

BREAKING BAD
by
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AMC
Sony Pictures Television

TEASER

EXT. COW PASTURE - DAY

Deep blue sky overhead. Fat, scuddy clouds. Below them, black and white cows graze the rolling hills. This could be one of those California "It's The Cheese" commercials.

Except those commercials don't normally focus on cow shit. We do. TILT DOWN to a fat, round PATTY drying olive drab in the sun. Flies buzz. Peaceful and quiet. Until...

... ZOOM! WHEELS plow right through the shit with a SPLAT.

NEW ANGLE - AN RV

Is speeding smack-dab through the pasture, no road in sight. A bit out of place, to say the least. It's an old 70's era Winnebago with chalky white paint and Bondo spots. A bumper sticker for the Good Sam Club is stuck to the back.

The Winnebago galumphs across the landscape, scattering cows. It catches a wheel and sprays a rooster tail of red dirt.

INT. WINNEBAGO - DAY

Inside, the DRIVER's knuckles cling white to the wheel. He's got the pedal flat. Scared, breathing fast. His eyes bug wide behind the faceplate of his gas mask.

Oh, by the way, he's wearing a GAS MASK. That, and white jockey UNDERPANTS. Nothing else.

Buckled in the seat beside him lolls a clothed PASSENGER, also wearing a gas mask. Blood streaks down from his ear, blotting his T-shirt. He's passed out cold.

Behind them, the interior is a wreck. Beakers and buckets and flasks -- some kind of ad-hoc CHEMICAL LAB -- spill their noxious contents with every bump we hit. Yellow-brown liquid washes up and down the floor. It foams in a scum around...

... Two DEAD BODIES. Two freshly deceased Mexican guys tumble like rag dolls, bumping into each other.

Completing this picture is the blizzard of MONEY. A Von's bag lies leaking twenties. Fifteen, twenty grand in cash wafts around in the air or floats in the nasty brown soup.

CLOSE on the driver's eyes. He's panting like a steam engine. His mask FOGS UP until finally he can't see.

EXT. COW PASTURE - CONTINUOUS

The Winnebago comes roaring over a berm and down into a deep gully. Too deep. BAM! The front bumper bottoms out, burying itself. WAAAAAAH! The rear wheels spin air.

The engine cuts off. Silence again. The Winnie's door kicks open and out stumbles underpants man. He yanks off his gas mask, lets it drop.

He's forty years old. Receding hairline. A bit pasty. He's not a guy who makes a living working with his hands. He's not a guy we'd pay attention to if we passed him on the street. But right now, at this moment, in this pasture? Right now, we'd step the fuck out of his way.

Underpants man looks at the RV. End of the line for that. He listens hard. Out of the silence, we hear... SIRENS.

They're faint, a few miles off -- but growing louder. Our guy knows he's boned with a capital B. He HOLDS HIS BREATH and leaps back inside the RV.

INT. WINNEBAGO - CONTINUOUS

A chrome 9mm is clutched in the hand of one of the dead Mexicans. Underpants grabs it, tucks it in his waistband.

His unconscious passenger, still strapped in his seat, lets out a groan. Underpants leans past him, yanks open the glove box. He comes up with a WALLET and a tiny Sony CAMCORDER.

EXT. COW PASTURE - CONTINUOUS

Ducking outside, he starts breathing again. A short sleeve DRESS SHIRT on a hanger dangles from the Winnebago's awning. Underpants pulls it on. He finds a clip-on tie in the pocket, snaps it to his collar. No trousers, unfortunately.

He licks his fingers, slicks his hair down with his hands. He's looking almost pulled together now -- at least from the waist-up. All the while, the sirens are getting LOUDER.

Underpants figures out how to turn on the camcorder. He twists the little screen around so he can see himself in it. Framing himself waist-up, he takes a moment to gather his thoughts... then presses RECORD.

UNDERPANTS MAN

My name is Walter Hartwell White.
I live at 308 Belmont Avenue,
Ontario, California 91764. I am of
sound mind. To all law enforcement
entities, this is not an admission
of guilt. I'm speaking now to my
family.

(swallows hard)

Skyler... you are... the love of my
life. I hope you know that.
Walter Junior. You're my big man.
I should have told you things, both
of you. I should have said things.
But I love you both so much. And
our unborn child. And I just want
you to know that these... things
you're going to learn about me in
the coming days. These things.
I just want you to know that...
no matter what it may look like...
I had all three of you in my heart.

The sirens are WAILING now, on top of us. WALTER WHITE, the
underpants man, turns off the camcorder. He carefully sets
it on a bare patch of ground by his feet. Next to it he sets
his wallet, lying open where it can be seen.

CLOSE ON the wallet -- a photo ID card is visible. Walt's
smiling face is on it. It identifies him as a teacher at
J.P. Wynne High School, Ontario Unified School District.

Walt pulls the chrome pistol from the back of his waistband,
aiming it across the tall weeds. It glints hard in the sun.

Flashing red LIGHT BARS speed into view, skimming the tops of
the weeds. Heading straight for us.

Walt stands tall in his underpants, not flinching. Off him,
ready to shoot the first cop he sees...

END TEASER

ACT ONE

EXT. WHITE HOUSE - NIGHT

No president ever slept here. No millionaire ever visited. This is a three-bedroom RANCHER in a modest neighborhood. Weekend trips to Home Depot keep it looking tidy, but it'll never make the cover of "Architectural Digest."

We're in Ontario, California -- the Inland Empire. LEGEND:
"ONE MONTH EARLIER."

INT. WHITE HOUSE - MASTER BEDROOM - NIGHT

Dark and silent. SKYLER WHITE, late 30s, sleeps peacefully. Beside her, her husband Walter is wide awake.

Walt reaches over and presses a button on his Sharper Image alarm clock. It projects the time in glowing blue numbers on the cottage cheese ceiling: 5:02 AM.

Walt lies motionless. Brain churning. He presses the button again, staring straight up. 5:02 turns to 5:03.

Close enough. Walt rises without waking his wife. He exits.

INT. WHITE HOUSE - SPARE BEDROOM - NIGHT

We hear an o.s. SQUEAK-SQUEAK as we drift through this room. We pass an empty crib, Pampers, a baby monitor still in its box. There's going to be a new addition to the family.

We come upon the source of the SQUEAKING. It's Walt balanced on a Lillian Vernon stair-stepper, just three easy payments of \$29.95. Walt plods up and down in the darkness like he's marching to Bataan.

INT. WHITE HOUSE - BATHROOM - NIGHT

Walt sits down on the edge of the tub. We're watching his face in the bathroom mirror. He masturbates. Judging by his expression, he might as well be waiting in line at the DMV.

Walt double-takes, catching sight of himself. Distracted, he examines the sallow bagginess under his eyes. He draws at the loose skin under his chin.

Staring at himself long and hard, Walt loses his erection. He gives up trying, pulls up his sweat pants.

INT. WHITE HOUSE - KITCHEN - MORNING

Walt is dressed for work -- Dockers and a short-sleeve dress shirt courtesy of Target. An American flag pin on his tie. He and Skyler eat their breakfast in silence.

Skyler glances up, sees Walt puzzling over his bacon.

SKYLER

Sizzle-Lean. We need to think about our cholesterol.

WALT

Huh.

Skyler's cute in a way most guys wouldn't have noticed back in high school. But not soft-cute. Not in the eyes.

She's dressed for staying home -- she's five months pregnant and just beginning to show.

SKYLER

When'll you be home?

WALT

Same time.

SKYLER

I don't want him dicking you around tonight. You get paid till six, you work till six. Not seven.

Seventeen year-old WALTER, JR. enters the kitchen, dressed for school, hair still damp from the shower. The CLICK... CLICK of his forearm crutches precedes him into the room.

Walt and Skyler's son is a sweet-faced teenager who appears to have cerebral palsy. He moves slowly and awkwardly, and grinds his teeth as he labors to talk. But he's a smart kid.

WALT

Hey.

Just seating himself at the table is a trial for Walter, Jr. His parents don't give him the slightest help. They treat him as if he were able-bodied, which is how he wants it.

SKYLER

You're late.

He shrugs. She gets up, serves him breakfast. Walter, Jr. squints at the plate she plops down before him.

WALTER, JR.
What's--that?

SKYLER
Sizzle-lean. We're watching our
cholesterol.

WALTER, JR.
Not--me! I want--bacon!

SKYLER
Eat it.

Walter, Jr. picks at his breakfast, annoyed.

WALTER, JR.
What's this--even--made of?!

He looks to his dad for backup. Walt shrugs, ambivalent.

WALT
Eat it.

EXT. HIGH SCHOOL - MORNING

J.P. Wynne High School. Home of the Fightin' Skyhawks. Two thousand-plus students, many of them in overflow trailers.

Into the faculty lot motors a 1991 Nissan wagon. It was a piece of shit when it rolled off the assembly line, and has not improved with age. It parks in a handicapped space. A handicapped placard hangs from the rear-view.

Walt climbs out from behind the wheel, checks his watch. He's late. Walter, Jr. struggles to get out of the passenger side. He fumbles with his crutches and his backpack.

WALT
All set?
(off his son's nod)
Alright, see you at home.

Walt grabs his briefcase and hurries toward the building, leaving his son to work it out for himself -- which is, again, exactly how Walter, Jr. wants it.

INT. HIGH SCHOOL - CLASSROOM - DAY

Hours later. This is a chemistry classroom -- black-topped lab tables with gas spigots. Walt is lecturing to seniors.

WALT
Chemistry is the study of what?

STUDENT
(a beat)
Chemicals.

Snickers from the smart kids. Walt smiles.

