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The Man From

U. N. C. L. E.

THE POP ART AFFAIR

Prod. #8423

PRE-PRODUCTION PLANNING SCRIPT ONLY

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A  
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The Man From  
U.N.C.L.E.

"The Pop Art Affair"

Prod. #8423

TEASER

FADE IN:

EXT. GOLF COURSE - FULL SHOT - DAY

1

On the green, in old-fashioned golf knickers and cap,  
WAVERLY lines up a putt with professional deliberation.

WAVERLY

Any sign of him?

ANGLE WIDENS TO INCLUDE SOLO. He looks around.

SOLO

No, not yet.

Waverly sinks his putt.

SOLO

Good shot, sir.

(addresses someone O.S.)

Seven-iron, caddy.

ANGLE WIDENS TO INCLUDE a rather unhappy ILLYA. He glares  
at Solo while handing him a seven-iron from a golf bag  
mounted on wheels. Solo lines up his putt.

ILLYA

Perhaps he got cold feet.

WAVERLY

Possibly. Let's play a while longer  
...It's not every day a Thrush agent  
makes an appointment to see us.

SOLO (looking around)

You think that girl could be keeping  
him away?

THEIR POV

2

Sitting on a nearby bench is a girl with her back to us.

BACK TO SCENE

3

WAVERLY (nodding)

He was rather cautious on the phone...  
You might get her to move, Mr. Solo.  
Use your charm.

SOLO

Yes, sir.

CAMERA PANS WITH Solo as he approaches the bench.

MED. SHOT - SOLO AND BENCH

4

SOLO (his most charming)

Pardon me, miss, I wonder if you'd be  
kind enough....

CLOSE SHOT ON "GIRL"

5

as she turns around. We see that 'she' is really a he.  
About thirty, GENE COPLIN wears Carnaby Mod clothes, a  
piece of hip jewelry, a pendant around his neck and a  
Prince Valiant haircut.

FULL SHOT - FEATURING WAVERLY AND ILLYA

6

as they watch Solo and the man talk a moment. The man  
rises and Solo escorts him to his colleagues. Waverly  
and Illiya exchange puzzled glances.

COPLIN

Mr. Waverly?

WAVERLY

Yes.

COPLIN (nervous)

It was me who called you.

WAVERLY

I see. Why?

COPLIN

I've had it with Thrush. I want out,  
and I need your help.

WAVERLY

You said you had something for us.

6

CONT'D

(2)

COPLIN

Yeah, but first let's make a deal.

WAVERLY (businesslike)

A deal? In return for what?

Coplin reaches into his pocket. Solo and Illya react, but all that Coplin removes is an aerosol can.

COPLIN

Two years ago I started developing this for Thrush. They're going to spring it on the whole country. It's the most deadly....

Before Coplin can go on, a golf ball sails over their heads and lands a couple of yards away.

ANGLE ON SOLO

7

SOLO (suspicious, looking around)

Aren't you supposed to shout "Fore" when you hit a ball?

Solo and Illya exchange a quick look. Swiftly, they push Waverly and Coplin into a nearby sand trap.

INSERT - THE GOLF BALL

8

as it EXPLODES!

BACK TO SCENE

9

as they draw guns. Suddenly they see, barrelling over a rise, a golf cart bearing THREE YOUNG MEN. Their hair, too, falls to their shoulders. The golf cart charges down on the Uncle trio with astonishing speed, its mounted 30-calibre MACHINE GUNS BLAZING. The Uncle men blast back.

THEIR POV

10

as one of the Long Hairs touches a button and a bullet-proof shield rises to protect them.

BACK TO SCENE 11

Uncle men still firing at the golf cart, but to no avail.

ANGLE ON ILLYA 12

ILLYA

Cover me!

CAMERA PANS WITH Illya as he crawls from the sand trap and scrambles for the wheeled golf bag that he dropped in the urgency of the moment. He grabs it and spills back into the sand trap, bullets flying around him. He turns it around, pulls out a few clubs.

SOLO (shouting over  
gunfire)

You going to try for a hole in one?

ILLYA

Something like that.

Illya places the golf bag over the edge of the trap. He adjusts a few small levers.

ILLYA'S POV 13

The golf cart is almost upon them, blazing away.

ANGLE ON ILLYA 14

as he takes careful aim and fires the 'golf bag'....a camouflaged bazooka.

MED. SHOT - GOLF CART 15

as the juggernaut is hit! It swerves out of control and crashes on its side. A surviving Thrush agent scrambles from the cart, shooting, but Solo cuts him down. There's absolute silence.

BACK TO SAND TRAP 16

The Uncle agents turn around as they HEAR a steady HISSING SOUND. CAMERA PANS WITH them as they rush to Coplin, lying at the other side of the sand trap.

CLOSE SHOT - COPLIN

17

the strange aerosol can HISSING just a few inches from his face, which is contorted with terror. He's wracked with spasms.

FULL SHOT

18

as Illya carefully picks up the can, and holding it away from his face, quickly plugs it with a handkerchief.

ILLYA

A bullet must've nicked it.

Solo kneels beside Coplin. The Thrush agent's chest is wracked with increasingly violent spasms.

WAVERLY (concerned)

Was he hit?

SOLO

It doesn't look that way.

CLOSE SHOT - COPLIN

19

gasping, trying to breathe.

BACK TO GROUP SHOT

20

WAVERLY

What's the matter with him?

ILLYA (uneasily)

It looks like a bad case of the hiccups.

EXTREME CLOSEUP - COPLIN

21

his face contorted with pain as he continues to hiccup with increased violence and speed. CAMERA PULLS BACK as the Uncle men watch helplessly. Finally:

SOLO

He's dead.

Mystified, the Uncle agents look at each other, then at the aerosol can in Illya's hand.

FADE OUT.

END TEASER

## ACT ONE

FADE IN:

INT. UNCLE HEADQUARTERS - MEDICAL ROOM - DAY

22

OPEN CLOSE ON a large chest x-ray.

DR. ROSS (V.O.)

The man died of hiccups. It's as  
simple as that.

CAMERA PULLS BACK TO INCLUDE DR. ROSS, flanked by Waverly,  
Solo and Illya. On a nearby table is the deadly aerosol  
can and Coplin's strange-looking pendant.

SOLO

If I hadn't seen it, I'd say it was  
almost impossible.

DR. ROSS

Well, fatal cases of hiccups are rare,  
but not unknown. Still, it's one of  
the mysteries of nature. Everybody's  
had hiccups, but nobody knows the cause.  
In this case, a severe attack inter-  
fered with the victim's breathing and  
he died of cardiac arrest.

WAVERLY

Heart failure...

DR. ROSS

Yes, exactly. The gas in that aerosol  
can, whatever it was, irritated the  
phrenic nerve and triggered hiccuping  
at a lethal rate!

CLOSE ON WAVERLY

23

as he picks up the can and studies it. It looks harmless,  
like thousands of such cans in supermarkets.

BACK TO SCENE

24

DR. ROSS

Unfortunately, it was empty when you  
brought it in. We can't even begin  
to look for an antidote.

A beat.

24

CONT'D

(2)

WAVERLY

I see. Thank you, doctor, you've been very helpful.

The doctor exits.

WAVERLY (hefting the can)

Evidently Thrush can now turn an occasional nuisance into a swift killer. They can use this gas against entire cities, whole populations.... unless we stop them.

SOLO

We don't even have a name on the dead man. But Security Research traced his call to a pay phone in Greenwich Village....

ILLYA

....Which might explain why those Thrush agents wore long hair.

WAVERLY (straight)

Thrush beatniks....All right, gentlemen. Greenwich Village appears to be the most likely place to start. You'll be able to blend in there very nicely, Mr. Kuryakin.....Mr. Solo will coordinate the operation from here.

Solo takes Coplin's oddly-shaped pendant from the table and tosses it to Illya.

SOLO

Just in case someone down there asks for your passport.

Illya pockets it.

QUICK DISSOLVE TO:

INT. PURPLE PUSHER COFFEE HOUSE - NIGHT

25

We OPEN ON THREE MUSICIANS playing on a small stage with no wings. All are bearded, with long, matted hair. One uses a file on a piece of glass. Another strikes a high-pitched brake drum with a metal rod. The third pours water



from one bucket to another and back again. The CAMERA  
PULLS BACK TO REVEAL a smoky, crowded Greenwich Village  
coffee house. There are a few tourists, but most of  
the patrons are young people with long hair, odd dress,  
etc. They're enthralled by the concert.

25  
CONT'D  
(2)

ANGLE ON ILLYA

26

dressed as a beatnik, watching the entertainment from the  
expresso counter. The EXPRESSO MAN brings him a cup of  
coffee.

ILLYA

Thanks....Wild show.

EXPRESSO MAN

Yeah, we always get the best.

Illya takes a snapshot of the dead Coplin and shows it to  
the expresso man.

ILLYA

Say, man, you look like you know the  
scene....I'm looking for this guy.  
He stiffed me in a deal. Know him?

