

PIRATES OF THE CARIBBEAN: CALYPSO'S FURY
screenplay by Ted Elliott & Terry Rossio
Green Revision (January 31, 2006)

Here is a late production draft of PIRATES OF THE CARIBBEAN: AT
WORLD'S END. You'll notice a different title, Calypso's Fury. This
title was never in serious contention, simply a working title, until
marketing deadlines forced the eventual title to be determined.

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Calypso's Fury

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BLACK

500 FADE UP: SHACKLED FEET. CHAINS drag along the ground. PIRATES, 500
led to their final reward -- the gallows. FOOTSTEPS climb the
wooden steps. An air of expectancy. TILT UP to REVEAL --

501 EXT. FORT - DAY 501

A PIRATE CABIN BOY stands on the gallows. A noose is fitted
around his neck. Among the PIRATES in line, a TUNE begins,
hummed low.

Then the Cabin Boy begins to sing, low and wavering, focused
only on the song and not those who have come see him hang --

CABIN BOY (O.S.)
*Yo, ho, haul together, hoist the
colours high ... heave ho, thieves
and beggars, never shall we die ...*

The Cabin Boy closes his eyes --

502 IN THE BLACKNESS, a SILVER COIN FALLS, tumbling slowly. It is a 502
SILVER PIECE OF EIGHT, irregular, golden light glinting off its
rough surface --

CABIN BOY
*The king and his men stole the queen
from her bed and bound her in her
bones ...*

503 BACK TO SCENE: as a PIRATE waiting joins in, sings low: 503

PIRATE
*The seas be ours and by the powers
where we will -- we'll roam ...*

In the crowd stands SIR CUTLER BECKETT among OFFICERS of the
EAST INDIA TRADING COMPANY. He frowns at the waiting
prisoners, as more pick up the song:

PRISONERS
*Yo, ho, haul together, hoist the
colours high ... heave ho, thieves
and beggars, never say we die ...*

Beckett gives a nod. A wood-SQUEAK, THUNK as the gallows
trap-door opens --

504 IN DARKNESS, the SILVER PIECE OF EIGHT tumbles and turns ... 504

505 AT THE GALLOWS, the line of Pirates watch with dread and 505
fascination as the young man dances his final dance. Another Pirate
is led to the noose --

OLD MAN (O.S.)
*Some men have died and some are alive
And others sail on the sea -- with
the keys to the cage ... and the
devil to pay ... we lay to Fiddler's
Green!*

AT THE GALLOWS, another SQUEAK, THUNK and CRY as the hapless
Pirate falls to his doom --

ALL PIRATES
*Yo, ho, haul together, hoist the
colours high -- HEAVE HO, THIEVES
AND BEGGARS, NEVER SHALL WE DIE ...*

A lever pulled. Another pirate SWINGS. A rope tightens.
Another pirate HANGS. Faster and faster. Beckett smiles. A
DOZEN PIRATES now dangle at the END of their ROPES -- and a
FINAL PIRATE drops down, boots CLOSE IN FRAME --

506 The SILVER PIECE OF EIGHT lands on a table, spins and wobbles to 506
a stop. TEAGUE, Pirate Lord of Madagascar, stares out a window,
the weight of ill news in his eyes.

Behind him, on a table, lies the Silver Piece of Eight, next
to a candle, an open envelope, and letter.

Teague's hand picks up the coin, clutches it -- and the candle
GOES OUT --

CUT TO BLACK

507 A PAUSE, then ... a WOMAN'S VOICE out of the DARKNESS ... 507

ELIZABETH (O.S.)
*The bell has been raised from its
watery grave ... do you hear its
sepulchral tone?*

A small boat emerges out of the gloom. Elizabeth moves it
with a long pole through a maze of pylons. We are --

508 EXT. SINGAPORE - HARBOR - NIGHT 508

Junks crammed together around ramshackle docks. Criss-crossing
shadows from hanging lamps.

UNDER THE DOCKS, Elizabeth moves past raised platforms, sees:
an OLD LADY crouches, gutting fish ... an ARTISAN blows glass

over a coal FIRE ... a LAUGHING BOY outside a FIREWORKS SHED
lights a pinwheel; it spins, sparks flying --

The SHADOW of a MONKEY races past. Elizabeth's apprehension
grows. It's all weird, surreal. She keeps singing --

ELIZABETH (O.S.)

A call to all, pay heed the squall --

509 EXT. SINGAPORE - DOCKS - NIGHT

509

On the dock, Elizabeth ties the bow line.

ELIZABETH

*-- and turn your sails toward home!
Yo ho, haul together --*

EAST INDIA COMPANY MEN, including MERCER, approach. She re-
ties the line as they pass. Then resumes the song.

ELIZABETH (CONT'D)

Raise the colors high! Heave ho --

HUANG (O.S.)

*-- thieves and beggars, never say we
die.*

THREE GUARDS appear out of the darkness of a huge sewer pipe.
Their leader is TAI HUANG.

HUANG (CONT'D)

*A dangerous song to be singing, for
any who are ignorant of its meaning.
Particularly a woman. Particularly a
woman alone.*

BARBOSSA (O.S.)

What makes you think she's alone?

The Guards turn. BARBOSSA stands behind them, smiling.

HUANG

You protect her?

ELIZABETH

*What makes you think I need
protection?*

Huang shouldn't have turned away: her knife is at his throat.

BARBOSSA

Your master is expecting us.

(to Elizabeth)

*And an unexpected death would cast a
slight pall on our meeting.*

Elizabeth lowers the knife.

HUANG

You're Captain Barbosa.

BARBOSSA

Aye. And she be Elizabeth Swann. And
Sao Feng has promised us safe passage.

HUANG

For as long as it suits him.

Huang turns to lead them away -- stops, holds up a hand.

East India Company AGENTS go past. Huang gestures 'follow me' and leads them toward the huge sewer pipe --

510 EXT. SINGAPORE - BRIDGE - NIGHT

510

The East India Company Agents keep a look out. DROP DOWN to the water below --

IN THE WATER, a dozen or so COCONUTS float lazily with the current. And then one rises up -- the TOP of PINTEL's head. Others rise out of the water -- coconut shells worn like helmets by GIBBS, RAGETTI, COTTON and MARTY.

They carry oilskin bundles, take out large rasps, wait, poised to file through the bars of a metal grate --

511 ON THE AGENTS: as they hear wheels SQUEAKING, turn to see:

511

TIA DALMA, pushing a cart carrying bird cages with twittering canaries; potions, bottles and bags of flour. Cotton's PARROT perches atop; JACK THE MONKEY turns the crank of an ORGAN --

512 BENEATH THE DOCK -- Gibbs and his crew begin filing through the grate, the noise covered by the music --

512

513 EXT. SINGAPORE - BATH HOUSE - NIGHT

513

As Huang leads Barbosa and Elizabeth toward the door of a low-slung, decrepit bath house. The two confer in whispers:

ELIZABETH

Have we heard anything from Will?

BARBOSSA

The whelp is more than capable of taking care of himself. But you, in the presence of Sao Feng, you'll be wanting to show a bit more diffidence than is your custom.

ELIZABETH

He's that terrifying, is he?

BARBOSSA

He's much like myself, absent my
merciful nature and sense of fair
play.

Huang raps out a signal on the door. A slit opens, eyes scan
him, the slit closes, the door opens --

514 EXT. SINGAPORE - UNDER THE DOCKS - NIGHT

514

Pintel and Ragetti keep filing -- until suddenly the music
STOPS. Ragetti files one stroke too many, oops --

515 ON THE DOCKS, one of the Agents regards the Monkey, holding it up
with the tip of his sword. The other pokes at the cart.

515

AGENT

(to Tia Dalma)

You can't be here.

Tia Dalma lifts her face -- they see she is BLIND.

TIA DALMA

Your mother always knew it be you
who threw the linens down the well.
But she forgave you for it.

AGENT

How did you know that?

TIA DALMA

The canaries.

She grins a black-teeth smile. The Agents jump back. Jack
the Monkey goes back to grinding, the music picks up --

516 BELOW, Pintel and Ragetti return to sawing --

516

517 INT. BATH HOUSE VESTIBULE - NIGHT

517

Huang stops, bars Barbosa and Elizabeth's way.

HUANG

No weapons. Remove them, please.

BARBOSSA

Of course.

Barbosa and Elizabeth lose their swords, pistols. Huang
holds up a hand to stop Elizabeth. He gestures to her coat.

HUANG

Did you think because she is a
woman, we would not suspect her of
treachery?

BARBOSSA

When you put it that way ...

HUANG

Remove, please.

Elizabeth strips off her coat. Huang takes it, and reveals two swords in hidden scabbards in the lining. Again, they start past -- Huang stops Elizabeth. AGAIN. Smiles.

HUANG (CONT'D)

Remove. Please.

Elizabeth looks indignant --

518 INT. BATH HOUSE - NIGHT

518

ON ELIZABETH, self-conscious in a short robe and nothing else. She and Barbossa follow a DRAGON TATTOOED half-naked pirate into the bath house. They move past algae-covered tubs and leaky, rusted pipes. Elizabeth notes: all of the men have the same DRAGON TATTOO.

SAO FENG steps out of a tub; two attendants -- LIAN and PARK (in corset-like outfits) -- dress him in full pirate garb.

Sao Feng does not acknowledge Barbossa and Elizabeth's presence. Barbossa gets it; he must speak first.

BARBOSSA

Captain Sao Feng. Thank you for granting me this audience.

SAO FENG

Captain Barbossa! Welcome to Singapore.
(to a guard)
More steam.

The Guard bangs on the wall twice --

519 INT. BOILER ROOM - NIGHT

519

Two short ATTENDANTS work the boiler and bellow system that feeds steam to the bathhouse above. Gibbs crawls out of a tunnel, followed by Pintel, Ragetti, Cotton ... and then Marty, who did not have to crawl. They see the attendants, smile at each other -- no problem --

A HUGE ATTENDANT comes into view. Problem. Ragetti moves to crawl back into the tunnel. Gibbs grabs his collar --

GIBBS

(sotto)
None of that.
(MORE)

GIBBS (CONT'D)

If things don't go the way we want,
then we're the only chance we have
it won't go as bad as we expect.

520 INT. BATH HOUSE - NIGHT

520

STEAM issues from the pipes. Sao Feng leans over a vent,
waving it into his face.

SAO FENG

I understand that you have a request
to make of me ..?

BARBOSSA

And a proposal to make to you. I've
a venture underway, and I find myself
in need of a ship and a crew.

SAO FENG

And you consider me worthy of such
an honor? A ship and crew ...
(a chuckle)
Huh. That's an odd coincidence.

ELIZABETH

Because you happen to have a ship
and a crew you don't need?

Barbossa gives her a warning glance.

SAO FENG

No. Because earlier this day, not
far from here, a thief broke into my
most revered uncle's temple, and
tried to make off with these ...

Sao Feng crosses to a wizened OLD MAN, who clutches ANCIENT
CHARTS to his chest. Sao Feng tries to take them -- but the
Old Man really does not want to let them go.

A look from Sao Feng, and the man releases them.

SAO FENG (CONT'D)

Navigational charts. The route to
the Farthest Gate.

(Barbossa's smile
falters slightly)

Wouldn't it be amazing if this venture
of yours took you to the world beyond
this one?

BARBOSSA

It would strain credulity, at that.

Sao Feng gazes at him levelly. He nods to two GUARDS near one of the baths. The Guards haul a FIGURE out of the tank --

It's WILLIAM TURNER. He gasps for breath. Sao Feng grabs him by the hair, displays his face to Elizabeth and Barbossa.

SAO FENG

This is the thief. Is his face familiar to you?

Both play it cool: neither have ever seen him before. Sao Feng studies them, shrugs -- and picks up a huge FID --

SAO FENG (CONT'D)

No? Then I guess he has no further need for it.

He prepares to stab Will with the fid -- Elizabeth tenses -- Sao Feng spots the tell. His pleasant demeanor is gone.

SAO FENG (CONT'D)

You come into my city, you seek my indulgence and largesse, and you betray my hospitality? You betray me?

BARBOSSA

Sao Feng, I assure you, I had no idea --

SAO FENG

-- that he would get caught.

Sao Feng stares. Barbossa shrugs: yeah, okay.

SAO FENG (CONT'D)

You intend to attempt a voyage to Davy Jones' Locker. And I cannot help but wonder: why?

Barbossa tosses something to Sao Feng, who catches it -- a silver PIECE OF EIGHT. Sao Feng examines it.

SAO FENG (CONT'D)

A piece of eight.
(looks up at Barbossa)
It's true, then?

BARBOSSA

Aye. The time is upon us. We must convene the Brethren Court.

He BANGS twice on the wall. No steam.

SAO FENG

More steam!

521 INT. BOILER ROOM - NIGHT

521

Marty sits atop the huge Attendant, tightening a knot. Cotton puzzles out the boiler mechanism. Gibbs, Pintel and Ragetti move out of the room, further under the bathhouse --

522 INT. BATH HOUSE - NIGHT

522

Sao Feng leans over a vent, breathes in the soothing steam.

SAO FENG

The Court has not met in my lifetime.

BARBOSSA

Nor mine.

Sao Feng toys with a Captain's knot pendant at his neck.

SAO FENG

And when last it did, my father told me, it ended ... badly.

BARBOSSA

But the time before that, it produced the Code, which has served us well ... and it was the very first meeting what gave us no less than rule of the sea herself, didn't it? And now that rule is being challenged.

SAO FENG

The East India Trading Company.

BARBOSSA

(nods)

Lord Cutler Beckett is a pox on us all.

523 INT. BENEATH THE BATH HOUSE - NIGHT

523

Oilskin bundles are unrolled: swords, pistols and grenades. The pirates place the grenades in the floor joists.

Ragetti's attention is drawn to a knothole. He peeks through. Gets a better angle with his wooden eye. It catches Pintel's attention. Ragetti point up, mouths "Elizabeth!"

524 INT. BATH HOUSE - NIGHT

524

SAO FENG

There is a price on all our heads, it is true. It seems the only way a pirate can turn a profit anymore ...

(he regards Will)

... is by betraying other pirates.

(MORE)

SAO FENG (CONT'D)

(back to Barbossa)

But pirates are either Captain or crew, and nine squabbling captains trying to chart a course is eight captains too many. Against the company, what value is the Brethren Court? What can any of us do?

ELIZABETH

You can fight.

She realizes she said that out loud. All eyes on her.

525 INT. BENEATH THE BATH HOUSE - NIGHT

525

Pintel shoves Ragetti aside, peers through the knothole --

526 INT. BATH HOUSE - NIGHT

526

Elizabeth steps forward:

ELIZABETH

You are Sao Feng, the Pirate Lord of Singapore. You command in the Age of Piracy, where bold Captains sail free waters, where waves are not measured in feet but increments of fear, and those who pass the test become legend.

A huge dragon TATTOO GUY steps forward to put a hand on Elizabeth's shoulder. She shrugs him off, continues:

ELIZABETH (CONT'D)

Would you have that era come to an end on your watch?

527 INT. BENEATH THE BATH HOUSE - NIGHT

527

Pintel flinches at the sight, gives Ragetti a dismayed look: what are you smoking, dude?

528 INT. BATH HOUSE - NIGHT

528

ELIZABETH

But here you are: your ships crowd the harbor, rotting on their lines, while you cower in your bath water!

Sao Feng regards her, makes a circle around her.

SAO FENG

Elizabeth Swann ... There is more to you than meets the eye, isn't there? And the eye does not go wanting.

He smiles charmingly at her -- she can't help but smile back.

SAO FENG (CONT'D)

(to Barbossa)

But I can't help but notice you have failed to answer my question. What is it you seek in Davy Jones' Locker?

WILL

Jack Sparrow.

Sao Feng freezes. The room goes dead still, too.

WILL (CONT'D)

He's one of the pirate lords.

Park, one of the twins, giggles at the name -- stops smiling when Sao Feng glares at her. LIAN hides her own smile. Sao Feng works to hide his rage.

SAO FENG

The only reason I would want Jack Sparrow returned from the realm of the dead is so I can send him back myself.

BARBOSSA

Exactly why we preferred his name go unmentioned.

UNDER THIS: Sao Feng spots: The DRAGON TATTOO of one of his Guards is MELTING -- STENG.

SAO FENG

So you admit you have deceived me.

BARBOSSA

Jack Sparrow holds one of the Nine Pieces of Eight! He failed pass it along to a successor before he died. And so we must go and fetch him back --

Sao Feng catches Huang's eye, directs him toward Steng.

SAO FENG

WEAPONS!

Sao Feng's men (and women) produce weapons from beneath the water in the tubs --

529 INT. CRAWL SPACE - BENEATH THE BATH HOUSE

529

Gibbs and the others exchange a glance -- it's gone bad --

530 INT. BATH HOUSE - NIGHT

530

Barbossa and Elizabeth are suddenly at the center of a ring of weapons pointed at them.

BARBOSSA

I assure you our intentions are
strictly honorable --

He has his hands spread wide -- and then, suddenly, SWORDS are pushed up through the floor boards ... and Barbossa finds himself holding a sword in each hand. Crap. Elizabeth has two swords; she tosses one across the room to Will.

Sao Feng holds the point of the fid to Steng's face.

SAO FENG

Drop your weapons, or I kill your
man!

Barbossa frowns. Confused looks from Barbossa to Will to Elizabeth. Back to Sao Feng. Barbossa shrugs.

BARBOSSA

Kill him. He's not our man.

WILL

If he's not with you, and not us ...
who is he with?

The question is answered as suddenly EAST INDIA TRADING COMPANY AGENTS storm in -- CRASHING through windows --

Instantly, the Pirates turn back-to-back to face this new threat. Sao Feng spins away from Steng to fight.

Will grabs another sword from below and wades into the battle --

531 INT. CRAWL SPACE - BENEATH THE BATH HOUSE

531

Pintel and Ragetti light a fuse, to a grenade attached to one of the joists -- EXPLOSION --

532 INT. BATH HOUSE - NIGHT

532

THE BATH HOUSE IS ROCKED, and half the floorboards drop down, making a ramp. Gibbs, Marty, Cotton, Pintel and Ragetti rush in, firing pistols, join the fighting --

As MERCER strides in with a phalanx of SOLDIERS. Lian attacks him with a sword; he fires at her, killing her point blank --

Park pulls a steel chopstick out of her hair, sets out for vengeance. Pirates flee and scatter --

533 EXT. SINGAPORE - DOCKS - VARIOUS - NIGHT

533

Our heroes flee down ramps, up ladders, swing on ropes. East India Trading Company AGENTS fire pistols, engage with swords --

Amid the fighting, a stack of crates is knocked over. Pintel pushes Steng out of the way, saving him.

Steng grins his thanks -- then suddenly slashes at Pintel, who jumps back.

PINTEL

Hey! You're a pirate!

Steng slashes, Pintel falls backwards over a rail --

Elizabeth and Barbossa, Cotton and Marty take on an array of East India Trading Company AGENTS --

534 Agents crouch behind the push-cart of Tia Dalma. The canaries fly away from it, through open doors of their cages. The Agents realize something is wrong, and run -- 534

Just as the cart EXPLODES --

535 ON A PLATFORM, a wall collapses and Mercer is knocked back, into the shadows. He pulls a steel chopstick out of one shoulder ... then the other. Looks up and sees -- 535

Will comes around a bamboo scrim -- where Sao Feng grabs him. He puts a knife to Will's throat. Fighting, gunfire, explosions can be seen past them, through the scrim.

SAO FENG

Odd coincidence, isn't it? The East India Trading Company finds me the day you show up in Singapore.

WILL

It is coincidence only.

Will twists away, flashes his own knife; Sao Feng blocks it. Mercer, unseen, grins and draws his pistol, aims --

WILL (CONT'D)

You want to cut a deal with Beckett?
You need what I offer.

ON MERCER, ready to fire -- but hesitates.

SAO FENG

You crossed Barbossa, you're willing to cross Jack Sparrow -- why should I expect any better?

WILL

They are in the way of what I want.
You're helping me get it.

Sao Feng accepts this logic, but has a final point:

SAO FENG

You betray me, and I will slit your
throat.

WILL

Then we have an understanding.

They each lower their knives. Sao Feng hands Will the charts.

536 ON THE DOCKS, Jack the Monkey lights a rocket. The rocket shoots 536
across the water, into the fireworks shed. EXPLOSIONS, and the
shed TILTS OVER, SPLASHES --

537 ON THE PLATFORMS, Barbossa and Elizabeth arrive, see Will, holding 537
the charts, standing with Tai Huang.

BARBOSSA

You have the charts!

WILL

And better.
(indicates Huang)
A ship and a crew.

ELIZABETH

Where's Sao Feng?