WALT
Chemicals. No. Change. Chemistry
is the study of change.
(a beat)
Think about it. Electrons change
their orbits, molecules change
their bonds. Elements combine and
change into compounds. That's all
of life, right? The constant...
(shrug)
The cycle. Solution, dissolution,
over and over.

Walt seems to be talking mostly to himself. A pep talk.

WALT
Growth, decay. Transformation.
It's fascinating, really.

Handsome, blonde CHAD sits slouched in the back with his hand jammed in the lap of his cheerleader GIRLFRIEND. He whispers to her and she giggles. Walt snaps out of it.

WALT
Chad, keep your hands to yourself
please. Is there something wrong
with your own table?

Chad sighs heavily and drags his stool back to an adjoining table. Doing so, he makes as much NOISE as he can.

WALT
Alright, ionic bonds. Chapter six.

INT. HIGH SCHOOL - FACULTY WORKROOM - DAY

Last period. Wide on Walt in the background, who sits alone in this deserted room. Head down, he grades tests while he eats a sandwich from home. It's a lonesome tableau.

A physics teacher, MARGARET, enters. She's 30s, redhead, attractive without being pretty. Sexy, more like.

MARGARET
Heya, Walt.

WALT
Hey, Margaret.

Margaret feeds the soda machine a dollar. Walt stares at her back a little too long. We feel his interest.

Margaret gets her Diet Coke and turns his way. Walt lowers his eyes. Margaret joins him at the table, checks her watch.

WALT
Happy Birthday.

MARGARET
(surprised)
How'd you know?

Walt shrugs. Smiles. Margaret does, too.

MARGARET
Thanks.

She fumbles in her purse, comes up with a cigarette and lighter. She notices Walt's surprised glance.

MARGARET
Be a champ, wouldja? Don't narc.

WALT
(amused by the word)
My lips are sealed.

Margaret lights up and sucks deep. *Ohhh yeah.* She blows smoke toward the ceiling, gives it a wave with Walt's papers.

MARGARET
Walt, you are my hero.

Walt glances up at her once more. She catches him doing it, smiles back and holds his look. He drops his eyes first.

WALT
Those things'll kill you, you know.

Margaret shrugs, exhales.

MARGARET
Something always does.

EXT. VELVET-TOUCH CAR WASH - AFTERNOON

This is one of those 60s Googie-style structures -- faded space-age futuristic. Young Mexicans dry the cars by hand.

INT. VELVET-TOUCH - OFFICE - AFTERNOON

Walt's afternoon part-time job. He works the cash register.

WALT

-- Eight, nine, ten, and ten makes twenty. Thank you. Come again.

The CUSTOMER wanders off, re-counting his change. Walt closes his drawer and busies himself with record keeping. AMIR, the middle-aged Persian owner, argues on the phone.

AMIR

No. Not -- that is not what I said. What I said to you --

Amir switches to FARSI. The conversation grows more heated. Finally, he barks something and hangs up. He turns to Walt.

AMIR

My sister's worthless son -- piece of shit! Shit! Fired for good this time!

(sighs; shrugs)

I'll run the register.

WALT

Amir, no. We talked about this. Inside only. And only till six.

AMIR

I'm short-handed, Walter. What am I to do? What am I to do?

Pissed, Walt unclips his tie, shoves it in his breast pocket.

EXT. VELVET-TOUCH CAR WASH - AFTERNOON

The sun's sinking low. Walt -- master's degree, Inland Empire Science Educator of the Year for '92, '95, and '01 -- is towel-drying cars alongside the teenage vatos. His slacks and shoes are spotted with soapy water. He's grim.

Walt is at work on an anthracite BMW 3-Series. As he hunkers down to Armor-All the tires, we hear:

CHAD (O.S.)

Hey, you missed a spot.

Walt looks up to see handsome CHAD smirking down at him. Young master Chad is tickled pink. This is his Beemer, by the way. Chad's girlfriend stands in b.g., giggling into her cell phone. Whispering just loud enough to be heard.

GIRLFRIEND

(into phone)

Ohmigod. Oh -- my -- God. You are not going to believe...

She cups a hand over her mouth, turns away. Walt says nothing. He needs this job. Off him, scrubbing harder...

INT. NISSAN SENTRA - DRIVING - EVENING

The speedometer vibrates at 86. Walt is alone in the car, speeding home. Tired and dirty. He's swallowed a lot of anger today. It's way down deep, but it glows inside him.

The needle creeps up to 91. Things rattle and shake. Walt's eyes fix on something ahead.

Walt's POV -- through the windshield, it's a straight shot down the freeway. A mile ahead of us is a TRIPLE OVERPASS.

It's a graceful, swooping thing made of ribbons of white concrete. It rises up out of the flatlands as we approach, dwarfing everything for miles around.

Walt studies it. He lets off the gas a little.

Cars crawl the overpass, over and under each other. Endless strings of white headlights, red taillights. This giant structure routes them in every direction a person can travel.

Something about it distracts Walt. Occupies him.

Walt coasts underneath it all, staring up at it through his sunroof. Once he's past it, he speeds up again. He eyes it in his rearview mirror, then leaves it behind.

EXT. WHITE HOUSE - EVENING

Walt's Sentra chugs into the driveway, parking behind a shiny new VOLVO SUV. Staring at the Volvo, Walt is not happy.

WALT

Oh, shit.

The front door of Walt's house opens. Out steps a big, barrel-chested man with a bourbon in one hand. This is HANK, Walt's brother-in-law. Hank raises his glass hello. He taps his watch and shakes his head -- *you're late.*

EXT. APPLEBEE'S - NIGHT

Deep suburbia. The shiny Volvo SUV is parked in foreground.

INT. APPLEBEE'S - NIGHT

Family night in this chain restaurant. Walt, Skyler and Walter, Jr. sit in a corner booth with Hank and his wife MARIE. Marie is Skyler's sister. We see the resemblance.

HANK

Amir, this guy's name is? Jesus.
Call Homeland Security.

MARIE

Hank...

HANK

I'm serious. Call the FBI, see if he's legal. Might not be. Ship his ass back to Camel-Land.

Hank shoots a winning grin at his nephew. Walter, Jr. snorts with delight as he chews a mouthful of hamburger.

SKYLER

(flat)

I don't know, Hank. Do they actually have camels in Iran?

MARIE

No. Horses. Arabian stallions.

HANK

Arabian what? Jesus. Camels, horses -- a towel-head is a towel-head. You're missing my...

(interrupts himself)

... And they're not Arabian anyway, they're Persian. But you're missing my point here. This guy is treating your husband like uh, you know. Door mat. Here Walt is, got a brain the size of Wisconsin and he's shampooing dried cum outta some teenager's back seat?

WALT & SKYLER

Hank --

HANK

(to Walter, Jr.)

Sorry. You didn't hear that.

(to Walt)

You say the word, I'll go talk to this guy. I'll set him straight.

Walt gives a pained little smile, shakes his head.

HANK

You sure? Happy to do it.

WALT

No. Thank you. Let's, please, let's change the subject.

Hank shrugs and drains his beer. He winks at Walter, Jr., who grins. The teenager worships his fire-pisser uncle.

Walt can't help but notice. Hank is everything Walt isn't: bold, brash, confident.

Skyler sips her white wine. Marie stares at her.

MARIE

You're sure it's okay to drink.

SKYLER

After the first trimester, yes. It was even in "Newsweek."

MARIE

Well, I didn't see that.

Marie disapproves. Prickly. Hank's eyes are on the bar TV.

HANK

Oh, hey! Turn it up!

Hank WHISTLES. The college-age BARTENDER glances at him, confused. Hank hustles over and keys up the volume on the nearest TV SET. They're all wired together. Everybody in the restaurant, like it or not, has to listen to...

... The local news. HANK, the man himself, is being interviewed on television. He's polished and official.

HANK (ON TV)

-- At which point we apprehended three individuals and placed them in custody. I'm proud to say that the outstanding professionalism shown by my fellow agents of the San Bernardino District Office resulted in a substantial quantity of methamphetamine being taken off the street.

An on-screen graphic identifies him as "AGENT HENRY WELD, D.E.A." The real-live Hank gives a smile and a nod, not just to his family, but to everyone in the place. Such is the force of his will that strangers APPLAUD him.

Walter, Jr. holds up a hand, which Hank high-fives.

WALTER, JR.

Damn. TV does--add ten pounds.

HANK

Ah hah-hah. Sit and spin.

Hank rubs the corner of his mouth with his middle finger, flipping off Walter, Jr. They're like two teenagers.

Walt eats french fries and tries his best to tune everyone out. Something on TV catches his eye.

It's the spoils of this drug bust. Laid out on a table are bags and bags of crystal meth and several guns. But also... eight big SHOEBOXES full of CASH.

Walt chews his food, watches. Despite himself...

WALT

Hank? How much money is that?

HANK

Almost seven hundred thousand.
Pretty good haul.

The TV lingers on fat rolls of \$20s rubber-banded together. It's more currency than Walt has ever seen outside of a heist movie. He's surprised.

WALT

That's got to be unusual, right?
That kind of cash?

HANK

Mmm. Not the most we ever took.

(to the room)

There's no deficit of total morons in the drug trade. And they can make a ton of money, too. At least until we catch 'em. But we catch 'em eventually.

Hank flashes his great smile around the room. He notes Walt's continued interest in the news report. Likes it.

HANK

Walt, just say the word and I'll take you on a ride-along. You can watch us knock down a meth lab.

(good-natured)

'Less that's too much excitement for you.

Walt forces a pained grin and shrugs -- *maybe someday.*

EXT. WHITE HOUSE - NIGHT

The lights are off. It's late.