CLOSE SHOT - EXPRESSO MAN

27

as he recognizes picture. He looks at Illya suspiciously.

EXPRESSO MAN

He asleep?

ILLYA

Kind of.

EXPRESSO MAN (shakes  
his head; he's lying)

Na.....Never seen him.

The two men look at each other a beat.

EXPRESSO MAN

What are you, the fuzz?

ILLYA

Do I look like it?

EXPRESSO MAN

Ahh, the fuzz comes in all kinds of jars these days.

27  
CONT'D  
(2)

ILLYA

He gave me this for a deposit. Ever seen one like it?

The Espresso man handles pendant, gives it back to Illya.

EXPRESSO MAN

Uh-uh. I'm not the artsy-craftsy type.

ILLYA

Thanks.

Illya pockets it and moves off. The espresso man steps behind the espresso machine and is about to take off his apron and get out of there, when a couple of WAITRESSES come over with orders.

WAITRESS

Four espressos, two Irish coffees!

He wants to leave, but has to fill order. He looks O.S. at Illya, then quickly begins filling the order.

ANOTHER ANGLE

28

as Illya notices a young girl, carrying a sketch pad and asking customers if she can do their portraits. SYLVIA HARRISON is nineteen years old with absolutely straight blonde hair falling below her shoulders. Dressed in a mini-skirt and French sailor T-shirt, she's charming and lively, a very pretty kook. She looks like a Village "regular." Illya takes her gallantly by the arm and sits her at an empty table.

ILLYA

How much for a portrait?

SYLVIA (charming)

Two dollars. But since you have such an interesting face, one dollar.

ILLYA

When you put it that way, how can I refuse?

SYLVIA (smiles)  
That's why I put it that way.

28  
CONT'D  
(2)

ILLYA  
Go.

He gets himself into a posing position. Sylvia gets her pad and charcoal ready, intently studies Illya's face, then shuts her eyes.

SYLVIA  
Got it!

ILLYA  
Got what?

As she opens her eyes and begins to draw:

SYLVIA  
Your essence. I just can't do hack work. First I have to interpret a face, then I put it down on paper. Dig?

ILLYA (nods)  
Dig....How long have you been an artist?

SYLVIA  
All my life. But I didn't really get started till last year. I was too hung up with my parents and things... you know.

ILLYA  
Yeah, I've been hung up a couple of times myself....

SYLVIA  
It figures. Most people who come down here are.

ILLYA (innocently)  
You must know the Village pretty well.

SYLVIA (with a smile)  
Are you kidding? I practically invented it....You know, you have the most poetic eyes...

Illya shows her Coplin's picture.

ILLYA  
Ever seen this man?

28  
CONT'D  
(3)

SYLVIA (takes the picture)  
I don't know....He looks kind of familiar  
....but I can't place him right off.

ILLYA  
I did a painting for him and the dead-  
beat cut out. All he left was this....  
as a deposit.

He hands her the pendant.

SYLVIA (looking at it  
admiringly)  
Hey, that's groovy. I'd love to have  
one like it myself.  
(hands him her sketch pad)  
Finished!

INSERT - SKETCH PAD

29

A deft caricature of Illya.

BACK TO SCENE

30

ILLYA  
This is good!

SYLVIA  
Thanks...But I do this just to pay the  
rent. My serious work is around the  
corner, at Ole's Gallery. Would you  
like to see it? I've got a Scarecrow  
there that you wouldn't believe!

ILLYA (charmed by her)  
I'd love to, but I've gotta go to  
work....  
(hands her a card)  
If you remember that man, call me at  
this number, okay?

SYLVIA (takes card)  
Okay. I hope you call when you remember  
me.....

ILLYA  
It's a deal....

30  
CONT'D  
(2)

ANOTHER ANGLE

31

as the expresso man stares after Illya as he leaves.

EXT. VILLAGE - NIGHT

32

as Illya passes Ole's Gallery and looks in the window.  
His eyes widen.

ILLYA'S POV

33

A huge painting covers almost half of a wall.....a  
meticulous, pop art version of the aerosol can that held  
the hiccup gas.

BACK TO ILLYA

34

as he goes into Ole's Gallery.

INT. GALLERY - NIGHT

35

CAMERA PANS to take in the latest and wildest from the  
world of pop and op art. Super-realistic paintings of  
comic-strip characters, pie wedges, bars of soap. A  
rusty trash can with a banana peel hanging over its rim,  
proudly displayed on an expensive bronze pedestal. (There  
are three essential items.) A distortion mirror from a  
Coney Island fun-house decorating a wall. A battered 1938  
Dodge convertible, without tires, squats in the middle of  
the room. In the back seat, their arms around each other,  
sit a male and female store mannequin. A mechanical  
construction, a Rube Goldberg-type creation, dominates  
the room. As for the patrons, there are a couple of  
respectable-looking sightseers. The rest are way-out.  
Some of the MEN, who wear long hair, aren't exactly the  
artistic type. They keep a sharp eye out in the gallery.

ANOTHER ANGLE

36

as Illya looks at the Rube Goldberg mechanical piece, then  
approaches a pretty RECEPTIONIST at a nearby desk. He  
assumes the air of a prospective customer.

ILLYA

Excuse me, miss. I'd like to see the owner.

36

CONT'D  
(2)

Before the receptionist can answer:

OLE (V.O.)

I'm the owner. Can I help you?

WIDER ANGLE - FEATURING OLE

37

MARK OLE is tall, lean, elegant. He's dressed in a blue suede suit and short cape. He sports a Prince Valiant haircut.

OLE

Permit me to introduce myself. My name is Mark Ole.

ILLYA

Illya Kuryakin. I like your stuff. It's what's happening.

OLE (with a smile)

We like to think we're au courant.

ILLYA (in front of the  
Rube Goldberg)

Does it bite?

OLE (chuckling at

Illya's joke)

It's a symphony of movement, but at the moment its motor is being repaired ...Is there anything else I can show you?

CAMERA FOLLOWS them as Illya maneuvers Ole in front of the painting of the aerosol can.

ILLYA

There's something I might be interested in.

OLE

Ah, you show good taste, Mr. Kuryakin.

(effusive)

A masterpiece of pop art. The commonplace made significant by its very lack of significance.

ILLYA (casually)  
As a painter myself, I'd go even further.  
I'd say it captures, in one bold conception, the whole immediacy, the "todayness" of pop culture.

37  
CONT'D  
(2)

Ole glances at Illya, impressed.

ILLYA  
Who's the artist?

OLE  
A genius who's not yet received the recognition he deserves. The man who started the whole pop art movement.

ILLYA  
Oh? Who's that?

OLE (deadly serious)  
Me.

A slight beat.

ANOTHER ANGLE

38

as they're approached by MARI BROOKS, an absolutely exquisite creature, whose bony elegance is accentuated by a Gernrieck porthole dress, six inches above her knees, white boots and a white beany cap. Mari always seems to be posing for invisible cameras.

OLE  
Ah, Mari, my dear. This is Mr. Kuryakin, a very perceptive young painter.

MARI (cool)  
Have you ever sold anything?

ILLYA  
Not yet.

MARI (she's lost all interest)  
Oh....I see.  
(to Ole)  
Dominick wants to know if he can see you. It's important.

OLE (a bit harder than  
usual)  
Tell him I'll be right there.

38  
CONT'D  
(2)

Mari is about to leave.

OLE  
A moment, dear.

Ole appraises her for an instant, adjusts her beany slightly, fixes a lock of hair and then moves off a little, regarding her with the eye of a connoisseur. Mari assumes an angular, haughty, high-fashion stance. Ole nods approvingly. Mari smiles gratefully and leaves.

ILLYA (watching her)  
A work of art.

OLE  
Yes, my finest....Excuse me, Mr.  
Kuryakin. I'm sure you know art is  
often mixed with business. Regrettably.

He walks OUT OF SHOT. Illya glances up at the ominous painting of the aerosol can.

INT. OLE'S OFFICE - NIGHT

39

as Ole, confers with one of his Long Hairs, DOMINICK. Two other, rough Long Hairs stand by. Mari is seated behind a desk.

OLE (forceful)  
I need at least two hundred cylinders  
of gas, Dominick, not fifty!

DOMINICK  
I told you, Mr. Ole. We can't make  
any more.

OLE  
I've spent three years perfecting this  
project until it had the symetry of a  
fine painting. I can't be concerned  
about a machine that doesn't work.  
Fix it!

DOMINICK  
I tried. But Coplin took the key part  
...the catalyzer, the thing that made  
the gas deadly.



MARI

Well, you worked on it with Coplin.  
Design another one!

39  
CONT'D  
(2)

DOMINICK (explaining)

Look, it's not the design, it's the  
components. Only Coplin knew how to  
put the catalyzer together.

(lamely)

All I could do was make a wax impression  
of the part.

He hands Ole a small mold (which we don't clearly see).  
In disgust, Ole tosses it into a desk drawer.

MARI (to Ole)

We already have fifty cylinders. Let's  
use them.