WILL

He will cover our escape -- then
meet us at Shipwreck Cove.

HUANG

This way. Be quick.

Barbossa nods; he and Will follow Tai Huang away, followed
by Elizabeth, Pintel, Ragetti, Cotton. ON MERCER, still hidden
... he recedes back into the shadows.

538 EXT. HAI PENG - DECK - NIGHT 538

The Chinese Junk sails out of the harbor. The night sky GLOWS
from FIRES burning in Singapore. Barbossa confronts Will.

BARBOSSA

You weren't supposed to get caught.

WILL

It worked out the way I wanted.

He moves away -- past, Elizabeth who looks out from the rail -- there are dozens of ships clustered on shore. Beyond them, the glow of Singapore as it burns.

ELIZABETH

There's no place left for him to cower. Do you think he will honor the call?

Tia Dalma steps up behind her.

TIA DALMA

I cannot say. There be something on the seas that even the most staunch and bloodthirsty pirates have come to fear --

539 EXT. CARIBBEAN SEA - DAY

539

The Dutchman SURFACES. CANNON PORTS open. CANNONS FIRE -- rapid, no time for reloading -- PIRATES SHIPS are hit BROADSIDES. Their cannons return fire.

The Dutchman's cannons go silent. Smoke drifts from the barrels, becoming ...

540 EXT. CARIBBEAN SEA - DAY - LATER

540

... smoke that the Flying Dutchman sails through regally, smoke issuing from burning wreckage. It sails past, revealing:

IN THE DISTANCE, the Endeavour rides majestic on the horizon --

541 INT. ENDEAVOUR - CAPTAIN'S CABIN - DAY

541

A MAP of the world; ship models representing squadrons. Several officers pore over it.

A PIECE OF EIGHT spins on a desktop; a hand slams down on it: Beckett's. He picks it up, examines it. The Dead Man's Chest is on the desk as well.

BECKETT

A piece of eight. Nine of them, you said?

MERCER

Our new friend in Singapore was very specific, sir: nine pieces of eight.

BECKETT

What is the significance of that, I wonder?

MERCER

Does it matter? There's nothing can
hold against the armada,
(taps fingers on chest)
not with the Flying Dutchman at the
lead.

BECKETT

Nothing we know of. Did our friend
happen to mention where the Brethren
Court is meeting?

MERCER

He was mum on that, sir.

BECKETT

Then he understand the value of
information. Speaking of ... best
keep all this to ourselves.

He glances across the room, where SWANN sits at a table,
signing orders, one after another.

BECKETT (CONT'D)

We can't have anyone running off to
Singapore, can we? Ah, Admiral!

Now-Admiral NORRINGTON has entered the cabin.

NORRINGTON

You summoned me, Lord Beckett?

BECKETT

Yes. Something there that better
suits your new station.

He nods to a long wooden box on a sideboard. Norrington thinks
he recognizes it, opens it. Inside is his SWORD. A glance
back at Beckett, who nods. Norrington lifts the sword,
considering what it means.

UNDER THIS:

BECKETT (CONT'D)

The Brethren know they face
extinction. All that's left is for
them to decide where they will make
their final stand.

ON SWANN - a clerk sets a sheaf of documents before him.

SWANN

Not more requisition orders.

CLERK

No, sir. Execution.

Swann is distressed by that; briefly, he makes eye contact with Norrington. Both men quickly look away. Swann picks up his quill, resumes his distasteful task.

GROVES enters, salutes Beckett.

GROVES
The attack is ended, sir.

542 EXT. ENDEAVOUR - DAY

542

Governor Swann stares out at sections of blasted hull, floating barrels, and bodies. Beckett and Norrington arrive, gaze out at the carnage.

NORRINGTON
Appalling.

Beckett raises his spyglass.

BECKETT
Bloody hell. There's nothing left.
(to Norrington)
Prepare to lower the boat. Fetch the chest.

Swann wants to turn away, but forces himself to look --

543 INT. FLYING DUTCHMAN - CAPTAIN'S CABIN - DAY

543

Music plays. Jones gazes at the locket with the picture of hanging from the pipe organ. He lifts it gently ...

A tear forms in his eye. Jones touches a knuckle to the tear -- and is stunned by its presence, by his own emotions. He knows the cause, glances toward the deck --

544 EXT. FLYING DUTCHMAN - DECK - DAY

544

The Dead Man's Chest is brought over the rail, guarded by MARINES, including MURTOGG and MULLROY, and led by Norrington.

Norrington takes in the ship, the crewmen, not happy to be there. He notes the fear in his men.

NORRINGTON
Steady, men. We stand aboard a seagoing vessel, no more and no less. You will comport yourself as marines.

Murtogg puts a hand on a rail, snatches it back, disgusted.

MULLROY
Oh, now, it's not all that bad. A little bit of elbow grease, is all she needs.

MURTOGG

We set the grease on fire?

MULLROY

And get away as fast as we can.

MURTOGG

It's a two-part plan.

MULLROY

That's how you know it's a good one.

Jones strides up, but keeps his distance from the chest.

JONES

Go, the lot of you -- and take that with you! I will not have that infernal thing on my ship!

BECKETT

Oh. I'm sorry to hear that. Because I will. Because it seems to be the only way to ensure this ship do as directed by the Company.

Jones grips the ship's rail with his claw. Beckett nods, indicates Norrington should continue away with the chest.

JONES

The Dutchman sails as its Captain commands.

BECKETT

And the Captain is to sail it as commanded. This is no longer your world, Jones. The immaterial has become ... immaterial. I would have thought you'd learned that when I ordered you to kill your pet.

Swann steps forward.

SWANN

Did you give those ships opportunity to surrender?

JONES

We let them see us. Methinks that opportunity enough.

SWANN

My daughter could have been aboard one of them! That alone is cause to exercise restraint!

BECKETT

We need prisoners to interrogate.
Which works best when they are alive.

JONES

I am exterminating pirates. As
commanded by the Company.

(to Swann)

And your daughter is dead. Pulled
under with the Black Pearl -- by my
pet. Did Lord Beckett not tell you
that?

Swann is taken aback with shock -- then whirls and runs for
the cabin. Beckett gives Jones a dark look, follows --

545 INT. FLYING DUTCHMAN - CABIN - DAY

545

The chest is set in place. The key inserted into the lock by
Norrington. He opens the chest; the BEATING HEART is inside.

Swann comes into the cabin, purposeful. The MARINES
immediately point their rifles at the heart. Swann grabs one
of their bayonets, intending to plunge it into the heart --
Norrington grabs his wrist.

NORRINGTON

Governor!

SWANN

Did you know? Did you?

He doesn't know what he's talking about.

SWANN (CONT'D)

She's dead! Elizabeth is dead!

Norrington is stunned. Swann breaks down. Norrington jerks
his head to the marines: leave. They do.

Swann regains his purpose --

SWANN (CONT'D)

Let me go! Let me do this!

JONES (O.S.)

Let him go.

Jones is in the doorway.

SWANN

Stay back! I will kill you!

JONES

And are you prepared for what comes after? When I carved that traitorous vessel from my body, I cast upon it a terrible geis. If you stab my heart ... then yours will take its place.

The import of that is not lost on Swann and Norrington.

JONES (CONT'D)

The crew is not bound to me, they are bound to the Dutchman ... and the Dutchman must have a captain. Will ye serve?

Swann hesitates -- Beckett and Mercer arrived in time to hear the end of Jones' speech. Beckett is none too pleased.

BECKETT

Governor! Your daughter is still alive.

MERCER

Saw her myself, in Singapore.

That's news to Jones; he snaps an angry look at Beckett. Beckett waves him off.

SWANN

You're all liars!

BECKETT

No. Jones is merely cruel. But perhaps I am guilty of sin by omission. For which I apologize.

NORRINGTON

Governor ... Weatherby ... there's still hope.

Swann searches his face -- he, at least, is sincere.

NORRINGTON (CONT'D)

I have hope.

The anger drains from Swann's face. He releases the bayonet to Norrington. To Beckett:

SWANN

Our association is ended.

Norrington escorts him out, past Beckett -- he gives Beckett a narrow look: he does not like what he just heard.

BECKETT

You're dismissed, Captain.

Jones gives him the same narrow look, exits. Beckett contemplates his options as he shuts the chest softly.

MERCER

He's a sly one, that Jones. Who's going to kill him, if they become him?

Beckett considers that; not good.

BECKETT

I can order Admiral Norrington's silence. He'll obey; it's what he does.

MERCER

And the governor?

Beckett considers; he is genuinely regretful.

BECKETT

Yes. Well. Every man should have a secret he carries to his grave.

546 EXT. HAI PENG - DECK - DUSK

546

Will makes a line fast -- notices a speck of water on the back of his hand. Looks up --

Many SNOWFLAKES are falling down onto the ship.

547 EXT. BETWEEN WORLDS - ICE PASSAGE - DUSK

547

The Hai Peng sails into a frozen glacial landscape.

548 EXT. HAI PENG - DECK - DUSK

548

The monkey, shivering. Ragetti, shivering. Pintel, shivering. Tia Dalma stands nearby, not shivering.

PINTEL

No one said anything about cold.

RAGETTI

I'm sure there's good reason for us suffering.

PINTEL

Why didn't the obeah woman just bring back Jack the way she brought back Barbossa?

TIA DALMA

Because Barbossa was only dead.

He didn't know she was standing there.

TIA DALMA (CONT'D)

Jack Sparrow be taken body and soul,
to a place not of death, but
punishment. The worst fate a person
can conjure for himself, stretching
on forever ... That's what awaits in
Davy Jones' Locker.

She moves away.

RAGETTI

I knew there was a good reason.

549 CLOSE ON: THE MAP, as Will moves the circles within circles of the chart. In the center, a drawing of a ship rotates.

549

WILL

(to Huang)

Nothing here is set. It can't be as
accurate as modern charts.

HUANG

No. But it leads to more places.

Will stares after Huang as he moves away. Will's focus moves
to one of the inscribed poems. He frowns.

WILL

*"Over the edge, back, over again,
sunrise sets, flash of green."* Do
you care to interpret, Barbossa?

BARBOSSA

Ever gazed upon the green flash,
Mister Gibbs?

GIBBS

I reckon I've seen my share.

(to Will)

Happens on rare occasion, at the
last glimpse of sunset, a green flash
shoots up into the sky. Some go their
whole lives and never see it. Some
claim to have seen it who ain't.
Some say --

PINTEL

-- it signals when a soul comes back
to this world from the dead!

(Gibbs glares at him)

Sorry.

Pintel slinks away, joins Ragetti.

RAGETTI

Don't they get it? It's a riddle.
Riddles are fun. *"Over the edge,
back, over again --"*

PINTEL

Riddles are not fun! The way it always
goes is some poor bloke ends up dead,
but just beforehand he realizes no,
I wasn't supposed to listen to the
sirens, I wasn't supposed to take
the pot 'gold, but by then it's too
late and he dies in a horrible and
ofttimes ironical manner, and in
this case, you and I be the poor
bloke!

By the time Pintel is done with his rant, all on deck are
staring at him. Barbossa grins.

BARBOSSA

See, Mister Turner? We will find a
way. It's not getting to the land of
the dead is the problem -- it's
getting back!

550 EXT. HAI PENG - DECK - NIGHT

550

Elizabeth stands beneath a lantern at the rail. She stares
out at the dark sea. The icebergs are gone. Will joins her.

The ocean before them is a mirror, stars above and below.

A silence between Will and Elizabeth. Finally:

WILL

How long do we continue not talking?

In fact Elizabeth doesn't want to talk. But --

ELIZABETH

Once we rescue Jack, everything will
be fine.

There are many ways to intrepert those words and Will runs
through them all. Finally concludes:

WILL

Then we will rescue Jack.

Elizabeth nods, steps back from the rail -- turns and leaves.
Will leans forward, arms on the rail ... and notices:

Far away, a line of white mist stretches to infinity.

WILL (CONT'D)

Barbossa! Ahead!

BARBOSSA

Aye, these be the waters I know.
We're good and lost now.

ELIZABETH

Lost?

BARBOSSA

For certain you have to be lost, to
find a place as can't be found.
Elseways everyone would know where
it was, aye?

Barbossa laughs. Gibbs looks over the rail --

GIBBS

We're gaining speed ...

WILL

To stations! All hands! To stations!

The ship gathers more speed, and the SOUND of RAGING WATER
is heard.

WILL (CONT'D)

Rudder full! Hard a-port! Gather way
and keep her trim!

Pirates scramble to comply -- Barbossa strides forward.

BARBOSSA

Belay that! Let her run straight and
true!

Will climbs the rigging, looks out --

WILL

Hard a-port!

551 FROM ABOVE, we see the Hai Peng as it fights the pull of the
current, turning -- but not sharp enough ...

551

PULL BACK AND REVEAL: an endlessly long WATERFALL where the
ocean itself flows over and down into nothingness ...

THE EDGE OF THE WORLD.

552 EXT. DECK HAI PENG - NIGHT

552

Tia Dalma appears on deck. Unlike those around her, she is
calm and serene. She tosses her crab claws down onto a barrel
head. Leans over them, murmurs an INCANTATION.

TIA DALMA
*Malfaiteur en Tombeau, Crochir
 l'Esplanade, Dans l'Fond d'l' eau!*

She repeats the phrase, faster and then slower. Moves the claws around in an intricate, repeating pattern --

The ROAR is now DEAFENING. Will wrestles the wheel. Elizabeth whirls to Barbossa as he pulls himself to his feet.

ELIZABETH
 You've doomed us all.

BARBOSSA
 Don't be so unkind! Ye may not survive to pass this way again -- and these be the last friendly words ye'll hear ...

553 FROM ABOVE, the Hai Peng continues to turn, fighting to escape ... near sideways now to the edge. 553

The hull of the Hai Peng sticks out into the air ... and then the entire ship TILTS over and TOPPLES DOWN --

554 Elizabeth SCREAMS ... Barbossa LAUGHS ... all the Pirates CRY OUT as the ship plummets down into -- 554

BLACKNESS.

And SILENCE. Then SINGING and LAUGHTER. Various pirate voices, distant, eerie ... "Yo ho yo ho a pirate's life for me ..."

And just as quickly as they came, the voices FADE ...

555 FADE UP: 555

A WHITE HOT SUN burns in a cloudless blue sky.

556 EXT. BLACK PEARL - DAY 556

A loose sail flaps in the wind. The sail is pulled aside to reveal CAPTAIN JACK SPARROW. He makes it fast, calls up:

JACK
 Boatswain! Haul the halyard, slacken braces!

PAN UP TO -- surprise! -- JACK SPARROW, a second one, in the rigging. Jack waves and calls down:

JACK (BOATSWAIN) (CONT'D)
 Aye, Captain! Slacken braces, men, make all! How does she lie?

ON DECK, a sailor turns: JACK SPARROW again.

JACK (CONT'D)

A fair wind and a following sea!

Captain Jack nods. In good spirits, he moves along the deck -- then stops and looks down. There is a problem.

JACK (CAPTAIN) (CONT'D)

Mister Sparrow, come here.

JACK (BOATSWAIN) (CONT'D)

Aye, Captain!

Jack drops down from the rigging. Captain Jack's demeanor is rigid, with a gaze that could wither Captain Bly.

JACK (CAPTAIN) (CONT'D)

What say ye about the condition of the knot on this bow line?

JACK (BOATSWAIN) (CONT'D)

It be proper to my eyes, sir.

As he speaks, Captain Jack tugs on the line and it unravels.

JACK (CAPTAIN) (CONT'D)

Proper? It is neither proper nor suitable, sir! It is not acceptable nor adequate. It is, in obvious fact, an abomination.

Another Jack steps forward -- earnest, well-meaning.

JACK (HONEST) (CONT'D)

Begging your pardon, sir. Perhaps if you gave the man another chance --

JACK (CAPTAIN) (CONT'D)

It's that sort of thinking that got us into this mess.

Jack pulls a pistol and SHOOTs honest Jack, who goes stumbling backwards, over the rail. Jack turns back --

CLOSE ON Jack's face, close enough to see the spittle fly:

JACK (CONT'D)

You have caused us to lose speed and therefore time. Precious time, which cannot be recovered once lost. Do you understand? Aye, Captain. DO YOU NOW?

PULL BACK to see that there is no one speaking to Jack, and he speaks to no one. He carries both sides of the argument. Madness in his eyes.

JACK (CONT'D)

It will have to be redone. All of it. All of it! And let this serve as a lesson to the lot of you!

PULL BACK MORE. We see the true state of the Black Pearl. Sails flat. No crew. No movement. No other Jack Sparrows. The Black Pearl sits alone in a vast desert. With Jack Sparrow, alone, raving on the deck.

JACK (CONT'D)

It's the doldrums, sir, it has the entire crew on edge -- Stow it! I have no sympathy for any of you feculent maggots --

(steps up onto rail)

-- and no more patience to pretend otherwise!

He steps off the rail -- on the wrong side.

557 EXT. DAVY JONES LOCKER - BLACK PEARL - DAY

557

Jack drops down into the sand next to the Black Pearl. Picks up a rope and pulls -- his feet dig into the sand; he goes nowhere. The rope angles up behind him to the ship. He's trying to pull it, to no avail. He slumps down.

JACK

No wind.

Nearby are several SMOOTH ROUND STONES. Jack picks one up and FLINGS it, skipping it across the sand. Jack sits down. Looks over. Weirdly, the stone comes rolling back.

The stone rocks back and forth, an egg hatching. Cracks appear. The stone transform into a crab.

The Crab turns toward Jack. Clicks, like it's laughing.

JACK (CONT'D)

Perfect. What would my torment be without unusual crabs here to mock me.

Jack grabs a handful of sand and flings it. The crab flinches back. Jack collapses.

The crab scuttles forward, looks at Jack. Scuttles sideways, looks at the ship. The crab moves away to the pile of stones.

Jack sits with his head lowered to his knees, alone in the dunes of the vast desert.

558 EXT. DAVY JONES' LOCKER - DESERT - LATER

558

Jack lays on his back in the sand. Baking in the sun. A SHADOW MOVES OVER HIM. Jack opens his eyes, blinks.

ANGLE - ABOVE JACK, the PROW of the Black Pearl. Moving. Jack stands up, sees -- the Black Pearl drifts, floats across the sand, carried on the back of a thousand chittering crabs.

JACK

Interesting.

559 EXT. DAVY JONES' LOCKER - WATER - DAY

559

The Hai Peng crew stumble out of the surf, bedraggled and exhausted. Pintel and Ragetti still carry the ship plank they clinged to for safety.

RAGETTI

I hate boats.

PINTEL

Really? So, no more waxing all poetic 'bout how you runned away to sea and how you's only truly happiest at sea --

RAGETTI

I still love the sea, it's boats that can't be trusted.

Gibbs takes in the utter desolation.

GIBBS

This be truly a God-forsaken place.

ELIZABETH

I don't see Jack. I don't see anyone.

MARTY

Not a soul.

BARBOSSA

He is here. Davy Jones never once gave up that what he's took.

WILL

(at Barbossa)

And does it matter? We are trapped here, by your doing. No different than Jack.

TIA DALMA

Witty Jack be closer than you think.

All eyes turn to Tia Dalma. A DOZEN CRABS appear, moving over the sand, scuttling sideways up onto her.

She balances them on her arms, cooing to them like pets.
Behind her --

560 JACK SPARROW APPEARS in the sky, at the bow of the Black Pearl,
riding over the desert sand, toward the water, carried on the
backs of ten thousand chittering crabs.

560*

GIBBS
Slap me thrice and hand me to my
momma! It's Jack!

Elizabeth, Gibbs, and Will see Jack and grin -- even Barbossa
has to smile. The ship SPLASHES down --

561 EXT. DAVY JONES LOCKER - SHORE - LATER

561

Jack sloshes toward them, the Pearl behind him. Gibbs steps
forward, arms wide, a grin on his face --

JACK
(sharp)
Mister Gibbs.

Gibbs snaps to attention.

GIBBS
Aye, Captain!

JACK
I thought so. I expect you can
account for your actions?

GIBBS (O.S.)
(lost)
Sir?

JACK
There has been a perpetual and
virulent lack of discipline upon my
vessel! Why? Why is that?

GIBBS
Sir -- you're in Davy Jones Locker.

JACK
I know that. I know where I am and
don't think I don't.

BARBOSSA
Jack Sparrow.

Jack freezes at the voice, turns. Crew members step back to
reveal: Barbossa. Jack recognizes Barbossa.

JACK
Ah ... Hector. It's been too long.

BARBOSSA (O.S.)

Yes, Isle de Muerta, remember? You shot me!

JACK

I did not.

