Spoilers flaws and interpretations - a summary
By Malcolm Barber

There's been some discussion on other boards about implausible events in Once Upon A Time In America, missing details and parts which some viewers find puzzling. I appreciate that much of this is not new to this board but information which guests to the board may find helpful is widely dispersed over many threads and an extended time scale. It may be an appropriate time to put a few thoughts and facts in a summary, roughly in the order in which they appear in the movie.

Background

Sergio Leone wanted to make this film for many years after first reading the book the Hoods by Harry Grey. Harry Grey (changed name) was a real gangster and the book is an autobiography of his early life. Grey has subsequently stated that the only thing he exaggerated in the book was Max's death - Max did not die - they were still friends in later life.

Leone did not want to make a simple transfer of the book into a documentary type film but there were elements in the book which fascinated him. Leone wanted to make a very special film - it's a story of love, betrayal and guilt and also echoes what happens to gangsters who live to an old age - a bit like Grey in his old age.

Once Upon A Time In America has flaws - there were several scriptwriters, many pages of dialog and action, last minute alterations, running out of time and money, the studio insisting upon cuts, which in reality could not be implemented successfully. And Leone himself seemed to want to purposely add a degree of ambiguity towards the end of the film.

Who were Eve's killers?

Max & the gang were getting more involved with the Combination, a criminal syndicate, who were not happy that a betrayal by Noodles had led to unnecessary deaths and the loss of a booze shipment. They gave a hit contract to Beefy Trigger Mandy & Thug to take Noodles out. The book The Hoods goes into more detail.
**Why did they kill Eve?**

Eve was not intimidated by Beefy & Co. Who knows what she would have done if allowed to live? Go to the police - warn Noodles - if Noodles is murdered, point the police to his killers? Why leave a complication when it can easily be eradicated?

**The bullet holes in the sheet seem a bit elaborate**

There are three main possibilities:

1. **It is for Eve's benefit**

   Beefy & Co do not know Eve very well. They want to shock her into giving the information they require. Hence loosening the light bulb and making bullet holes in a sheet in the outline of a man. It doesn't intimidate her.

2. **It is for the audience's benefit**

   Leone is saying you have just seen the most boring opening titles I've ever come up with - the studio wouldn't provide the money for the opening scenes I wanted or other directors borrowed my ideas - but you'd better sit up and pay attention, what you are about to see is a very special film.

3. **Left over prop from another scene**

   Jimmy (Treat Williams) - the union guy - is initially straight. He needs persuading to join forces with Max & the gang. In the film this is done by the gang rescuing him from being set on fire in a tank of petrol/gasoline.

   In the early screenplay gangsters with tommy guns go into a room where Jimmy is lying on a bed. The camera shows the gunmen firing their tommy guns at the bed and the audience expects that they have shot Jimmy. The next scene shows Jimmy leaving the room totally unharmed and on the sheet there is the outline of Jimmy's body made by bullets from the guns of the gangsters, who are experts at handling
tommy guns.

Leone decided to cut this scene and use the petrol tank which I think was originally intended for the capture of Noodles following the betrayal. However the sheet with the bullet holes was still available and someone thought it was a good idea to use it in the Eve scene.

Viewers must decide which is the best interpretation or if it is a combination of all three.

**Why didn't they kill Fat Moe, too?**

Unlike Eve, Fat Moe was cooperative. Killing Fat Moe will not serve a useful purpose - he will probably not go to the police. Clearly he did not kill Trigger and returning to Fat Moe's will increase the killers' chances of being detected. His cooperation and information has been duly rewarded - if he ever becomes a problem, the killers know where to find him.

**If the Combination knew of Max's plan, why did they order a hit on Noodles who was simply doing what Max wanted?**

The *Combine* or *The Combination* is a criminal syndicate with whom Max and the gang is getting more closely involved. Noodles and probably the other members of the gang are holding Max back so Max needs to break away, taking with him the gang's assets. Max comes up with a plan to fake his own death. The Combination have contacts within the police and in the book Noodles actually gives his name to the police when making his phone call. The police know it is Noodles. The sequence in the film is Noodles makes the call, Max enters the room and returns the phone to its proper position, Max knocks out Noodles to stop him going on the job. Max also knows Noodles has betrayed him.

There are 3 main possibilities:

1. The Combination did not know about the plan.
   Max went to the West Coast where he married a wealthy woman etc. It is not stated if he took up a position there with the Combination or another criminal organization.
2. The plan was known to just one member of the Combination.

3. Everyone in the Combination knew about the plan.

No 1 - Noodles' betrayal has cost lives and money - of course the Combination will take out a contract on him.

No 2 - If the head of the Combination knows about the plan but does not take out a contract on Noodles, other members of the combination will become suspicious invalidating the plan.

No 3 is unlikely - for the plan to be successful, the fewer people who knew the better.

**Why does Bugsy hate Max?**

Max realizes that, if he and the gang are to be successful, he has to get rid of Bugsy. He tells the police of a job Bugsy is engaged upon. Bugsy is carted off to jail whilst Max watches (deleted scene). Bugsy knows Max ratted on him and when he comes out of jail, he seeks revenge, resulting in the death of Dominic.