OLE

No, it's not enough. We can just about  
wipe out the Eastern states. But not  
the Mid-west and the Pacific Coast.  
No, Thrush Central is right! It must  
be done in one complete stroke. We  
have to get that catalyzer back from  
Uncle.

EXT. GALLERY - NIGHT

40

In the shadows, Illya holds up his pocket communicator.

ILLYA

Open Channel D, please.

INT. UNCLE HEADQUARTERS - COMMUNICATIONS ROOM - NIGHT

41

Solo is there with WANDA, a beautiful Uncle operative.  
He's studying a dossier.

SOLO

Wanda, do I have all the reports on  
aerosol can manufacturers?

WANDA (cute)

Don't you always get everything you  
want, Napoleon?

SOLO

Not always....

41

CONT'D

(2)

WANDA

I can fix that...

They are almost lip to lip. The communicator BUZZER RINGS. He picks up phone.

SOLO

Channel D is open.

INTERCUT Solo and Illya.

ILLYA

Napoleon, I hope I didn't interrupt anything.

SOLO

You did....How're you doing?

ILLYA

I've run into some strange ones.....  
Check on a Mark Ole. He owns the Ole Gallery.

ILLYA'S POV

42

Down the block, hurrying in his direction is the expresso man from the Purple Pusher.

EXT. GALLERY - ILLYA

43

as he quickly pockets his communicator. He looks around, makes his decision and CAMERA FOLLOWS him as he slips back into the gallery.

INT. GALLERY - NIGHT

44

Illya ducks behind the Rube Goldbert piece and watches as the expresso man goes into Ole's back office.

INT. OLE'S OFFICE - NIGHT

45

Same group as before, except for Dominick; now include the expresso man.

OLE

What did he look like?

45  
CONT'D  
(2)

EXPRESSO MAN

Blond...medium height...he looked like  
he belonged down here.

OLE

Did he show you anything beside Coplin's  
photo?

EXPRESSO MAN

Just a way-out looking pendant. It must  
have been Coplin's.

OLE (puzzled)

A pendant? Coplin never wore a pendant.

A beat as Ole puts two and two together. He removes  
Dominick's wax impression from a drawer and holds it up.

OLE

Did it look like this?

EXPRESSO MAN

Yeah! That's it!

Ole strides to the wall and opens secret window panel.

OLE

Come over here! Is that the man?

Expresso man joins him.

EXPRESSO MAN (exclaiming)

Yeah, that's him!

OLE (triumphant)

And Coplin gave him a pendant....The  
pendant must be the catalyzer!

- INT. GALLERY - NIGHT

46

Illya stands in front of a Scarecrow, shabbily dressed in  
overalls, tattered plaid shirt and a battered straw hat.  
In weird contrast, it wears a modern scuba device in its  
mouth, oxygen tanks on its back and swim fins on its feet.  
From a rubber belt around the waist dangle several small  
fish. It carries a medieval shield on its arm.

ILLYA (reading)  
"Elizabeth Must Lose Weight" by  
Sylvia Harrison.....Hmm.....It's got  
to have a hidden meaning.

46  
CONT'D  
(2)

ANOTHER ANGLE

47

as Ole and his Long Hairs come out of the office and  
surround Illya.

OLE (paternal, but deadly)  
You played a very nice part, Illya.  
But that's over now. Give me Coplin's  
pendant!

ILLYA (thinking fast)  
Pendant? Why the sudden interest in  
jewelry?

OLE  
That's only my concern!

ILLYA  
I don't think so, Mr. Ole.....I like  
the design, too!

The Long Hairs jump Illya but he clouts one and races for  
Ole's office and through a back door, the Long Hairs after  
him.

EXT. ALLEY - NIGHT

48

as Illya bolts out the door into the alley. He looks  
around quickly and heads for the back door of the Purple  
Pusher, the Long Hairs gaining on him.

INT. PURPLE PUSHER - NIGHT

49

Illya comes through the back door and into the club.

ANOTHER ANGLE

50

as a couple of other Long Hairs bear down on him from the  
front of the coffee house. He turns and sees the Long  
Hairs who have come from the alley, blocking his way.

ON SYLVIA

51

as she comes toward him through a crowd of tables.

SYLVIA (happy)  
Hi, Illya. What brings you back?

WIDE ANGLE

52

as the Long Hairs close in on Illya, menacingly. Illya backs up, finds himself cornered against a wall. There's only one place left to go....he leaps on the stage. The Long Hairs hesitate. They don't want to make a scene in public. Illya sees everyone in the audience looking at him. He launches into an AD-LIB poetry, recital.

ILLYA  
Hey there, man, hey there, man,  
Cool it with Yin and Yan.  
Zen Buddhism is old hat,  
Let us swing where it's at.

ANGLE ON BEATNIK IN AUDIENCE

53

BEATNIK (to girl friend)  
I told you this place was the craziest!

BACK TO ILLYA

54

as the Long Hairs leap on the stage. Illya dispatches one with a wicked chop.

ILLYA (still keeping up  
the act)  
It's time to revolt throughout the  
nation.  
For this is the revolting generation.

The Long Hairs leap on Illya. There's a big fight.

ANGLE ON BEATNIK AND SYLVIA

55

BEATNIK  
Ain't that the end? It's a 'happening.'  
It's spontaneous art!

SYLVIA

Wild!

55  
CONT'D  
(2)

BACK TO ILLYA

56

as he fights the Long Hairs.

ON AUDIENCE

57

as they CHEER the 'happening.' Sylvia comes close to the stage just as Illya's being overpowered by superior numbers. But before he goes under, unseen by the Long Hairs, he tosses the pendant to Sylvia.

ON SYLVIA

58

as she catches it.

ON STAGE

59

as the Long Hairs drag Illya off, unconscious. One of them bows appropriately to the audience as the audience goes wild with approval.

FADE OUT.

END ACT ONE

## ACT TWO

FADE IN:

INT. UNCLE HEADQUARTERS - DAY

60

Solo is studying a folder as Wanda hovers nearby.

SOLO

This Mark Ole has quite a past.

(reading aloud)

"Unemployed actor"...."Frustrated poet"

...."Unsuccessful artist." Not very illustrious, but not very incriminating either. I'm afraid Illya's going to be disappointed.

Solo takes out his pocket communicator.

SOLO

Clear Channel D.

Solo waits a moment. No answer. Solo looks concerned.

WANDA

He might be busy.

SOLO

Or in trouble. Tell Mr. Waverly I'm heading for the Village.

He's about to head for the door when the PHONE RINGS. He lifts the receiver.

SOLO

Napoleon Solo here.

INT. A PHONE BOOTH - DAY

61

OUR ANGLE is such that we don't see whether Sylvia is wearing the pendant given to her by Illya.

SYLVIA

Hello. My name is Sylvia Harrison.  
Is Illya there?

INTERCUT following telephone conversation.

SOLO

No....Can I help you?

61

CONT'D

(2)

SYLVIA

I'm a friend of his. He wanted me to call him. But I guess it can wait. Goodbye...

SOLO (urgent)

Hold it a minute, Miss Harrison. Do you know where Illya is?

SYLVIA

No...I haven't seen him for a while.

SOLO

I'd like to talk with you. It's important....The Purple Pusher Coffee House? I'll be right there!

ZIP PAN TO:

INT. THE PURPLE PUSHER - DAY

62

Solo and Sylvia sit at a corner table. Sylvia wears the pendant given to her by Illya, but Solo, of course, has no idea of its significance, and pays no attention to it.

SYLVIA

I'm positive! Illya showed me a picture, and I just remembered. I've seen the same guy at the Ole Gallery. His name's Coplin.

SOLO

I see....Do you have any idea where Illya might be?

SYLVIA (trying to be helpful)

Maybe he's at a rehearsal.

SOLO

Rehearsal? I didn't know Illya was an actor.

SYLVIA

Are you kidding? Illya's great. He put on a performance here last night, you wouldn't believe.



SOLO

What kind of performance?

62

CONT'D

(2)

SYLVIA

A 'happening.' The best 'happening'  
the Village ever saw. What a fight  
scene!.....Does he have an agent?

SOLO

I don't think so. Who were the other  
actors?

SYLVIA

Some swingers who hang around Ole's.  
It really looked like they were pound-  
ing him.....It was beautiful!

SOLO (urgent)

Now, listen to me, Sylvia. I want you  
to stay away from Ole's Gallery.

SYLVIA

Why?

SOLO

I can't go into it now. But Ole's not  
just another art dealer.

SYLVIA

What do you mean? Just because he's a  
little far out....

SOLO (insinuating)

Did you know that when he sells an  
artist's work, he puts his own name  
on it....and takes all the credit?

Sylvia throws her hand to her mouth in shock.

SOLO

Now you're getting the idea. Ole  
can't be trusted. Stay away from him.

Solo leaves. He's too far away to hear Sylvia's question.

SYLVIA

But what about my Scarecrow? It  
isn't safe with Ole.

ZIP PAN TO:

INT. GALLERY BACK ROOM - DAY

63

Illya is tied to a chair in a bare room. Two Long Hairs stand guard while Ole grills him.

