelford. My compliments to the McKeens.

Albert KISSES Frances' hand again. Frances SWOONS with delight as they swirl and twirl to the music.

INT. ROBERT E. LEE BOILER ROOM - EVENING

Perkins and his strikers remain busy at their posts. ALL STEAM GAUGES are HOLDING STEADY, EXCEPT for the FOURTH. A SLOW LEAK IN THE MUD DRUM of the FOURTH BOILER IS BEGINNING TO FORM. Its gauge SHOWS A SLIGHT DROP IN PRESSURE. IT GOES UNNOTICED.

INT. ROBERT E. LEE, GRAND SALOON

Albert's limp seems to have VANISHED as he and Frances twirl and whirl together on the dance floor. Charles GROWS more and more uncomfortable by the moment.

ALBERT

No. I've never been to St. Louis, Miss Shackelford. Have you ever been to West Virginia?

FRANCES

Frances. Please. No. Never, Mr. ... Albert.

Charles INTERRUPTS.

CHARLES WELBOURNE KNAPP

Frances. Your father isn't going to like this one bit when he learns of it.

FRANCES

On, Charles. Don't be such an old hen. It's only one dance. Besides. Who's going to tell Papa? I'm certainly not.

ALBERT

I assure you, Mr. Knapp. I shall
return Miss Shackelford safe and
unharmd to your table.

Albert whirls Frances away, to Charles further frustration.

EXT. ROBERT E. LEE, OUTSIDE CARGO HOLD ON DECK - NIGHT

Beneath the "newest of moons," (barely visible sliver) Wiest
STANDS at his POST, taking pleasure in a SMOKE on his CORN
COB PIPE. All's quiet, except for the relentless POUNDING
of the engines' machinery. Cannon joins him.

WIEST

Not to worry, John. She's holding.

CANNON

That is good news, but it's not been
a hundred miles. St. Louis is still
a long ways away.

WIEST

Thinking of the time the boiler blew
on your Louisiana.

CANNON

Aye.

WIEST

It wasn't your fault.

CANNON

All the same. I was almost sent to
prison for it. Good men's lives
were lost on my watch.

WIEST

Not to mention passengers.

CANNON

A mighty price to pay for an engineer
asleep at his post.

WIEST

You're a good man, John. And a good
man to work for. The judge knew
that when he pronounced you innocent
of it all. You've always been careful
where your passengers were concerned.
You still are.

CANNON

It doesn't change the fact I should be dead, too--like those men.

(beat)

Why didn't you stay with me on the Lee?

WUEST

There's no mystery to that. You'd already hired the best engineer on the Mississippi. I was still wet behind the ears. And I didn't know a good thing when I had it right in the palm of my hands. The captain of the Belle Yazoo's a good man to work for, too.

CANNON

He'd better be. Or he'll have me to answer to.

WUEST

You worry too much, John. The boys are keeping a good watch on the engines. Perkins is seeing to that. But, if something does happen, I'm right here.

CANNON

And thank God for that. Still, twelve hundred miles--not to mention Devil's Country.

WUEST

A cake walk for those two men you hired for that stretch of the race.

Cannon gives Wiest and UNEASY SMILE.

WUEST (CONT'D)

No more fretting like an old woman. You're the best teacher this once, wet behind the ears engineer could have ever asked for.--The Lee's going to do just fine.

INT. ROBERT E. LEE, GRAND SALOON

Frances glances over at Charles, back at their table, fretting and stewing.

FRANCES

You know, Papa really did try to be a good soldier in the war.

(MORE)

FRANCES (CONT'D)

I guess he just wasn't cut out for it. He makes a much better businessman. Although, he does love to say, very much, a strong military makes for a strong country.

ALBERT

With all due respect to your father, after a wound the likes I received, I shall be glad to never see another gun or cannon--or uniform, for that matter--ever again.

INT. ROBERT E. LEE BOILER ROOM

FLAMES, STEAM, run high. The gauge on the fourth boiler continues its steady drop as the leak in the mud drum loses more and more of its precious water.