INT. WHITE HOUSE - MASTER BEDROOM/BATHROOM - NIGHT

Walt, dressed for bed in sweats and a t-shirt, checks himself out in the bathroom mirror. He's not loving what he sees. He pulls at the skin under his eyes. He COUGHS a little.

In the bedroom, Skyler's in her nightgown, sitting at the computer. She's following the final moments of an auction on eBay. Walt pads into the room, sits down beside her.

WALT

Which one's this?

SKYLER

(eyes on the screen)

That faux-Lalique vase I picked up at the flea market.

WALT

How's it doing?

SKYLER

I met my reserve and there's still two minutes.

Walt nods, sits watching. Without taking her eyes off the screen, Skyler reaches over and slips a hand into Walt's sweatpants. Walt smirks, surprised.

WALT

What's up?

SKYLER

You tell me.

Skyler plays with him, out of sight below frame. A beat.

SKYLER

What are you doing tomorrow?

WALT

(shrug)

Actually, I was thinking about, um. Maybe drive to Caltech.

SKYLER

You're not gonna mow?

WALT

Yeah, I'll mow. JPL's got an exhibit of Mars rover photographs. Supposed to be, the detail... just really amazing. Really beautiful.

SKYLER

I just need you to mow at some point. I'd do it myself, except it always throws rocks at me. I think it needs a new bag.

WALT

I will mow. First thing.

Skyler glances at Walt's crotch. Good-naturedly:

SKYLER

What's going on down there?
Is he asleep?

WALT

I'm just... we gotta be careful of the baby.

SKYLER

Don't worry about the baby. This is for you. We're only doing you tonight.

Obscured by the computer, Skyler gives Walt a vigorous handjob with one hand and works the mouse with the other.

SKYLER

Just relax. Just... close your eyes and let it...

Skyler glances again at her husband. Apparently, there's no mighty oak sprung from whence the lowly acorn lies.

SKYLER

Just close your eyes.

Walt does so, concentrating. Trying hard. Tugging away, Skyler's attention drifts back to the computer. Completely.

SKYLER

... That's it. That's... it.
There you go. Keep going. Keep going. Keep it going. Keep...
(reacting to the screen)
Yes! Fifty-six.

Walt's eyes open. The thrill is gone.

EXT. CALTECH CAMPUS - DAY

Old Pasadena. Wide greenbelts and dark magnolias. The sign says "Jet Propulsion Laboratory." Einstein was a visiting professor at Caltech, once upon a time. This place looks it.

INT. JPL - DAY

MARS fills frame, stark red rocks and red sand. We PAN OFF this blow-up of Martian terrain -- we're in a hallway mounted with two dozen such photos, big and striking.

Small in the distance stands Walt. He's not looking at any of these photos. He's down an adjacent hallway, staring at something else, instead.

CLOSER ANGLE - WALT

He's studying names engraved on an old plaque. It's a list of grad students awarded a particular research grant.

Closer. "ORGANIC CHEMISTRY, 1988 -- Walter H. White."

Walt stares at his own name on the plaque. We can't read his thoughts, but we can guess at them.

EXT. CALTECH CAMPUS - COFFEE STAND - DAY

An outdoor snack bar. Walt sits alone. Around him, young STUDENTS pore over textbooks or quietly type on laptops. Walt sips his coffee and stares into space.

At the nearest table, a CHINESE GUY sits with two CHINESE GIRLS. They're laughing and talking in CANTONESE. They keep their voices low so their gossip might not be overheard -- but it's not like we have any idea what they're saying.

Walt takes another sip of coffee, carefully sets down the cup. He looks at his hand for a long moment.

He notices his fingers are TREMBLING slightly. He makes a fist, squeezes it tight. Opens it.

The Asian students are talking a mile-a-minute, the two girls giggling. Walt glances at them, looks back to his hand. He presses it flat against the tabletop.

UP-ANGLE -- as seen through this GLASS TOP TABLE, Walt's fingers stick to the surface. They pull loose with a slow, gluey SLURP.

CLOSER on Walt. He rubs his mouth, sneaks his fingertips to his carotid artery just under his ear. He's feeling his pulse. The furtive whispering in CHINESE fills his head. He's starting to breathe faster.

His cellphone RINGS. He glances at the readout screen. "HOME," it says. Walt silences it, tucks the phone back in his pocket.

Rapid-fire CHINESE is all we hear. Now it gets drowned out by a sudden WHOOSH that makes Walt blink. It's the whoosh of the nearby cappuccino machine. It's unnaturally loud, like a jet engine. Walt's had enough. Time to go.

HIGH ANGLE - DOWN THROUGH THE TREES

Magnolia leaves sway in f.g. We're looking down at Walt, tiny in the distance, as he rises to his feet. He makes it three steps before he COLLAPSES, flipping an empty table.

Students look up, hesitate. The Chinese guy and a couple of others rise to help. Off Walt, lying on his face...

END ACT ONE

ACT TWO

INT. ER - EXAM ROOM - DAY

Walt is conscious, seems okay. He sits in a blue paper gown, legs dangling off an exam table. He's alone, waiting. Absently tapping the table. He's been here for hours.

Muffled RINGING. Walt reaches for his pants, fishes out his cellphone. "HOME" is yet again displayed on the readout. Walt considers, answers it.

WALT

Hey.

(a beat)

Yeah, sorry. I had it turned off.

I was, uh...

(a beat)

Yeah, probably about an hour or so.

Amid the bustle out in the hall, two ER DOCTORS stand conferring. They're looking at blood chemistry results -- first one man studies them, then the other. When one of them glances back our way, we realize they're talking about Walt.

Walt sees this. He can't hear what they're saying, but it looks weighty. Walt is anxious. However, he doesn't let it come through in his voice.

WALT

I'm at Caltech. I ran into an old professor, we got to talking. I should be home in about an hour. Okay.

Walt clicks off. He looks again to the doctors in the hall.

One man nods to the other, walks off. The remaining doctor puts on his bedside smile and enters Walt's room.

DOCTOR

Sorry for the wait. You can put your clothes back on.

Walt climbs off the table, steps into his pants.

WALT

I've had it before. Low blood sugar. Stood up too fast.

He's fishing. The doctor doesn't saying anything, just fills out a form. Walt pulls on his shirt, buttons it.

WALT

Guess I should've had breakfast
this morning.

DOCTOR

There's a specialist I'd like you
to see. His name is Dr. Belknap.
I should have his... card here
somewhere. Yes.

The doctor finds a business card, hands it to Walt. Walt
stands in his socks, staring at the card for a long beat.

WALT

Oncologist...

DOCTOR

(forced breezy)
It's probably absolutely nothing.

INT. DR. BELKNAP'S OFFICE/EXAM AREA - DAY

Days later. A MONTAGE OF CLOSE-UPS: a blood pressure cuff
gets pumped with a WHOOSH-WHOOSH-WHOOSH; a stethoscope slides
here and there over bare skin; glands get palpated; blood is
drawn; eyes, ears, nose and throat are checked; more blood is
drawn; colorful MRIs pop up on a monitor; still more BLOOD is
drawn. END MONTAGE.

CUT TO -- Walt in his street clothes, sitting in a red
leather chair. He's staring almost directly into camera.

SILENCE. Up from it rises a faint sort of buzzy, shimmering
TINNITUS sound. It's the RINGING in Walt's ears. It gets
louder as we slowly CREEP IN on Walt's face. He's staring at
us blankly. He's staring at:

Walt's POV -- DOCTOR BELKNAP. Dr. Belknap is a balding man
in his late fifties. On a good day, he's maybe avuncular.
He's sitting behind his desk, looking right at us, talking in
slight SLOW-MOTION. We don't hear a single word he's saying.
We only hear the buzzy RINGING.

CLOSER POV -- we tilt down from Belknap's face, his moving
lips, to his doctor's coat. On the pristine white of his
lapel, there's a spot of yellow MUSTARD. We fixate on it.

Suddenly:

DR. BELKNAP

-- Mr. White? Are you listening?

We've snapped out of it. The SOUND in the room is normal. No more SLOW-MOTION. Walt looks up from the man's lapel.

WALT

Yeah.

DR. BELKNAP

Did you..? You understood what I've said to you?

WALT

Yeah. Multiple myeloma. Stage 3.

(a beat)

Best-case scenario, with chemo, I'll live another two years.

(off the man's gaze)

It's just, you've got mustard on your... you've got mustard there.

Walt points. Belknap glances down at the spot on his lapel, then back up at Walt. He has no idea what to say to that.

Off Walt, looking very matter-of-fact... disconcertingly so:

INT. VELVET-TOUCH CAR WASH - OFFICE - EVENING

Same clothes, same day -- Walt came to work straight from getting his terrible news. He's on autopilot, standing behind the cash register. The BUZZ is back in his head.

Amir is in the b.g., arguing on the phone in Farsi. The sound is muted. We can barely hear him. We don't know what he's yelling about anyway -- it's pointless, doesn't matter. We're on Walt, who simply stares into space.

No customers. Walt suddenly jerks, like a tiny zap of electricity goes through him. He steps out from behind the counter and exits. Amir doesn't notice him leave.

As seen through the windows, Walt pads along like a zombie and nearly gets run over by a car. The vatos all watch, confused, as Walt climbs in his Nissan and drives away.

INT. NISSAN SENTRA - DRIVING - EVENING

Walt drives. Not speeding. No expression on his face.

His POV: it's a straight shot up the 10 Freeway. The familiar TRIPLE OVERPASS looms ahead in the distance.

Walt stares at it like it's the monolith in "2001."

EXT. OVERPASS - CONTINUOUS

An AERIAL VIEW, looking straight down at this vast and complex concrete knot. Walt's tiny Nissan is an ant trundling toward it. The car disappears from view underneath, as if being swallowed.