MED. SHOT - ILLYA AND OLE

64

OLE

You're a stubborn man, Mr. Kuryakin.

ILLYA

Thank you.

OLE

That wasn't a compliment. Coplin made a grave error by giving you the catalyzer. Don't you make one by refusing to give it back. Where is it?

ILLYA

I wouldn't know. I'm just a struggling artist.

One of the Long Hairs clips him.

OLE

Don't play the fool with me.

ILLYA

He only gave us a shaving cream can. You can buy another one at the drug-store.

The Long Hair cracks him again.

OLE

And you may have to buy another face. Now.....Before you exhaust my patience. What did you do with that catalyzer?

- INT. GALLERY - DAY

65

Solo enters the gallery and looks around. The place is empty, except for Mari, a PHOTOGRAPHER and a Long Haired tough. The photographer poses Mari in front of the Rube Goldberg sculpture. She is dressed in the very latest Carnaby-Gernreich style. She strikes a stance, with a comic book held aloft in one hand.

PHOTOGRAPHER

Turn the comic book, just a bit....  
Fine...Now a little more camp, dear.  
(in a sing-song)  
Campy, campy, campy.....

65  
CONT'D  
(2)

He snaps. She relaxes.

ANOTHER ANGLE TO INCLUDE SOLO

66

PHOTOGRAPHER (he flies  
a little)

Now, how about some kiss pictures,  
darling?....Kissy, kissy, kissy.....

Mari poses, pursing her lips for an invisible lover.  
Suddenly, she sees Solo watching her.

MARI

Is there someone you wanted to see?

SOLO

As a matter of fact, there was.  
(eyeing her)  
But there are so many distractions  
around here....

MARI

That's very flattering....from a man  
who looks like he knows quality.

SOLO (eyeing her)

The only trouble is, sometimes it's  
spoiled by too much fancy wrapping.

MARI (provocative)

Don't you like fancy wrapping....?

SOLO

I don't mind it. But I never thought  
the box was important. Only the  
chocolates inside.

MARI

Mr. Ole would disagree with you.

SOLO

Maybe Mr. Ole doesn't like chocolate.

OLE (O.S.)  
On the contrary, I do.

66  
CONT'D  
(2)

ANOTHER ANGLE TO INCLUDE OLE

67

SOLO  
Mr. Ole? Napoleon Solo. I represent  
the Boddenheim Collection.

OLE  
A very respected house, if rather con-  
servative.

SOLO  
We try to be careful.

OLE  
You've already met Miss Brooks?

SOLO  
Not formally. But I believe I've had  
the pleasure of seeing her before today.

OLE  
I should hope so. Mari is the latest  
in New York, Paris and London.

MARI (coolly)  
I'm number one.

SOLO  
I beg your pardon?

OLE  
Mari is the number one fashion model  
in the world.

SOLO  
Now I can see why number two has to  
try harder.

MARI (cool)  
She's been trying hard for years,  
darling. But number ones try hard,  
too.

INT. GALLERY PRISON ROOM - ILLYA - DAY

68

Illya is trying hardest of all. Alone in the room, tied to a chair, he struggles out of his bonds. He tries the door, but it's locked. He searches the room. His eye is attracted to a large op art painting on the wall. Prodding it, he finds that it moves. It swings back. Illya is met with a staggering sight. Behind the painting is a large, glass pane that looks directly out into the gallery!

ILLYA'S POV

69

as he sees Solo, Ole and Mari in the gallery.

BACK TO ILLYA

70

as he bangs on the glass.

ILLYA

Napoleon! Napoleon!

Through the glass we can see that Solo doesn't react.... the pane of glass is actually a two-way mirror, and Illya is in a sound-proof room, but he doesn't know it yet.

INT. GALLERY

71

SOLO (casual)

You know, Boddenheim admires your flair, Mr. Ole. And since we're thinking of building a new pop art gallery of our own, I wonder if you could give me a few pointers.....by showing me around.

OLE (a shade cooler)

I'd like to. But, as you see, I have to supervise a photography session here in the gallery and I have a very busy schedule.

Ole takes Solo by the arm and starts to lead him toward the exit. They reach the distortion mirror on the wall. Solo stops and looks at his reflection,

INT. GALLERY PRISON ROOM

72

Illya sees Solo just a couple of feet away. He bangs on the two-way mirror.

ILLYA (shouting)

Napoleon!

INT. GALLERY

73

SOLO

I never can resist one of these things.

Solo makes a face in the mirror.

INT. GALLERY PRISON ROOM

74

Illya sees it. He's going out of his mind.

INT. GALLERY

75

OLE (to the photographer)

May we go on, Marvin? Mari, are you ready?

ANOTHER ANGLE TO INCLUDE MARI AND PHOTOGRAPHER

76

MARI

Just a moment, Mark.

Mari reaches into her bag and takes out an aerosol can. Solo watches her.

SOLO'S POV

77

the can in Mari's hand.

MED. SHOT - SOLO AND MARI

78

Teasingly, she squirts it in Solo's direction. Solo gives an involuntary start. Mari laughs playfully as she turns the can and sprays her hair. Solo returns her phony laugh. ANGLE WIDENS TO INCLUDE Ole. Neither Ole nor Mari has missed Solo's reaction.

MARI (posing)  
Is everything all right, Mark?

78  
CONT'D  
(2)

Ole rearranges a lock of hair.

OLE (enjoying the cat  
and mouse game)  
Perfect. Don't you think so, Mr. Solo?

SOLO  
I couldn't agree more.

INT. GALLERY PRISON ROOM

79

Illya sees Solo about to leave. Illya has picked up the wooden chair and smashes it against the fun-house mirror. The chair breaks, but the mirror doesn't. Illya watches as Solo leaves.

ILLYA  
Napoleon, how can you do this to me?

INT. GALLERY

80

as Solo reaches the door. Sylvia comes striding in.

SOLO  
Sylvia!

She brushes past him and heads for her Scarecrow in the middle of the gallery. She lifts it, as best she can, and starts out with it. Suddenly, Ole ENTERS SHOT.

OLE  
Sylvia, my dear, what are you doing..?

His words trail off as he looks at her.

OLE'S POV

81

He sees the pendant around her neck.

BACK TO SCENE

82

SYLVIA  
I'm protecting my artistic integrity.

OLE

From what?

82

CONT'D

(2)

SYLVIA

From you. We're through.

OLE

Ah....the artistic temperament.

(taking her arm firmly)

Come into the office and talk this  
over with Mark.

Solo steps INTO FRAME and points to Sylvia's Scarecrow.

SOLO (gallantly)

That looks awfully heavy. Let me  
give you a hand.

Solo takes the Scarecrow from her arms and heads for the  
exit, as Sylvia races after him and her beloved work of  
art. Ole looks around. He can't make a scene in the  
gallery. He has to let Sylvia go.

INT. GALLERY PRISON ROOM - ILLYA

83

ILLYA (shouting)

Napoleon! The pendant around her  
neck! Get the pendant!

INT. GALLERY - MED. SHOT - OLE AND MARI

84

Ole and Mari exchange glances. Ole nods meaningfully.

EXT. STREET - DAY

85

Solo has taken Sylvia by the elbow and is leading her away  
from the gallery. Sylvia reaches for her Scarecrow.

SYLVIA (possessive)

Thanks, but only I know how to hold it.

Solo relinquishes the statue.

SOLO

Come on. I'll take you both home.



SYLVIA

You know, this is the best thing I've ever done. Can you imagine Ole trying to take credit for it!

85

CONT'D

(2)

SOLO

That's why I told you to stay away from there. He's dangerous in a lot of ways.

EXT. UP THE STREET

86

Two youngsters, a BOY and a GIRL, both with long hair, are bending over their skateboards, adjusting something. Solo and Sylvia are in B.G. The kids walk a few feet away from the skateboards, then with a running start, mount them and speed down the street. CAMERA PANS WITH them, as we see they are not really kids but two Thrush cookies.

BACK TO SYLVIA AND SOLO

87

as Solo opens the door to his car. He starts to put the Scarecrow inside.

SYLVIA

Be careful!

UP THE STREET

88

The skateboarders are picking up speed.

BACK TO SYLVIA AND SOLO

89

The skateboarders are almost upon them when Solo's sixth sense tells him something's wrong.

SOLO'S POV

90

as the odd-looking youngsters leap from their skateboards, which hurtle through the air as.....

BACK TO SYLVIA AND SOLO

91

Solo acts with lightning speed. He grabs the shield from the Scarecrow and holds it up for protection. At the same time, he flings Sylvia behind him.

EXTREME CLOSEUP

92

as one skateboard crashes into the shield.

LONG SHOT

93

of the "teen-agers" racing away, around a corner.

MED. SHOT

94

as Solo helps the shaky Sylvia to her feet. CAMERA PANS UP and we see one of the skateboards imbedded in a telephone pole. Its wheels are still spinning.