INT. ROBERT E. LEE, GRAND SALOON

Charles interrupts the waltz a second time.

CHARLES WELBOURNE KNAPP

Come. Sit down, Frances, and finish your supper.

FRANCES

I'm not a little girl, Charles.

ALBERT

The lady has spoken.

Albert quickly WHISKS Frances away to another part of the dance floor, leaving Charles even more frustrated than ever.

INT. NATCHEZ, PILOTHOUSE - NIGHT

Leathers and Burnham's eyes remain squarely on the Lee.

LEATHERS

Stripping his steamer to her bare bones like that. Where's the man's pride? Where is his dignity?

Burnham TAKES the speaking tube from its hook.

BURNHAM

Mr. Pauley.

As Leathers puts his binoculars to his eyes again, he NOTICES the Natchez has, finally, inched closer to the Lee. He HANDS his binoculars to Burnham.

LEATHERS

Mr. Burnham. Can you take a look?

Burnham PUTS Leathers' binoculars to his eyes.

BURNHAM

I can see it, Captain. We've edged closer.

Pauley ANSWERS.

PAULEY (V.O.)

Aye, Mr. Burnham.

BURNHAM

Can you give us more power?

Leathers' eyes remain thoroughly FIXED on the Lee.

BURNHAM (CONT'D)

But we're still a good distance behind.

LEATHERS

Aye. But it's a good sign, yes?

BURNHAM

Yes. But there's no telling how soon we can get close enough to pass her.

LEATHERS

You worry about closing the distance between the steamers, Mr. Burnham. I'll keep my eyes peeled for the Frank Pargoud. That load of pine knots has got to be waitin' around here somewheres.

BURNHAM

What other tricks do you suppose Cannon's got waiting for us?

LEATHERS

Only the good Lord knows that.

(beat)

Damn you, John Cannon. Damn you all to hell and then some.--Mr. Burnham.

Leathers MOVES to another part of the steamer, all the while keeping his eyes squarely on the Lee.

EXT. ROBERT E. LEE, NEARING COLLEGE POINT - NEARING MIDNIGHT

Closing in on ISLAND NUMBER 125 and 100 MILE POINT, the Lee ENTERS the waters of DONALDSONVILLE. The shoreline's ALIVE with CRIES FROM WELL-WISHERS. AGLOW with the BLAZE of BONFIRES.

INT. ROBERT E. LEE, WALKWAY LEADING TO WARMOTH AND SMYTH'S CABIN

A wearied Warmoth and Smyth ENTER to find ...

INT. ROBERT E. LEE, WARMOTH, SMYTH CABIN

EVERY PIECE OF FURNITURE, AND WHATEVER ELSE, STRIPPED FROM THE ROOM. The only thing remaining: a single BED the men will have to share for the evening.

WARMOTH

Just think of it, Doctor. If you hadn't come to this country, how long it might have been before you found yourself in bed with a politician?

SMYTH

Think on it yourself, Henry. If we were both still living in Ireland, would you even BE a governor right now?

They SHARE a HEARTY LAUGH.

INT. ROBERT E. LEE, GRAND SALOON

Charles continues to watch the dance, utterly frustrated with Frances.

ALBERT

I was a Calvary officer in the last year of the rebellion. The West Virginia First.

FRANCES

I just adore horses--and horsemen. Where exactly were you wounded, Mr. Eberman?

ALBERT

Albert, please.--I do like the way you say my name.--The Wilderness Campaign, Battle at Cedar Creek. I still have a bit of trouble recalling exactly where I was, or what happened.

(MORE)

ALBERT (CONT'D)

But somehow I do remember seeing General Grant astride his magnificent steed on the battlefield when it happened.--Or was it at Lee's surrender at Appomattox I recall that particular memory?

FRANCES

Oh, how exciting! You actually witnessed General Lee surrender to General Grant.

Charles INTERRUPTS--AGAIN.

CHARLES WELBOURNE KNAPP

Frances. Do come, sit down and finish your supper.