INT. WHITE HOUSE - KITCHEN - EVENING

A glass of white wine. Skyler stands talking on the phone.

SKYLER

(into phone)

Absolutely. I sent it to you on the third. It's number... wait a minute, let me get my checkbook.

She cups a hand over the phone, does nothing. After a beat:

SKYLER

(into phone)

Here it is. It's check number 1148. So my records show I paid that, and I certainly don't feel like we owe any late...

(listens)

Alright. I guess then I'll check with my bank and, I don't know, if the post office lost it or something... alright then. Let me look into that. Thank you.

Walt enters, hearing the tail-end. Skyler hangs up.

SKYLER

You're home early.

Walt nods, finds a beer in the fridge. His fingers tremble a little as he pries off the cap. Skyler doesn't notice -- she's sifting through a stack of bills.

Walt sits at the table. He drinks deep, rubs his mouth.

SKYLER

How was your day?

WALT

You know. Same.

SKYLER

Don't tell me Amir's sending you home at five now.

WALT

No, just. Today.

SKYLER

(studying a bill)

Did you use the MasterCard last month? \$15.88 at Staples?

WALT

Uh. We needed printer paper.

SKYLER

Walt, the MasterCard's the one we don't use.

Walt nods, overwhelmed and hiding it. Skyler doesn't know about his doctor's appointment. Even if Walt wants to tell her, something stops him. He sips his beer, stares.

Loud MACHINE GUN FIRE startles them both. Skyler yells into the living room.

SKYLER

DAMMIT, WALTER! TURN THAT DOWN!

(more GUNFIRE)

Go talk to him.

Walt rises, sets his bottle in the sink.

INT. WHITE HOUSE - LIVING ROOM - CONTINUOUS

The end of "Scarface" plays on the TV. TONY MONTANA, with his mountain of cocaine and his M-16, takes on all comers. Walter, Jr. is sprawled on the couch, watching. His crutches are leaned against the armrest.

WALTER, JR.

Hey.

WALT

Hey.

(watches TV, remembers)

Your Mom wants you to turn it down.

WALTER, JR.

Shit, come--on. This is--the best--
Wait, wait...

TONY MONTANA (ON TV)
COME AN' MEET MY LEETLE FRIEND!

WALTER, JR.
Oh--damn! Hell, yeah!

Walter, Jr. awkwardly pumps his fist. Walt keeps watching.

WALT
DVD?

WALTER, JR.
(nods)
Uncle Hank--gave--it to me.

Walt's eyes stay on the screen. The garish little kingpin mows down acres of Columbians, then dies in a blaze of glory.

Off Walt, whose thoughts are unknown to us...

INT. WHITE HOUSE - MASTER BEDROOM - NIGHT

Glowing blue numbers project on the cottage cheese ceiling:
4:26 AM. Walt lies awake beside his sleeping wife.

INT. WHITE HOUSE - SPARE BEDROOM - NIGHT

SQUEAK-SQUEAK, SQUEAK-SQUEAK. Walt thumps up and down on his cheapie stair-stepper. He speeds up -- faster than the last time. Thump, thump, thump. As seen through the bars of the empty crib, he's really working it hard.

Sweat beads on his face. Bam, bam, bam. Faster, faster. Harder. Violent. Sweat drips off his nose. Until --

-- CRACK. He BREAKS the stair-stepper. One footpad snaps free, hangs limp. Walt steps off and examines it.

He stares down at it for the longest time. We CREEP IN on his face. The thousand-yard stare he's had since Doctor Belknap's office gives way to something else now.

WALT
Two years.

He says it barely audibly. It's like the clouds have parted. The situation has finally, truly registered in Walt's brain.

EXT. WHITE HOUSE - DAWN

Early morning. A faint glow in the sky. Silence except for the THWACK... THWACK of the NEWSPAPER GUY driving past.

INT. WHITE HOUSE - KITCHEN - DAWN

Walt sits alone at the kitchen table, staring into space. Deep in thought. Considering something carefully. He rises, picks up the phone and dials. Keeps his voice low.

WALT

Hank? Hey, it's Walt. I didn't wake you, did I?

(a beat)

Good. Listen, I've been thinking. Could I take you up on your offer? The ride-along?

CUT TO:

EXT. BLUE-COLLAR NEIGHBORHOOD - MORNING

A different morning -- these things take time to set up. We're in a neighborhood not unlike Walt's. A non-descript Ford is parked at the curb, blended in with the other cars.

HANK (O.S.)

It's down there on the cul-de-sac. White? Kinda redwood-looking trim?

INT. FORD - MORNING - CONTINUOUS

Hank sits behind the wheel. A subordinate agent, GOMEZ, is beside him. Hank is pointing out the TARGET HOUSE to Walt, who sits in the back seat in an ill-fitting bulletproof vest.

HANK

See it?

WALT

Yeah.

Tiny house, a block down the street. Not at all noteworthy.

WALT

(quiet interest)
That's a meth lab.

HANK

So says our snitch. Says some dude who goes by "Cap'n Cook" lives up to his name in there. Got himself a three pound flask and keeps it bubbling day and night. Says he always adds a dash of chili powder.

(to Gomez)

Ah, you exuberant Mexicans.

GOMEZ

Uh-uh. "Cap'n Cook?" -- that's a white boy's name. Dopey as hell.

HANK

Yeah? I got twenty bucks says he's a beaner.

GOMEZ

You're on.

A yellow SCHOOL BUS chugs into frame, driving past.

HANK

Ah, here we go. Finally.

(into his radio)

School bus is clear. You got the green light.

An affirmation comes back. Hank starts his engine.

HANK

(smiling, to Walt)

Watch this. This makes 'em shit.

Out of the distance, we hear a BIG ENGINE REVVING, speeding our way. A TRUCK roars past, heading for the cul-de-sac. Hank slowly follows it in his Ford -- just so Walt can see. Hank hums *Ride Of The Valkyries*, channeling "Apocalypse Now."

Walt's POV: as seen through the windshield, the lead truck goes speeding into the target house's driveway. An ENTRY TEAM of six agents jumps out, looking like they just came from the set of a sci-fi movie -- they're covered head-to-toe in CHEMICAL SUITS and RESPIRATOR GEAR. They carry carbines and shotguns. One man lugs a battering ram.

HANK

Meth labs are nasty on a good day -- but when you mix that stuff wrong, you wind up with mustard gas.

WALT
Phosgene gas, I think.

HANK
Yeah, exactly. One whiff'll kill
you. That's why the moon suits.

Walt nods, watches the entry team take position at the door.

INT. TARGET HOUSE - KITCHEN - CONTINUOUS

To call this a shithole would be an insult to shitholes everywhere. There's filthy clothes, overflowing garbage, rotting pizza boxes dating to the Clinton administration... along with stacked cannisters of plumber's lye and Coleman stove fuel. A rambling, Rube Goldberg lab of hoses and buckets stands out against the knotty pine panelling.

A Mexican man, EMILIO, sits at the kitchen table, listening to headphones -- oblivious to the o.s. BANGING at the door. He's got an enormous mound of RED POWDER in front of him, and an even bigger pile of MATCHBOOKS on the floor.

He scrapes off the striker strips and collects the powder. This is a source of red phosphorus for meth production.

BOOOM! The front door busts open. Feds pour in, pointing guns and breathing through their masks like Darth Vader. Emilio nearly pisses himself. He starts to run for it, but doesn't get far. The agents hold him down, cuff him.

EXT. TARGET HOUSE - MORNING

Hank, Gomez and Walt wait in the Ford. The RADIO crackles.

AGENT (RADIO V.O.)
House is clear. We've got one
suspect in custody.

HANK
Copy that. The suspect... might he
be of the Latin persuasion?

AGENT (RADIO V.O.)
Si, Senior.

Hank triumphantly puts a hand out. Gomez grumbles and pays him his twenty.

HANK

Cheer up. You people still got
J. Lo.

(grins at Walt)

How you doing back there, buddy?
This sure as hell beats spending
your day clapping erasers, huh?

Walt smiles, acts agreeable. Hank turns to Gomez.

HANK

I made the mistake of watching
"Jeopardy" with this dude one time.
He is a stud, Gomez. He's a
brainiac. BEEP! "What is E equals
MC squared, Alex?" BEEP! "What
is, like, freaking... Shakespeare?
Hamlet?" I'm telling you Walt, you
shoulda gone on that show. You'da
cleaned up.

GOMEZ

Right on, man.

HANK

(to Gomez)

Shit, you don't know the half of
it. Two big companies wanted him
while he was still in college.
He coulda written his own ticket.

Hank looks to Walt for confirmation. Walt stares out the
window, barely shrugs -- and changes the subject.

WALT

Hank? Do you think I might get to
go inside? See the lab?

HANK

Yeah, tell you what -- we're gonna
go peek our heads in, check it out.
Stay here a minute.

Hank and Gomez exit the car, leaving Walt behind.

Walt's pleasant demeanor fades. Spending time with Hank is
hard for him. While feds in moon suits come and go across
the lawn, Walt's attention drifts to the HOUSE NEXT DOOR.

He double-takes, noticing a high WINDOW get raised. It's out
of sight of the D.E.A. agents. Only Walt can see as...

... A DUDE dressed only in underpants backs out the window. He dangles for a moment, then drops eight feet to the grass.

This guy is white, gawky, early 20s -- picture a hip Shaggy from "Scooby Doo." His sneakers come tumbling from the window, nearly hitting him in the head. Above him, a naked HOUSEWIFE leans out, boobs dangling, frantically tossing him his jeans, his socks, his Cypress Hill T-shirt.

The kid dresses at mach speed, peeks around the corner of the house. He's desperate not to be seen by the feds.