(sees Tia Dalma))

Tia Dalma, out and about! You add an agreeable sense of the macabre to any delirium.

WILL

He thinks we're an hallucination?

JACK

Ah, William. Tell me, have you come because you need my help to save a certain distressing damsel? I mean, damsel in distress?

(weighs it briefly)

Either one.

WILL

No.

JACK

Then you wouldn't be here, so you can't be here, Q.E.D, you're not really here.

ELIZABETH

Jack.

Jack sees her for the first time.

ELIZABETH (CONT'D)

This is real. We're here.

Jack looks at her steadily. Fear, mistrust, recognition and realization. He turns away. Gibbs joins him.

JACK

The Locker you say.

GIBBS

Aye.

Jack nods -- he gets it now.

ELIZABETH

We've come to rescue you!

JACK

Have you now? That's a good one. Very kind of you.

(MORE)

JACK (CONT'D)

But it would seem as I possess a
ship, and you don't, you're the ones
in need of rescuing and I'm not sure
as I'm in the mood.

BARBOSSA

(indicates the Pearl)

I see my ship, right there.

Jack squints, searching, bobs up on his toes, leans side to
side as if he can't find Barbossa's ship.

JACK

Can't spot it. Must be a tiny little
thing hiding somewhere behind the
Pearl.

Barbossa and Jack are about to go at it -- Will steps between.

WILL

Jack, listen. Cutler Beckett has the
heart of Davy Jones. He controls the
Flying Dutchman.

ELIZABETH

He's taking over the seas.

TIA DALMA

The song has been sung. The Brethren
Court is called.

JACK

I leave you folk alone for just a
minute, and look what happens.

GIBBS

Aye, Jack. The world needs you back
something fierce.

WILL

And you need a crew.

Jack looks -- Will, Barbossa, Pintel, Elizabeth and Tia Dalma
are lined up. He steps back, goes down the line --

JACK

Why should I sail with any of you?
Four of you have tried to kill me in
the past.

(he gets to Elizabeth)

One of you succeeded.

Will is startled. Jack notices. (It's news to all of them
of course.)

JACK (CONT'D)

She hasn't told you? Then you'll have lots to talk about while you're here.

(to Tia Dalma)

As for you --

TIA DALMA

Oh, don't tell me you didn't enjoy it at the time.

JACK

That's fair. All right, you're in.

(to Ragetti)

I don't need you.

(to Gibbs)

Gibbs, you get another chance. Marty. Cotton, all right. And Cotton's Parrot, I'm a little iffy, but all right, you're a team --

*

Jack comes to Tai Huang.

JACK (CONT'D)

And you are?

HUANG

Tai Huang. These are my men.

JACK

Where do your allegiances lie?

HUANG

With the highest bidder.

JACK

I have a ship.

TAI HUANG

That makes you the highest bidder.

*

*

Jack, satisfied, gestures for them to get on board.

*

JACK

Weigh anchor! All hands! Stand by to make way!

*

*

He pulls out his Compass. Glances down: the needle holds steady. Jack smiles, moves his hand -- the needle doesn't move. No matter how he fiddles, the needle is frozen in place

*

BARBOSSA (O.S.)

Ja-ack.

*

Jack turns. Barbossa holds up the ancient charts.

BARBOSSA (CONT'D)

Which way you going, Jack?

562 EXT. BLACK PEARL - DECK - DAY

562

Barbossa calls out orders. Jack shadows him, and repeats the orders a half-second behind, a little louder.

BARBOSSA

Trim that sail! Slack windward brace
and sheet! Haul that pennant line!

JACK

Trim that sail! Slack windward brace
and sheet! Haul that pennant line!

BARBOSSA

What are you doing?

JACK

The Captain gives orders on a ship.

BARBOSSA

The Captain is giving orders.

JACK

My ship, that makes me Captain.

BARBOSSA

They be my charts!

PINTEL

Stow it, the both of you, and that's
an order! Understand?

Jack and Barbossa stare at Pintel, too incredulous to respond.
Pintel puts his hands up and backs away --

PINTEL (CONT'D)

Sorry! Just, with the Captain issue
in doubt and all, thought I'd throw
my name in for consideration -- sorry.

RAGETTI

I would vote for you.

Jack steps up to the rail, and ceremoniously pulls out a
telescope, the way a Captain would do it.

Barbossa steps up beside him. Smirks ... pulls out a MUCH
LONGER telescope. Jack stares at it, deflated.

Will steps past them, searching the deck for Elizabeth --

563 INT. BLACK PEARL- BELOW DECKS - DAY

563

Will looks, finds Elizabeth, sitting alone.

WILL

You left Jack to the Kraken.

She looks up. She's been crying -- but she is relieved.

ELIZABETH

He's rescued now. It's done with.

Will does not agree. Looks away. She stands --

ELIZABETH (CONT'D)

Will, I had no choice!

WILL

You chose not to tell me.

ELIZABETH

I couldn't. It wasn't your burden to bear.

He catches her arm, pulls her around to face him.

WILL

But I did bear it. Didn't I? I just didn't know what it was. I thought ...

ELIZABETH

You thought I loved him.

She tries to move past him. He blocks her way. She tries to push him aside. He pushes her back, against the hull.

WILL

If you make your choices alone, how can I trust you?

She meets his gaze.

ELIZABETH

You can't.

He looks away from her. She ducks beneath his arm and goes.

564 EXT. BLACK PEARL - NIGHT

564

Sailing the darkness between worlds.

565 INT. BLACK PEARL - CAPTAIN'S CABIN - NIGHT

565

The cabin is still ripped to shreds from the encounter with the Flying Dutchman, the Kraken. Barbosa inspects the damage.

BARBOSSA

I see you neglected to care for my ship.

JACK

What, this? Just ventilating. Clear out the stench of the previous owner, you know. Thinking of putting in French doors, actually. Feel the cross breeze?

Gibbs sticks his head in.

GIBBS

Heading, Captain?

On the word 'Captain' both Jack and Barbossa turn.

JACK

Two degrees starboard --

BARBOSSA

I'm Captain of the starboard side! Two degrees starboard. The Captain will now take the helm.

GIBBS

(salutes twice)

Aye, sirs.

566 EXT. BLACK PEARL - DECK - NIGHT

566

Gibbs exits, followed by Jack and Barbossa. Each of them split to opposite stairs, Jack to port, Barbossa starboard.

They come together at the wheel, with a nervous Cotton in between. Jack adjusts the wheel. Barbossa adjusts it back.

567 ON THE STERN DECK, Ragetti surreptitiously readies a fishing pole. Moves to the railing, looks down. Drops the line --

567

IN THE WATER, a pale BODY hurries past, face up, eyes closed, hands crossed over its chest. Ragetti lets out a cry, jumps back. He edges back to the rail --

A STREAM of BODIES flows past underwater. Old, young, men and women, at different depths and moving at different speeds.

Pintel has joined Ragetti, watching over the side.

PINTEL

Eerie. Downright macabre.

RAGETTI

(musing)

I wonder what would happen if you
dropped a cannonball on one of 'em.

They look at each other -- let's find out!

Pintel picks up a cannonball, turns -- Tia Dalma is there,
fixes them both with stern look. Frightened, Pintel drops
the cannon ball.

PINTEL

Be disrespectful, it would.

TIA DALMA

(looks out to sea)

They should be in the care of Davy
Jones. That was the duty he was
charged with by the goddess Calypso:
to ferry those who died at sea to
the other side. And every ten years,
he could come ashore, to be with she
who loved him truly. But he has become
a monster.

RAGETTI

He wasn't always all tentacle-y?

TIA DALMA

No, he was a man, once. Poor,
unfortunate souls ... now they must
find their own way.

Ragetti nods, spots something ahead: a small boat, coming
toward them, lit by a lantern's glow.

RAGETTI

Now it's boats coming.

568 EXT. BLACK PEARL - FORWARD DECK - NIGHT

568

Will and Elizabeth join Tia Dalma at the rail. Far away
other boats can be seen, their own lanterns lit.

Gibbs arrives at the rail, loading a rifle, lifts it to aim --
Will stops him.

WILL

No. They are not a threat to us. Am
I right?

He looks to Tia Dalma for confirmation.

TIA DALMA

We are but ghosts to them. They heed
us not.

BARBOSSA

Best just let them be.

Gibbs lowers the rifle but keeps it ready. The boats move past, an eerie, surreal sight. Elizabeth looks at the nearest boat, peers closer. Recognizes the passenger.

ELIZABETH

My father! We've made it back!

(to Swann)

Father, here! Look here!

Jack puts a consoling hand on Elizabeth's shoulder.

JACK

Elizabeth. We're not back yet.

He looks her in the eye. Elizabeth stares at him -- and realization dawns. Her next cry is one of anguish:

ELIZABETH

Father!

IN THE BOAT, Weatherby Swann glances over. His lantern lights half his face, leaving the rest in shadow.

SWANN

Elizabeth!

(concern)

Are you dead?

ELIZABETH

No ...

Swann nods at that. Elizabeth has to move along the rail of the Pearl, toward the stern, to keep pace with him.

SWANN

I think I am.

ELIZABETH

No. You can't be.

SWANN

(has trouble recalling)

There was a chest, you see ... How odd. At the time, it seemed so important.

ELIZABETH

Come abroad!

(to the others))

Someone -- cast a line!

(to Swann)

Come back with us!

Crewmen prepare a line, too slowly for Elizabeth. She grabs it from them, casts it out. It lands neatly in Swann's boat, but he makes no move toward it.

SWANN

And a heart, and if you stabbed the heart ... you would have to sail forever. That's how it worked. Stab the heart and take his place. The Dutchman must have a Captain. Silly thing to die for.

Will makes note of that. Jack makes note as well. Glances at Tia Dalma. But Tia Dalma is focused only on Will. She whispers, just loud enough for Will to hear --

TIA DALMA

A touch of destiny ...

Due to the action of the two vessels passing, the rope begins to slip toward the edge of the boat.

ELIZABETH

Take the line!

SWANN

(suddenly; this is important)

Elizabeth.

She gives him her full attention.

SWANN (CONT'D)

When I would reprimand you to obey rules, it was because I did not want you to ever be unhappy. But I should have recognized in your willfulness ... your courage. I am proud of you, Elizabeth.

The line is about to slip from Swann's boat.

ELIZABETH

The line! Catch the line!

The end of the falls into the water.

ELIZABETH (CONT'D)

Father!

His boat is near the aft of the Pearl.

ELIZABETH (CONT'D)

Come back with us! Please! I won't let you go!

TIA DALMA

She must not leave the ship!

Elizabeth climbs the rail. Will get there slightly ahead of Jack to haul her back.

SWANN

I'll give your love to your mother,
then, shall I?

Elizabeth stares after him. Watching, helpless.

Light of the boat's lantern is swallowed up by the darkness.

Elizabeth turns toward Will, into his arms. He confronts her ... but his eyes drift toward Tia Dalma.

WILL

Is there a way?

TIA DALMA

(shakes her head 'no')
He is at peace.

569 EXT. DAVY JONES LOCKER - SUNSET

569

An orange sun hovers over a dark horizon ...

570 EXT. BLACK PEARL - MAIN DECK - SUNSET

570

No wind. No movement. The crew lays about the deck -- parched with thirst, no energy. Pintel tilts a water barrel over his head, cracked lips waiting, waiting -- nothing.

PINTEL

No water. Why is all but the rum
gone?

Gibbs lets a final drop fall from a bottle to his lips --

GIBBS

Rum's gone too.

Tia Dalma and Will are at the rail. Elizabeth sits alone, withdrawn. Will watches her.

TIA DALMA

If we can not escape these doldrums
before night, I fear we will sail on
trackless seas, under starless skies,
doomed to roam the reach between
worlds ... forever.

GIBBS

With no water, forever looks to be
arriving a mite soon.

Ragetti, hand over his eye, chases the Monkey past. Jack notices Ragetti's eye as it rolls on top of the Charts.

WILL

(re: Barbossa)

Why doesn't he do something?

(reads)

*"Over the edge, back, over again,
sunrise sets, flash of green."*

ON JACK: gazing at the chart, where rolls Ragetti's eye.

GIBBS (O.S.)

There's no sense to it. Sunrises
don't set.

WILL (O.S.)

And the green flash happens at sunset,
not sunrise.

GIBBS (O.S.)

Over the edge ... driving me bloody
well over the edge.

They fade into the background as Jack watches Ragetti's eye, rolling back and forth, idly plays with the rings of the charts. Chinese characters line up to read: UP IS DOWN.

JACK

Up is down. That's maddeningly
unhelpful. Why are these things never
clear?

571 CLOSE ON: Jack's hair, a JUNGLE of GIANT DREADLOCKS, as a small
Jack-on-Jack's-shoulder pushes through.

571

JACK LEFT

Stab the heart.

Jack jumps, shocked and unsettled..

JACK

What?

A second small Jack is on Jack's right shoulder.

JACK RIGHT

Don't stab the heart.

JACK

Come again?

JACK RIGHT

The Dutchman must have a Captain.

JACK

That's even more than less than
unhelpful.

JACK LEFT

Sail the seas for eternity.

JACK

I love the sea.

JACK LEFT

But what about port?

JACK

I prefer rum. Rum's good.

JACK LEFT

Making port.

JACK RIGHT

Where we can get rum. And salty
wenches. Once every ten years.

JACK LEFT

What did he say?

JACK

Once every ten years.

JACK LEFT

Ten years is a long time.

JACK

Even longer, given the deficit of
rum.

JACK RIGHT

And salty wenches.

JACK LEFT

But eternity is longer still.

JACK RIGHT

(to Jack)

And how will you spend it? Dead, or
not?

JACK LEFT

The immortal Captain Jack Sparrow ..

JACK

Oooh I like that.

JACK RIGHT

Come sunset, it won't matter.

572 ON THE MAP, as Jack notices: as the drawing of the ship spins
upside down, RAYS OF a SUNSET are created. And Jack KNOWS --

572

JACK
Not sun-set. Sun-down. And rise
... up!

He stands. Points.

JACK (CONT'D)
Over there! What's that? I don't
know! What do you think?

GIBBS
Where?

Jack moves over to the railing at port. Everyone follows ...
the ship tilts that way a little. Jack turns, suddenly races
to the starboard side.

JACK
There, it moved! Suddenly. It's very
fast.

Everyone follows -- what is he up to? The ship tilts that
way some; the eyeball rolls. Elizabeth can't help but notice
the activity.

Jack suddenly seems to see something on back the port side --

JACK (CONT'D)
Thar! Over thar!

He runs to port. Elizabeth follows everyone else to the rail.
The ship rocks back.

ELIZABETH
What is it?

JACK
It's not here!

He runs across again, everyone follows, and the ship tilts
more. Barbossa approaches the map -- sees UP IS DOWN, the
upside down ship, the sunset. Picks up the rolling eye.

A glare at Ragetti -- and Barbossa hands back the eye, goes
back to studying the chart.

PINTEL
He's rocking the ship.

GIBBS
(running past)
We're rocking the ship!

And, suddenly, Barbossa gets it:

BARBOSSA

Aye, he's onto it. All hands together!
Time it with the swell!

Barbossa moves to the hold --

573 INT. BLACK PEARL - BELOW DECKS - CARGO HOLD - SUNSET

573

BARBOSSA

Loose the cannon! Unstow the cargo!
Let it shift!

Cargo is cut loose; crates, bottles, barrels roll --

574 EXT. BLACK PEARL - SUNSET

574

Cotton spins the wheel --

FROM ABOVE, the ship turns sideways to the swell. The ship
tilts over. Pintel suddenly figure it out --

PINTEL

He's rocking the ship!

Ragetti already has a rope ready.

RAGETTI

We tie each other to the mast, upside
down, so we'll be right side up when
the boat flips!

Pintel thinks about it. Thinks about it. Thinks about it --

Will gets to the rail as the ship tilts near horizontal,
looks out. The sun SINKS into the sea, a small orange flame
left -- the Black Pearl tilts the other way --

JACK

And now up, is down!

The Black Pearl rocks completely over into the water. Waves
fill the sails and cause the ship to continue to roll --

575 CAMERA MOVES AROUND THE ROLLING SHIP, PAST THE SURFACE --

575

UNDERWATER, chains, cannons, small objects fall down toward
the depths. Jack, Will, Elizabeth, Barbossa hold on. Gibbs
loses his grip, floats past -- Marty grabs him. Pintel and
Ragetti, tied to the mast, look at each other, hold their
breaths, cheeks bulging.

Underwater, the Charts float past -- Will grabs them --

-- CAMERA SPINS, SO THE BLACK PEARL IS RIGHT SIDE UP --

576 ON THE HORIZON, the FLASH OF GREEN shoots up!

576

AND SUDDENLY --

THWUMP!

577 EXT. BLACK PEARL - SUNRISE

577

All of the water FALLS with a giant SPLASH. The objects fall, people fall, the parrot falls, SLAMMING onto the deck. The water washes away, and the Black Pearl bobs on the sea.

Gibbs still holds his breath, unsure, turning red ... finally has to let it out. Takes a deep breath --

GIBBS

Blessed sweet Westerlies! We're back!

He wets his finger, lifts it.

Jack opens his fist, forces himself to look -- no black spot. Pintel and Ragetti hang upside down, tied to the mast.

PINTEL

This was your idea, and the fact that I went along does not make you any less stupid.

RAGETTI

Well it don't make you no more smart, neither.

PINTEL

Yes it does, my lack of instigating stupid ideas makes me smarter by omission.

Next to Pintel's head, Cotton's parrot shakes off water and ruffles its feathers. Elizabeth gazes at the horizon.

ELIZABETH

It's a sunrise.

Will looks out and sees the sun rising above the water. A brief moment of celebration as everyone grins at each other --

Then EVERYBODY instantly draws their pistols at once, and points them at each other --

Will at Barbossa. Barbossa at Jack. Gibbs at Barbossa. Elizabeth at Jack.

Jack at Will, draws a second pistol, at Barbossa. Barbossa draws a second pistol, at Gibbs. Elizabeth picks up a second pistol, points it at Barbossa.

It's a moment everyone has been preparing for. A beat --

And then EVERYBODY LAUGHS. They can't help but grin, lower their pistols. Suddenly the LAUGHTER STOPS and the pistols are raised again. Pintel and Ragetti work to get free.

PINTEL

Get untied, we need our pistols!
Hurry!

RAGETTI

Who would we point at?

BARBOSSA

All right, then. The Brethren Court is a-gathering at Shipwreck Cove. Jack, you and I be going there, and there's no arguing the point.

JACK

I is arguing the point. If there's pirates a-gathering, I'm a-pointing my ship the other a-way.

ELIZABETH

The pirates are gathering to fight Beckett. And you're a pirate.

She swings her second pistol toward Jack. Jack stops aiming at Will, aims at her. Will aims at Jack, draws a second pistol to cover Barbossa.

WILL

Fight or not, you're not running.

BARBOSSA

If we don't stand together, they'll hunt us down, one by one, 'til there's none left but you.

JACK

Then I'll be the last pirate. At least then there will be only one of me.

BARBOSSA

Aye, and you'll be fighting Jones alone. How does that figure into your plans?

JACK

Still working on it. But I'm not going back to the Locker, Barbossa. Count on that.

Jack fires his pistol -- 'click.' Barbossa and Will and Elizabeth fire -- more 'clicks.' Pintel and Ragetti arrive with their pistols as the others check their own.

GIBBS

Wet powder.

WILL

We've other issues to deal with. We can get back to shooting each other later.

They move away. Pintel and Ragetti test their own pistols -- click.

PINTEL

Wait. We can still use 'em as clubs!

He demonstrates, using the pistol to hammer the air. Ragetti does the same -- but actually hits Pintel.

RAGETTI

Sorry.
(regards pistol-club)
Effective, though.

578 EXT. BLACK PEARL

578

CLOSE ON: THE CHARTS

Will indicates on the chart to Jack and Barbossa.

WILL

There's a fresh water spring on this island, where we can resupply.

JACK

You lead the shore party. I'll stay with the ship.

BARBOSSA

I'll not be leaving my ship in your command.

WILL

And he'll not be leaving his ship in your command, and here's an idea. You both go, and leave the ship in my command.

(off their looks)

Temporarily. Promise.

579 AT THE RAIL

579

Barbossa steps up, pulls out his telescope. Jack arrives next to him.

BARBOSSA

An uneasy alliance?

Barbossa opens his scope, looks through.

JACK

An unholy one.

Jack opens his own telescope, until it is long as Barbossa's ... then opens it further, until it is much longer. It droops at the end. Barbossa looks at him. He smiles. Barbossa snaps his telescope closed.