CLOSE ON SOLO

95

as he pulls the skateboard out of the pole. He touches the rim, which has been fitted with razor-sharp steel nose.

SOLO

Sharp kids.  
(to Sylvia)  
Are you all right?

SYLVIA

Just a bit shook up. What'd you push me for?

SOLO

Where have you been?

SYLVIA (as if to an old  
fogey)

Oh.....just a couple of kids.

SOLO

Sure....."Our Gang."

He pushes her, still groggy, into his car. They pull away.

INT. GALLERY - DAY

96

OPEN CLOSE ON a flat cart bearing about a dozen gas cylinders. We PULL BACK to see a LONG HAIR pushing the cart through the gallery room, which is now almost empty. Ole and Mari supervise the removal of the art pieces by the Long Hairs. There is a sense of urgency in the scene as the Thrush agents pull out.

OLE (to Long Hair  
pushing cart)  
Are you sure that's all the hiccup  
gas?

LONG HAIR  
This is the last load.

The Long Hair leaves with the cart.

MARI  
It's a shame to leave. This was such  
a perfect cover, and I just hate going  
to the country....Too bad you missed  
getting Solo and the girl.

She takes out an eyebrow pencil and starts to do her eyes. Ole takes the pencil from her and finishes the brow to his satisfaction.

OLE  
You never knew how to do eyebrows, did  
you, my dear?

INT. GALLERY PRISON ROOM - ILLYA

97

as he watches through the two-way mirror, as the Long Hairs carry out the pieces of art.

INT. GALLERY - FEATURING RUBE GOLDBERG PIECE

98

- as two Long Hairs lift it....the last piece to go.

OLE (sharply)  
Careful with that! Put it in the  
armored truck.

CAMERA PANS WITH the Rube Goldberg piece as it's carried  
away.

INT. GALLERY PRISON ROOM

99

as Ole enters.

OLE

So you didn't know where the catalyzer  
was.....?

ILLYA

Take me to court.

OLE

But we know now, even if Mr. Solo doesn't.  
It's around Sylvia's pretty little neck.  
And we're going to get that pretty little  
neck, aren't we.....As for you....

ILLYA

Why don't you just leave me behind as  
caretaker?

OLE

I am going to leave you behind. In  
charge of the paint.

CAMERA PANS WITH Ole as he leaves, closing the door behind  
him. ILLYA COMES INTO FRAME. He tries the door. It's  
locked.

MED. SHOT - ILLYA

100

as he walks back to the middle of the room, apprehensive.

CLOSE ON ILLYA

101

as he looks around.

ILLYA'S POV

102

-the room as before, very quiet. An ominous silence.

BACK TO ILLYA

103

as suddenly, from small holes in the wall, high above his  
head, there start to pour streams of PAINT! He backs away.

From the opposite wall, more paint. Then, from all four walls pour streams of paint! Blue, red, green, yellow. Every color in the rainbow.

103  
CONT'D  
(2)

CLOSE ON PAINT HOLES

104

They're spouting out paint.

BACK TO ILLYA

105

some of the paint landing on him. He backs away, tries to protect his eyes. The CAMERA PULLS BACK as the paint begins to make a nightmare-hued pool on the floor. The pool begins to rise. Facing the mirror, Illya sees Ole and Mari, ready to leave.

INT. GALLERY

106

OLE (to Mari)  
Uncle agents lead such colorful lives,  
don't they, my dear?

He takes her by the arm and leaves.

INT. GALLERY PRISON ROOM - ILLYA

107

The paint has risen to his knees. Illya is going to drown in the thick soup of color.

FADE OUT.

END ACT TWO

## ACT THREE

FADE IN:

INT. GALLERY PRISON ROOM - DAY 108

The swamp of paint has risen to Illya's chest. The fumes are choking him. He can barely slog through the thick paint.

ILLYA'S POV 109

The paint gushing through the holes in the wall near the ceiling.

EXT. STREET - DAY 110

as Solo pulls up in front of Ole's Gallery. He strides to the door, tries the handle. Locked. He takes out his Uncle Special and kicks the door open.

INT. GALLERY 111

as Solo warily looks around the deserted gallery.

INT. GALLERY PRISON ROOM - ILLYA 112

Illya turns and through the two-way mirror sees Solo looking around. He struggles to the glass and desperately bangs on it.

INT. GALLERY 113

Solo doesn't hear. He moves toward the back.

INT. GALLERY PRISON ROOM 114

The paint is still rising. Illya looks around frantically and his eyes hit on an op art painting on the wall. He rips a piece of canvas from the painting, puts it in his mouth, pulls himself up on the moulding above the mirror, holds on with one hand, waits until Solo is close to the mirror, then slips the canvas through the jamb and the frame.

INT. GALLERY

115

The piece of canvas flutters down, just out of the periphery of Solo's vision. He stops. He senses that something is going on. He looks down and sees the piece of canvas. He shrugs and starts to walk away, when a second piece of canvas flutters down. He glances at the fun-house mirror. A thin trickle of paint is forcing its way out between the mirror and the wall. He's no longer puzzled. He grabs a chair and smashes it against the mirror. It doesn't break.

INT. GALLERY PRISON ROOM

116

Illya watches (as best he can) while Solo works. The paint is up to Illya's neck.

ILLYA (rooting him on)  
Come on, Napoleon.

INT. GALLERY

117

Solo fires at the glass with his gun. Nothing. Bullet-proof glass! He quickly takes his blue diamond ring, (the one he has on his pinky), presses it against the mirror and draws it in a straight line across the glass as hard as he can. He then draws another line, leaving two faults in the mirror. Again he lifts the heavy chair and proceeds to hammer away at the weakened glass.

INT. GALLERY PRISON ROOM

118

The paint is up to Illya's chin. He can hardly mutter, once more:

ILLYA  
Come - on - Napoleon!

INT. GALLERY

119

The glass begins to crack. One last blow smashes through, followed by a niagara of technicolor. Riding the crest of the wave, like a body surfer, Illya lands on the floor, a blob of color!

INT. SOLO'S CAR - OUTSIDE GALLERY - DAY

120

Illya is wiping off the remaining paint with a roll of paper towels.

ILLYA

I never saw it, but Ole produced fifty cylinders of gas with some kind of machine. All he needs is the pendant, the catalyzer to make it work again.

SOLO

Do you know where he's gone?

ILLYA

No.....just after Sylvia to get it.

SOLO

We've got to get to her first! You take the Village. I'll try her apartment.

INT. APARTMENT HALLWAY - DAY

121

Solo cautiously approaches a door. He draws a gun and tries the doorknob. The door swings open, slowly, quietly.

INT. SYLVIA'S LOFT APARTMENT - DAY

122

as Solo ducks in, alert, ready for anything. He finds a kooky-looking girl, MARLENE, tied hand and foot to a chair. The loft has been ransacked.

MARLENE (brightly)

Hi!

SOLO

Who are you?

MARLENE

Marlene.....Sylvia's roommate.

SOLO

What happened?

MARLENE

Some characters were here, looking for Sylvia.



SOLO

Did they find her?

122

CONT'D

(2)

MARLENE

Uh-uh, she was gone.

Carefully, Solo looks around the loft as he continues questioning her.

SOLO

Do you know where?

MARLENE

She might have gone to her parents.  
For her weekly meal.

SOLO

Did you tell them?

MARLENE

No, I didn't like their style. They  
came on too strong.

SOLO

They didn't gag you. Why didn't you  
shout for help?

MARLENE (philosophic)

I've never been tied up before, and I  
wanted to contemplate the experience.  
We should experience everything at  
least once, don't you think?

SOLO

Where's Sylvia's Scarecrow?

MARLENE

They took it.

He reaches down to untie her.

MARLENE

Hey, don't do that!

SOLO

I can't leave you like this.

MARLENE

Why not? This is real camp symbolism.  
(profound)  
The modern woman, tied to convention,  
searching for her own identity.

122

CONT'D

(3)

SOLO

I certainly hope you find it, Marlene.  
Where do Sylvia's parents live?

INT. MIDDLE-CLASS SUBURBAN HOME - DAY

123

A nice middle-class living room. Solo faces two nice, middle-class parents. MRS. HARRISON is plump, pleasant and chatty. MR. HARRISON is a blunt, businessman-type, with newspaper and shirt sleeves.

SOLO

Did she say where she was going, Mrs.  
Harrison?

MRS. HARRISON (a typical  
mother)

No...Sylvia never tells us anything.

MR. HARRISON

She just comes and eats.

ON SOLO

124

He has no time to waste. He backs up to the door to leave.

SOLO

I see....well, I'm sorry I missed her.

MRS. HARRISON

It's certainly a pleasure seeing a  
nice young man like you calling on  
Sylvia.

MR. HARRISON

How come you got a haircut?

SOLO

I beg your pardon?

MRS. HARRISON

124

Ralph!

CONT'D

(confidentially to Solo)

(2)

Some of the young men Sylvia's been  
seeing lately....well, they're.....  
different...

MR. HARRISON

We never had anything like them in my  
day!

By now Solo has reached the door.