Walt watches, jaw slackening. He can't believe his eyes. He recognizes this kid. He knows him.

WALT
(to himself)
God. Dupree..?

It's like a psychic connection -- at this moment, the kid, MARION ALAN DUPREE, feels eyes on him. He turns and looks, even more shocked to see Walt than Walt is to see him.

Staring at Walt, Dupree swallows hard, puts a finger to his lips -- *shhh*. Keeping one eye on the D.E.A., he hurries to an old Daytona parked on the curb.

As it creeps away, Walt notes the license plate: "THE CAPN."

Nobody sees any of this but Walt. He climbs out of the back of the Ford, watching Dupree go. He still can't believe it.

Hank surprises him, having walked up behind him carrying a shoebox in a big evidence bag. It's stuffed full of CASH.

HANK
Hey, check it out, Walt -- these
assholes like their shoeboxes
better'n Bank Of America.

Walt stares at all that beautiful green, turns and glances back down the street. The Daytona is gone.

HANK
Whatcha looking at?

WALT
(a beat)
Nothing.

HANK
Wanna come meet a bad guy?

Walt nods, follows him to the house. He's not going to tell Hank what he knows.

EXT. BUNGALOW STREET - NIGHT

We're in an old neighborhood of Sears-Roebuck cottages up in the foothills. One particular bungalow is shabbier than the rest. Its paint peels off like sunburned skin.

EXT. BUNGALOW - BACK YARD - NIGHT

"THE CAPN" license plate gets covered -- Dupree is out here in the darkness, hurriedly draping his Daytona with a tarp.

He's antsy as hell. Hearing FOOTSTEPS, he grabs a tire iron, crouches behind the car. The FOOTSTEPS slow, stop.

WALT (O.S.)
It's me. I'm alone.

Walt appears out of the blackness. Dupree slowly rises. After a wary beat:

DUPREE
How'd you find me?

WALT
You're still in our filing system.
Your aunt owns this place, right?

DUPREE
I own it.

Walt nods. Whatever. He glances at the tarp.

WALT
Nobody's looking for you.

DUPREE
What do you want?

WALT
I was curious.
(a beat; shrug)
Honestly, I never expected you to amount to much. Methamphetamine, though. I didn't picture that.
(off the silence)
Lotta money in it, huh?

Dupree peers into the darkness beyond Walt, wonders who else is out there. His hand tightens around the tire iron.

DUPREE

I don't know what you're talking about.

WALT

No?

DUPREE

No freakin' clue.

WALT

Huh. Cap'n Cook? That's not you?
(off his head shake)

Like I said, no one's looking for you. I didn't tell anyone.

Dupree grows more agitated. His voice stays low.

DUPREE

I don't know what you think you're doing here, Mr. White. If you're planning on giving me some bullshit about getting right with Jesus or something, turning myself in --

WALT

No. Not really.

DUPREE

You ain't "Welcome Back, Kotter," so step off. No speeches.

Dupree points the tire iron for emphasis. Walt should leave, but he doesn't. Instead...

WALT

Short speech. You lost your partner today. What's-his-name, Emilio? Emilio's going to prison. The D.E.A. took your money, your lab. You got nothing. Square one. But you know the business, and I know the chemistry. I'm thinking. Maybe you and I... partner up.

Long, pregnant silence. Dupree can't believe his ears.

DUPREE

You -- wanna cook crystal meth.

(off Walt's nod)

You. You and me.

Walt means it. Dupree breaks into a crooked, spreading grin.
Before he can laugh out loud --

WALT

Either that, or I turn you in.

Dupree's smile fades. Off Walt, serious as a heart attack...

END ACT TWO

ACT THREE

INT. WHITE HOUSE - KITCHEN - AFTERNOON

Brown shipping tape gets pulled off its roll with a SKRRECK!
Skyler seals a cardboard box, readies it for the post office.

The kitchen table is stacked with bubble wrap and boxes.
Marie helps pack. She holds up an item.

MARIE

What the hell is this?

SKYLER

Damned if I know. I described it
as a "mid-century objet d'art."

MARIE

And somebody bought it?

SKYLER

Some guy in Minneapolis. Fourteen
dollars plus shipping -- and I got
it at a yard sale for eighty cents.
God, I love eBay.

Marie shakes her head, bubble-wraps the *objet*.

MARIE

At this rate, in fifty or sixty
years you'll be rich.

That's the dynamic -- Marie is constantly yitzing her older
sister. Sometimes, she's not even aware she's doing it.
She's just naturally negative. And competitive.

MARIE

What's up with Walt lately?

SKYLER

He's fine. What do you mean?

MARIE

He just seems... I don't know.
Quieter than usual.

Skyler thinks about it, shrugs.

SKYLER

Turning forty was a big deal. I
know I'm not looking forward to it.

(smirk)

You -- are gonna be a basket-case.

MARIE
So, it's a mid-life crisis.

SKYLER
No. He's just. Quiet.

MARIE
(a beat)
How's the sex?

SKYLER
Marie! Jesus.

Marie holds up her hands. *Whatever.* Ired, Skyler runs her tape gun over the top of a box -- SKKKRRRECK. A beat or two.

MARIE
(mumbles)
Guess that answers that.

INT. HIGH SCHOOL - CLASSROOM - AFTERNOON

Walt's chem lab is empty -- school has ended for the day. Hurrying around, Walt peers in cabinets high and low, pulls out FLASKS, BEAKERS, TUBING, STANDS and BURNERS. He gathers all this up, loads it in a cardboard box.

He pauses, hit by a brief fit of COUGHING. He recovers, sniffs and feels his chest with his fingertips. Margaret the physics teacher sticks her head in the door behind him.

MARGARET
Hey, you're still here.

WALT
Oh, hey.

MARGARET
I missed lunch -- I was thinking of swinging by T.G.I. Fridays. I could use a drink. How 'bout you?

Walt clearly would like to join her, and she knows it.

WALT
Shoot, I can't. My other job.

MARGARET
Okay. Some other time.
(notices the box)
Whatcha doing?

WALT

Oh. Inventory. Not a week goes by my kids don't break two or three pieces of glassware.

Margaret considers. Does she believe him? We don't know. But then she winks at him, leaves. Walt glances at his box full of school property. Shit, that was close. He carries it to the door, pauses to peek out. No witnesses.

Walt flicks off the classroom lights with his back, then humps the heavy box down the hall and out of the building.

EXT. BUNGALOW - AFTERNOON

Dupree sits on his front porch, drinking a long-neck beer and glowering. Walt's Nissan putters into view, reverses and backs into Dupree's driveway. Walt climbs out, jazzed.

WALT

Look what I got.

Walt opens his hatchback. Dupree doesn't budge. Walt stares at him -- a teacher staring at a recalcitrant student -- until Dupree slouches down the steps.

WALT

Quit my part-time job -- I've got four hours to devote to this every afternoon. And...

Walt lifts a blanket, revealing his CARGO. Lots of goodies. Dupree peers at the stolen lab gear, pulls something out.

WALT

Ah. Kjeldahl-style recovery flask, 2000 milliliters. Very nice. You got your Griffin beakers, you got your volumetric. But check this out -- the *pièce de résistance*. Round bottom boiling flask, 5000 milliliters.

Big. Dupree wipes his nose with his sleeve, refusing to be impressed. He points to something else instead.

DUPREE

I cook in one of those. A big one.

WALT

This? This is an Erlenmeyer flask. You wouldn't cook in one of these.

DUPREE

Yeah. I do.

WALT

No, you don't. An Erlenmeyer flask is for general mixing and titration. You do not apply heat to an Erlenmeyer flask. That's what the boiling flask is for. Did you not learn anything in my chemistry class?

DUPREE

No. You flunked me, remember? Prick? And let me tell you something else -- this shit ain't chemistry. This shit is art. Cooking is art. The shit I cook is the bomb, so don't be telling me!

WALT

The shit you cook is shit. I saw your setup. Ridiculous.
(firm)
You and I will not make garbage. We will produce a chemically pure and stable product that performs as advertised. No adulterants. No baby formula. No chili powder.

DUPREE

Chili P's my signature!

Walt shakes his head -- *not anymore*.

DUPREE

Yeah, well we'll see about that. The hell's all this?

He pulls out heavy LAB APRONS, GLOVES, RESPIRATORS. These are the respirators we saw Walt and Dupree wearing in the Teaser (Dupree was Walt's unconscious PASSENGER, by the way).

WALT

Lab safety. We're also gonna have an emergency eye wash station. These chemicals and their fumes are toxic -- or didn't you know that?

Dupree holds up an apron, snorts.

DUPREE

Hey, you can dress up like a faggot
if you want. Not me.

Walt glares at him, losing patience. Dupree roots through
the piles of RAW SUPPLIES Walt has brought along.

DUPREE

Stove fuel... not enough of it.
Lye. You got the generic crap.
Red Devil's better. Iodine,
matches... also not my brand.

WALT

Somehow, we'll manage.

(points)

Sinus tablets. That should be
enough pseudoephedrine to produce
the first pound. Then I'm thinking
we can switch to a proper phenyl-2-
propanone method.

Dupree's not listening. Instead, he's noticed something
about Walt's shopping bags. They're all the SAME.

DUPREE

Wait. Tell me you didn't buy all
this from one single goddamn store.

WALT

Why?

DUPREE

Jesus! They know what you're doing
with this! Any goddamn retard they
got workin' a register's gonna know
you're making crystal! You're
probably on some list now!

(as if to a child)

You buy -- your supplies --
piecemeal. One store at a time,
one item at a time.

Walt looks worried now. Chastened.

WALT

It was way over in West Covina.
I paid cash. Nobody seemed to...

Dupree considers Walt. Studies him like he's from Mars.

