

*Norman Felton*

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*not for file*  
*Felton*

The Man From

U.N.C.L.E.

THE ULTIMATE AFFAIR

Prod. #7462

REVISED FINAL

A  
METRO-GOLDWYN-MAYER  
TELEVISION  
Presentation

Produced by  
ARENA PRODUCTIONS, INC.

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Producer:  
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Written by:

Peter A. Fields

June 14, 1965

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

The Ultimate Affair

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FADE IN:

EXT. STREET IN CHACUA - LONG SHOT FROM ABOVE -  
LATE NIGHT

1

A bit too grimy to be termed quaint, this narrow, ancient Latin American street is lined with drooping balconies which cast odd shadows over the now-shuttered store fronts below. From a cantina in the middle distance, the lights of which are reflected on the cobblestones, we HEAR a lively flamenco rhythm; and as the music in the cantina ends, CAMERA CRANES DOWN to discover that there is still a light in the window of the one store in the immediate f.g. We HEAR the APPLAUSE and WHISTLING of the boisterous cantina patrons just as the light in the store window goes out. Its door opens, and the shopkeeper, FEODORE, emerges. He is a dour and probably prosperous merchant in his exceedingly flabby forties. He locks his door and walks toward us, along the narrow gutter and PAST CAMERA.

REVERSE ANGLE

2

Meandering listlessly along the street toward Feodore is an unkempt, unshaven, thoroughly unsavory-looking young man. He is TWANGING a guitar and SINGING softly to himself. CAMERA MOVES with Feodore, and as we approach the young musician, we see that it is ILLYA. Latin America notwithstanding, he is caught up in a euphoric musical atmosphere of his own, as he and Feodore come abreast of each other.

ILLYA (singing)  
Hava Nagila, Hava Nagila, Hava  
Nagila...  
(focuses on Feodore -  
stops singing - speaks  
to Feodore)  
...Pardon me...  
(insistent - as Feodore  
ignores him)  
Buenos Buenos, Amigo... or whatever.

*no other music  
not a shopkeeper*

6-9-65

P.2

TWO SHOT - ILLYA AND FEODORE

3

as Illya moves, smiling pleasantly, to block Feodore's path.

<sup>wd</sup> ILLYA (continued)  
/It strikes me, my rotund friend,  
that since I am rather hungry and  
you are obviously well fed, you  
might treat me to a small tamale or  
two. And I shall sing to you...  
(singing)  
...Hava Nagila, Hava ...

FEODORE (disdainfully,  
avoiding Illya's unbrushed  
breath)  
Che cosa...Vamos!  
(seeks to walk on -  
blocked anew by Illya)

ILLYA (indignant)  
You are a very rude man and I refuse  
to eat with you. Give me your  
wallet; I shall purchase my own food.

FEODORE  
Perro!  
(brushes Illya aside -  
walks on)

MEDIUM SHOT

4

with Illya in f.g. facing CAMERA, as Feodore moves  
away in the opposite direction. Illya appears to  
brood for a moment. Then, having made his decision,  
he turns and follows Feodore. Lifting his guitar  
as though it were a baseball bat, he winds up and  
bashes Feodore from behind. The guitar splinters  
and Feodore HOLLERS in pain and surprise as he  
falls to his knees.

ILLYA  
Stand and deliver, Bumpkin!

omit  
line

TWO SHOT

5

as Illya grabs at the fallen Feodore and starts  
groping clumsily for the plump man's wallet.  
Feodore YELLS again, this time in fear and alarm.

ILLYA (pummeling him)  
Never be arbitrary with a hungry man,  
my friend...

(continued)

omit line

ILLYA (continued -  
 searching, as Feodore  
 wriggles around)  
 ...Lie still, can't you?...

5  
 CONT'D  
 (2)

*omit*

FEODORE (shouting)  
 Help! Police! Police!

*change*

MEDIUM SHOT - POLICEMEN

6

As they round the far corner near the cantina, TWO CHACUAN POLICEMEN hear Feodore's cries, and begin running toward CAMERA, their nightsticks aloft. As he runs, the First Policeman puts his whistle to his lips, and BLOWS.

FULL SHOT

7

Illya and Feodore are flopping all over the gutter in f.g. as they struggle for possession of a hefty-sized wallet. The two policemen are fast descending, the first one still blowing his WHISTLE frantically.

MEDIUM SHOT

8

Seeing the approaching policeman, Illya wrestles free from Feodore just in time to avoid their initial grabs. But in his present guise he is apparently a rather inept thrasher. Thus, as he reaches for what's left of his guitar and begins flailing it in a circle to hold the cops at bay, his efforts seem almost ludicrous, and initially successful only because they are so ungainly. The jangling BELL of an approaching police wagon is HEARD o.s. as Illya breaks away and attempts to flee.