SOLO

Well....it's been a pleasure meeting  
you. Good...

SOLO'S POV

125

Behind Sylvia's parents is a plaster bust of Beethoven.  
CAMERA ZOOMS IN ON Sylvia's (Coplin's) pendant around its  
neck.

BACK TO SCENE

126

SOLO (stalling)

You know....you certainly have a very  
nice home here.

Solo starts to maneuver himself back into the room, and  
around Sylvia's parents until he stands in front of the  
Beethoven bust, blocking their (and our) view of it.

MRS. HARRISON (warming up)

Oh, we always gave Sylvia the best.  
We straightened her teeth, sent her  
to a good school. We hoped she'd  
find the right man....and settle down  
...like other girls.

MR. HARRISON (sourly)

Sylvia's not like other girls.

MRS. HARRISON

If I'm not being too personal, Mr. Solo  
....do you mind my asking what line of  
work you're in?

SOLO

You might say I'm in international  
health and welfare.

126

CONT'D  
(2)

MRS. HARRISON

Oh, your mother must be very proud of  
you.

MR. HARRISON

Some parents have luck. Some don't.

SOLO

Well...I'd better say goodbye.

He starts for the door.

MRS. HARRISON

Goodbye. Do come again.

MR. HARRISON (he sees

Sylvia so seldom)

And say hello to Sylvia for us.

SOLO

I'll certainly try, sir.

NEW ANGLE - OVER THE HARRISONS' SHOULDERS

127

at the Beethoven bust behind them. CAMERA ZOOMS IN TO the  
bust. The pendant is gone.

EXT. HARRISON HOUSE

128

SOLO

Whew!

CAMERA FOLLOWS Solo as he heads for his car. He glances  
at the pendant in his hand.

CLOSE SHOT - PENDANT

129

It's Coplin's all right.

BACK TO SOLO

130

as he almost reaches his car, about to pocket the pendant.

ANOTHER ANGLE

131

as Mari, hiding behind a bush, steps out, a gun in her hand. A Long Hair steps out from behind another bush.

MARI

I'll take that, Mr. Solo.

SOLO

Well, well, if it isn't number one.

MARI

I told you number one tries harder.

They push Solo toward their car.

ZIP PAN TO:

EXT. GREENWICH VILLAGE STREET - DAY

132

CLOSE ON a pendant, an exact duplicate of the one taken a moment before by Solo. CAMERA PULLS BACK TO REVEAL the pendant worn around the neck of a young BEATNIK. He sports an enormous mop of hair and wears a vest or jacket made from a shaggy bear skin. (He could be one of the innocent beatniks seen earlier in the coffee house.) He walks along, carrying some kind of outrageous piece of pop art ....a painting, some gaudily-colored metal junk, or what-have-you. Illya passes in the opposite direction and spots the pendant. He grabs the beatnik and pulls him into an alley.

MED. SHOT - ILLYA AND BEATNIK

133

as Illya swiftly tears the pendant from the beatnik's neck and holds him against the wall.

BEATNIK

Hey, what gives?

ILLYA (hard)

Where'd you get this?

BEATNIK

From some chick,

ILLYA

What chick?

BEATNIK

Sylvia. Sylvia Harrison. I dug the one she was wearing, so she made some copies to sell.

133

CONT'D

(2)

ILLYA (studying the pendant)

Where's the original?

BEATNIK

She's still wearing it.

Illya hands the pendant back to the beatnik.

ILLYA

I'm kind of her business manager. Protecting her interests. Do you know where she is?

BEATNIK

Yeah. A jazz concert at Ilyseum Lake ....in Long Island.

ILLYA

Thanks.

(he starts to hurry off)

Sorry.

BEATNIK (to himself)

Man....you sure run into kooks these days.

ZIP PAN TO:

INT. MOVING CAR - COUNTRYSIDE - DAY

134

In the back, Solo sits between Ole and Mari. Ole fondles the catalyzer in his hand, while covering Solo with a gun in the other hand. The car is driven by a Long Hair.

OLE

The thought of a nation hiccupping itself to death is both macabre and amusing, isn't it, Mr. Solo?

SOLO

If you're the easily-amused type.

OLE (ignoring Solo)  
Besides taking over the hemisphere,  
this will be my personal revenge.

134  
CONT'D  
(2)

SOLO  
Revenge?

OLE  
Of course, you wouldn't know. But when  
I was young I was the first artist to  
paint magnificent pictures that had no  
meaning. They were ignored.

SOLO (dryly)  
All geniuses are ahead of their time.

OLE  
I'm glad you appreciate that. So did  
Thrush. They understood my creativity.  
The hiccup plan was mine. I conceived  
it. I will turn the ordinary into the  
spectacular.

Solo's pocket communicator BUZZES.

MARI  
What's that?

SOLO (tapping his temple)  
Your boss has given me a headache.

Ole reaches across and takes the communicator from Solo's  
inside jacket pocket.

OLE  
You're being paged. Answer it.

Ole puts gun to Solo's head.

SOLO (obeying)  
Yes?

INT. ILLYA'S CAR - DAY

135

Illya in the car with a couple of UNCLE AGENTS.

ILLYA  
Sylvia's at Ilyseum Lake on Long  
Island. I'm heading there.

BACK TO SOLO

136

He's about to say something but with a prod of the gun  
Ole warns him not to.

BACK TO ILLYA

137

ILLYA

Incidentally, she's made a few duplicates of the pendant, so don't be fooled. She's wearing the original.

Illya snaps off his communicator.

BACK TO SOLO, OLE AND MARI

138

MARI

Original? What's that supposed to mean?

ON OLE

139

as he stares at the pendant in his hands. He applies pressure. It snaps in two.

OLE (furious)

Junk. A piece of ceramic junk!

(to Mari)

You got the wrong one!

Solo looks at Mari and clucks his tongue with mock sympathy.

OLE (to driver)

Stop the car!

It screeches to a halt. The driver covers Solo with a gun. Ole gets out and leans through the window to talk to Mari while, in his typical way, he caresses her porcelain cheek.

ANOTHER ANGLE

140

OLE

I'll take care of Kuryakin and the girl.

(he hands her his gun and glances  
at Solo)

Get rid of him. Make him feel the bullets.



Suddenly, Ole arrests his hand on Mari's cheek. He can't help himself.....

140  
CONT'D  
(2)

OLE

That's not a wrinkle, is it, Mari?  
Remember.....I keep only flawless  
works of art.

CAMERA ANGLE WIDENS as Ole turns and strides to another Thrush car which has pulled alongside. He gets in and it roars off.

CLOSE ON MARI

141

disturbed. She snaps to the driver.

MARI

Drive!

The car lurches forward.

EXT. MOVING CAR - ANOTHER PART OF THE ROAD

142

INT. CAR - MED. SHOT - SOLO AND MARI

143

as she covers him with a gun. She's still smarting from Ole's remark.

SOLO (casually)

That was only the beginning....

MARI

Shut up!

SOLO

A line, a wrinkle. Pretty soon he'll turn you in for next year's model.

MARI (he's getting to her)

I told you....

SOLO

Of course, Ole never regarded you as a woman anyway, only as a personal creation.

The CAMERA PANS DOWN TO Solo's hand depressing the cigarette lighter on the rear arm rest.

NEW ANGLE

144

MARI (fiercely)

Every man who looks at me wants me.

SOLO

Sure. He designed you to look exciting. But when was the last time you felt exciting?

MARI

If you don't shut up, I'll kill you right now.

INSERT

145

Solo's hand resting on the cigarette lighter, waiting for it to pop up.

ON SOLO

146

SOLO

When did Ole ever grab you and muss up that glossy perfection of yours? You're both fakes!

The cigarette lighter pops up. Solo tosses it into Mari's lap.

ON MARI

147

Acting automatically to save her beautiful dress, she lowers her gun.

ANOTHER ANGLE

148

as Solo knocks the gun to the floor. The driver brakes the car and turns around with a revolver. Before he can fire, Solo leaps from the car and races toward the woods.

REVERSE ANGLE

149

as the driver and Mari fire at Solo. He disappears into the woods as they chase, firing.

DIRECT CUT TO:

EXT. ILYSEUM ACRES - DAY

150

CLOSE ON hands beating a set of steel drums. CAMERA PULLS BACK TO REVEAL a small jazz COMBO playing at the side of a lake in a wooded area. A crowd of youngsters in bathing suits and bikinis watusi to the beat.

ANGLE ON SYLVIA

151

wearing the pendant, clad in a bikini, she does a wild watusi. Near her, a boy and girl get carried away by the music and leap into the lake. They continue dancing without missing a beat.

NEW ANGLE

152

as Sylvia breaks off dancing and gets a coke from a hamper.

SYLVIA (to friends,  
laughing)  
Boy, I'm getting too old for this kind  
of stuff.

She tips back her head to down the coke, and stops to look at something.

SYLVIA'S POV

153

An aerial balloon up in the sky.

BACK TO SCENE

154

She's still looking up.

SYLVIA  
I'll bet my roommate would go for that.