FRANCES

Oh fiddle dee dee, Charles. Albert is a war hero. The least I can do is finish my waltz with one of President Grant's very brave and very gallant cavalymen.

CHARLES WELBOURNE KNAPP

Albert?--Your father is going to be furious.

FRANCES

Oh, let him be. After all, I have a chaperone.--Or don't I?

Albert WHIRLS Frances away to another part of the dance floor again--despite Charles' every OBJECTION!

CHARLES WELBOURNE KNAPP

Frances!

(beat)

Dearest Abigail. What am I ever going to do with your cousin?

EXT. ROBERT E. LEE, PILOTHOUSE - NEARING MIDNIGHT

ALL REMAINS CALM, QUIET as Cannon REJOINS George Clayton at the wheel.

FAINT SHOUTINGS OF 'HURRAH FOR THE LEE' CONTINUE UNABATED along the shorelines.

CHARLES WELBOURNE KNAPP (V.O.)

"And now comes a season of comparative solitude.

(MORE)

CHARLES WELBOURNE KNAPP (V.O.) (CONT'D)
 Every man on board is completely
 absorbed in the duties of his post,
 becoming an actual part of the steamer
 ... "

INT. NATCHEZ, PILOTHOUSE - NEARING MIDNIGHT

Burnham remains steady at the wheel.

EXT. NATCHEZ, OUTSIDE THE PILOTHOUSE/INT. ROBERT E. LEE,
 PILOTHOUSE - NEARING MIDNIGHT - LATER

Leathers is ever vigilant over the distance between his
 Natchez and the Lee ...

CHARLES WELBOURNE KNAPP (V.O.)
 "Every pulsation is a throb in
 sympathy with her driving machinery
 as she bounds with every revolution
 of her wheels. On board this tension
 of the nerves is continual, becoming,
 at times, almost painful in its
 effect. Never before was a steamboat
 so truly a thing of life."

... just as Cannon, at the Lee's wheel with George Clayton.
 As are the crews of each of the steamers.

EXT. NATCHEZ, NEARING ONE HUNDRED MILE POINT - NEARING
 MIDNIGHT

ST. GABRIEL'S CHURCH, LOOMING LARGE in the distance, more
 SHOUTS of "HURRAH FOR THE NATCHEZ" can be heard across the
 waters.

SKIFFS OVERFLOWING WITH ONLOOKERS, ALL HAIL HER as she
 trundles on by.

EXT. NATCHEZ, OUTSIDE THE PILOTHOUSE - NEARING MIDNIGHT

Leathers EXITS, checking his watch. Six hours, twenty-three
 minutes since they left St. Mary's Market. 11:27 pm.

He PEERS UP at the silvery sliver of a MOON SHINING DOWN on
 the waters below. He cracks a wee, nervous smile and heads
 for the Boiler Deck, WARMLY GREETING HIS WELL-WISHERS along
 the shorelines, bathed in the glow of their bonfires, as he
 DESCENDS to his rocking chair awaiting him.

Kay, EVER OBSERVANT, NOTES the Natchez's every move. She
 has gained six minutes on the Lee, as her FIREMEN and
 ENGINEERS TIRELESSLY, STEADFASTLY LABOR at their posts.

KAY (V.O.)

"Leathers was calm and quiet, and took position on the boiler deck where he watched the Lee for a long time, to see if the distance to her did not grow less. Below the firemen heaved in the fuel. And the engineers watched patiently every stroke given the huge paddle wheels as they whirled madly the deep water of the grand old Mississippi. All was done that could be done and yet neither had gained a foot on the other, since they passed Carrollton."

ALL REMAINS IN PERFECT WORKING ORDER.

INT. ROBERT E. LEE, GRAND SALOON

GAZING INTO HER EYES, Albert gently KISSES Frances' hand again, their waltz finished.

ALBERT

Take a walk with me.

FRANCES

(swooning)

I would be delighted, Mr. Eberman.

TAKING her arm into his ...