LONG SHOT

9

as Illya runs down the street toward us at a less than lightfooted gait. The policemen follow, catching Illya easily as he reaches f.g. They haul him to the ground. CAMERA MOVES IN to a CLOSE SHOT of the policemen as they wrestle with Illya, who is now shoved down below FRAME. They raise their nightsticks.

*Illya never stands*  
*change*

ILLYA (o.s.)  
 Oh, now wait a minute!

*omit*

The cops bring their nightsticks down hard; and Illya's singing stops abruptly. All is suddenly quiet, save for the o.s. WHINE of the approaching paddy wagon. The policemen peer down at the motionless body we cannot see, smirking with disdain at the would-be robber and with satisfaction at their handiwork.

9  
CONT'D  
(2)

*change*

CLOSE SHOT - ILLYA

10

*free  
D-up*

He is lying face down in the gutter - maybe unconscious, maybe dead.

FLASH PAN TO:

EXT. SAME STREET - LATE NIGHT - FULL SHOT

11

*change*

The rear doors of the Chacuan police wagon are open. The First Policeman leans concernedly over Feodore, who sits with head in hands at the curb, while the Second Policeman and the wagon DRIVER, haul Illya's inert form out of the gutter and fling it unceremoniously into the police vehicle. The First Policeman now pats Feodore on the shoulder, apparently reassured as to the state of his health, then moves off to join his buddies as they hop into the paddy wagon.

LONG SHOT

12

with the back of Feodore's head in f.g., as he watches the rickety police wagon - its bell CLANGING - roar off down the darkened street. As Feodore turns towards us, CAMERA PULLS BACK for CLOSE SHOT of the shopkeeper. He smiles slightly, and reaches into his breast pocket to extract an Uncle radio. His demeanor has altered from flabby shopkeeper to capable intelligence agent.

FEODORE (into radio)  
Open Channel D, please...hemispheric  
relay...

QUICK CUT TO:

INT. UNCLE COMMUNICATIONS ROOM - MED. SHOT - SARAH 13

as she sits before her microphone.

SARAH (into mike)  
QV ready and receiving...proceed  
with report.

QUICK CUT:

BACK TO SCENE 14

FEODORE  
This is Feodore...You may inform  
Senor Waverly that I have just been  
beaten, robbed...  
(distastefully)  
...and sung to...by a very foul-  
smelling young man who has probably  
earned himself about five years at  
hard labor...at least we hope so,  
don't we?

DISSOLVE TO:

TITLE, CAST & CREDITS

ACT ONE

FADE IN:

INT. WAVERLY'S OFFICE - MED. SHOT

15

Solo is sitting alone in the office, his feet up and his body relaxed. He has been staring bemusedly at a wall map labeled: PROVINCE OF CHACUA. CAMERA PANS to follow his gaze to the map. It shows a wide, green-colored peninsula jutting out into an unidentifiable ocean. AS CAMERA MOVES IN we see that there are two areas near the edge of the peninsula, one large and one small, which represent clearings and which are marked in yellow. They are labeled: PENAL COLONY and GOVERNOR'S MANSION, respectively. CAMERA PULLS BACK again until we are looking at the map over Solo's shoulder. We HEAR the door slide open, and the sound of Sarah's footsteps approaching Solo. He doesn't turn until her hand enters FRAME and shoves a piece of paper under his preoccupied nose. As he turns to look at her, ANGLE WIDENS to discover a very substantial portion of Sarah.

SARAH

Feodore's report.

SOLO

Sarah, you're devastating and  
I'm mad about you.

SARAH (unappreciative)

Oh, no. You are not getting me any-  
where near that secret map room again ...  
... (indicates paper)  
...Read.

MED. CLOSE SHOT

16

following Solo as, scanning the report, he rises and moves to the map.

SOLO (reflectively)

Suppose, my sweet, that you wanted  
to build a fortress; guards, guns,  
maximum security...secret and im-  
pregnable. Where would you put it?

*Darling*

SARAH

I don't know. I've never wanted to  
be impregnable.

SOLO

If you were Thrush, you'd put it where guards, guns and security were the norm...

(points to large clearing on map)

...Here, for instance... a penal colony in South America; and that's just where it is.

SARAH

What is?

SOLO

The Thrush Ultimate Computer. A mechanical brain with a memory bank that's been fed every fact, every theory, every tidbit of knowledge that Thrush might ever need against us.

SARAH (bland)

Eh... so what?

SOLO

So if all Thrush has to do is push a little button to have their policies mathematically computed, and their battle tactics perfectly planned... Sugarpie, it's going to be somewhat less than lovely.

WAVERLY'S VOICE (o.s.)

Indeed it is, Mr. Solo.

CAMERA PANS QUICKLY to discover WAVERLY in the doorway. He moves in to join Solo and Sarah as he speaks.

WAVERLY (continuing)

The Thrush octopus makes few enough mistakes as it is. Once operative, that machine could render it almost infallible.