DUPREE
 Acting like some skippy little
 bitch. Like this is fun and games.
 This shit is shit you take --
serious.

Walt suppresses his anger, stares at him evenly.

WALT
 Life and death.

EXT. BUNGALOW - GARAGE/BACK YARD - AFTERNOON

Chemicals, labware, supplies -- the last of the carload of
 stuff Walt brought gets packed into a back corner of Dupree's
 messy old garage. Dupree covers it with a tarp.

DUPREE
 This doesn't stay more than a day.

WALT
 What, aren't we gonna cook here?

DUPREE
 No, we're not gonna cook here.
 This is my house. I don't shit
 where I eat.

WALT
 Then where are we going to work?

DUPREE
 You tell me. This is your deal,
 man. You wanna smoke it up, smoke
 it up at your house.
 (off Walt's look)
 Nah. I didn't think so. Oh, well.

Silence as Walt considers. Stubs at the dirt with his heel.

WALT
 What if we rented a self-storage
 place? One of those little orange
 garages? Worked out of there?

DUPREE
 Nah, they're onto that. They got
 dogs that sniff around.
 (grudgingly)
 RV. That's what you want.

WALT

What, like a Winnebago?

DUPREE

I know a dude wants to sell his.
He just goes camping with it -- but
a mobile meth lab'd be the bomb.
You can drive way out in the
boonies. Be all evasive.
(gauging Walt's interest)
Forty-five hundred'd get you in.

Off Walt, already calculating how to swing this:

INT. CREDIT UNION - AFTERNOON

The name on the wall says "Ontario Teachers Credit Union."
It's closing time. We find Walt standing at the counter,
doing business with a TELLER and a BRANCH MANAGER.

CLOSER -- crisp ONE HUNDRED DOLLAR BILLS get counted out.

TELLER

... Thirty-nine, forty. Four
thousand... ten, fifteen, sixteen
dollars and... sixty-four cents.

Walt stares down at the money, looking distant. Removed.
The manager doesn't feel good about this at all.

BRANCH MANAGER

Mr. White, are you sure you want to
do this? I'm thinking you'd
qualify for a home equity loan.

WALT

I've got two already.

BRANCH MANAGER

You do understand you are losing
nearly seven thousand dollars of
principal. And that this leaves
your pension account with a zero
balance.

WALT

Yes. I understand.

He's perfectly calm. The man stares at Walt, bewildered.

BRANCH MANAGER

I'm concerned you'll want this
money when it comes time to retire.

Walt shrugs and smiles, doesn't answer.

EXT. PARKING LOT - AFTERNOON

CLOSE ON a fat handful of CASH. Dupree counts it, impressed.

We're in a shopping center lot, mostly empty. In b.g. is the
credit union. Dupree and Walt sit in Dupree's Daytona.

DUPREE

It's four grand. My guy wants
forty-five hundred.

WALT

You're a drug dealer. Negotiate.

Dupree thinks about it, shoves the money in his pants.

DUPREE

You're not how I remember you from
class. I mean, like, not at all.

Walt checks his watch.

WALT

I gotta go.

DUPREE

Wait. Hold up. Tell me why you're
doing this. Seriously.

WALT

(a beat)
Why do you do it?

DUPREE

Money, mainly.

WALT

There you have it.

DUPREE

Nah. Come on, man! Some straight
like you, giant stick up his ass...
all a sudden at age, what, fifty
he's just gonna break bad?

WALT
I'm forty-one.

DUPREE
It's weird, is all. It doesn't compute. If you're like... crazy or something... if you've gone crazy, or depressed. I'm just saying. That's something I need to know about. That affects me.

Walt stares at Dupree a long time, considers how to answer.

WALT
I am... awake.

DUPREE
(a confused beat)
What?

Walt pulls the handle, opens his passenger door.

WALT
Buy the RV. We start tomorrow.

Walt gets in his old Nissan, parked beside the Daytona.
Off Dupree, worriedly watching him go:

CUT TO:

INT. DRESSING ROOM - NIGHT

It's tight in here. Familiar CRUTCHES lean against the wall. Walter, Jr. sits on a bench, struggling to pull a stiff new pair of off-brand jeans over his bare legs.

SKYLER (O.S.)
How you coming in there?

WALTER, JR.
Fine.

Anything but. Young Walter works at it valiantly, but the design of this room is giving him trouble. He won't ask for help and his folks know it. After a while:

SKYLER (O.S.)
You want me or your Dad?

WALTER, JR.
(gives up; annoyed)
Dad.

The door opens and Walt enters. Not a word is said as Walt leans down and his son wraps his arms around his neck. While Walter, Jr. holds on, his dad lifts him a little and works the jeans up onto his thighs and waist.

It's intimate in a way that's tough on a teenager, but Walter, Jr. keeps his dignity. Walt handles it well, too.

WALT

How do these fit? You like these?

Walter, Jr. shrugs, nods. Walt zips up his son, buttons him.

INT. DEPARTMENT STORE - NIGHT - MINUTES LATER

We're in a Target or somesuch. The men's department. Walter, Jr. stands before a mirror, balancing on his crutches as he appraises his new jeans. Skyler and Walt stand behind him. Walt's thoughts are distant as he watches his son.

SKYLER

Don't get 'em if they're too tight.

WALTER, JR.

They're--pre--shrunk.

SKYLER

They always say that, then they shrink anyway.

As Walter, Jr. considers, we hear a faint o.s. COMMOTION.

JOCK (O.S.)

Big boy pants. I got new big boy pants. Mommmeeee...

Walt snaps out of it, turns and looks. Twenty feet away, partially hidden by clothing racks, are three GUYS, probably just out of high school. They're laughing hard, making a token effort to keep their voices low.

The biggest among them, a tall JOCK, is gimping around, playing "retard" and cracking up the other two. They glance our way -- it's clear they're making fun of WALTER, JR.

JOCK

Mommmeeee, zip up my big boy pants.

Choked LAUGHTER and WHISPERS. Walter, Jr. hears. He sets his jaw and ignores it, his face burning.

Skyler is livid. She's about to go give these guys bloody hell, but Walt touches a hand to her arm, stops her.

WALT

No, don't.

Before she can ask why not, Walt walks off in the opposite direction. He disappears down an aisle. Is he looking for the manager? A security guard? What's he doing?

Skyler is dismayed he's not standing up for their son. Frustrated. Until she notices:

NEW ANGLE -- the jock is still flogging the joke as WALT enters frame behind him. Unbeknownst to everyone, Walt has quickly looped around, stalking up behind these guys.

JOCK

Oh no. Oh no. I pinched a loaf in my big boy pa--

Wham! Walt kicks the back of the jock's KNEE, dropping the big guy painfully to the floor. Before the startled jock can get up, Walt stands full-weight on his ANKLE. Leverage.

JOCK

AAHH! Whu -- what are you DOING?!

WALT

What's the matter, Chief? You having trouble walking there? Stand up. Don't be a retard. Stand up and walk.

JOCK

AAAHH! GET OFF ME!

Walt raises his foot. The jock scrambles to his feet, towering over Walt.

JOCK

I'll mess you up, man!

The kid's nearly a head taller, 240. Doesn't mean jack-shit to Walt, who gets in his face. Walt looks slightly crazy.

WALT

Well, don't keep me waiting.

The jock is already backing off. His two friends are spooked, as well -- tugging at him to leave.

JOCK

Screw you. Freakin' psycho.

B.M.O.C. limps off with his tail between his legs. Skyler and Walter, Jr. stand staring, amazed. They've never seen anything like it. Certainly not from their husband and dad.

SKYLER

Walt..?

Standing here, Walt feels a kind of power -- one brought on by an absence of fear.

Off him, realizing more and more that he likes it:

END ACT THREE

ACT FOUR

EXT. COW PASTURE - AFTERNOON

Black and white cows graze in f.g. We drift off them and focus on a stand of WOODS in the distance.

EXT. WOODS - AFTERNOON

Familiar to us from the Teaser, the old WINNEBAGO is parked off a dirt road. Dupree's Daytona is here, too. We're in the middle of nowhere. There's nobody around for miles.

The Winnie's screen door opens. Walt steps out, looks around. Breathes deep. He's got a plastic COAT HANGER he impatiently taps against his leg. Waiting.

With a faint CRUNCH of leaves, Dupree appears. He's clomping toward us, carrying binoculars.

DUPREE

Nothing but cows. Got some big cow-house way over that way, like two miles. But I don't see nobody.

WALT

"Cow-house?"

DUPREE

(shrug)

Where they live. The cows. Whatever, man. Shit yeah, let's cook here.

Dupree walks off, attends to something in his car. Walt hangs his coat hanger on the RV's awning. He unclips his tie, slides it in his breast pocket. He unbuttons his short sleeve dress shirt, hangs it on the hanger.

Dupree wanders back in time to see Walt climb out of his TROUSERS and hang them up. Dupree stops dead in his tracks.

DUPREE

What. Are you doing?

WALT

These are my good clothes. I can't go home smelling like a meth lab.

Dupree shakes his head, weirded-out. Walt, stripped down to his UNDERPANTS, climbs into the Winnebago.

WALT
C'mon, I've only got till six.

He disappears inside. Dupree considers, then reaches in his jacket pocket for... a MINI-CAMCORDER (the one we remember from the Teaser). Grinning, he follows Walt into the RV.

CUT TO:

BLACK SCREEN

With a DING, up comes a live VIDEO IMAGE of Walt, his back to us. He wears a lab apron, rubber gloves and safety glasses. His respirator is propped on his forehead. We are:

INT. WINNEBAGO - AFTERNOON

And we're watching Dupree's CAMCORDER POV of Walt at work. Walt is crushing scads of sinus pills in a mortar and pestle. This place is packed tight with lab equipment and supplies.