ALBERT

Albert, please.

FRANCES

Albert.

They EXIT the saloon together, leaving Charles in a DITHER.

EXT. ALONG THE MISSISSIPPI RIVER - NEARING MIDNIGHT

The FLOTILLA of WELL-WISHERS REMAIN STEADFAST, FAITHFUL in their determination to witness if only part of the historic race. In the distance, the LIGHTS OF BATON ROUGE GLOW ACROSS THE HORIZON.

EXT. ROBERT E. LEE, PROMENADE, MAIN DECK - NEARING MIDNIGHT

Charles JOINS Wiest, still on the deck, WATCHING Albert and Frances as they turn the corner and DISAPPEAR from sight.

Wiest LIGHTS UP his pipe again, taking a long, contemplative moment before speaking.

WIEST

I wouldn't worry too much about your lady friend.

CHARLES WELBOURNE KNAPP

What?

WIEST

The captain's little stowaway. I hear she's been quite a handful for the captain.

CHARLES WELBOURNE KNAPP

I'm afraid she takes after her mother in temperament.

WIEST

The captain swears she's more like her father.

CHARLES WELBOURNE KNAPP

Mr. Shackelford as made quite a stalwart reputation for himself as a temperamental businessman.

WIEST

Not unlike the two captains in this race.

CHARLES WELBOURNE KNAPP

Well deserving of their titles.--As for Mr. Eberman.

WIEST

That one. Just by looking at him, I can tell you right now, he's the love 'em and leave 'em type.

CHARLES WELBOURNE KNAPP

You think he'll break Frances' heart?

WIEST

I'd lay a double gold eagle on it--two--if I had 'em.

CHARLES WELBOURNE KNAPP

Frances has a good head on her shoulders--most of the time. I'm certain she'll see Mr. Eberman for what he is--eventually.

WIEST

It's that eventually I'd be worried about, if I were you.

CHARLES WELBOURNE KNAPP
 She'll be getting off the Lee soon
 enough and then she'll be heading
 back home again, safe with her
 parents. I'll see to it.

Wiest takes another long, contemplative puff on his pipe.

WIEST
 She's quite pretty, for a spoiled
 little rich girl.

CHARLES WELBOURNE KNAPP
 I--really hadn't noticed.

WIEST
 I reckoned as much.

Wiest takes one more puff before discarding his tobacco.

WIEST (CONT'D)
 Time for my shift. If I were you,
 I'd keep a keen eye on that Mr.
 Eberman. Women somehow have a way
 of falling in love with the wrong
 men--and at the most inopportune of
 times--for men like you.

Wiest quietly strolls off, leaving a very puzzled Charles
 behind.

CHARLES WELBOURNE KNAPP
 --What do you mean, men like me?

INT. ROBERT E. LEE, PILOTHOUSE - NEARING MIDNIGHT

As Cannon, George Clayton KEEP VIGILANCE at the wheel ...

GEORGE CLAYTON
 We should be nearing Natchez City by
 ten o'clock tomorrow morning, Captain.
 Barring anymore, unexpected delays.

CANNON
 Good. I think we've had enough
 setbacks for one night.

GEORGE CLAYTON
 Amen to that. But, I'd still rather
 have the river's waters at their
 normal levels.

CANNON
 Perhaps we'll get a good rain before
 this race is over.

GEORGE CLAYTON
A good rain would help.

CANNON
Steady as she goes, George.

Cannon takes his leave again.

EXT. ROBERT E. LEE, PROMENADE, MAIN DECK - NEARING MIDNIGHT

The tiny crescent of a moon continues to SHINE its meager light overhead, as Albert and Frances STROLL to the railings to WATCH its reflection RIPPLING in the waters.

ALBERT
So beautiful tonight.--It's nights like these that make me miss West Virginia.

FRANCES
The mountains there must be beautiful this time of year.

ALBERT
A lot of my time is spent in the shipyard these days.