580 EXT. BLACK SAND BEACH - DAY

580

Pintel and Ragetti crawl out of the surf as the other boats land. Jack and Barbossa step onto the sand, spot something. The rest of the pirates see it, too.

PINTEL

Criminey!

Jack and Barbossa walk toward it. Pintel and Ragetti hustle past them toward --

The KRAKEN. It lies dead on the shore. Pintel finds a driftwood stick, pokes it.

RAGETTI

Careful!

PINTEL

Ahh, not so tough now, are you? Stupid fish! Serves you right!

Jack approaches the Kraken almost reverently.

RAGETTI

Hello! I bet folk would pay a shilling to see this! And a second shilling for a sketch of 'em sitting atop!

PINTEL

Kraken slayers! We could carve mini'ture Krakens out of coconut and sell those, too! We could give 'em a slice as a souvenir.

RAGETTI

Or fried! For lunch.

PINTEL

I wonder which of the parts is edible?

Jack stares into the huge eye of the beast, his image reflected back. Barbossa appears behind him.

BARBOSSA

Still thinking of running, Jack?
Think you can outrun the world? The
problem of being the last of anything:
by and by, there be none left at
all.

JACK

Sometimes things come back. We're
living proof, mate.

BARBOSSA

Aye, but that's a gamble with long
odds, ain't it? There's no guarantee
of coming back. But passing on --
that's dead certain.

Jack contemplates that one. Barbossa regards the beast.

BARBOSSA (CONT'D)

The world used to be a bigger place.

JACK

It's still the same size. There's
just less in it.

(reluctant)

Summoning the Brethren Court, is it?

BARBOSSA

Our only hope.

JACK

That's sad commentary, in and of
itself.

581 INT. BLACK SAND BEACH - WELL - DAY

581

Marty stoops to drink -- jumps back with a shout. A BODY
lies dead in the water, face down. Barbossa samples a handful
of water, spits it out.

BARBOSSA

Poisoned. Fouled by the body.

The body is turned over -- Steng, the betrayer in Singapore.
The wooden fid has been driven through his eye.

PINTEL

Hey, I know him!

There's a SHOUT from outside --

582 EXT. BLACK SAND BEACH - DAY

582

They rush outside. Ragetti yells something, but words are
lost. He points --

OUT PAST THE REEF floats the Black Pearl -- and next to it, a Chinese fighting ship, the EMPRESS.

Jack and Barbossa stare. There is a loud CLICK! Their eyes go sideways to find -- Tai Huang holds a pistol on them, backed by his men.

JACK
(points)
He's the Captain.

583 EXT. BLACK PEARL - MAIN DECK - LATER

583

The landing party climbs on deck. CHINESE PIRATES -- too many to fight -- have taken over the Pearl. They've stripped the crew of their weapons, shackled them together.

Elizabeth is held by TWO GUARDS. One of them rubs a swelling eye, the other has a bloody lip.

Jack and Barbossa spot Sao Feng at the same time. Jack recognizes him, and tries to be inconspicuous behind Barbossa.

BARBOSSA
Sao Feng. You showing up here, 'tis truly a remarkable coincidence.

SAO FENG
Fortune smiles upon those prepared to meet its gaze.
(moves toward Jack)
Jack Sparrow. You paid me great insult, once.

He SLUGS Jack in the jaw. Jack staggers, his knees buckle -- but he keeps his feet. Holds up a hand to Sao Feng to wait, searches for his hat. Finds, sets it back on his head.

JACK
So now we can call it square.

SAO FENG
Hardly.

Will strides up -- he spots Elizabeth in chains --

WILL
She's not part of the bargain. Release her.

BARBOSSA
And what bargain be that?

SAO FENG

(to his men)

You heard Captain Turner. Release her.

JACK

Captain Turner?

GIBBS

Aye, the perfidious rotter led a mutiny against us.

JACK

It's always the quiet ones.

Elizabeth, unchained now, eyes Will warily.

ELIZABETH

Why didn't you tell me you were planning this?

WILL

It was my burden to bear.

BARBOSSA

The only way a pirate can make a profit, these days, is by betraying other pirates.

SAO FENG

I can live with that ... as long as I am not the other pirates.

JACK

But you've no acrimony toward mutineers?

SAO FENG

He did not mutiny against me, did he?

WILL

I need the Pearl. That's the only reason I came on this voyage.

JACK

He needs the Pearl --

(to Elizabeth)

-- and you felt guilty --

(to Barbossa)

-- and you and your Brethren Court ... Didn't anyone come to save me just because they missed me?

Gibbs, Marty and Cotton raise their hands -- Pintel and Ragetti see, and follow their lead.

JACK (CONT'D)

(points)

I'm standing over there with them.

Sao Feng grabs his arm.

SAO FENG

I'm sorry, Jack, but there's an old friend who wants to see you first.

JACK

I'm not certain I can survive any more visits from old friends.

SAO FENG

Here is our chance to find out.

He nods his head toward a spot over Jack's shoulder --

Rounding the island is the ENDEAVOUR. Jack is yanked roughly away by Sao Feng's men.

584 INT. ENDEAVOUR - CAPTAIN'S CABIN - DAY

584

Jack has been escorted into the room. Beckett signals his guards to leave without turning. He stands at the window, peering out at the Black Pearl. Jack's effects are on the table -- including the Compass. So is a decanter and two glasses of Sherry. Jack searches the room surreptitiously under the following:

BECKETT

Remarkable. The last I saw of that ship, she was on fire, a blackened hulk sinking beneath the waves.

JACK

Thank you for that memory.

BECKETT

We had a deal. I contracted you to deliver cargo on my behalf. You chose to liberate it.

Jack glances toward his right wrist.

JACK

People aren't cargo, mate.

BECKETT

And you incurred a heavy debt to raise her back up, didn't you? It's not here, Jack.

He turns. Jack assumes an air of questioning innocence.

JACK

What is not?

BECKETT

The heart of Davy Jones. Is safely aboard the Flying Dutchman, and so unavailable for use as leverage to satisfy your debt to the good captain.

Jack clocks that.

JACK

By my reckoning, that account's been settled.

BECKETT

By your death. And, yet, here you are.

JACK

Close your eyes and pretend it's all a bad dream. That's how I get by.

Beckett's control lapses momentarily; he says something he's wanted to say for a long time.

BECKETT

Your good deed cost me much, Jack!

JACK

And you spared me any possibility of ending up as anything other than what I am. And for that, I thank you.

He picks up a couple of the model ships from the table, pretends to "sail" them.

JACK (CONT'D)

Will someone be in soon to draw you a bath?

Beckett takes them from Jack, puts them back in their places.

BECKETT

It would be nice if all of us could be on holiday year 'round, but someone must ensure that the world turns properly.

(looking over his
"world")

People are what they love, Jack, and what they love is cargo.

(MORE)

BECKETT (CONT'D)

They love spices, and linens, silks
... plantains ... and as long as it
arrives on time and in sufficient
supply, they are content to be nothing
more than figures in a ledger. You're
a smart man; you know I'm right.

JACK

If you're offering me a seat on the
board, I am neither depraved enough
nor drunk enough to accept.

Beckett hands one of the GLASSES of sherry to Jack, who's a
bit surprised. Beckett toasts him.

BECKETT

Then perhaps you'll consider a
different arrangement. One that
requires nothing from you but
information.

Jack has spotted the Pieces of Eight on Beckett's desk.

JACK

Regarding the Brethren Court, no
doubt. In exchange for fair
compensation? Square my debt with
Jones, guarantee my freedom?

BECKETT

Of course. It's just good business.

JACK

Were I in a divulgatory mood, what
might I divulge?

BECKETT

Everything. Where are they meeting?
Who are the Pirate Lords? What is
the purpose of the nine pieces of
eight?

JACK

I think I'd prefer to maintain my
monopoly on those answers. It's just
good business.

BECKETT

You haven't changed. Enjoy the
gallows.

JACK

I've been. Once you've taken in the
view, there's not much else to it.

(MORE)

JACK (CONT'D)

Now, far be it for me to give advice to you, but if I were me and you were you and we each had the same lack of trust in the other, imagine you are me. You would propose that rather than you telling me where the Brethren Court is meeting, you lead me there instead, whereupon you could serve up to me the Pirate Lords, the Nine Pieces of Eight, and the whole of the Brethren Court on a silver platter. And you being me, I would likely accept such an offer.

BECKETT

On a silver platter?

JACK

With a frilly linen napkin and a spicy banana on the side.

585 EXT. BLACK PEARL - DECK - DAY

585

Sao Feng's men guard Barbossa, Will, Elizabeth and the rest of Barbossa's crew. They all wear shackles.

Mercer and a crew of sailors fan out on the ship. The sailors begin preparations to sail. One tries to take the wheel from Huang. Sao Feng and Will intercept Mercer.

SAO FENG

My men are crew enough.

MERCER

Company ship, company crew.

WILL

(to Sao Feng)

You agreed, the Black Pearl was to be mine.

SAO FENG

And so it was.

Sao Feng gestures. One of his men punches Will from behind in the kidneys, knocking the wind of out of him. Two others shackle his arms.

Will is hauled away. Sao Feng turns to Mercer.

SAO FENG (CONT'D)

Beckett agreed, the Black Pearl was to be mine.

MERCER

And so it was.

(smiles)

Lord Beckett wouldn't give up the one ship as might prove a match for the Dutchman, would he?

Sao Feng looks around. The sailors outnumber his men, and all are armed, watching for trouble. Sao Feng nods sharply to his man at the wheel -- he steps aside for the sailor.

Mercer gives Sao Feng a half-salute and ambles away. Barbossa sidles up next to Sao Feng.

BARBOSSA

Shame they're not bound to honor the Code of the Brethren. Isn't it? Of course, honor's a hard thing to come by, nowadays.

SAO FENG

There is no honor to remaining with the losing side. Leaving it for the winning side ... that's just good business.

BARBOSSA

The losing side, says you.

SAO FENG

They have the Dutchman. And what do the Brethren have?

He sees Sao Feng is considering his words. He leans close.

BARBOSSA

We have ... Calypso.

Sao Feng is surprised; unbidden, his eyes cut toward Elizabeth -- Barbossa clocks it -- then Sao Feng adopts a skeptical mein.

SAO FENG

Calypso. An old legend.

BARBOSSA

No, the goddess herself, bound in human form ... fury or favor, you not be knowing ... but when the mood strikes her, and it's her favor she bestows upon a lucky sailor ... well, you've heard: legendary.

Barbossa and Sao Feng exchange knowing smirks.

BARBOSSA (CONT'D)

There was a time when the seas be
untamed, the world a rougher place,
and a sailor made his own fate.

(beat)

I aim to bring it back. And for that,
I need the Brethren Court.

Barbossa taps the knot pendant Sao Feng wears.

BARBOSSA (CONT'D)

All the court.

SAO FENG

What are you proposing?

BARBOSSA

What be you accepting?

SAO FENG

The girl.

ELIZABETH

What?

WILL

We give you Elizabeth in exchange
for helping us escape?

Sao Feng nods -- it seems a reasonable price to him.

BARBOSSA

No. No. Out of the question.

SAO FENG

It was not a question.

Elizabeth has been thinking it through.

ELIZABETH

Done.

WILL

What?

(to Sao Feng)

Not done.

ELIZABETH

You've put us in these straits. If
this frees us, then ...

(again, to Sao Feng)

Done.

WILL

No.

ELIZABETH

My choice. My choice alone.

WILL

Elizabeth, they are pirates.

ELIZABETH

I've had more than enough experience
dealing with pirates.

She says it pointedly, imply she's had more than enough of
dealing with one pirate in particular: him.

SAO FENG

I am pleased --

He reaches out to take her arm, but she yanks it out of his
grasp, holds up a warning finger: ah-ah.

SAO FENG (CONT'D)

My apologies. I know I must earn
your favor.

Elizabeth is a bit surprised by his respect, but she's willing
to take it.

ELIZABETH

That's right. You do.

BARBOSSA

Then we have an accord?

SAO FENG

Agreed.

They shake.

GIBBS

Now if we only had a plan.

586 INT. ENDEAVOUR - CAPTAIN'S CABIN - DAY

586

JACK

You can keep Barbossa. The belligerent
homunculus and his friend with the
wooden eye, both. And Turner.
Especially Turner. If he were twins,
you could have all three of 'em.

Beckett notes that, suspicion behind his eyes.

BECKETT

And what becomes of Miss Swann?

JACK

What interest is she to you?

Beckett gives Jack a knowing smile.

JACK (CONT'D)

The rest go with me aboard the Pearl,
and I will lead you to Shipwreck
Cove. A fair deal, don't you think?

Jack extends his hand. Beckett smiles at it.

BECKETT

Jack, I just recalled: I have this
wonderful Compass that points to
whatever I want. So for what do I
need you?

JACK

Points to the thing you want most.
And that's not the Brethren Court,
is it?

BECKETT

No? Then what is, Jack?

JACK

Me.

(long beat)

Dead.

He gestures to the compass: try it. Beckett opens the compass.
From his reaction, it points to Jack. Jack scuttles sideways.
From Beckett's reaction, the needle follows him.

BECKETT

Damn.

He flings the compass to Jack. Then realizes:

BECKETT (CONT'D)

Although, it occurs: if I got what I
wanted most, then wouldn't what I
wanted second most become the thing
I wanted most? If I killed you, I
can find ... Shipwreck Cove, was it?
On my own. Cut out the middleman, as
it were ... literally.

JACK

With me killed, then you'll arrive
at the Cove, find it's a stronghold,
nigh impregnable, able to withstand
blockade for years, and you'll be
wishing, oh, if only there was someone
who you had not killed inside to
ensure that the pirates come outside.

BECKETT

And you can accomplish this?

JACK

You may kill me, but you may never
insult me. Who am I?

(beat)

I'm Captain Jack Sparrow, mate. Do
we have an accord?

He nods, indicating his still-extended hand. Beckett hesitates --

THE SHIP IS ROCKED BY CANNON FIRE. Beckett falls forward.
Jack grabs his hand, shakes it --

JACK (CONT'D)

Done!

-- scoops up his effects and heads for the door

587 EXT. ENDEAVOUR - MAIN DECK - DAY

587

Jack appears on deck, Beckett trailing. BODIES are littered,
the aftermath of fighting. Beckett looks out -- the Empress
sails off, already distant. CANNON FIRE and GUNSHOTS from
the Black Pearl --

588 ON THE BLACK PEARL, the last of Beckett's men are cut down. Mercer
is driven back, somersaults off the stern --

588

-- SPLASHES into the water.

589 ON THE ENDEAVOUR - Jack stares at the Pearl. Searches for a way
across. He shoves a GUNNER away from a cannon, kicks away the
brace, flips the cannon over, facing into the ship.

589

Beckett turns, looks -- Jack wraps a rope around the cannon
wheel, a burning fuse lighter in hand.

BECKETT

You're mad.

JACK

Oh thank goodness. Because if I am
in fact not living some wretched
fever dream, I doubt this will work.

Jack lights the cannon -- Beckett dives out of the way as it
FIRES -- the ball hits the mast behind him, cracking it. The
RECOIL shoves the cannon violently back; it SMASHES through
the rail -- and PLUMMETS --

Jack hangs on as the rope pulls him upwards and out, flying
across --

590 EXT. BLACK PEARL - DECK - DAY

590

Barbossa follow's Jack's trajectory. Winces at a series of HORRIBLE CRASHING SOUNDS. Pushes forward, sees:

A ripped sail. Splintered barrel. Tangled rope. Spilled tar and scattered gunpowder. The aftermath of what had to be a terrible landing. PAN UP TO REVEAL:

Jack Sparrow, standing on the aft railing, unhurt, in a relaxed pose. He smiles.

JACK

Tell me you didn't miss me.

Barbossa turns away in disgust. Jack hops down, comes face-to-face with Will.

JACK (CONT'D)

Send this piss-yellow traitor to the brig.

Will is dragged away --

591 ON THE ENDEAVOUR, OFFICER GROVES steps up to Beckett.

591

GROVES

Which ship do we follow?

BECKETT

Signal the Dutchman. We follow the Pearl -- how soon can we have the ship ready to pursue?

Behind them, the broken mast cracks and FALLS, the sails plummeting. Groves stares off at the Pearl in open admiration.

GROVES

Do you think he plans it all out, or just makes it up as he goes along?

592 EXT. CARIBBEAN SEA - EVENING

592

A spectacular storm front on the horizon. The Chinese junk EMPRESS sails to avoid it --

593 INT. EMPRESS - CAPTAIN'S CABIN - NIGHT

593

Hanging silks and pillows, lit by candlelight, attended by three Chinese MAIDENS. Elizabeth turns as Sao Feng enters.

He stares in open admiration. She is stunning in a traditional Chinese gown. Final adjustments are made by the Maidens.

He recites a verse of the poem *To Zhang's Dancing*:

SAO FENG

*Young willow shoots. Touching,
brushing, the water. Of the garden
pool.*

Sao Feng dismisses the Maidens. He offers her wine.

ELIZABETH

I admit, this is not how I expected
to be treated.

SAO FENG

No other treatment would be worthy
of you ... Calypso.

Elizabeth freezes with the glass at her lips.

ELIZABETH

Excuse me?

SAO FENG

Not the name you fancy, I imagine,
out of the many that you have ...
but it is what we call you.

ELIZABETH

We being who?

SAO FENG

Whom.

ELIZABETH

Who.

Sao Feng considers it, shrugs.

SAO FENG

We of the Brethren Court and our
predecessors, who concealed you in
this form. Your forgiveness. I lied.
Who imprisoned you -- oh. "Who." You
were right.

ELIZABETH

Goddess.

SAO FENG

You confirm it?

ELIZABETH

Confirm what? You've told me nothing.

SAO FENG

The Brethren Court -- not I, the
first Brethren Court, who ... whom
(MORE)

SAO FENG (CONT'D)

... whose decision I would have
opposed ... they bound you in human
form, so that rule of the seas would
belong to men, and not ...

ELIZABETH

Me.

SAO FENG

But one such as you should never be
anything less than what you are.

ELIZABETH

Pretty speech from a captor. But
words whispered through prison bars
lose their charm.

SAO FENG

Can I be blamed for my efforts? All
men are drawn to the sea. Perilous
though it may be.

ELIZABETH

Some men offer desire as justification
for their crimes.

SAO FENG

I offer simply my desire.

ELIZABETH

An item of such small value. And in
return?

SAO FENG

I would have your gifts, should you
choose to give them.

ELIZABETH

And if I choose not?

SAO FENG

Then I will take your fury.

He leans in -- kisses her. She pushes him back.

In the distance, there is a muffled distant explosion --
incoming projectile -- a sudden CRASH. Outside, there are
shouts and screams, cannon fire and pistol shots. Elizabeth
ducks down as lead balls slam into the hull --

Elizabeth glances through the porthole -- smoke and flashes
of explosion, she only make out the ship is under attack.

A second cannon ball hits blasts through the hull.

Sao Feng lies on the deck, bloody, a long sharp shard of wood buried in his chest.

ELIZABETH

Sao Feng?

SAO FENG

Here. Please.

Sao Feng removes the rope knot pendant he wears.

SAO FENG (CONT'D)

The Captain's Knot. Take it.

(she hesitates)

So you'll be free! Take it! I must pass it on to the next Brethren Lord.

ELIZABETH

Me?

SAO FENG

Go in my place to Shipwreck Cove.

She takes the pendant. Tai Huang bursts through the door. Sounds of fighting follow him into the cabin --

TAI HUANG

Captain! The ship is taken! We cannot --

He pulls up short, takes in the scene. Sao Feng, mortally wounded, bleeding, whispers something low to Elizabeth, who listens intently.

SAO FENG

Calypso ...

He dies in Elizabeth's arms.

TAI HUANG

What did he tell you?

She holds up the pendant, now hanging around her neck.

ELIZABETH

He made me Captain.

594 EXT. EMPRESS - MAIN DECK - NIGHT

594

Elizabeth steps onto the deck -- littered with bodies, cannon smoke hanging in the air. Sails ripped to shreds. Moans from injured sailors. Huang follows behind her.

-- the Flying Dutchman, with its contingent of encrusted crewmen. Elizabeth watches as they continue to swarm onto the ship, round up terrified sailors. Smoke on deck parts --

And there is Commodore Norrington, striding forward, surveying the damage. He lifts his eyes -- and sees Elizabeth.

ELIZABETH

James?

NORRINGTON

Elizabeth!

He embraces her. She endures it.

NORRINGTON (CONT'D)

I heard you were dead!

ELIZABETH

And I mourned you.

He self-consciously straightens his uniform jacket.

NORRINGTON

Your father will be overjoyed to know you are well.

ELIZABETH

My father is dead.

NORRINGTON

No, he's not. He returned to England.