We hear Dupree SNICKERING o.s. He ZOOMS IN on Walt's underpants, which show through the back of his apron.

DUPREE (O.S.)
This is a good look for you.
You're maybe only the world's
second-biggest homo.

WALT
Shut up and give me a hand here.

Walt glances back at us, notices the camcorder. *Shit!* He reaches straight into lens, tussling for it. It goes BLACK.

WALT (O.S.)
Gimme that goddamned --

The screen goes to STATIC. BAM! -- as we bring up MUSIC:

INT. WINNEBAGO - AFTERNOON - MONTAGE

Edited to the BEAT of some very hip, driving SONG, we see various ANGLES and JUMP-CUTS of Walt cooking meth, assisted by Dupree. Hours are compressed into seconds here.

For those of us who grew up watching "The A-Team," this is that scene they'd always do where the A-Team builds a tank or a jet plane out of spare parts. Same feeling, same energy -- except here, our guys are making highly illegal drugs.

Without turning this into a how-to video, we watch as:

-- Powdered sinus tablets get soaked in a solvent, separated out as a paste and a liquid, then reduced down over heat.

-- Veterinary iodine is transformed into hydriodic acid.

-- The striker strips of dozens of matchbooks get scraped off with a razor blade, forming a pile of red phosphorus.

-- Red phosphorus is combined with hydriodic acid and mixed with the pseudoephedrine culled from the sinus pills.

-- The whole mess gets cooked into freebase meth oil.

-- Salt, muriatic acid, and bits of aluminum foil are mixed in a gas can. It gets connected to a length of garden hose.

-- hydrogen chloride gas bubbles through the hose and down into a big bucket full of freebase. White methamphetamine hydrochloride crystals float to the top and get skimmed off.

Throughout all this, Walt is working with the utmost gravity and attention to detail -- as if he were a scientist on the Manhattan Project. As the cook progresses, we get little hints that Dupree is taking it more seriously, too.

Seeing the way Walt works, seeing that he really knows his stuff, Dupree acts more respectful. He even starts wearing his safety gear. Clearly, he's learning from Walt.

EXT. WINNEBAGO - AFTERNOON

The little RV sits hidden in the woods. Toxic-looking YELLOW SMOKE wafts through a vent in the roof. It curls up into the trees, filtering through shafts of red afternoon sunset.

End MUSIC. End MONTAGE.

INT. WINNEBAGO - EVENING

It's getting dark outside. The cook is done. Walt sits in his apron, tired. He rubs at the red line around his face left by his respirator, trying to make it go away.

They've made about a pound of fat, snowy white crystals. Dupree carefully dips into their product with a razor blade, lifting out a tiny sample. He taps it onto a sheet of yellow paper, swirling it around. His eyes are wide.

He's a whole new Dupree now. Subdued. Awed. It's as if he's seen the Holy Grail.

DUPREE

This is... this is glass grade.
 You got... Jesus, you got crystals
 in here a quarter-inch long.
 Longer. This is pure glass.
 (turns to him)
 You're... you're Michelangelo.
 You're a goddamned artist. This is
art. Mr. White...

He's run out of superlatives. He's actually tearing up.
 Walt is surprised by his emotion.

WALT

It's just basic chemistry.
 (off his awe)
 But thank you, Marion. I'm glad
 it's acceptable.

DUPREE

Acceptable? Every jibbhead from
 here to Timbuktu's gonna want a
 taste! It's gonna be like, "Sir,
 would you care to replace your
 Schwinn bicycle with this brand-new
 Ferrari?" Shit!
 (dips some more)
 Dude, I gotta try some of this.

Uncomfortable with that idea, Walt intercedes.

WALT

No. We sell it, we don't smoke it.

DUPREE

Since when?
 (Walt puts it away)
 Man, you been watching too much
 "Miami Vice."

WALT

(checks his watch)
 So, how do we proceed?

DUPREE

You cook more tomorrow. Meantime,
 I know just the guy to talk to.

INT. KRAZY-8'S HOUSE - MORNING

Brand-new giant screen TV. Otherwise, this place looks like a cross between a frat house and a crack house. KRAZY-8, a young, hard-looking Mexican, sits on a sofa dotted with cigarette burns. He's playing NBA basketball on his PS2.

The front door stands open -- but the screen door, all heavy reinforced steel, is shut. Visible through it, Dupree wanders up onto the porch, cups his eyes and peers in.

DUPREE

Yo, Kraze! How you doin', my man?

Krazy-8 glances over flatly, returns his attention to his video game. Dupree twists the doorknob. Locked.

DUPREE

Can I come in?

A beat or two as Krazy-8 keeps playing. Finally, he reaches over, grabs a garage door clicker. He BUZZES Dupree in.

Dupree bops into the living room, all smiles. He's acting like he and this guy are tight -- which they are not. Dupree takes a seat, watches the video game.

DUPREE

I got this game. The Laker Girls
all have titties like pine cones.
Yo, I'll show you a trick move.
You hit the x-button simultaneous
with the --

KRAZY-8

-- Shut your mouth and show me your
money.

DUPREE

I ain't buying, ese. I'm selling.

Dupree tosses a tiny BAGGIE on the coffee table. It's a "tina" -- one-sixteenth of an ounce of meth. One hit.

DUPREE

Tell me that ain't the finest
scante you ever laid eyes on.

Krazy-8 glances at the baggie, keeps playing. Glances at it again. Pauses his game and picks it up. Studies it closely.

DUPREE

Huh? See? Crystal so big, look
like somebody broke a window.
Look like you'd cut your nose off.
Try it.

Krazy takes a whiff of the open baggie, considers. He scoops
a taste into his pinkie nail and snorts it up his nostril.

DUPREE

BOO-YAH! See? What I say?

Krazy squints his eyes, rubs his nose. *Jesus -- rocket fuel.*

KRAZY-8

That's alright.
(eyeing him)
So, what? You back in business?

DUPREE

Hell, yeah I'm back! With a
vengeance! Nigga gotta make a
living! And with your cousin gone
away and all...

(changes gears)

And listen homes, about that. It
really broke me up about Emilio.
Dude is like my brother.

(mournful)

He okay? You talk to him?

KRAZY-8

Yeah, I talked to him. He says
when the feds came, you were out
stickin' it in some neighbor lady.

DUPREE

(shrugs; smiles)

Hey, you know. I got lucky twice.

KRAZY-8

Yeah? I dunno, man. Emilio..?

(dark)

He thinks maybe you dined on him.

Dupree's expression clouds over, surprised and offended.

DUPREE

That is bullshit. That is
bullshit, Krazy-8! I should kick
his punk ass for even thinking
that. Next time you talk to
Emilio, you tell him for me.

A TOILET FLUSHES o.s. Krazy-8 nods toward the sound.

KRAZY-8

Made bail this morning.
You can tell him yourself.

The bathroom door opens. Into the room walks EMILIO, the guy we saw get busted. He looks bigger now, somehow. And angry.

EMILIO

Go ahead, pendejo. Kick my ass.

Dupree is suddenly none too comfortable. Emilio advances on him, but Krazy-8 shakes his head to his cousin -- *hold up*.

Krazy-8 turns to Dupree, dangles the baggie. Shakes it.

KRAZY-8

Where'd you get this? 'Cause I
know damn well you didn't cook it.

Off Dupree, not so cocky now:

EXT. WOODS - DAY

It's a second day of cooking for Walt. He's out here alone with the Winnebago, having just arrived. He puts his coat hanger on the awning and strips down, hanging up his good clothes. As he ties on his lab apron...

... An Oldsmobile Cutlass arrives. Stops thirty feet away. Walt stands his ground watching it, wary. Squints at it.

Three men in the car. A little hard to see. Walt relaxes slightly when he realizes Dupree is one of them.

Driver's door opens. Krazy-8 climbs out, stands his ground.

KRAZY-8

Nature Boy! You must be the cook!
(off Walt's silence)
That is some stone-fine cheebah,
ese! You wanna come work for me?

WALT

(a beat)
I'd be happy to sell to you.
If the price is right.

KRAZY-8

"Price Is Right." Yeah, man...
COME ON DOWN!

He holds up a plastic Von's bag. This is the CASH we saw blowing around in the Teaser. Krazy glances around, casual.

KRAZY-8

So. You're out here all by yourself, huh?

Walt doesn't like the question. Doesn't answer. He's watching the Cutlass now -- wondering why Dupree, sitting in the back seat with the third man, hasn't moved.

The third man, EMILIO, climbs out now. He's got a look on his face that tells us he's just realized who Walt is.

EMILIO

Shit. You're that guy.

(to Krazy-8)

The D.E.A... he was there with the goddamned D.E.A!

OFF Walt -- *uh-oh*. Confusion all around. Rising anxiety. Emilio turns on Dupree, still seated in the car.

EMILIO

Goddamned rata snitch!

Emilio's reaching for his gun. That's enough for Dupree -- he throws open the far door, takes off into the woods.

DUPREE

RUN, MR. WHITE! RUN!

As he yells this over his shoulder -- BAM! Dupree plows headlong into a TREE. He collapses, knocked cold.

Walt doesn't go anywhere. Krazy-8 pulls his gun immediately, points it at him. Pistols drawn, the two cousins look back and forth between unconscious Dupree and Walt, who's got his hands up. Motionless silence. The cousins expect feds to come swarming out of the trees at any second.

None do. The cousins relax a touch. Dupree softly MOANS.

EMILIO

Asshole.

(to Krazy-8)

Cap 'em both. That's what I say.

Krazy-8 lights a cigarette, thinks about it. Walt stands nervous, but stoic. He's already come to grips with dying, and he's not going to plead for his life.