**Do Fat Moe and the rest know that Noodles raped Deborah?**

There is certainly an atmosphere when Noodles joins them for coffee. Normally Fat Moe would be all over Noodles but Noodles has to ask Fat Moe for coffee, which Noodles takes an age to stir. It's reported that this part of the scene was invented by De Niro as an homage to Leone.

Noodles eyes Fat Moe cautiously and his look almost says "I hope he doesn't stab me with those scissors".

Again it's down to the viewer to interpret - the gang were of course aware that Noodles had a date with Deborah. They were probably aware that the date went wrong - hopefully they were spared all the details. In the book the rape is not fully completed. As Noodles is ripping Deborah's clothes off, the taxi stops suddenly throwing them both to the floor of the vehicle. The taxi driver says “For Christ sake, let up. You want to kill the girl? You want to get us arrested?”
The Throne

The coffee stirring scene also introduces the audience to Max's throne. In Sir Christopher Frayling's book *Something To Do With Death*, Frayling hints that the idea of the throne may have been invented by Leone. This is incorrect. The throne is the book *The Hoods* - chapter 44 p.420.

...a throne, a royal relic of some sort. I examined it more closely. The keynote of the carved design was the royal flag of Rumania which appeared among icons and all sorts of royal insignia and armorial bearings.

"It used to belong to a baron, an old time Rumanian baron, hundreds of years ago." I repeated, "How did you get it?" "How I got it?" Max asked with a superior smile. "How do I get everything I want? By the muscle...

Was it possible that excesses with a degenerate woman could weaken a man mentally? I had heard a man could develop softening of the brain by that sort of perversion. And was this thronelike chair one of the manifestations of his delusions of grandeur?

The throne gets a slightly different treatment in the film:

NOODLES
What's this?

MAX
It's a throne. It was a gift to a pope. Cost me 800 bucks.

CAROL
It's from the 17th century.

NOODLES
So, what are you doing with it?

MAX
I'm sitting on it.
The throne is one of the first signs that Max is losing it / becoming a megalomaniac.

**Age cannot wither Deborah? - "It's like the play was written for you".**

I've never had a problem with this scene but some people don't like the way Deborah doesn't seem to have aged. Deborah never fully removes her make up but there are wrinkles on her upper eyelids and around her eyes. Some people think that Leone has deliberately not aged Deborah because the camera is seeing Deborah as Noodles remembers her but I don't think we need to stretch our imagination this far. There are plenty of actresses in their late 50's who look just as good if not better than they did in their 20's.

At the party at Bailey's mansion, many wrinkles are visible. As one would expect Deborah is still good looking.

**Why would Deborah ever willingly hook up with Mr Bailey?**

Mr Bailey is a multi millionaire, with valuable assets, a grand mansion and a son. I've no problem with this whatsoever. Deborah probably isn't madly in love with Bailey but as we get older other factors such as comfort and security become more important.

**Secretary Bailey's identity not known to Fat Moe, Carol, Noodles etc?**

In my opinion this is the one major flaw in the movie. It is reported that De Niro who at the time was very thorough had some heated discussions with Leone on some aspects of the film. We will probably never know exactly how Leone felt - all we are certain of is that in the screenplay Max was a "Senator". A Senator whom no-one had seen? This was thought to be implausible and his position was scaled down to a Secretary - it's still not really scaled down enough.

**Garbage Truck**

Leone obviously wanted to keep this ambiguous. The pages relating to
it in the screenplay are missing and an actor other than James Woods was hired to play the scene. Leone's reasons are not known but it does start the audience to think about the movie, talk about it and view on more than occasion. "Did I die in the garbage truck?" is said to be the most frequent question James Woods is asked and even he doesn't know. Woods says that Leone's comment was "It's like Jimmy Hoffa. We know but we don't know but we know." And Woods adds "There's one thing we know. He won't be coming to dinner tomorrow night."

Obviously Secretary Bailey's past is being investigated and he knew that he would be killed to stop him implicating others. He had the option of committing suicide (further details in a deleted scene) in which case some of his wealth may be retained, his reputation may remain intact and there may be less impact on Deborah and his son David. He thinks that Noodles might hate him for stealing his money, his girl and giving him 35 years of grief. Max thinks he has a debt with Noodles which he wants to settle and this will even the score. He would much prefer his former friend Noodles to kill him rather than suicide or an anonymous hit man, hence the plan.

Another possibility is that Max dupes Noodles again. He fakes his death for the third time, Noodles is a witness and Max embarks upon another adventure. Unlikely but possible.

**Smile**

Some people read a lot into this scene. I don't. Noodles has seen the results of his betrayal, the death of his friends and goes to the opium den for solace. He lies down, inhales the opium and the smile comes almost immediately. There is insufficient time for him to think deeply about the past or dream of future events. It is a stupid smile induced by the drug. Simply a suitable iconic image or a reinforcement of the "this will make you think" idea of the garbage truck - some say it echoes a similar scene with Jill in *Once Upon A Time In The West*. 