ELIZABETH

Lord Beckett told you that?

NORRINGTON

... Yes.

Davy Jones steps past them, questions a line up of sailors.

DAVY JONES

Who among you do you name as Captain?

Huang points quickly at Elizabeth --

HUANG

Captain! Her!

Other sailors quickly chime in, point. Norrington looks at Elizabeth, surprised.

NORRINGTON

Tow the ship. Take the sailors to the brig.

DAVY JONES

You heard the Admiral!

NORRINGTON

The Captain may have my quarters.

ELIZABETH

No thank you, sir. I prefer to remain with my crew.

She moves to follow her crew, being led away.

NORRINGTON

Elizabeth, I swear -- I did not know.

ELIZABETH

Know what? Which side you chose? Now you do.

595 INT. FLYING DUTCHMAN - BRIG - NIGHT

595

Crew members of the Empress are locked in various cells. JIMMY LEGS closes the bar on Elizabeth, alone. A thought hits her -- she asks tentatively:

ELIZABETH

Bootstrap?

Jimmy Legs just laughs, and moves away. He passes Clacker, who mops the deck. Elizabeth calls to him, softly:

ELIZABETH (CONT'D)

Bootstrap? Bill Turner?

Clacker grunts and turns his back. Elizabeth gives up, slumps down in the cell. Next to her, EYES in the ship's hull OPEN.

BOOTSTRAP

You know my name.

Elizabeth jumps. Looks. She is not alone. BOOTSTRAP BILL is there. A barely human form, seemingly part of the ship.

ELIZABETH

I know your son. Will Turner.

BOOTSTRAP

William! He's all right?

(she nods)

He made it! He's alive. Hah! And now he's sent you to tell me that he's coming to get me. He promised. God's wounds, he's on his way!

ELIZABETH

Yes. Will is alive, and -- he wants to help you.

There is hope in his eyes -- then a thought suddenly hits.
Hope vanishes. Despair clouds his features.

BOOTSTRAP

No. He can't come. He won't come.

ELIZABETH

I don't know how, but he will try, I
am sure. You're ... his father.

Bootstraps looks slyly at her.

BOOTSTRAP

I know you. He spoke of you.
Elizabeth.

ELIZABETH

Yes.

BOOTSTRAP

He can't save me. He won't. Because
of you.

ELIZABETH

Me?

BOOTSTRAP

You're Elizabeth.

Bootstrap falls silent. Elizabeth waits, then prompts him.

ELIZABETH

Yes. I'm Elizabeth.

BOOTSTRAP

If Jones be slain ... he who slays
him takes his place. Captain. Forever.
Every man before the mast knows that,
Elizabeth! The Dutchman must have a
Captain.

Elizabeth puts it together.

ELIZABETH

I see --

BOOTSTRAP

If he saves me ... he loses you.

ELIZABETH

Yes.

BOOTSTRAP

He won't pick me. I wouldn't pick
me. The Dutchman must have a Captain.

ELIZABETH
You said that.

Bootstrap nods, slowly fades back into the ship.

BOOTSTRAP
Tell him -- don't come! Tell him --
stay away! Can you tell him? It's
too late. I'm part of the ship. The
crew.

Bootstrap's eyes close, he becomes utterly still. Elizabeth
reaches out a hand to comfort him. Suddenly his eyes open.

BOOTSTRAP (CONT'D)
You know my name.
(Elizabeth frowns)
You know my name!

ELIZABETH
Yes. I know your son.

BOOTSTRAP
William! He's alive?

Bootstrap stares, waiting for the answer. Elizabeth nods.

BOOTSTRAP (CONT'D)
He'll come for me. He promised. You'll
see.

Bootstrap fades back into the hull. Elizabeth regards him
with horror ... and pity.

596 EXT. ENDEAVOUR - COMMAND DECK - DAY

596

Lieutenant Greitzer scans the horizon with a spyglass. Beckett
looks the opposite direction, out to sea.

ON THE HORIZON, a blur of movement. The faint, raucous CRY
of birds can be heard. Beckett is thoughtful.

BECKETT
Glass.

THROUGH THE SPYGLASS, a spinning TOWER of SEAGULLS rises
over some floating object --

597 EXT. CARIBBEAN SEA - DAY

597

Gulls circle, filling the sky. Their cries much LOUDER.

IN THE WATER, a dead BODY. Bloated and pale. It is one of
Beckett's men, killed in the Black Pearl's escape, lashed to
two barrels. A SEAGULL pecks at the man's ear, flies away
with the prize, pursued by others --

598 EXT. ENDEAVOUR - COMMAND DECK - DAY

598

The body is hauled onto the deck. Beckett removes a rum bottle -- with a note inside. He fishes the paper out, unrolls it -- on it is the SYMBOL of the East India Trading Company.

Greitzer spots something.

GREITZER

Sir.

Beckett looks up. On the edge of the horizon, faint and nearly out of sight -- another whirling TOWER OF SEAGULLS.

BECKETT

Like bread crumbs. Ghastly.
(re: the note)
And we are meant to follow.

GREITZER

A betrayer among them? Or a trap?

BECKETT

A gambit. By a skilled opponent.
(smiles)
Adjust course, Lieutenant.

Greitzer is surprised, but nods.

BECKETT (CONT'D)

We can only hope to reach our
destination ... before they run out
of bodies.

599 EXT. BLACK PEARL - FORECASTLE - NIGHT

599

Will ties a body to a barrel. He's working almost automatically. He uses his knife to cut a rope -- pauses. Gazes at it. The anguish is apparent.

JACK (O.S.)

You escaped the brig even quicker
than I expected.

Will whirls, ready for attackers --

Jack lounges on the rail above the forecastle. How long has he been there?

JACK (CONT'D)

Hold on, William. Do you notice
anything? Or, rather, do you not
notice anything? Or, rather, do you
notice something that is not there
to be noticed?

WILL

You haven't raised an alarm.

JACK

That's odd, isn't it?

He drops down to the forecandle, looks over Will's handiwork.

JACK (CONT'D)

But not so odd as this. You came up with this all on your lonesome?

WILL

I said to myself, think like Jack.

JACK

And this is what you arrived at? Lead Beckett to Shipwreck Cove so as to win his trust and accomplish your own ends? It's like you don't know me at all.

WILL

Think like Jack, but do what's right.

JACK

And how does your dearly beloved feel about your plan?

Will returns to his work without answering.

JACK (CONT'D)

Ah. You've not seen fit to trust her with it.

WILL

I'm losing her, Jack. Every step I make for my father ... is a step away from Elizabeth.

JACK

If you choose to lock your heart away, you will lose her for certain. But if I might offer an exceedingly simple solution: Don't save your father.

WILL

I have to. I can't turn my back on him.

JACK

"Can't" is a matter of fact.

(MORE)

JACK (CONT'D)

You can if you want, but you won't --
and that makes it a choice.

Will considers his words, unable to disagree.

JACK (CONT'D)

That's what life is, boyo: choices.
Out of all the things you can do,
what will you do?

Will is now at a loss ... slumps. Just where Jack wanted
him:

JACK (CONT'D)

If I might lend a machete to your
intellectual thicket: Avoid the choice
altogether. Change the facts. Let
someone else dispatch Jones.

WILL

Who?

(Jack indicates: "me")

You?

JACK

Death has a way of reshuffling one's
priorities. I slip aboard the
Dutchman, I find the heart and stab
the beating thing. Your father goes
free from his debt, and you are free
to be with your charming murderess.

WILL

And you bind yourself to the Dutchman --
forever.

JACK

No, I am free forever. Free to sail
the seas, beyond the edges of the
map, free from death itself. Crew
aboard the Dutchman is one thing,
but Captain? Sign me up.

WILL

You have to do the job. You have to
ferry souls to the next world or end
up just like Jones.

Jack considers what that might be like, puppeteering his
beard braids like tentacles. Shudders.

JACK

I don't have the face for tentacles.
(MORE)

JACK (CONT'D)

Then I'll take on the obligation and not quite be completely free ... but immortal has to count for something. Now, here.

He hands Will his compass.

WILL

What's this for?

JACK

Think like me. It'll come to you.

Will puzzles -- then realizes exactly what Jack is going to do just a half-a-second too late -- and Jack SHOVES HIM OVER THE SIDE.

600 EXT. CARIBBEAN SEA - NIGHT

600

Will hits the water. He surfaces. The BARREL (with body) SPLASHES down beside him, narrowly missing him. Will hauls himself atop.

JACK

(leans out)

Give my regards to Davy Jones!

He smile broadly, waves, disappears.

WILL

I hate him.

601 EXT. CARIBBEAN SEA - NIGHT

601

Amid calm seas, the Empress is towed by the Dutchman. Other ships in the group are dark outlines against the sky.

602 EXT. FLYING DUTCHMAN - BRIG - NIGHT

602

Elizabeth's eyes open at the sound of her jail door opening. Norrington is there.

NORRINGTON

Be quiet. This way. Hurry.

Sao Feng's crew members look to Elizabeth. She nods, and they move past.

ELIZABETH

What are you doing?

NORRINGTON

Choosing a side.

She follows him. The cell door hangs open. Bootstrap Bill appears, staring at the open. He pushes it open further ... shuffles through.

603 EXT. FLYING DUTCHMAN - STERN BALCONY - NIGHT

603

Norrington leads Elizabeth and her crew to the tow rope. Like rats on a line, crew members crawl across to the Empress.

NORRINGTON

One at a time. Quickly now.

(to Elizabeth)

Do not go to Shipwreck Cove. Beckett knows of the meeting of the Brethren. I fear there is a traitor among them.

ELIZABETH

It is too late to earn my forgiveness.

NORRINGTON

I do not ask it. I had nothing to do with your father's death. But that does not absolve me of my other sins.

Elizabeth looks at him -- and finally believes him.

ELIZABETH

Come with us.

Norrington wants to come.

ELIZABETH (CONT'D)

James. Come with me.

Norrington really wants to. Nearly all of the Chinese crew members are across. Elizabeth implores him. Then there is a sound from the deck -- a FIGURE shuffles toward them.

BOOTSTRAP (O.S.)

Who goes there?

The moment is broken. A lingering look -- and then Norrington draws his sword, turns. Elizabeth stands beside him.

NORRINGTON

GO! I will follow.

ELIZABETH

You're lying.

NORRINGTON

Our destinies have been entwined, Elizabeth. But never joined.

Norrington gives in -- and kisses her. He breaks the kiss --

NORRINGTON (CONT'D)

GO! NOW!

He shoves her away. Turns. The Figure grabs a pike for a weapon. Steps out of the dark. It is Bootstrap Bill.

NORRINGTON (CONT'D)

Back to your station, sailor.

Elizabeth, upside down, crawls along the line. Bootstrap sees her. Something isn't right. Not quite sure what.

BOOTSTRAP

No one leaves the ship.

NORRINGTON

Stand down. That's an order.

BOOTSTRAP

Part of the crew. Part of the ship.

Bootstrap stares, like he's trying to figure it all out.

NORRINGTON

Steady, man.

Something snaps in Bootstrap.

BOOTSTRAP

All hands! All hands! Prisoner escape,
all hands!

Norrington races toward Bootstrap.

NORRINGTON

Belay that!

Bootstrap shuts up. Too late. The SOUND of running FOOTSTEPS approach. Crewmen appear --

Elizabeth, hanging upside down, is halfway across. She sees he is in trouble.

ELIZABETH

James!

She starts back toward him --

Norrington draws his pistol, aims upwards, FIRES --

-- hitting the tow line, severing half the strands. The other strands quickly strain and SNAP --

Elizabeth swings down and away, SPLASHES into the water, as the EMPRESS drifts free. She hangs on, pulls hand over hand --

Norrington spins back --

AND IS RUN THROUGH, stabbed by Bootstrap Bill. Norrington cries out in pain --

NEAR THE EMPRESS, Elizabeth grabs a rope, dangles near the hull. As the two ships part, as she disappears into darkness, she looks back in time to see --

ELIZABETH (CONT'D)

NO! JAMES!

-- Norrington collapse to the deck. Bootstrap stands over him ... doesn't understand what he has done. Crewmen appear, crowd the deck, staring.

CLACKER

The Admiral's dead. The Admiral's dead!

The phrase echoes through the Crewmen. Davy Jones appears --

CLACKER (CONT'D)

To the Captain's Cabin! Aye!

Crewmen race away, past Jones, past Bootstrap, knocking him back. Bootstrap still doesn't understand. Jones leans down.

JONES

James Norrington ... do you fear death? Do you fear judgment on the other side?

Norrington suddenly lurches upwards, thrusting his sword into Jones' shoulder. Jones frowns, unaffected, unhurt. Norrington stares ... then collapses, dead.

JONES (CONT'D)

I take that as a -- 'no.'

Jones pulls Norrington's sword out of his shoulder. Regards the blade with genuine appreciation ...

JONES (CONT'D)

Nice sword.

He slashes it through the air --

604 EXT. FLYING DUTCHMAN - DECK - NIGHT

604

Crewmen rush pell-mell along the deck amid shouts of 'The Admiral's dead!' 'to the Captain's Cabin!' They rush the door and burst in --

605 INT. FLYING DUTCHMAN - CAPTAIN'S CABIN - NIGHT

605

Pirates crowd in and before them is a tableau: The chest is open. Murtogg and Mullroy, trembling, and several other SOLDIERS have their rifles pointed directly at the heart.

And behind them stands -- Mercer. Next to him is a small cannon. The Pirates pull up short. They part as Davy Jones enters. Jones is scared.

JONES

Close it. CLOSE IT.

Jones nods. Mercer closes the chest, locks it with a KEY on a chain. He tilts the cannon into place -- pointed squarely at the chest.

MERCER

Nothing has changed.

Jones watches as Mercer puts the chain around his neck.

606 EXT. BLACK PEARL - DECK - DAY

606

Jack and Gibbs on the aft deck. Cotton at the wheel.

GIBBS

Look alive and keep a careful eye!
Not for nothing it's called Shipwreck
Island, where lies Shipwreck Cove
and Shipwreck City!

JACK

You know, for all that pirates are
clever clogs capable of the most
underhanded and duplicitous thinking
... we are an unimaginative lot when
it comes to naming things.

GIBBS

Aye.

607 ON THE FORWARD DECK, Tia Dalma finds Barbossa.

607

TIA DALMA

Barbossa, why you not giving the
order to man the guns? All the
Brethren be gathered in this place.
You can force them do as you want!

BARBOSSA

What I want is not to act the fool,
and what you're suggesting is nought
but fool's folly.

Tia Dalma caresses Barbossa's cheek seductively.

TIA DALMA

If you no longer want my favor,
Barbossa, then perhaps I should be
calling a different captain to my
cause. Witty Jack would not turn
down the promise to survive the coming
storm, I think.

BARBOSSA

I do not renege on a bargain once
struck, but we agreed to ends only;
the means are mine to decide.

Tia Dalma catches his wrist. She squeezes, and his forearm
and hand become decayed, skeletal -- dead.

TIA DALMA

Caution, Barbossa. Do not forget it
was by my power you be returned from
the dead ... or what it means if you
fail me.

She moves away, but he catches her arm and pulls her close.

BARBOSSA

And don't you forget why you had to
bring me back, and why I could not
leave Jack to his well-deserved fate,
and why I could not give Sao Feng a
second smile in his throat to match
that ineffably smug one he wears on
his face. It took nine Pirate Lords
to bind you, Calypso -- and it takes
no less than nine to set you free.
'Til then, I'll not be taking commands
from you, nor risk you reaching accord
with someone else! Mr. Pintel! Mr.
Ragetti! Take this ... fishwife to
the brig!

Pintel and Ragetti hurry to comply.

PINTEL

Right this way, Missus Fish.

608 ON THE AFT DECK, the exchange has not escaped Jack.

608

JACK

Step out, Mr. Cotton.
(he takes the wheel)
There's some dangerous cross tides
ahead that will prove a trick to
navigate.

609 EXT. SHIPWRECK ISLAND - DUSK

609

The Black Pearl sails straight at the cliff, as if it will run aground. But revealed amid the rocks is a huge SEA TUNNEL --

610 INT. DEVIL'S THROAT - DUSK

610

The Black Pearl sails through. Gibbs glances over the side.

GIBBS

Deep enough for the ship's draw. I would never have believed it.

JACK

If you knew how many died making it deep enough -- you'd believe.

They sail toward a distant light. The ship passes outside --

611 EXT. SHIPWRECK COVE - SHIPWRECK CITY - DUSK

611

FROM ABOVE, Shipwreck Island is hollow, with a round water cove. In the center is Shipwreck City, constructed of broken, derelict ships.

Moored around the city -- PIRATE SHIPS, of all types, from all over the world. PULL BACK to find Pintel, Ragetti and Jack as they stare out.

PINTEL

Look at them all!

BARBOSSA

There's not been a gathering like this in our lifetime.

JACK

And I owe all of them money.

612 EXT. CARIBBEAN SEA - NIGHT

612

Squawking seagulls circle above the Endeavour, diving down to the barrels on deck. The Flying Dutchman is moored alongside.

613 INT. ENDEAVOUR - CAPTAIN'S CABIN - NIGHT

613

The door is opened by Groves, who steps out of the way (quickly) to let an angry Jones pass.

JONES

I cannot be summoned like some mongrel pup.

BECKETT

Apparently, you can. I believe you know each other.

He gestures to: Will, who holds a teacup and saucer. He nods to Jones.

JONES
Come to join my crew again, Master Turner?

WILL
Not yours. His.
(suddenly 'remembers')
Jack Sparrow sends his regards.

Beckett is surprised by that -- just as Will intended.

JONES
Sparrow?

WILL
(to Beckett)
You didn't tell him Jack was rescued from the locker? Along with the Black Pearl?
("tsk, tsk")

Jones absorbs this, turns his ire on Beckett.

JONES
What else have you kept from me?

BECKETT
There is another issue
(pointed toward Will)
far more troubling.
(to Jones)
You are familiar with a person called "Calypso"?

Jones tries for a measured response, but is not quite successful.

JONES
Not a person. A heathen god. Who delights in cursing men with their wildest dreams, and then revealing them to be hollow and nought but ash. The world is well-rid of her.

WILL
Not quite so well, actually.
(sips his tea)
The Brethren Court intends to release her.

JONES
No. They cannot!
(MORE)

JONES (CONT'D)

The first court promised to keep her imprisoned forever! That was our agreement!

BECKETT

Your agreement?

JONES

I told them how to bind her. She could not be trusted. She gave me no choice.

Will clocks that; the words are familiar --

JONES (CONT'D)

(to Beckett)

We must act before they release her.

-- and Will realizes:

WILL

You loved her.

Jones snaps a look at him.

WILL (CONT'D)

She's the one. And then you betrayed her.

JONES

She pretended to love me. She betrayed me.

WILL

And after which betrayal did you cut out your heart, I wonder?

Jones hurls the table out of the way, slaps away Will's tea cup, gets right in his face.

JONES

Do not test me!

WILL

(re: his tea)

I wasn't finished with that.

(down to business)

You will free my father.

(stands; to Beckett)

And you will guarantee Elizabeth's safety, and my own.

Will considers that briefly, shrugs: sure, makes sense.

BECKETT

Your terms are steep, Mr. Turner. We will expect fair value in return.

JONES

There is only one price I will accept: Calypso. Murdered.

WILL

Calypso is aboard the Black Pearl. Jack has sailed the Black Pearl to Shipwreck Cove.

BECKETT

-- with you no longer aboard it. How do you proposed to lead us there?

Will holds up Jack's Compass.

WILL

What is it you want most?

614 INT. SHIPWRECK CITY - BRETHREN COURT - NIGHT

614

ON JACK as he stabs his sword into a GLOBE, joining seven other swords. He flinches at the BOOM! BOOM! of Barbossa hammering the table top with a cannon ball.

BARBOSSA

As he who issued summons, I convene this, the fourth Brethren Court. Your pieces of eight, my fellow captains.

An ABANDONED HULL, curved spars of a wrecked ship, like the ribs of some prehistoric beast. Pirate Lords sit at the table, their lieutenants behind them.

With Jack and Barbossa are: AMMAND the CORSAIR, the scourge of the Barbary Coast; VILLANUEVA, a taciturn Spaniard, CAPITAINE CHEVALLE, an aristocratic Frenchman; GENTLEMAN JOCARD, slave turned pirate; MISTRESS CHING, a blind Chinese woman; and a serene and priestly-looking Hindu, SRI SUMBHAJEE flanked by the two biggest, nastiest-looking guys you've ever seen: AKSHAY and PUSAN.

The Lords toss their pieces of eight into a wooden bowl which contains a Queen of Spades: A snuff box. The neck of a bottle, with cork still in. A pair of spectacles. Etc.