FRANCES
My father intends to be a railroad mogul like Mr. Gould one day. He already owns part of the Bellefontaine Railway System. And traveled on several occasions to New York to discuss expanding the line into the Northeast. What brings you here to the race?

ALBERT
The Natchez. My father heard she was a bit top heavy and wanted someone to find out if it was true. It could mean the race for Leathers. So, I volunteered.

FRANCES
But you're on the Lee.

ALBERT
The better to observe her performance in the waters. Tell me about your mother.

FRANCES

She was a nurse in the war for the Union. That's what I want to be when I get out of school. A nurse. You haven't told me very much about you.

ALBERT

Father wants me to take over the business when he's gone. But I find that business quite bores me. And the war has unsettled me. I'm more of an adventurer. A traveler. A seeker of fame and fortune.--A far better enterprise for a war hero, don't you think?

FRANCES

Perhaps. I shall be going away to school in New England. A far less adventurous proposition than yours.

ALBERT

Then I shall write you from wherever I go.

FRANCES

Papa does want us to marry well. It's a very good way for an accomplished young woman of means to present herself to the world of the very rich and famous. So my father says.

ALBERT

Us?

FRANCES

My sister, Genevieve, and me. Papa wants to expand his business through a family pedigree. Sometimes I think he doesn't believe in falling in love, just for love's sake--at all. Only marrying for the prestige, the money and the bloodlines.

ALBERT

Then why don't you come with me to California? It appears you don't like your circumstances any better than I like mine. And it would be ever so much fun having a companion along for the adventure. Especially a very beautiful one.

FRANCES

What ever would my father say if he
heard such a scandalous proposal?--
You really think I'm beautiful?

Charles abruptly INTERRUPTS.

CHARLES WELBOURNE KNAPP

It's nearly midnight, Frances. Time
for bed. And you, Mr. Eberman,
(getting in between
them)
should never allow a proper lady to
be without a proper chaperone.

FRANCES

Charles, I ...

CHARLES WELBOURNE KNAPP

Tell Mr. Eberman goodnight, Frances.

FRANCES

It was a lovely dance, Albert.

Charles quickly WHISKS Frances away, not another word to be
said.

ALBERT

Don't forget our breakfast engagement
in the morning.
(beat)
You, too, old man. Or should I say,
old woman?

Albert GRINS, quite pleased with his TAUNT. It has fallen
on deaf ears as Charles whisks Frances further away toward
her cabin.

CHARLES WELBOURNE KNAPP

Your father will be thanking me when
you're back home safe and sound in
St. Louis. And away from men like
Mr. Eberman.

FRANCES

(whispering)
Oh, Charles. I didn't think you
cared.

INT. ROBERT E. LEE, PILOTHOUSE - MIDNIGHT

12:02 AM, July 1, 1870.

George Clayton, alone in the Pilothouse, steers the Lee
steadily along.

The night still calm and quiet, ALL are UNAWARE of the catastrophe BREWING in the fourth boiler's mud drum.

EXT. ROBERT E. LEE, TEXAS DECK, AFT - AFTER MIDNIGHT

As the black firemen aboard the Natchez LIFT THEIR COAL into the hot furnaces, CANNON CAN SEE the RED, BURNING, GLOW of their FLAMES from his watch on the deck.

The Natchez INCHES CLOSER.

The faint, city lights of Baton Rouge, still over an hour away, BURN even more brightly on the horizon as the racers draw closer.

The night's stillness makes Cannon feel UNEASY.

INT. ROBERT E. LEE BOILER ROOM, FOURTH BOILER

The PRESSURE on the fourth boiler's GAUGE DROPS significantly low--to a near DANGEROUS LEVEL. The LEAK INSIDE the mud drum continues to GROW LARGER as TINY HOLES begin FORMING IN THE OVERTAXED METAL.

EXT. ROBERT E. LEE, HURRICANE DECK, AFT - AFTER MIDNIGHT

CLIMBING DOWN to the Hurricane Deck below, Cannon anxiously KEEPS HIS EYES FIXED on the waters ahead. But he can FEEL IT. SOMETHING IS WRONG.