DOMINICK (O.S.)  
Hello, Sylvia.

CAMERA ANGLE WIDENS TO INCLUDE Ole's man, Dominick who comes through the crowd.

SYLVIA (trying to place  
him)  
Oh, hi. Aren't you from Ole's?

DOMINICK (flatly)  
Someone stole your Scarecrow.

154  
CONT'D  
(2)

SYLVIA  
You're putting me on.

Without another word he points.

SYLVIA'S POV

155

In the distance, in a field, stands the Scarecrow.

BACK TO SCENE

156

SYLVIA (stunned)  
What's it doing there?

She starts to run toward her beloved work of art.

WIDER ANGLE

157

as Sylvia nears the Scarecrow. A car pulls INTO FRAME and stops. Illya leaps out and runs after Sylvia.

ILLYA (shouting)  
Sylvia! Get away from that thing!  
Sylvia!

ANOTHER ANGLE

158

as Sylvia almost reaches the Scarecrow. It suddenly moves. It runs. Sylvia chases it. Illya chases Sylvia.

SYLVIA (calling to her  
Scarecrow)  
Hey, you! Stop!

Illya has just about caught Sylvia. He glances up.

ILLYA'S POV

159

The aerial balloon is descending straight at them.

FULL SHOT

160

The gondola lands right in their path! Three Long Hairs leap from the gondola and jump Illya and Sylvia.

MED. SHOT - THE FIGHT

161

Sylvia is thrown into the gondola as Illya tries to fight off the three Thrush men. The Scarecrow has sneaked up from behind and slugs Illya on the head with a pistol butt. Illya goes down. The Long Hairs grab him and fling him into the gondola. The Scarecrow races off. Two Long Hairs jump into the gondola, throw a couple of sandbags overboard.

MED. SHOT - THE BALLOON

162

just as it starts to rise. Sylvia tries to scramble out of the gondola. She succeeds in getting over the side, but the Long Hairs grab her by the arms.

CLOSE ON SYLVIA AND LONG HAIRS

163

as they try to pull her back into the rising balloon. Sylvia glances down.

SYLVIA'S POV - (STOCK SHOT)

164

The earth receding below.

BACK TO SYLVIA

165

now trying desperately to get into the gondola.

LONG SHOT - BALLOON

166

as it soars high into the sky. Sylvia (DUMMY) hangs from the outside of the gondola.

ANOTHER ANGLE

167

on the ground, as Uncle agents, who were with Illya in the car, come rushing up. They look into the sky.

LONG SHOT OF THE BALLOON

168

Sylvia still dangling from it.

MED. SHOT - GONDOLA

169

One of the Long Hairs manages to drag in Sylvia while the other fires down at the Uncle agents with a machine gun mounted on the side of the gondola.

BACK TO UNCLE AGENTS

170

One of them is hit, the others take cover.

LONG SHOT - BALLOON

171

sailing away into the wild blue yonder.

FADE OUT.

END ACT THREE

## ACT FOUR

FADE IN:

EXT. LONG SHOT - BALLOON - DAY

172

high in the sky.

MED. SHOT - GONDOLA - DAY

173

Still in her bikini, Sylvia huddles in a corner of the swaying gondola, cold and frightened. Illya recovers consciousness to face the two Long Hairs with guns.

ILLYA

Where are we?

Sylvia takes a peek over the side and recoils, a green look crossing her face.

SYLVIA

Ohh...you wouldn't believe it if I told you.

Illya tries to rise.

LONG HAIR (hard)

One move and I'll kill you.

ILLYA (settling back)

I won't put you to the trouble.

SYLVIA (exasperated)

What-is-going-on-around-here?

The Long Hairs say nothing and Illya is obviously in no mood for explanations. Sylvia glares at Illya.

SYLVIA

Why did you have to come into my life?  
You...with your poetic eyes...

Suddenly the balloon lurches. Illya jumps the Long Hairs.

MED. SHOT - ILLYA AND THE LONG HAIRS

174

as they struggle in the gondola. Illya tosses out the first one. Then Illya and the second Long Hair fight on the rim of the swaying gondola.

LONG SHOT - BALLOON

175

in sky.

BACK TO SCENE

176

as Illya dispatches the second Long Hair, who falls into space.

ANOTHER ANGLE

177

Illya and Sylvia are alone in the wildly lurching balloon. Illya tries to bring the balloon under control, by manipulating various rods, levers, etc. He doesn't look too optimistic about it.

SYLVIA (scared)

Illya, do you know how to work this thing?

ILLYA

I'm learning...

SYLVIA (wanly)

Maybe you shouldn't have thrown them out.

ILLYA (handing her a rope)

Here, hold this!

Sylvia takes the rope and stands there, baffled.

SYLVIA

My father should see this. Over Long Island....in a bikini....in a balloon.

ILLYA (busy, over his shoulders)

I thought you were far out.

SYLVIA

Man, nobody's this far out.

LONG SHOT - BALLOON

178

in sky.



BACK TO GONDOLA

179

Sylvia can't resist the temptation to look over the side.

ILLYA

Be careful!

She looks over.

SYLVIA'S POV - (STOCK SHOT)

180

The earth far below.

BACK TO GONDOLA

181

Sylvia's hair streams wildly in the wind. She's getting used to the whole idea.

SYLVIA

Say, this isn't so bad....once you get used to it. It's freedom.

(to the world)

FREE-DOM.

(to Illya)

Illya!....This is where it's at!

The gondola lurches. Sylvia flies into Illya's arms, part accident, part design.

SYLVIA

Oh, Illya!

She's got him pretty tight, so tight that it's hard for him to 'control' the balloon.

ILLYA

I thought you were sore at me.

SYLVIA

I am....I was....I'm all mixed up.

As she clings to him, Illya deftly removes the pendant from her neck and pockets it.

EXT. COUNTRYSIDE ROAD - DAY

182

Ole with a couple of henchmen, stands at the side of a truck, looking up.

OLE'S POV

183

The balloon passing overhead.

BACK TO OLE

184

OLE (getting suspicious)  
Why isn't it coming down?

He holds out his hand. A Long Hair gives him a two-way radio.

OLE (to radio)  
Ground to balloon, come in! Ground  
to balloon, come in!

Nothing. He signals to the truck.

ANGLE ON LONG HAIR ON TRUCK

185

The Long Hair pulls a tarpaulin from the truck and we see a concealed machine gun. It cuts loose.

EXT. SKY - BALLOON IN AIR

186

still flying.

BACK TO MACHINE GUN

187

firing.

INSERT - AN AREA OF BALLOON CANVAS

188

as it's punctured by a shell. A WHOOSH of escaping air.

EXT. SKY - BALLOON IN AIR

189

The balloon begins to descend.

IN THE GONDOLA - ILLYA AND SYLVIA

190

It's falling from the sky.

ILLYA

Hold on!

190

CONT'D

(2)

SYLVIA

To what?

ILLYA

To me! Next stop, ladies lingerie...

BACK TO OLE AND HENCHMEN

191

They watch for a second as the balloon drifts down.

OLE (commands)

Get it!

Everyone jumps into the truck and it's off.

CUT TO:

EXT. ANOTHER PART OF COUNTRY FIELD - DAY

192

as the balloon lands, tumbling its passengers onto the ground. Illya and Sylvia look up as Ole and his henchmen step INTO FRAME, guns in hand. Ole reaches over and removes the pendant from Illya's shirt pocket.

OLE

You don't mind if I add this to my collection, do you, Mr. Kuryakin?

DISSOLVE TO:

EXT. ULTRA-MODERN COUNTRY HOME - (STOCK) - DAY

193

A huge, Frank Lloyd Wright-type place.

LONG SHOT - OLE'S TRUCK

194

followed by a car, comes up the front drive TOWARD CAMERA. Illya and Sylvia, followed by the Thrush agents, get out of the vehicles. They're escorted up the path. The Scarecrow man goes off in another direction,

INT. OLE'S MANSION - HALLWAY - DAY

195

The door opens. Under guard, Illya and Sylvia enter. The CAMERA FOLLOWS as they are thrust into a huge room. They look around, wide-eyed.

INT. MAIN ROOM

196

It's almost an exact duplicate of Ole's Gallery in the Village, except for a few pieces of furniture. Some of the art pieces, too, are arranged in a slightly different manner. The Rube Goldberg piece is featured prominently.

ANOTHER ANGLE FEATURING ILLYA, SYLVIA AND OLE

197

ILLYA

You know, I'm developing a real distaste for art galleries.

SYLVIA

I never thought I'd say this, but so am I.

OLE

Don't worry. You won't have to live with it for long.

ON OLE

198

as he strides to the Rube Goldberg piece. From his pocket he removes Coplin's pendant, tears off the thong and fits the pendant into its proper place in the machine.

ON ILLYA AND SYLVIA

199

as they exchange glances, then turn back to watch Ole.

BACK TO OLE

200

as he throws a switch. BLAM, CRASH, POW.....the whole thing goes into motion.

OLE

Marvelous!