PINTEL

Those aren't pieces of eight. Those are just pieces of junk.

GIBBS

Aye, the original plan called for nine pieces of eight to bind Calypso, but when the first Court met, the Brethren were to a one skint-broke.

PINTEL

So change the name.

GIBBS

What, to nine pieces of whatever we happened to have in our pockets at the time? Oh, yes, that sounds real pirate-y.

BARBOSSA

(holds out his hand)

Mr. Ragetti, if you will?

RAGETTI

I kept it safe, like you said when you gave it to me.

BARBOSSA

Aye, you have, but now I need it back.

Ragetti hesitates. Barbossa holds his hand under Ragetti's eye, gives him a slap on the back of his head -- the eye falls into his hand. Barbossa drops the eye into the bowl.

MISTRESS CHING

We're missing two. By the sound of it.

VILLANUEVA

Sparrow.

Jack reaches for the coin circlet on his headband, considers. Barbossa takes note of the gesture -- Jack drops his hand.

JACK

We're still short one Pirate Lord. I'm content to wait until Sao Feng joins us.

ELIZABETH (O.S.)

Sao Feng is dead.

Elizabeth stands in the doorway, with Huang behind her. She starts in; Huang touches her shoulder, gestures to the globe.

ELIZABETH (CONT'D)

Before he died, he named me captain of the Empress, and passed his lordship onto me.

She stabs her sword into the globe.

JACK
Captain? Captain? They're just giving
the title away now.

Sumbhajee makes a small gesture to Ashay.

AKSHAY
Sri Sambhajee inquires, by whose
hand did Sao Feng perish?

JACK
Hers, I'll wager.

ELIZABETH
Will you never forgive me?
(answering the question)
He fell to the Flying Dutchman.

An uproar of concern, OVERLAPPING dialogue --

CHEVALLE	CHING
Le monster des	The plague ship --
profondeures!	

VALLENUEVA
¡Échelo en infierno!

-- ending with this line, which must be clearly heard:

AMMAND
With the Dutchman against us, there
is no hope!

ELIZABETH
Listen! Listen to me! Our location
has been betrayed. Jones, under the
command of Lord Beckett -- they are
on their way here.

JOCARD
Who is this betrayer?

BARBOSSA
Not likely anyone among us.

Elizabeth realizes --

ELIZABETH
(to Jack)
Where's Will?

JACK
(shrugs)
Not among us.

BARBOSSA

And it matters not how they found us! The question is, what will we do now that they have?

ELIZABETH

We fight.

The other pirates laugh, dismissive.

ELIZABETH (CONT'D)

Good men have already given their lives to this cause!

AKSHAY

(playing to the other pirates)

And so what matters the lives of a few bad ones, quips Sri Sumbhajee.

More laughter.

ELIZABETH

They died in defiance of the Company. That's my measure of good.

That silences them. Jack regards Elizabeth, calculating.

MISTRESS CHING

Shipwreck Cove is a fortress, a well-supplied fortress. There is no need to fight, if they cannot get to us.

Others of the Court give that consideration.

BARBOSSA

There be a third course.

(gathers them by eye)

In another age -- at this very spot! -- the first Brethren Court captured the Sea Goddess, and bound her in her bones. That was a mistake.

BARBOSSA (CONT'D)

We tamed the seas for ourselves, aye, yet opened the door for Beckett and his ilk. Better were the days when mastery of seas came not through bargains struck with eldritch creatures, but by the sweat of a man's brow and the strength of his back alone. And you all know this be true!

They do.

BARBOSSA (CONT'D)
Gentlemen ... ladies ... we must
free Calypso.

The pirate lords are silent ... and then erupt --

AKSHAY
He has lost his senses,
declares Sri Sumbhaje!

CHEVALLE
Démence!

AMMAND
She is a barathrum!

CHING
(in chinese)
No good can come of this!

VILLANUEVA
Ella es nuestra diosa!

JOCARD
Don't let him speak any
further!

AMMAND
Shoot him!

JOCARD
Cut out his tongue!

JACK
Shoot him and then cut out his tongue!
And then shoot his tongue. And trim
that scraggly beard.

HUANG
Sao Feng would have agreed with
Barbossa.

ELIZABETH
Sao Feng's judgment in matters Calypso
shouldn't be trusted, even if he
were here.

The last is directed primarily to Huang. Huang takes her
point, steps back.

VILLANUEVA
Nonetheless, I would have agreed
with Sao Feng.

JOCARD
Calypso was our enemy then, she will
be our enemy now.

CHEVALLE
And her mood's not likely improved,
n'est pas?

Villanueva pulls out his pistol, SLAMS it on the table.

VILLANUEVA

I would still agree with Sao Feng.

CHEVALLE

You threaten me?

VILLANUEVA

I silence you!

He lifts the pistol -- but Chevalle punches him, sends him sprawling into other pirates, the pistol FIRES --

CHING

Vézu! No!

AMMAND

A pox upon thee!

JOCARD

Coward! Feathermerchant!

AKSHAY

Sri Sumbhajee decries you all!

-- Which initiates a pushing, shoving, yelling melee that breaks out in a full-blown brawl --

ELIZABETH

This is madness.

JACK

This is politics.

ELIZABETH

And, meanwhile, our enemy is bearing down upon us.

BARBOSSA

If they not be here already.

6150 INT. BLACK PEARL - BRIG - NIGHT

6150

ON TIA DALMA'S LOCKET, open, playing its tune. She shuts it ... but the TUNE continues. She looks to the shadows beyond the bars ...

JONES emerges, his own locket in his hand, open.

TIA DALMA

My sweet captain ... you've come for me at last.

JONES

You were expecting me?

TIA DALMA

Long ago. It has been torture, trapped in but this single form, condemned to exist on land, cut off from the sea, from all that I love ... from you.

JONES

No. Ten years I devoted to the duty
you charged to me, ten years I looked
after those who died at sea ... and,
finally, when the time came I could
be with you again ... you weren't
there. Why weren't you there?

TIA DALMA

It is my nature. I may have been
there the next time. Would you love
me if I was anything but what I am?

JONES

I do not love you.

His words sting her.

TIA DALMA

Many things you were, Davy Jones ...
but never cruel. You have corrupted
your purpose, and so yourself ...

She reaches a hand out through the bars, toward his chest --

TIA DALMA (CONT'D)

... and you hid away what should
always have been mine.

She touches his chest, where his heart should be -- and he
is REVEALED now, the MAN he once was.

He reaches back through the bars, to caress her face ...

JONES

... Calypso ...

TIA DALMA

I will be free. And when I am, I
would give you my heart ... and we
would be together, always ...

... He traces his hand down the contours of her face ...

TIA DALMA (CONT'D)

... if only you had a heart to give.

She removes his hand from her chest; and now the hand that
was at her throat is his CLAW.

TIA DALMA (CONT'D)

Why did you come?

Jones removes his claw from her neck, pulls it back -- it
"tings" against the bars of the cell, trapped inside.

Jones concentrates, shudders -- and pushes himself THROUGH THE BARS, into the cell with Tia Dalma.

JONES

And what fate do you have planned
for your captors?

TIA DALMA

The Brethren Court, all of them, the
last thing they will learn in this
life ... is how cruel I can be.

Jones nods. He steps away from her, toward the shadows.

TIA DALMA (CONT'D)

And what of your fate, Davy Jones?

He pauses. Turns his head toward her without turning from the shadows:

JONES

My heart will always belong to you.

She smiles, opens her locket -- the TUNE resumes. Jones vanishes into the shadows.

6160 INT. SHIPWRECK COVE - BRETHREN COURT - NIGHT

6160

The brawl still in full force. Elizabeth sits in her chair, head resting on her fist, exasperated. Barbossa BANGS the cannonballs, trying to regain order, steps up on the table.

BARBOSSA

It was the first Court what imprisoned
Calypso! We shall be the ones to set
her free! And, in her gratitude, she
will see fit to grant us boons!

JACK

Or at least grant 'em to the one of
us who summoned the rest of us and
connived all of us to set her free.

Barbossa shoots him a glare. The other pirates eye Barbossa suspiciously.

JACK (CONT'D)

It's not impossible. Is it so
improbable?

BARBOSSA

If you have a better alternative,
please, share.

JACK

Cuttlefish. Nasty little buggers. Pen 'em up together, and they'll devour each other without a second thought. So, yes, we could hole up here, well-provisioned and well-armed, and half of us will be dead within the month, and half of the other half dead the month after that.

The pirate lords can't argue with that.

JACK (CONT'D)

Or, we can release Calypso, and we can pray she'll be in a merciful mood. But can we pretend that she is anything other than a woman scorned, like which fury hell hath no? No, we cannot. Res ipso loquitur, tabula in naufragi, we are left with only one option. I agree with --

(gets it out)

Captain Swann: we must fight.

BARBOSSA

You've always run away from a fight!

JACK

Slander and calumny! I have only ever embraced that oldest, noblest of all pirate traditions. My fellow mariners and shellbacks, I submit that here, now, that is what we all must do. We must fight to run away!

GIBBS

Aye!

JOCARD

Here, here!

MISTRESS CHING

And what be target of this fight, eh?

ELIZABETH

Lord Cutler Beckett.

CHEVALLE

Beckett is nought but a cog. Kill him, another takes his place. Like Jones, the East India Trading Company is immortal. It has no body to kick nor soul to damn.

JACK

Ah, but Jones does have a body,
doesn't he? Such as it is.

JOCARD

Yes! And should we kick it hard enough
and long enough ...

AMMAND

If the Dutchman has no captain ...
what matters the Dutchman?

Barbossa sees the sentiment of the room beginning to sway --
he bangs the cannon ball for attention.

BARBOSSA

As per the Code ... an act of war,
and this be exactly that, can only
be declared by the Pirate King.

JACK

You made that up.

BARBOSSA

Did I now? I call on Captain Teague,
Keeper of the Code!

Barbossa grins at Jack's "oh, crap, not him" expression.
Sumbhajeer makes another small gesture; Ashay interprets:

AKSHAY

Sri Sumbhajeer proclaims this be folly.
We are not beholden to those ancient,
outdated set of laws! Hang the Code!
Are we not free to --

617 A PISTOL SHOT rings out -- and Akshay stiffens, falls over.
Everyone looks over -- except Jack.

617

Behind him stands CAPTAIN TEAGUE in a doorway, gunslinger
pose, smoke still rising from his pistol.

TEAGUE

The Code is the law.

Hand on the butt of a second pistol, he stares at Sumbhajeer.
Sumbhajeer gestures to Pusan to step into Ashay's place. Pusan
looks nervous as Sumbhajeer gestures again -- and then greatly
relieved.

PUSAN

Sri Sumbhajeer explains that a great
misunderstanding has occurred, and
(MORE)

PUSAN (CONT'D)
avers that indeed the Code is the
Law.

Jack stands between Teague and the table.

TEAGUE
You're in my way, boy.

Jack turns to look at him ... then steps aside as two pirates
carry a Locked Manuscript into the room -- THE CODE.

PINTEL
(with awe, to Ragetti)
The Code!

RAGETTI
(with awe, to Pintel)
As set forth by Morgan and
Bartholomew!

Teague whistles -- and the PRISON DOG runs into the room,
key ring in his mouth. Pintel and Ragetti recognize him --

PINTEL
That can't be the same pooch, can
it?

TEAGUE
(to Pintel & Ragetti)
Sea turtles, mate.

Teague takes the key, unlocks, opens the book. Pages through,
licking his fingers.

TEAGUE (CONT'D)
(under his breath)
... compensation ... left leg, above
knee ... shooting customs agents ...
rum drinks ... ah.

Reaches a page. Reads it. Looks up.

TEAGUE (CONT'D)
Barbossa is right.

He goes to shut the book. Jack stops him, reads the passage
himself. Teague considers shooting him.

JACK
"It be the duties of the King to
declare war, parley with shared
adversaries, co-ordinate forces ..."
Fancy that.

Teague retires to a chair at the back of the court, begins strumming a mandolin.

CHEVALLE

There's not been a King since the first court, and that's not likely to change.

ELIZABETH

Why not?

GIBBS

See, the king is elected by popular vote --

BARBOSSA

(smug)

-- and each pirate only ever votes for himself.

Jack knows he's going to put in a pin in Barbossa's balloon.

JACK

I call for a vote!

Barbossa is dismayed.

AMMAND

(raises hand)

I vote for Ammand the Corsair.

CHEVALLE

Capitaine Chevalle, the penniless Frenchman.

PUSAN

Sri Sumbhajee declares for Sri Sumbhajee.

MISTRESS CHING

Mistress Ching.

JOCARD

Gentleman Jocard.

ELIZABETH

Elizabeth Swann.

BARBOSSA

Barbossa.

VALLENUEVA

Vallenueva.

JACK

Elizabeth Swann.

Barboosa knows he's been foxed. Elizabeth is shocked, but quick on the uptake.

ELIZABETH

Done.

Cries of outrage from the Pirates.

JOCARD

Not done!

MISTRESS CHING

Outrageous! (*bu xiang hua*)

VILLANUEVA

Not acceptable! Not acceptable!

PUSAN

If Sri Sumbhajee is not king, none should be!

AMMAND

Explain yourself, Sparrow!

CHEVALLE

This will not stand!

JACK

Ah. Am I to understand, then, that we will not keep to code?

SPLANG! One of Teague's mandolin strings breaks. Jack knows Teague's got his back on this. The lords exchange glances.

MISTRESS CHING

Very well. What say you, Captain Swann, King of the Brethren Court?

Elizabeth gaze takes in all the Pirate Lords. She stands, makes her pronouncement.

ELIZABETH

Prepare every vessel that can float. At dawn, we are at war.

A beat, as the pirates contemplate this.

SUMBHAJEE

(high-pitched voice)

And so we shall go to war!

JOCARD

War!

The pirates rise up and vow WAR! Slap each other on the backs. Start to exit the meeting. Barbossa glowers at Jack. Jack smiles victoriously back.

Bargossa nods to Pintel and Ragetti. Ragetti slips the bowl behind his back, Pintel walks close behind to cover the theft --

Jack, his back turned to the proceedings, closes his eyes. The betrayal of all time is in place.

GIBBS

There's more beneath the waterline
here than you're letting on.

Jack opens his eyes, wide, innocent.

GIBBS (CONT'D)

You used to have a honest streak,
let a man know where he stood with
you. But I can't figure this at all.

JACK

And where did that honest streak end
me up? Dead.

GIBBS

Jack --

JACK

Mr. Gibbs. You've a ship to ready
for battle, don't you?

Gibbs is taken aback. Fine, if that's how he wants it:

GIBBS

Aye-aye, Captain.

He goes. Jack notices Teague, watching him.

JACK

What? You've seen it all. And
survived. That's the trick, isn't
it? To survive.

TEAGUE

It's not just about living forever,
Jackie. The trick is, living with
yourself forever.

He takes a shrunken head from his belt, offers it to Jack.
Odd. Jack takes it. Teague nods to him, and leaves him to
his thoughts.

618 EXT. BLACK PEARL - COMMAND DECK - MORNING

618

Shipwreck island in the background ... PAN TO REVEAL the
Black Pearl as it joins the Empress, and the collected pirate
ships, ready for battle. Pirates sharpen swords, clamber
over the ship, make ready for sea.

ON DECK, Marty peers ahead, into fog-shrouded waters --

619 Out of the fog, a SINGLE SHIP appears, the ENDEAVOUR.

619

620 EXT. BLACK PEARL - MORNING

620

Marty raises the alarm --

MARTY

The enemy is here! Let's take 'em!

Blood-curdling SCREAMS as PIRATES YELL their approval --
AYE! Strong, loud, confident --

621 MORE SHIPS appear ... more ships ... even more ships. With each
ship revealed, the YELLS of the pirates grow less certain.

621

FOG CLEARS -- revealing the HUGE ARMADA of the East India
Trading Company. Every manner of ship, HUNDREDS OF THEM,
poised and ready for battle --

622 IN THE SEA AHEAD, the Flying Dutchman rises up through the water
to lead the East India Trading Company Fleet.

622

ON THE ENDEAVOUR, Beckett lowers his spyglass. Groves stands
next to him.

BECKETT

Well played again, Jack. And what's
your next move?

ON THE BLACK PEARL: silence. Cotton's Parrot swoops down,
wheels past, FLAP-FLAP-FLAPPING its wings, getting the hell
out of there, headed back toward the island ..

All eyes turn to Jack -- eyes belonging to angry pirates,
all armed -- what the hell do we do now, Sparrow?

JACK

Parlay?

623 EXT. CARIBBEAN SEA - SANDBAR - DAY

623

A sparkling white strip of sand. Jack, Elizabeth and Barbossa
walking away from a longboat beached on one side, toward a
second longboat on the other side.

The threesome draw near to three others: Beckett, Davy Jones
and Will. They regard each other in silence.

BARBOSSA

(to Will)

You be the cur that led these wolves
to our door.

BECKETT

Don't blame Turner. He was but the
tool of your betrayal.

BECKETT (CONT'D)

If you wish to see its grand architect --
look to your left.

Elizabeth, Barbossa, Jack the Monkey -- look over at Jack.
Jack looks to his left, too.

JACK

Me? My hands are clean in this.
Figuratively.

WILL

My actions were my own, to my own
purpose. Jack had nothing to do with
it.

JACK

There! Listen to the tool.

ELIZABETH

Will, I've been aboard the Dutchman
... I understand the burden you bear.
But I fear that cause is lost.

WILL

No cause is lost if there is but one
fool left to fight for it.

Will's eyes shift toward Jack. Elizabeth clocks it -- glances
at Jack. Calculates.

BECKETT

If Turner was not acting on your
behalf, then how did he come to give
me this?

Beckett holds up Jack's Compass. That convinces Barbossa.

BECKETT (CONT'D)

You made a deal with me, Jack, to
deliver the pirates -- and here they
are. Don't be bashful; step up and
claim your reward.

He tosses the Compass; Jack catches it.

BARBOSSA

And what reward does such chicanery
fetch these days?

BECKETT

Her.

(Will is shocked)

When the cannon smoke clears and the
brethren slaughtered, off he sails
on the Pearl, Elizabeth in his arms,

BECKETT (CONT'D)
and the blame dead square upon his
rival.

There is a moment of silence as this settles in.

JACK
Even if that was my plan -- and I'm
not admitting to anything -- there's
not a tinker's chance of it coming
off anymore.
(to Elizabeth)
Is there?

BECKETT
There never was.

JONES
Your debt to me must still be
satisfied. One hundred years in
servitude aboard the Dutchman ... as
a start.

Elizabeth reacts to the mention of the Dutchman -- she
realizes what Jack is after. A glance at Will. Will gives
the slightest indication: yes.

JACK
That debt was paid.
(to Elizabeth)
With some help.

JONES
You escaped.

JACK/JONES
A technicality.

ELIZABETH
There's no better end for Jack Sparrow
than bilge rat aboard the Flying
Dutchman. I propose an exchange.
Will leaves with us ... and you can
have Jack.

WILL
Done.

JACK
Not done.

BECKETT
Done.

JACK

Elizabeth, love, you're condemning me. Again.

BARBOSSA

Jack is one of the Nine Pirate Lords. You have no right!

ELIZABETH

King.

Barbossa frowns, realizes: Jack is up to something. Jack doffs his hat.

JACK

As you command, your nibs.

He starts to cross to Beckett -- Barbossa grabs Jack's shoulder and whirls him around even as he draws his sword.

BARBOSSA

Blaggar!

Jack evades, but not quite -- Jack's circlet coin drops to the sand. Jack the Monkey scurries to pick up the coin. Jack raises his eyes to Barbossa. The two men regard each other.

BARBOSSA (CONT'D)

If you have something to say, I might be saying something as well.

JACK

First to the finish, then.

Will and Jack complete the cross. Jones shoves Jack down.

JONES

Do you fear death?

JACK

You have no idea.

BECKETT

Advise your 'Brethren': you can fight, and all of you will die. Or you can not fight, in which case only most of you will die.

ELIZABETH

You murdered my father.

BECKETT

He chose his own fate.

ELIZABETH

And you have chosen yours. We will
fight ... and surely you will die.

BECKETT

So be it.

Elizabeth and Will turn away. Jack the Monkey drops the coin
into Barbossa's hand. Barbossa contemplates it, closes his
fist, follows. Still tense, with their backs exposed:

WILL

"King?"

ELIZABETH

Of the Brethren Court. Courtesy of
Jack.

Will is impressed.

WILL

Maybe he really does know what he's
doing.

624 INT. FLYING DUTCHMAN - BRIG - DAY

624

Jack is thrown into the cell, the door slammed shut. He looks
out through the bars as Maccus moves past.