INT. ROBERT E. LEE BOILER ROOM, FOURTH BOILER

A striker SUDDENLY DISCOVERS THE PRESSURE GAUGE IS REGISTERING DANGEROUSLY LOW.

HE CRIES OUT ...

YOUNG STRIKER
MR. PERKINS! MR. PERKINS!

EXT. ROBERT E. LEE, HURRICANE DECK, AFT - AFTER MIDNIGHT

Cannon HEARS PERKINS CALLING to him.

PERKINS (O.S.)
CAPTAIN! COME QUICK!

He SPOTS Perkins below, with a second crewman, MOTIONING him frantically to come down at once.

Cannon SHOOTS to the stairs.

INT. ROBERT E. LEE, CHARLES' CABIN

Charles, SCOLDING Frances ...

CHARLES WELBOURNE KNAPP
What were you thinking? You hardly
know that man.

FRANCES
I think I know him well enough to
know he's a very fine gentleman. A
war hero, in fact. I think Papa
would be very happy to learn I've
cultivated ties with an extremely
wealthy shipping family from
Pennsylvania.

CHARLES WELBOURNE KNAPP
Perhaps you should be thinking of
your reputation instead.

FRANCES
Can't you be happy for me, Charles?

CHARLES WELBOURNE KNAPP
I seriously doubt he's interested in
you for you.

FRANCES
Oh? And how do you know that? Did
you ask him?

CHARLES WELBOURNE KNAPP
I just know.

FRANCES
Well, I think he's perfect! And
you're much too old fashioned for
your age.

CHARLES WELBOURNE KNAPP
You're not going to see him again.

FRANCES
You're not my father. And we are
going to have breakfast together in
the morning.

CHARLES WELBOURNE KNAPP
No, you're not.

Frances HRRUMPHS and FOLDS her arms defiantly.

Charles EXITS the cabin in a STEW.

Gone, Frances SMILES victoriously.

INT. ROBERT E. LEE BOILER ROOM, FOURTH BOILER AND MUD DRUM

The leak is EXTINGUISHING THE FIRE under her boilers. If not stopped, an explosion could occur, killing many or all on board.

Cannon, Perkins, the strikers huddled over the dilemma SWEAT BULLETS, KNOWING, ALSO, THIS could cost Cannon the race.

CANNON

My God, Will.

The loss of another steamer years ago RETURNS to TAUNT Cannon's MEMORY:

FLASHBACK

EXT. NEW ORLEANS DOCKS, GRAVIER STREET, - NIGHT

November 15, 1849.

As Cannon's LOUISIANA slowly BACKS OUT of its mooring, suddenly, WITHOUT WARNING, she EXPLODES, SETTING FIRE TO THE PIER and many of the other steamboats still docked there.

DEBRIS FLIES EVERYWHERE. BODIES, LIKE PROJECTILES, ARE HURLED INTO THE AIR. One body PLUNGES INTO THE PILOTHOUSE OF THE BOSTON.

The Louisiana is quickly and utterly DESTROYED, consumed. She SINKS.

END FLASHBACK

INT. ROBERT E. LEE BOILER ROOM

John Smoker ENTERS, SEES the worry etched deep in Cannon's-- and everyone's--faces.

CANNON

Can we fix her, Will--without stopping?

PERKINS

I don't know. It looks mighty bad.

SMOKER

You can't give up, John.

CANNON

If we don't, we could run the risk of an explosion and fire. It could kill everyone on board.

Cannon TURNS to one of his crewmen.

CANNON (CONT'D)

Fetch me Wiest--and be quick about
it!

The crewman FLIES out the door.

Cannon, Perkins, Smoker TURN their eyes back to the failing
boiler and mud drum.

PERKINS

What do you want us to do, John?

CANNON

If Wiest can't come up with a way to
fix this, we have little choice.
The race is over.--We'll have to
shut down the boilers before we're
all blown to kingdom come.

FADE OUT.

END OF PART ONE

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