ANOTHER ANGLE - TO INCLUDE ILLYA AND SYLVIA

201

OLE

It takes time to appreciate certain  
works of art, Mr. Kuryakin.....It's  
surprising how many people never under-  
stood the meaning of this one.

ILLYA

That's how you make the gas....

OLE

And we'll test the first new batch on  
you and Sylvia.

ILLYA (dryly)

We don't deserve the honor.

OLE

You're too modest.  
(to Long Hairs)  
Take them away.

The Long Hairs push them out of the room.

BACK TO OLE

202

who's begun to adjust a few key pieces of the Rube Gold-  
berg contraption. Mari comes INTO FRAME.

MARI

The cylinders are ready.

OLE

Good.

(glancing at his watch)

We'll be ready to attack Washington  
in three hours.

MARI

I want to go along. I want to see it  
happen.

OLE

We'll see.....

MARI (sensing something)

Is anything wrong?

OLE

Of course not, my dear.

202

CONT'D

(2)

MARI

You said something....in the car...

OLE

Oh, it was nothing....a little blemish perhaps.

CLOSE SHOT - MARI

203

MARI

I have no blemishes.

MED. SHOT

204

OLE

Yes, dear. I understand. You're just upset after what happened with Mr. Solo.

MARI

No.....I.....

OLE

Why don't you go upstairs and freshen up a little....you'll feel better.

MARI (relieved)

You always know what's best for me, don't you, Mark?

OLE

Of course I do, my dear.

He watches her go.

INT. CELL - DAY

205

-Illya and Sylvia sit on the floor, handcuffed together.

SYLVIA (bewildered)

How did I get into this hassle, Illya?  
One minute I'm minding my own business,  
The next.....POW! I land in a balloon.

ILLYA (dryly)  
Well...that's the way the balloon  
bounces.

205  
CONT'D  
(2)

SYLVIA  
Boy! And I thought Ole was with it.

ILLYA  
Yeah, he's with it. With Thrush.

SYLVIA (thoughtful)  
You know....I guess that's what your  
friend Napoleon was trying to tell me,  
but I wouldn't listen.  
(a self-realization)  
That's my hang-up. I guess I don't ever  
listen to older people.

ILLYA  
Don't worry. You will.

SYLVIA (worried)  
But Ole....he said.....

ILLYA (grimly)  
I know.

SYLVIA  
He can't do it to the whole country,  
can he?

ILLYA  
It looks that way.

A beat as it sinks in.

SYLVIA (quietly)  
Illya.....?

ILLYA  
Yes?

SYLVIA  
Do you....do you like me?

Illya looks at her and takes her around with his arm.

INT. MARI'S ROOM - DAY

206

We OPEN WITH EXTREME CLOSEUP ON Mari's lips as she just finishes applying lipstick with a brush.

ANOTHER ANGLE

207

Mari sits in front of a mirror in her ultra-feminine room. She admires herself for a moment, then turns her attention to her eyes.

EXTREME CLOSEUP - MARI'S EYES

208

as she applies eyebrow pencil.

MED. SHOT

209

Mari appraises herself. She leans into the mirror to look for any possible blemishes or wrinkles, but sees none. She smiles to herself. She gets up and is about to leave when she remembers something. She turns back, picks up an aerosol can and sprays her hair. She strikes a haughty pose in front of the mirror. Then.....she hiccups!

CLOSE SHOT - MARI

210

as a horrified expression begins to mar her exquisite face.

INT. HALLWAY

211

Handcuffed together, Illya and Sylvia are led down the hallway under guard. They can HEAR the crashing of the MACHINE. They're pushed into the main room.

INT. MAIN ROOM

212

The CAMERA PANS WITH them, over to the grinding machine, Ole at its side.

OLE

Sorry to have kept you so long, Mr.  
Kuryakin.....a few adjustments on  
the machine.



ON MACHINE

213

Two large flasks have been attached to spigots.

ON OLE

214

as he turns a valve. There is a sinister HISS. Suddenly, thick white gas seeps into the flasks. Ole admires his handiwork. He almost caresses the machine.

OLE

And people say art has no function.

ILLYA

It all depends what you call art.

OLE

Oh, but you don't understand. As one of the fringe benefits of this operation, I'll get my hands on the world's greatest works of art. Leonardo's Mona Lisa, Michaelangelo's David, Rodin's Thinker.

ILLYA

What for? You could never appreciate them.

OLE

Appreciate them? I don't want to appreciate them! I want to destroy them! Like this.....

ANOTHER ANGLE

215

TO INCLUDE the painting of "Whistler's Mother" propped up against the wall. Ole hurls a bottle filled with inky liquid at the painting.

CLOSEUP - PAINTING OF WHISTLER'S MOTHER

216

as the bottle crashes through the canvas. Whistler's Mother is no more.

EXT. MANSION - DAY

217

The CAMERA PEERS THROUGH a window into the main room. Solo comes INTO FRAME. He looks through the window. He sees what's going on inside.

INT. MAIN ROOM

218

as Ole takes a cylinder from a table and connects it to one of the flasks with a rubber tube. He begins to draw the gas into the cylinder.

ANOTHER ANGLE

219

Frightened, Sylvia huddles closer to Illya.

EXT. MANSION

220

Solo at the window. He's about to make a move when a gun APPEARS IN FRAME. ANGLE WIDENS and we see that the gun is held by the Scarecrow man, his face covered with gauze (like Ray Bolger in the Wizard of Oz). He motions for Solo to raise his hands. Solo obeys.

INT. MAIN ROOM

221

as Ole has just filled the cylinder. He turns off the Rube Goldberg machine and adjusts a couple of dials on the cylinder. INTO FRAME comes the Scarecrow man, alone. He stands not far from Ole. Ole turns toward his prisoners with the cylinder.

OLE

Hold them!

Two Long Hairs grab Illya and Sylvia by their free hands.

ANOTHER ANGLE

222

as Ole advances on them, the nozzle of the cylinder pointed at their faces. Suddenly, the Scarecrow man whips out a gun. He pulls off the gauze mask. It's Solo.

SOLO

222

Hold it!

CONT'D

(presses gun against Ole's  
stomach)

(2)

One move and I let the gas out of  
you.....Now....tell your boys to drop  
their guns.

OLE

Drop them.

The Long Hairs obey.

SOLO

That's what I like. Beatniks with  
manners.

(to Ole)

Give me the keys.

Ole gives him the keys. Solo throws the keys to Illya who  
starts to unlock the handcuffs.

ON TABLEAU OF STATUES

223

Several feet away from Solo stands the latest in modern  
art, a tableau of several statues sitting on stools at a  
bar. Suddenly, one of the statues, actually a man, swings  
around and fires at Solo. Solo fires back and the phony  
statue falls.

LONG SHOT

224

The diversion gives Ole and his men the chance to grab  
their weapons and open fire on our trio, who take cover  
behind the nearest piece of pop art.

CLOSER SHOT

225

as the Thrush men pour it on.

ON SOLO, ILLYA AND SYLVIA

226

as the Uncle men answer back. They hit a couple of Thrush  
men, but the art work they are using as a shield is  
shattered by too many bullets.

ON REMAINING THRUSH MEN AND OLE

227

as they close in.

ON SOLO, ILLYA, SYLVIA AND 1938 DODGE CONVERTIBLE

228

Solo notices this relic a few feet away.

SOLO

Come on!

They crawl over to the '38 Dodge and jump into the front seat and continue their fight from there.

ON OLE AND HENCHMEN

229

firing at the group in car.

BACK TO SOLO, ILLYA AND SYLVIA

230

Solo and Illya fire back, but run out of ammunition.

THEIR POV

231

Ole, with cylinder in his hand, and the last surviving Thrush man, armed with a sub-machine gun, advance on our defenseless trio.

BACK TO SOLO, ILLYA AND SYLVIA

232

as Solo notices a rusty key in the ignition. The Uncle agents look at each other as if to say, "Is it possible?" Solo turns the key. After a long, harrowing moment, the engine kicks over.

ANOTHER ANGLE

233

as the Dodge lurches forward and like a battering ram, pins Ole and his henchmen to the wall.

DISSOLVE TO:

EXT. OPEN AIR ART EXHIBITION - DAY

234

Solo, Illya and Sylvia stand in front of a way-out painting.

ILLYA (to Sylvia)

What do you think?

SYLVIA (glum)

It's all right, I guess.

SOLO

What's the matter, Sylvia?

SYLVIA

Oh....not once did either of you say  
you liked my Scarecrow.

SOLO

Of course we do, Sylvia. We love it.

SYLVIA

No. Your interest was purely professional.

SOLO

As a matter of fact, we know someone  
who actually wants to buy it.

ILLYA

One of the country's leading art  
collectors.

SYLVIA (excitedly)

Who?

ANOTHER ANGLE - INCLUDE WAVERLY AND SCARECROW

235

Waverly stands in front of the Scarecrow, admiring the  
latest 'improvements.' The Scarecrow now wears a foot-  
ball helmet and shoulder pads.

FADE OUT.

THE END