JACK RIGHT (O.S.)

Bravo!

Jack turns his head -- PAN OVER -- JACK-RIGHT leans against
the bars.

JACK RIGHT (CONT'D)

You have arrived aboard the Flying
Dutchman as per the overall scheme.

JACK LEFT (O.S.)

Oh, yes, bravo!

REVEAL: Another Jack to his left.

JACK LEFT (CONT'D)

Except for this little sojourn in
the brig, it's utter clockwork.

JACK RIGHT

But we've got momentum on our side!

A FOURTH JACK opens his EYES -- this one is well on his way
to becoming part of the Dutchman, like Wyvern. He pulls away
from the wall, exposing his brain.

WYVERN JACK

Stab the heart!

All three other Jacks look over at him.

WYVERN JACK (CONT'D)

Step foot ashore but once every ten years. But if you're in the brig, then who's to stab the heart?

JACK LEFT

It does seem to put immortality a bit out of reach.

JACK RIGHT

Poppycock.

JACK

Poppycock?

JACK LEFT

He's never said 'poppycock.'

JACK

I've never even thought 'poppycock.'

JACK RIGHT

Just then you did.

JACK

I did not --

All three suddenly clutch their heads and yell in pain. They look over at Wyvern Jack -- he's got his BRAIN in his HAND. He squeezes it again; again, all three clutch their heads and yell in pain.

JACK LEFT

Should he being doing that?

JACK RIGHT

That can't be good for us!

Wyvern Jack SQUEEZES again --

JACK

Stop it! Stop! You're giving me a terrible headache --

And that reminds him of something:

JACK (CONT'D)

The whelp.

625 EXT. BLACK PEARL - DAY

625

Will, Elizabeth, Barbossa climb aboard.

ELIZABETH

We'll need the Black Pearl to serve
as our flagship, and lead the attack.

BARBOSSA

Will we, now?

Will spots: TIA DALMA, being led onto deck by Pintel and
several of the Chinese pirates. She is manacled, and bound
with heavy ropes. Will knows what it means --

WILL

Barbossa, you can't release her.

BARBOSSA

Can't I, now?

Suddenly Chinese pirates surround he and Elizabeth, restrain
them. Barbossa gives Pintel and Ragetti an approving nod.
They drag Tia Dalma to the mast.

ELIZABETH

We've got to give Jack a chance!

BARBOSSA

Apologies, your highness. But 'tis
certain the world we know ends today,
and I won't be letting the likes of
Cutler Beckett say what comes next --
and I won't be pinning my hopes on
Jack Sparrow, either. Too long has
my fate not been in my own hands. No
longer!

He wraps his fist around the Captain's Knot Elizabeth wears --
then tears it free --

626 EXT. ENDEAVOUR - DAY

626

Beckett returns to the command deck --

BECKETT

They have chosen oblivion. Ready the
fleet.

627 EXT. BLACK PEARL - DAY

627

Sails raise up and the Black Pearl leaps forward.

628 EXT. BLACK PEARL - MAIN DECK - DAY

628

Ragetti presents the bowl with the pieces of eight to Barbossa, who puts in the Captain's Knot.

SUDDENLY THE WIND DIES. They look up. All the sails are flat. All the ships are stopped.

ELIZABETH

Is there an incantation?

BARBOSSA

(remembering)

Aye, the items brought together,
done. Has to be performed over water,
we lucked out there. Items burned.
And some person must speak the words,
"Calypso, I release you from your
human bonds."

PINTEL

Is that it?

BARBOSSA

'Twas said it must be spoken softly,
as if to a lover.

Barbossa grabs Gibbs' rum bottle, smashes it over the pile.
Shoves the punk into the pile --

BARBOSSA (CONT'D)

Calypso, I release you from your
human bonds!

All look at Tia Dalma as the items smolder. Nothing else happens.

PINTEL

Is that it?

RAGETTI

You didn't say it right!

Everyone stares at Ragetti. Even Ragetti would stare at Ragetti if he could; he's surprised he spoke up.

RAGETTI (CONT'D)

(defensive)

You have to say it right.

Ragetti steps up to Tia Dalma. Says softly and with genuine love of the sea --

RAGETTI (CONT'D)

Calypso, I release you from your
human bonds.

The punk in the bowl bursts into FLAME, the flame licking
upward in a twisting column -- and then its gone. The pieces
of eight decay, their age overtaking them --

Tia Dalma GASPS. She sags. The manacles on her hand become
pitted with corrosion, fragile with rust. She shudders, and
they break, fall to the deck.

Will struggles forward --

WILL

Tia Dalma! Calypso!

(she raises her eyes)

When the Brethren Court first
imprisoned you ... who was it that
told them how? Who was it that
betrayed you?

TIA DALMA

Name him.

WILL

Davy Jones.

Her eyes shoot toward the Flying Dutchman, rage building
behind them. And then --

629 Tia Dalma starts to transform. Her eyes change color, her hair 629
ripples with no wind. She rises up ... Crew members try to restrain
her. Ropes pull through their hands --

Then ropes snap. The deck buckles under he weight as she
grows TENFOLD IN SIZE, a Harryhausen vision amid the sails.

Barbossa kneels; others follow suit.

BARBOSSA

Calypso. I come before you as but a
servant, humble and contrite. I have
fulfilled my vow, and now ask your
favor. Spare my self, my ship, my
crew -- but unleash your fury upon
those who dare pretend themselves
your masters, or mine!

Calypso barely takes notice of him ... long enough to say a
single word that BOOMS out over the deck --

CALYPSO

FOOL!

Barbossa's eyes go wide -- his long-odds gamble did not pay off --

630 Then, suddenly, she collapses, crashes down to the deck in the form of ten thousand crabs --

630

Crabs everywhere, a torrent running across the deck, tossing pirates aside. Crabs flow out over the sides of the ship, and Calypso is gone. Silence.

WILL

Is that it?

PINTEL

Why, she's no help at all!

(to Barbossa)

What now?

The WIND PICKS UP AGAIN, causing the sails to shudder --

BARBOSSA

Nothing. Our final hope has failed us.

One of the pirate's hats is taken by the wind; it spirals up and around the mast. Elizabeth watches it ...

ELIZABETH

It's not over ...

Will overhears her.

WILL

Hope is not lost. There's still a fight to be had.

GIBBS

There's an armada arrayed against us. We've got no chance of winnin'.

ELIZABETH

(still watching the wind)

Only a fool's chance ...

BARBOSSA

Revenge won't bring your father back, Miss Swann --

-- it's like a slap in the face to Elizabeth --

BARBOSSA (CONT'D)

-- and it's not something I'm intending to die for.

Elizabeth realizes: Nothing can bring her father back.

ELIZABETH

You're right.

(beat)

Then what shall we all die for?

She steps up onto the rail of the ship.

ELIZABETH (CONT'D)

(to the crew)

Listen to me! The Brethren will still be looking here, to us, to the Black Pearl, to lead. What will they see? Frightened bilge rats aboard a derelict ship? No. They will see free men. And freedom! And what the enemy will see is the flash of our cannons. They will hear the ring of our swords. And they will know what we can do --

(to Barbossa)

-- by the sweat of our brows and the strength of our backs --

(to all)

-- and the courage of our hearts.

She casts a gaze around the deck, meeting the eyes of several crewmen, ending on Will.

ELIZABETH (CONT'D)

Hoist the colours.

Will nods, repeats it: low, resolved.

WILL

Hoist the colours.

GIBBS

Hoist the colours.

PINTEL

Hoist the colours ...

It's picked up by the crew, a murmur as they move with purpose to their stations, past and around Barbossa. One begins to sing softly *"Yo ho, all hands, hoist the colours high ..."*

GIBBS

We've got the wind on our side, boys,
and that's all we need!

Elizabeth, still on the rail, turns to where the Empress lay, shouts across to Tai Huang:

ELIZABETH

Hoist the colours!

631 ON ALL THE PIRATE SHIPS, FLAGS ARE RAISED. Different styles, black 631
on white, red on black. Most with the skull and crossbones, or
swords. The ships surge forward --

CREW MEMBERS start to SING, their voices rising together in
triumph ...

PIRATES

*Yo, ho, haul together, hoist the
colors high ... heave ho, thieves
and beggars, never say we die!*

WILL

Target the Flying Dutchman. We're
the only ship that can catch her.

632 EXT. ENDEAVOUR - DECK - DAY 632

ON THE ENDEAVOUR, Beckett sips tea. Officer Groves approaches.

GROVES

We have a favorable wind, sir.

Beckett looks up, noticing. Utterly casual.

BECKETT

So we do. Signal Jones. "No quarter."
That should brighten his day.

633 EXT. ENDEAVOUR - DECK - DAY 633

A SIGNALMAN waves flags, as seen from the Dutchman --

634 EXT. FLYING DUTCHMAN - DECK - DAY 634

On the upper deck, Mercer screams out:

MERCER

To arms! We will give no quarter!

The crew answers, HUZZAH! Davy Jones turns away, as the WIND
RISES, he looks up into the sky ... his hand moves toward
his chest ...

JONES

Calypso.

635 EXT. BLACK PEARL - DECK - DAY 635

Clouds above begin to ROTATE, forming a storm disk in the
sky -- lightening strikes down at sea --

IN THE CARIBBEAN SEA, a GIANT WHIRLPOOL begins to turn slowly.
Sheets of rain begin to fall --

636 EXT. CARIBBEAN SEA - DAY

636

FROM ABOVE -- the two formations converge, the Black Pearl outpacing the pirate fleet, the Dutchman outpacing the Armada. Between them the sea continues to swirl ...

637 EXT. BLACK PEARL - DECK - DAY

637

Gibbs stares at the sea with a practiced eye --

GIBBS
Maelstrom! Saints preserve us!

A moment as they all take stock of the dire situation.

ELIZABETH
Captain Barbosa!

Barbosa looks up (he was contemplating his now-mortal hand) --

ELIZABETH (CONT'D)
I need you at the helm.

BARBOSSA
Aye, that be true!
(takes the wheel from
Cotton)
Brace the yards! Set the stay sails
and turn her windward!

638 SHIPS of the ARMADA and the FLEET turn away. The BLACK PEARL also
turns. But the FLYING DUTCHMAN and the BLACK PEARL are caught -

638

639 EXT. FLYING DUTCHMAN - COMMAND DECK - DAY

639

Mercer spins the wheel of the Dutchman, trying to evade the swirling maelstrom.

MERCER
Veer off!

JONES
Shall not harm us! Full-bore, and
into the abyss.

MERCER
Are you mad?

JONES
Hah! Are you afraid to get wet?
(order to crew)
Stand on!

Jones wrestles the wheel from Mercer. He spins the wheel --
taking the Dutchman over the edge, into the swirling Maelstrom --

640 The Flying Dutchman uses the inner, faster moving water to cut in behind the Black Pearl. 640

641 EXT. BLACK PEARL - COMMAND DECK - DAY 641
Will spots the Dutchman's strategy.

WILL
She's on our stern and gaining!

BARBOSSA
More speed! Angle yard to port!

642 EXT. FLYING DUTCHMAN - COMMAND DECK - DAY 642
The Dutchman lays in behind the Black Pearl --

DAVY JONES
Bow cannons, Fire!

The forward cannons of the Dutchman fire, hitting the Black Pearl from behind --

643 EXT. BLACK PEARL DECK - DAY 643
Cannon balls fly at them from the stern, one of them taking off a steering wheel pin.

WILL
Take us out! Before they overbear us!

BARBOSSA
Nay, further in! And cut across to faster waters!

Elizabeth and Will race down to the main deck --

ELIZABETH
Prepare to broadside!

GIBBS
Captain the guns! Bear-a-hand!

Will pauses, looks across to the Dutchman: they are going to fire on the ship his father and Jack are on.

Pintel and Ragetti race BELOW DECKS to the guns as --

Barbossa cuts the Black Pearl down into the whirlpool to evade the aft cannon fire --

644 EXT. OCEAN - DAY

644

The Flying Dutchman and the Black Pearl spin broadsides to each other -- the other ships fade into the mist and rain, telephone poles spinning in the background.

645 INT. FLYING DUTCHMAN - BELOW DECKS - DAY

645

Maacus and Jimmy Legs ready a cannon as the Black Pearl comes into range --

646 INT. BLACK PEARL - BELOW DECK - DAY

646

Prepping the cannons. Pintel and Ragetti aim. Beyond them, the Flying Dutchman comes into view --

Gibbs comes down the gangway --

GIBBS

Hold till we lay board-and-board!

647 EXT. BLACK PEARL - DECK - DAY

647

Barbossa brings the Pearl around.

BARBOSSA

Fire!

648 EXT. FLYING DUTCHMAN - DAY

648

MERCER

(an order to the crew)

Main battery at ready!

Davy Jones points his claw --

DAVY JONES

Fire!

649 CANNON FIRE THUNDERS as the two ships battle across the abyss --

649

ON THE PEARL, two crewman race the length of the deck as cannonballs scream past, shot ends on Barbossa, who laughs --

BARBOSSA

Hah! It be too late to alter course now, Mateys!

650 INT. FLYING DUTCHMAN - BRIG - DAY

650

The Jacks are rocked by cannon fire. Jack is in action, tearing out the bench, levering it against the brig door.

JACK

-- Think like the whelp Think like the whelp Think like the whelp --

JACK RIGHT
Half-barrel hinges!

JACK LEFT
Never work.

JACK RIGHT
Leverage!

Jack shoves down on the bench; the brig door falls open.

JACK
Wish us luck, boys. We might need
it.

He moves past the bars. The Jacks watch him go.

JACK RIGHT
I miss him already.

JACK LEFT
He'll be back.

WYVERN JACK
NOBODY MOVE!
(the Jacks turn)
Dropped my brain.

651 EXT. FLYING DUTCHMAN - DECK - DAY

651

Mercer is flanked by two GUARDS, Jones at his side.

MERCER
Rake 'em! Keep up the barrage! Prepare
to board!

A CANNONBALL whistles toward them --

JONES
And keep your head about you.

Jones pushes Mercer aside as the cannon ball crashes and
takes out the two guards.

Mercer looks gratefully at Jones; the look turns to horror
as Jones' tentacle beard wraps around Mercer's neck.

Mercer chokes; MOVE AROUND to show Jones' face as Mercer's
neck snaps. Mercer falls to the ground --

Held up briefly by the chain, with the key, held by Jones'
beard --

The chain snaps and Mercer falls.

652 INT. FLYING DUTCHMAN - CAPTAIN'S CABIN - DAY

652

Jack enters on a titled deck. Murtogg and Mullroy, very
twitchy, swing the cannons toward him.

MULLROY

Halt there, or we'll shoot!

Jack stops.

JACK

Good one. I just came to see my effects. Admirable though it is, why are you here when you could be somewhere else?

MURTOGG

Someone has to stay and guard the chest.

MULLROY

No question, there's been a breakdown in military discipline aboard this vessel.

MURTOGG

I blame the fish people.

MULLROY

Oh, so fish people, by dint of being fish people, automatically aren't as disciplined as non-fish people?

MURTOGG

Seems contributory, is all I'm suggesting.

Jack, meanwhile, has approached the chest and now he picks it up and sneaks off as they are arguing.

MULLROY

It is true that if there are no fish people there would be no reason to guard the chest.

MURTOGG

If there were no chest, there would be nothing to guard.

At that moment they both look down to see the chest is gone.

653 EXT. FLYING DUTCHMAN - MAIN DECK - DAY

653

Jack Sparrow appears from the Captain's cabin, carrying the Chest. He circles around, stops --

-- ahead of him is Jones, coming down the steps. Jack sees Jones has the key -- Jones sees Jack has the chest.

JONES
Lookee, boys! A lost bird. A lost
bird that never learned to fly!

Crewman laugh and surge forward.

JACK
(looking for an escape
route)
To my great regret.
(a-ha! found one!)
But it's never too late, he?

Jack sheathes his sword, tips his hat --

JACK (CONT'D)
And now, anon, adieu.

Grabs a sail, loosens the bottom tie. The sail, partially
free, fills with wind, and carries Jack to the upper rigging.

654 EXT. FLYING DUTCHMAN - YARDARM - DAY

654

Jack lands, impressed with himself. Inches along, looks up --
and suddenly Jones is there. He draws his sword.

JONES
The chest. Hand it over.

Jack draws his own sword.

JACK
I can set you free, Jones.

JONES
Have you never loved, Jack? My
freedom was forfeit long ago.

Jones leaps at Jack, swords clashing --

655 EXT. CARIBBEAN SEA - WHIRLPOOL - DAY

655

The two ships are drawn closer in an ever-tightening circle.
The giant masts of the two ships tilt toward -- close enough
for attackers to swing on ropes, cross from ship to ship --

656 EXT. DUTCHMAN AND PEARL - MASTS - DAY

656

Cannon fire BLASTS the Pearl. SOLDIERS from the Flying
Dutchman swarm across, attack Will and Elizabeth. Will takes
advantage of a short break in the action (near capstan)

WILL
Elizabeth! Dying for something, that's
the easy part. What are we going to
live for?

Elizabeth gives him a "you've got to be kidding" look, and then more attackers are upon them.

ELIZABETH
Right now is not the best time!

They fight around opposite sides of the capstan, come together:

WILL
(with a chuckle in
his voice)
Right now may be the only time! I
love you!

They are separated again, and then Will catches her hand:

WILL (CONT'D)
I've made my choice. What's yours?

Her eyes never leave his; she decides:

ELIZABETH
Barbossa!

Will's a bit surprised at that answer but then it becomes clear, even as attackers separate them again:

ELIZABETH (CONT'D)
Marry us!

On the deck above, Barbossa fights off several Crewmen.

BARBOSSA
I'm a little busy at the moment.

Elizabeth and Will fight on opposite sides of the deck:

WILL
Barbossa! Now!

BARBOSSA
Fine, then!

He climbs atop the binnacle cabinet as they come back together -- now's the time to begin the ceremony.

BARBOSSA (CONT'D)
Dearly beloved and others, we are
gathered here --

He's beset by attackers; so are they. As they fight down the length of the deck, Will figures, screw it:

WILL

Elizabeth Swann, do you take me to
be your husband?

ELIZABETH

I do.

WILL

Great!

ELIZABETH

Will Turner, do you take me to be
your wife? In sickness and health?
With health being the less likely?

WILL

I do.

On the wheel deck, Barbossa still wants his big moment:

BARBOSSA

As Captain, I pronounce you ...
(more attackers)
You may kiss -- kiss the -- just
kiss!

Will catches Elizabeth, they nearly kiss -- but then they
are separated again. They fight their way back together --

THEY KISS,

SOUND DROPS AWAY

Destiny.

THE SOUNDS OF BATTLE RETURN. A LOUD EXPLOSION --

657 EXT. DUTCHMAN - YARDARM - DAY

657

Jack and Jones spar. Jack strips Jones' sword from his grasp.

JONES

There is nothing you can do with
that, without the key.

JACK

I already have the key.

For a moment, Jones almost believes him, but then smiles,
display the key at the end of a tentacle.

JONES

No, you don't.

Jones displays the key at the end of a tentacle on his beard.

JACK

Oh, that key.

With his half sword, Jack slices at Jones' tentacles. BLACK INK sprays everywhere. The key falls --

-- lands on the deck of the Dutchman amid the splatter. Still clutched by a writhing tentacle fragment.

Livid, Jones shoves Jack backwards -- Jack slashes down -- his sword is STOPPED by Jones' claw. Jones squeezes and Jack's sword is snapped in half.

658 EXT. CARIBBEAN SEA - DAY

658

Cotton struggles with the wheel of the Black Pearl --

-- justs as the MASTS of the two ships SLAM TOGETHER --

659 EXT. FLYING DUTCHMAN - - DECK - DAY

659

The mast shakes and Jack loses his balance, the chest falls --
Jones screams --

JONES

NO!!

-- he reaches down, saves the chest with his tentacle arm.
And dangling below, hanging on the chest -- is Jack.

660 EXT. BLACK PEARL - DECK - DAY

660

Will pulls his sword out of a crewman and turns, sees Jack's situation, sees him hanging --

-- just as Murtogg and Mullroy swing across, slam into the ship. They crawl up over the railing --

-- and Will takes their rope, coils it around his arm --

661 EXT. FLYING DUTCHMAN - YARDARM - DAY

661

Davy Jones slings Jack up and into the air -- Jack grabs onto a line --

Jack smashes into a Dutchman Crewman swinging on a line ...
Jack glances down, notices something --

JACK

Hullo, that's mine!