Krazy blows smoke, studies Walt closely.

KRAZY-8

Yo. You really cook that batch?

Walt nods, his hands still raised.

KRAZY-8

You an artist. It's a damn shame.

He raises his pistol, about to fire -- Emilio, too.

WALT

W-What if I showed you my secret?
Every cook's got his recipe -- what
if I taught you mine?
(off their silence)
Let us both live, I'll teach you.

Emilio looks to Krazy-8, who's weighing it. It's attractive.
Off Krazy, blowing smoke:

EXT. WINNEBAGO - MINUTES LATER

CLOSE ON Dupree, face-down and blotto. Emilio finishes
hog-tying his wrists, then gives him a KICK in the head for
good measure. Emilio walks to the RV in b.g.

INT. WINNEBAGO - CONTINUOUS

Walt prepares his tools and materials. Krazy-8 stands behind
him, arms crossed, gun in hand, watching his every move.
Emilio climbs aboard, joins his cousin.

WALT

Put out the cigarette.

Krazy-8 considers, then pokes his cig through the louvered
slats of a window and flicks it outside.

EXT. WINNEBAGO - CONTINUOUS

CLOSE -- it lands behind the RV, a few red sparks flying.
We CREEP IN on the butt as it lies smoldering in the WEEDS.

INT. WINNEBAGO - CONTINUOUS

CLOSE -- POOF! A hot plate flames to life as Walt ignites
the gas. Walt runs a finger across his neatly arranged jars
of ingredients. He stops on one -- RED PHOSPHORUS.

Walt glances at... his RESPIRATOR. It's lying way at the other end of the RV. Walt gingerly sizes up the cousins.

Emilio reaches over, wig-wags Walt's earlobe with the muzzle of his shiny 9mm. Cold and menacing as hell.

EMILIO

Step to it, snitch.

Walt makes up his mind -- *it's now or never*. He unscrews the top off the red phosphorus bottle. He takes a long, deep, quiet breath... and HOLDS it.

He dumps the bottle onto the hot plate. It hits the flame with a sizzling WHOOF and smokes up. Walt ducks and RUNS.

EXT. WINNEBAGO - CONTINUOUS

Walt makes it outside just ahead of the cousins. He slams the door in their faces, leans his back against it hard.

BOOM! BOOM! They're kicking the shit out of it from the inside, trying desperately to get out. We hear them COUGHING now. GASPING. The flimsy RV door won't hold up long.

Suddenly -- BLAM!-BLAM!-BLAM! BULLET HOLES puncture the door, zinging just above Walt's head. Still Walt stands fast, flinching and ducking lower. BLAM!-BLAM!-BLAM!-BLAM!

The firing stops. The CHOKING SOUNDS get louder, more tortured. Horrifying. Tiny thin curls of RED SMOKE waft out through the bullet holes.

We hear a heavy THUMP. Then ANOTHER. Two bodies hitting the floor. Silence now. Walt shuts his eyes, breathing hard.

Walt recovers, stumbles over and checks on Dupree, who's still breathing. Walt unties him. Thank God, they're both alive. Just as Walt gets Dupree loose...

... He smells SMOKE. He turns, sees it rising thick and dark from behind the Winnebago. He runs to see.

NEW ANGLE - BEHIND THE RV

Krazy-8's CIGARETTE has started a BRUSH FIRE. It's ten feet across. Walt tries to stomp it out, but that ain't working.

He yanks off his heavy lab apron, desperately tries to beat out the flames with that. No dice. In a panic, Walt stares up into the sky -- watches the SMOKE trail high overhead. Everyone within five miles can see it.

LOW ANGLE - DUPREE

Lies drifting in and out of consciousness. Walt -- in his underpants, black shoes and socks -- runs to him. Walt yanks a RESPIRATOR onto Dupree's face, then drags him out of frame.

ANGLE - THE RV

The flames of the brush fire are licking the back bumper. The engine ROARS alive, the exhaust pipe belching blue smoke.

The fire is blocking the dirt road now. The Winnebago lurches forward and takes off overland. Walt's clothes swing from the awning -- a tree branch knocks loose his TROUSERS.

EXT. COW PASTURE - DAY (REPEATED FOOTAGE)

Pastoral. Quiet. COW SHIT bakes in the sun, then gets RUN OVER with a SPLAT. We're full-circle back to the Teaser.

The Winnebago galumphs across the landscape, scattering cows.

INT. WINNEBAGO - DAY (REPEATED FOOTAGE)

Walt drives in his underpants and his gas mask, his knuckles white on the wheel. Unconscious Dupree slumps beside him. Behind, the dead cousins slide to and fro amidst the sloshing ruins of the meth lab. Their CASH flutters in the breeze.

Walt hyperventilates. His mask FOGS UP. BAM! He crashes, violently JERKING FORWARD into lens. The frame goes BLACK.

CUT TO:

EXT. COW PASTURE - DAY - MINUTES LATER

We start on BLACK, then PULL OUT of the barrel of Walt's gun. We find ourselves where the Teaser left off -- Walt is aiming past us, standing in his shirt and tie and underpants.

SIRENS are wailing. We see RED LIGHTS flashing just over top of the weeds. They're racing our way.

Walt has second thoughts. What the hell is he doing? He's not going to shoot anybody. The ferocity leaks out of him. Despair settles in in its place.

Sirens -- BLARING. Fuck it. He sticks the muzzle in his mouth, winces hard. He YANKS THE TRIGGER.

Nothing. The safety's on. Walt fumbles with it, trying to figure it out. This takes him just long enough that...

... The sirens are revealed to be FIRE ENGINES. Not the cops. Two big pumper trucks curve past us, following a dirt road through the pasture we didn't see until now.

They roar on by, none of the firemen taking the slightest notice of Walt. They're heading for Krazy-8's brush fire a mile away. We can see the crooked column of SMOKE from here.

The SIRENS and the ROAR fade away. Gradually, the pasture grows silent again. Walt stares stupidly, the pistol dangling at his side. He lets it drop to the dirt.

He stands blinking, trying to figure out what the hell just happened. Pure, dumb luck. Beginner's luck.

As he stands here, the door to the RV opens behind him. Dupree stumbles out, pulls off his gas mask. Half his face is swollen like a balloon, but he'll recover.

Dupree wanders over, stands next to Walt. Dazed silence.

DUPREE

What happened..?

(nods toward the RV)

W-What'd you do?

Walt is weirdly matter-of-fact.

WALT

Red phosphorus, when heat is applied... oxidizes and yields carbonyl chloride. Phosgene gas. One good whiff of it...

He shrugs, trails off. Folds at the waist and THROWS UP.

Dupree stands staring at nothing in particular. Walt rises, wipes his mouth. He picks up his WALLET and CAMCORDER.

WALT

Gotta. Gotta clean this up.

Gotta... bury...

He slowly wanders back to the Winnebago. Dupree follows him. Off our two new partners, who have only barely survived their first week together...

DISSOLVE TO:

INT. WHITE HOUSE - KITCHEN - NIGHT

Late. Lights are off. Skyler and Walter, Jr. have gone to bed. Walt stands at the kitchen sink, washing Krazy-8's cash in Dawn dishwashing liquid. Washing off the toxic chemicals.

He gives an involuntary shudder. He squeezes shut his eyes, which are tearing up. Tonight's a night he's never going to forget -- whether he lives two years or two hundred.

INT. WHITE HOUSE - GARAGE - NIGHT

BLACK FRAME. A DING, then a door opens -- revealing we're inside the clothes dryer, looking out. Dry twenty dollar bills flutter around. Weary Walt reaches in and grabs them by the fistful.

Walt quickly counts the money. Eight thousand and change. Walt jams it in a shoebox, snaps a rubber band around it. Remembering something, he reaches in his pocket...

... And pulls out the tiny camcorder TAPE. On it, we'll remember, is the confession to his family. He doesn't destroy the tape. He thinks about it, then drops it into the shoebox full of cash.

Walt stands tiptoes on a chair, tucks the box way up in the garage rafters. Looking haunted, like hell warmed over, he climbs down and exits, turns off the light. DARKNESS.

INT. WHITE HOUSE - MASTER BEDROOM - NIGHT

Skyler lies in bed, alone and awake. We're on her as we hear the door open. Quiet footsteps. Clothes come off.

Walt gingerly climbs into bed, not wanting to wake his wife. He lies motionless, staring up at the ceiling. A torrent of thoughts rush through his head. Finally:

SKYLER

Where were you?

Walt doesn't answer. Skyler turns his way, stares at him.

SKYLER

Walt, I don't know what is going on with you lately --

WALT

Nothing. I'm fine.

SKYLER

-- Whatever it is, I'll tell you this. I do not like it when you don't talk to me. The worst thing you can do is shut me out.

WALT

I'm... I understand. I'm fine.

She stares at him in the darkness. He stares at her.

A strange feeling comes over him. It's relief to be alive, mixed with dread that life won't last. It's fear of being caught. It's the thrill -- for once -- of taking risks.

It's excitement, in many different forms. And since he can't talk about it, there's only one way to let it out.

Walt kisses his wife. Passionately.

SKYLER

Walt...

He keeps kissing her. Gently rolls her so that her back is to him. Out of sight under the covers, he fumbles with her panties, pulls them down.

Surprised as hell, Skyler nonetheless allows it. She feels around behind her.

SKYLER

Oh my God. Is that you?

It sure is. The mighty oak. Walt enters her -- Skyler's eyes pop wide, and we CUT TO BLACK. Over the sounds of HEAVY BREATHING and the SQUEAK-SQUEAK-SQUEAKING of bed springs...

... FADE UP CREDITS.

THE END