Jack grabs the pistol from the Crewman as he head-butts him off the line. Jack comes swinging back around behind Jones, FIRES the pistol --

Jones is hit; the chest, fall from his grip --

-- the chest SMASHING down on Haddrass as he tries to sit up; his entire head is forced down into his body. The chest tumbles free --

-- just as Will lands on the deck, arrived from the Pearl. He bends to pick up the chest, moves away --

662 EXT. FLYING DUTCHMAN - DECK - DAY

662

Jones strides along the deck, moves through the fighting. A REDCOAT stoops to pick up Jones' sword, examine it. Jones takes it from him and runs him through, never slowing --

Will glances over his shoulder, then back ahead -- where Maacus is right in front of him, blocking the way.

663 INT. BLACK PEARL - BELOW DECK - DAY

663

On Pintel and Ragetti, smirking, standing on either side of a cannon ... they're up to something. REVEAL Jack-the-Monkey crouched inside the barrel. Pintel lights the fuse --

-- KABOOM! -- the Monkey SHRIEKS in GLEE --

664 EXT. FLYING DUTCHMAN - DECK - DAY

664

-- SMACK! Jack-the-Monkey slams into Maacus; he tears at it, tries to get it off his face --

665 EXT. FLYING DUTCHMAN - MAST - DAY

665

Jack continues to swing around, looks down, sees --

666 EXT. FLYING DUTCHMAN - DECK - DAY

666

Will moves past -- then is suddenly floored by --

Bootstrap Bill. The chest slides away. Will stands, has only a second to recognize his father --

WILL

It's me --

-- before Bootstrap slashes at him with his sword.

WILL (CONT'D)

Stop! It's Will! Your son --

Will is forced to defend himself, but also not harm his father -- leaving the chest momentarily free --

Jones arrives at the chest --

Jack drops down in front of Jones, pulls his sword -- too small from having been cut in half --

JACK
(he lets out a whimper
at the sword)

Jack looks, pulls a bayline pin out of the capstan, uses that to block Jones' attack --

Jack dodges, keeping the capstan between them. Jones goes straight through the capstan -- Jack spins the capstan, turning Jones around to come out the other side --

As Will battles Bootstrap, giving ground --

667 EXT. BLACK PEARL - DECK - DAY

667

Pintel, Ragetti and Gibbs arrive on deck --

-- as Barbossa fights with the wheel, straining to keep the two ships apart. He yells down --

BARBOSSA
The masts be tangled! The Dutchman
is going down, and us with it!

Gibbs cranes his neck, stares at the masts, turning --

GIBBS
Loose a cannon! Use chain shot --
blast us free!

Pintel and Ragetti confront CLACKER. Clacker goes over the edge, leaving Pintel holding the iron balls, clinking together. Realization, he raises them --

PINTEL
We've got balls!

Elizabeth rushes past --

ELIZABETH
Free the sails! Target the mast!

She crouches, slashes at the cannon tie-down rope. Gibbs crouches down next to her --

GIBBS
I've got it -- go!

He looks over toward the Dutchman -- Elizabeth follows his gaze -- she sees --

668 EXT. FLYING DUTCHMAN - DECK - DAY

668

Jack races away -- but Jones leaps in front of him, blocks him. Jack retreats, but Jones slashes him across the face. Jack lands hard on the deck.

Jones laughs, turns, and strides toward the chest --

And Elizabeth swings in, drops down in front of the chest.

JONES

Harridan! You'll see no mercy from me!

ELIZABETH

(raises her sword)

That's why I brought this.

Jones sneers and attacks. Will looks over -- sees Elizabeth is jeopardy.

Jones wades in, beats Elizabeth backwards --

Will slashes at Bootstrap, disarms him. Grabs Bootstrap, slams him into the rail.

Will pulls out his knife ... raises it. Looks like he is going to stab him --

WILL

I will not kill you. I made you a promise.

Will slams the knife down -- into the railing, through Bootstrap's jacket, pinning him there. Turns away --

Bootstrap looks down, stares at the knife. It looks familiar. He tries to remember ...

Jack rolls over on deck: right in front of his eyes is the tentacle crawling past him, headed back to its master -- dragging the key. Jack grabs it, worms the tentacle away -- looks over. The chest is sitting right there.

Jack smiles.

Jones backhands Elizabeth with his claw -- and suddenly a sword appears -- right through his chest. Davy Jones looks over his shoulder -- Will is behind him. Jones looks down.

JONES

Missed. Did you forget? I am a heartless wretch.

Jones bends the sword tip, locking it in place -- then wrenches sideways, freeing the sword from Will, knocking Will to the deck.

Will's eyes shift toward Elizabeth. Jones looks from Will to Elizabeth -- processes their relationship.

JONES (CONT'D)
Ah. Love. A dreadful bond.

Will backs away -- he has no weapon -- he is helpless. Jones pulls the sword through his body, tosses it aside.

JONES (CONT'D)
Yet so easily severed. Tell me,
William Turner.

Jones raises his own sword.

JONES (CONT'D)
Do you fear death?

Suddenly Jones cries out. Looks over --

JACK
Do you?

Jack stands with the chest open, and Jones still-beating heart in his hand. He squeezes it -- and Jones staggers, clutches at his chest.

Jack smiles. He's got it all under control. Finally.

Jones regains his balance ... takes stock of the situation.

JACK (CONT'D)
It's a heady tonic ...
(tosses the heart in
his hand)
... holding life and death in the
palm of your hand.

JONES
You are a cruel man, Jack Sparrow.
Self-serving and dishonest.

JACK
Self-serving and dishonest I'll give
you, but cruel is a matter of
perspective, is it not?

JONES
Is it?

DAVY JONES STABS WILL TURNER. With Norrington's sword.

Elizabeth cries out --

Will, lying on deck, looks up -- he has been run through by the very sword that he himself forged.

Jack stands there with his cut-off sword, hesitates.

Elizabeth races toward Will. Cradles him in her arms.

ON BOOTSTRAP, as he sees Elizabeth. An expression of curiosity across his face -- and then, wonder --

And recognition. Bootstrap remembers.

BOOTSTRAP

William. My son.

Jones turns toward Jack.

JONES

Take what you want most, Jack. Live forever --

Bootstrap races across the deck, lays into Jones. Attacks with rage. Jones is driven aside, overcome, to the railing of the ship. The two men grapple --

Jack looks at Will, mortally wounded.

Will stares at the sword sticking out of him, looks up --

Jack glances across the abyss --

Barbossa at the wheel of the Pearl. The ships spin. The point of no return. Pintel and Ragetti, aim their cannon --

Jack looks at the heart. Raises his eyes to Will. To Elizabeth.

Elizabeth looks to Jack, pleading --

ELIZABETH

Please.

AT THE RAIL, Jones twists and gains the upper hand, forcing Bootstrap out over the railing --

JONES

You will not forestall my judgment --

Suddenly Jones claws at his chest, cries out in anguish --

The ship SHUDDERS --

Jones lets go of Bootstrap, looks over --

CLOSE ON: Jones' heart has been stabbed. By Jack's shortened sword. And Will's hand is on the sword hilt.

Will Turner has stabbed the heart of Davy Jones.

Will stands over the slain heart. Dark ink, volumes of it, spreads out onto the deck --

Jones falls onto the rail. He opens his eyes one last time, stares into the whirling abyss, accepts his fate ...

JONES (CONT'D)

Calypso -- !

Davy Jones falls over the rail, plummets down into the sea, at one with Calypso at last.

669 ON THE BLACK PEARL, Pintel and Ragetti shoot their cannon -- 669

670 ON THE DUTCHMAN, part of the mast is blown away -- 670

671 ON THE PEARL, Barbossa turns the wheel outwards, and the Black Pearl fights to get free -- 671

672 THE TWO SHIPS SEPARATE! 672

The Flying Dutchman spins, following him down, enveloped in darkness, the sky faint above --

ON THE DUTCHMAN,

Elizabeth holds Will in her arms. He appears as though he is going to say something, but does not -- he dies.

ELIZABETH

Will ...

Bootstrap pulls the knife from the rail. He moves toward Will, as do the other crewmen ...

Jack grabs Elizabeth, pulls her away from Will. She struggles briefly, but the grief is overwhelming. Jack escorts her through the enclosing circle of crewmen. Jimmy Legs carries the open chest.

BOOTSTRAP

The Dutchman must have a Captain.

MACCUS

The Dutchman must have a living heart ...

CREWMEN

(murmur)

Part of the ship, part of the crew, part of the ship, part of the crew ...

Bootstrap kneels beside Will, pulls open his shirt, raises the knife --

Jack has gathered the ropes of a flapping sail -- FIRES a pistol shot to blast a knot away -- arm around Elizabeth, they are lifted from the deck by the wind-fill sail --

673 EXT. CARIBBEAN SEA - DAY

673

Jack and Elizabeth rising up, staring down as Will's body is obscured from sight by the crewmen. Jack looks at Elizabeth, who continues to watch the ship grow smaller ...

Jack the Monkey has hitched a ride; even he looks mournful.

674 EXT. CARIBBEAN SEA - DAY

674

The Flying Dutchman vanishes into the whirlpool.

675 EXT. CARIBBEAN SEA - DAY

675

Jack and Elizabeth land in the ocean near the Black Pearl --

676 EXT. BLACK PEARL - DECK - DAY

676

Barbossa, Pintel and Ragetti watch in horror as the Dutchman is pulled down, spinning, into the depths.

Gibbs helps pull Elizabeth over the rail, and then Jack.

GIBBS

Thank heaven, Jack. The armada is still out there, the Endeavour is coming up hard starboard, and I think it's time we embraced that oldest, noblest of pirate traditions.

JACK

I've never been one for tradition.

677 ON THE ENDEAVOUR, Beckett stands at the helm, with the Armada reforming behind him.

677

678 ON THE PEARL, Jack moves toward the wheel, shouts orders:

678

JACK

Close haul her! Luff the sails and lay her in irons!

BARBOSSA

Belay that! We'll be a sitting duck!

JACK

Belay that belay that!

Pintel, Ragetti, Marty, Gibbs, Cotton, all want to protest,
but Jack cuts each of them off --

JACK (CONT'D)

Belay it! Stow it! Stow it, stow it,
belay, belay, stow!

679 ON THE ENDEAVOUR, Beckett sees the Black Pearl, sails luffing,
helpless.

679

GROVES

What is he waiting for?

*

*

BECKETT

He expects us to honor our agreement.

*

*

Beckett shrugs --

*

BELOW HIM, on the gun deck the CANNON PORTS OPEN and the
CANNONS emerge --

*

*

680 ON THE BLACK PEARL, its sails flapping, Gibbs watches the Endeavour
move into position against them.

680*

*

GIBBS

Didn't figure for it to end this
way. Always pictured an angry husband.

JACK

Reasonable.

681 ON THE ENDEAVOUR, as Beckett sails in for the kill --

681*

BECKETT

Nothing personal, Jack. It's just
good business.

*

*

SUDDENLY

682 THE FLYING DUTCHMAN APPEARS,

682

UP FROM THE DEPTHS, sailing alongside the Black Pearl. A
clean slate grey, no longer encrusted --

683 ON THE PEARL, Jack grins --

683*

JACK

Full canvas!

BARBOSSA

Aye full canvas!

684 ON THE FLYING DUTCHMAN, WILLIAM TURNER steps out on deck, a dark,
avenging anger in his eyes, and now in control of the Flying
Dutchman --

684

685 ON THE BLACK PEARL, Barbossa spins the wheel -- 685

The Dutchman and the Black Pearl split, sail to either side of the Endeavour, trapping it in between.

686 ON THE ENDEAVOUR, Beckett stares in disbelief. 686*

Groves, next to him, stares out and sees their doom. To *

Beckett -- *

GROVES

Orders, sir?

(waits, nervous)

Sir?

(waits)

Sir -- what do you command?

Beckett stares across -- at Jack. States Jack Sparrow's *
question, to himself, with resignation, disgust, amazement: *

BECKETT *

Who am I? *

Groves sees that Beckett has lost it -- turns away. *

GROVES *

Abandon ship! All hands! Abandon *

ship! *

With other crewmen, Groves races for the rail -- vaults over -- *

687 ON THE DUTCHMAN, 687

WILL

FIRE!

688 ON THE PEARL, 688

JACK

FIRE!

689 THE DUTCHMAN AND THE BLACK PEARL OPEN FIRE. And we see the full 689
fury of these two ships for the first time.

CANNONS BLAST -- AND BLAST -- AND BLAST -- AND BLAST. A
furious broadside --

Beckett's ship is blown away.

690 ON THE ENDEAVOUR, Beckett steps forward, shots landing all around. 690
Give him credit, he is fearless in the face of death.

A mast falls, Beckett doesn't flinch. The deck gives way --

691 EXT. PIRATE SHIPS - VARIOUS - DAY 691

Teague raises his fist and SHOUTS. Villeneuve grins. Sumbhajee CHEERS --

692 IN THE CARIBBEAN SEA, Beckett fights to stay above water. The 692
East India Company flag floats down, covers him. A brief struggle beneath it, and the flag flattens on the water ...

693 ON THE BLACK PEARL, the crew cheers. In the midst are MURTOGG and 693
MULLROY, trying to their best to blend in.

MURTOGG

Aarrgh!

MULLROY

Shiver me timbers!

MURTOGG

And mine.

That's doesn't sound right to Pintel and Ragetti; they turn toward the (ex-)Marines ...

Jack and Gibbs watch as CAPTAINS of the other Armada ships see the destruction, turn their sails.

MARTY

They're running!

GIBBS

Aye, they're terrified to take on the combined might of the Dutchman and the Pearl!

JACK

I've never seen a retreat from the other side before. Gibbs, you may fling my hat.

Gibbs takes Jack's hat and throws it up into the air --

694 EXT. FLYING DUTCHMAN - DECK - DAY 694

Captain William Turner stands on deck, looking out toward the Black Pearl. Bootstrap steps up beside him.

BOOTSTRAP

Orders, sir?

Will is surprised.

WILL

You're no longer bound to the Dutchman. You're free.

BOOTSTRAP

It's a fine thing. But by my reckoning, I've still got a debt that needs be paid. If you'll have me.

Will regards him, a smile fighting to break across his face. He gestures toward the wheel:

WILL

On the wheel, then, Mr. Turner.

BOOTSTRAP

Aye, Captain Turner.

Will's gaze is drawn back to Elizabeth; Bootstrap notes it.

BOOTSTRAP (CONT'D)

One day ashore, ten years at sea. It's a steep price to pay for what's been done.

WILL

That depends on the one day.

695 EXT. BLACK PEARL - DAY

695

Elizabeth moves to a waiting longboat, past the crew. Barbossa nods to her.

GIBBS

Your chariot awaits, your highness. Oars are inside.

BARBOSSA

Mrs. Turner.

Jack waits next to the longboat.

ELIZABETH

(a smile)

Jack Sparrow. It never would have worked out between us.

JACK

You keep telling yourself that.

ELIZABETH

Thank you.

JACK

Every king needs a queen.

They lean together for a kiss, Jack thinks better of it;
smiling, she turns away --

DISSOLVE TO:

696 EXT. SHIPWRECK ISLAND - BEACH - DAY

696

Elizabeth sits down on a rock near the water's edge, arms
wrapped around her knees. Lost in thought.

WILL (O.S.)

Elizabeth.

She looks up -- Will is there, standing in the water. She
goes out to him, into the water.

WILL (CONT'D)

Ten years is a long time ... and I
don't expect the world to stop
turning.

ELIZABETH

I'll keep it safe.

He gazes into her eyes, slowly nods: he has faith. He smiles.

WILL

You've ruined your dress.

She blinks back tears. He reaches a hand out for her cheek.

ELIZABETH

Will ...
(remembering the very
first meeting)
Will Turner.

WILL

Captain ... Will Turner.

He leans forward to kiss her. Their lips meet, softly. She
shuts her eyes as the kiss takes her ...

CLOSE ON: ELIZABETH'S EYES ... she opens them slowly, sees:

The Flying Dutchman, bound for the sunset.

Will is gone. She turns REVEAL, on the shore, is the
Chest. Elizabeth raises it, holds it close, watches the
ship as it gets lost in the sun ...

DISSOLVE TO:

697 EXT. TORTUGA - DOCKS - DAY

697

Jack comes down the ramp with Scarlett and Gisele his arms.

JACK

Granted, it tends to list to port,
and has been known on occasion to
frighten young women, but I promise,
you will not be disappointed.

GISELLE

Is that it? The Black Pearl?

SCARLETT

It's not very big.

Jack glances at a small boat.

JACK

Please, love. That is a dingy. My
vessel is magnificent and fierce and
huge-ish and ... gone. Why is it
gone?

Giselle spots the Black Pearl, far out to sea.

GISELLE

Is that it there?

JACK

Yes, there. There it is. Why is it
there?

(The girls squint)

It's much larger up close.

SCARLETT

Oh, but Jack, you promised me a ride.

GISELLE

I was to be given a ride first.

SCARLETT

What. You?

GISELLE

Better than you.

SCARLETT

Not what he said.

GISELLE

I never!

SCARLETT

I seen you!

GISELLE

Learn anything?

SCARLETT

I learnt you stole my stays.

GISELLE

I never!

SCARLETT

You're wearing 'em!

Cat fight ensues. OVER THIS: Jack spots Gibbs, dozing peacefully on the dock.

JACK

Mr. Gibbs. Is there any particular reason my ship is gone?

GIBBS

Ship? We're on the ship. Jack! The ship is gone!

JACK

Girls! Will you PLEASE! Shut it!

The ladies freeze, mid-motion tugging each other's hair.

JACK (CONT'D)

Listen to me. Yes, I lied to you, no, I don't love you, of course it makes you look fat, I have never been to Brussels, it is pronounced "egregious," no, I haven't met Pizarro but I love his pies, and all of this pales to insignificance in light of the fact that my ship is gone! Savvy?

SLAP! Jack's head is snapped to the side. SLAP! Back the other way. The girls storm off. Gibbs looks at Jack.

GIBBS

Take what you can.

JACK

Give nothing back.

It is a farewell. Gibbs heads off after the ladies.

GIBBS

Tell me, how much do you know about sea turtles?

Jack turns to gaze out to sea, gaze fixed on the horizon.

698 EXT. BLACK PEARL - MAIN DECK - DAY

698

Barbossa enjoys the sun on his face. Opens his eyes -- Pintel, Ragetti, Cotton, Marty and others are gathered before him.

Murtogg and Mullroy attempt to look inconspicuous.

PINTEL

Sir, some of the men don't feel
entirely settled about leaving Captain
Jack behind --

RAGETTI

Again.

PINTEL

Again.

BARBOSSA

Is that so?

PINTEL

So we were hoping, it would make us
feel a whole lot better regardin'
our fortunes, if we could see that
item you told us about.

MARTY

On the charts.

PINTEL

With our own eyes.

RAGETTI

To help put an ease to our burden of
guilt, so to speak.

BARBOSSA

Ah. Cast your eyes over this, then,
mateys ... there's more than one way
to live forever.

Barbossa pulls out the charts -- the Pirates lean forward.
Barbossa unrolls them -- there is a large HOLE in the center,
where the map has been cut out.

699 EXT. CARIBBEAN SEA - DAY

699

CLOSE ON: the Charts. Jack cautiously rotates the inner
circle... revealing a new map. On it: A drawing of a fountain.

Inscribed on the curve: Ponce de Leon.

Jack smiles, pulls out his compass, opens it -- and is shocked
to see:

The needle points to almost directly behind him.

That can't be right. He looks around -- and finds: a bottle
of rum, tucked away behind the seat. He picks it up, checks
the compass again; whatever he sees makes him smile --

He leans back, pulls the cork, takes a swig ... begins to hum ...

JACK
*... we're devils and black sheep,
 really bad eggs ... Drink up me
 hearties, yo ho ...*

And so Jack Sparrow leaves us the way he arrived, alone, on a small boat, sailing into the sunset --

700 EXT. BEACH - DAY

700

FADE UP ON: Elizabeth, lit by the light of sunset.

ELIZABETH
*We're beggars and blighters, ne'er-
 do-well cads ...*

SON (O.S.)
 (just a little behind)
... Ne'er-do-well cads ...

She beams down. REVEAL: Elizabeth stands barefoot on shore, holding the hand of a NINE-YEAR-OLD BOY, who sits atop a very familiar chest.

ELIZABETH/SON
Drink up, me 'earties, yo ho ...

ELIZABETH
 Yes, that's right ...

ELIZABETH/SON
*Aye, but we're loved by our mums and
 our dads --*

But her SON has broken off after "mums," leaving Elizabeth to sing the "and our dads" alone, because he has spotted something on the horizon.

Elizabeth looks where he points --

CLOSE ON: ELIZABETH, here eyes searching. She sees something, breaks into a radiant smile as a GREEN FLASH lights up her features --

BLACK