(to Sarah)

...Will you bring me the Oliver file, Miss, eh...

(a glare at Solo)

...Sugarpie?

(Sarah gulps, nods, goes out)

TWO SHOT - SOLO AND WAVERLY

with the wall map visible between them in b.g.

16  
CONT'D  
(2)

*Scene inserted  
showing Cervantes  
going to computer  
chamber*

*insert scene  
of 144A 3 way to  
captain's office*

17



WAVERLY

We have less than a week before  
Thrush takes the computer out of  
Chacua for use in the field.

17  
CONT'D  
(2)

SOLO

But sir... merely getting sentenced  
to that penal colony won't be enough  
to give Illya a shot at the computer...  
Thrush must have electronic warning  
devices all over the place..

WAVERLY

Quite right... powered by generators  
located somewhere in here...  
(points to map area between  
penal colony and governor's  
mansion)

FULL SHOT

18

as Sarah re-enters with a file, and waits.

WAVERLY (continuing)

...And that will be your job, Mr.  
Solo. Knock out the power that  
supplies their alarm system so  
Mr. Kuryakin can reach the computer  
and destroy it.

(to Sarah - taking file)

...Thank you...

(Sarah nods - goes out)

SOLO

How do I coordinate my activities  
outside the penal colony with those  
of Illya inside?

As his wordless answer, Waverly just hands Solo  
the file.

TWO SHOT - SOLO AND WAVERLY

19

SOLO (opens file -  
reads)

Miss Salty Oliver... age twenty-six  
...field worker for the International  
Society for the Improvement of World  
Penal Conditions... presently assigned  
to the penal colony at Chacua...

WAVERLY

And authorized, under international regulations, to go in and out of the place at will.

19  
CONT'D  
(2)

SOLO

How do we get to her?

WAVERLY

She's here in New York now, making her annual progress report to the Society. And, if we've worked it properly, she ought to be stepping into our offices... in about an hour.

FLASH PAN TO:

INT. DEL FLORIO'S SHOP - FULL SHOT - DAY

20

DEL FLORIO is pressing pants or something as the front door tinkles open, and SALTY OLIVER marches in. In her mid-twenties, Salty is an embarrassingly soft-hearted young lady. But to guard against that self-incriminating emotion getting the better of her, she defends herself against herself by being studiously curt and businesslike. She is carrying a brown paper sack out of which she pulls a cocktail dress as she approaches Del Florio.

SALTY

I believe the hotel called you?  
I'm Miss Oliver. One of their myopic waiters stepped all over the hem... darned near on purpose if you ask me...

DEL FLORIO

Eh, yes, Ma'am. If you'll just try it on in the fitting room...

SALTY (moving to  
fitting room)

You're to bill them, you understand...

INT. FITTING ROOM - MED. SHOT

21

Salty begins to pull the dress she is wearing up over her head. She is standing close to the rear wall. The rear panel moves while Salty's face is covered by the dress, and the pressure of the panel sends her through the opening.

QUICK CUT TO:

INT. UNCLE RECEPTION ROOM - MED. SHOT

22

Still pulling her dress over her head, Salty is deposited on this side of the panel. Solo stands in f.g. watching her as, finally, she yanks the dress off. Facing us in her slip, she gapes - thunderstruck - first at Solo, then at her surroundings. Her mouth works, but nothing comes out. She turns back toward the now-closed panel, then once again toward Solo.

SOLO

Busy for lunch?

Unable to comprehend how she got here or what's going on, Salty continues to stare. Inarticulate, she now looks numbly at the dress she holds, and it suddenly dawns upon her that she's standing in her slip before a man she's never seen before. She works up slowly to a healthy SCREAM.

FLASH PAN TO:

INT. AN UNCLE OFFICE - CLOSE SHOT

23

of Salty's face. Prissy to begin with, it now carries an expression of caustic intolerance.

SALTY

Oh, I understand it all quite well,  
Mister Solo: Uncle are the good  
guys; Thrush are the bad guys....

CAMERA PULLS BACK to INCLUDE first the table at which Salty is sitting, and then Solo. The table is loaded with files, one of which Salty closes with finality as though just having read it.

*changed slightly  
no scream*

*not sitting  
notable w/ files*

SALTY (continued)    23  
...grown men thrashing around like    CONT'D  
power-mad juveniles...Good grief!    (2)  
What kind of television do you people watch?

SOLO  
Miss Oliver; if you'll just...

SALTY (interrupting)  
And the bad guys have this secret  
computer that does everybody's  
laundry or something. Absurd!

CLOSE INTERCUTS - SOLO AND SALTY

24-28

SOLO  
Miss Oliver!  
(dead silence)  
...have mercy. Just listen for a  
moment...please.

SALTY  
Well what d'you think I've been  
doing, for goodness sakes?

SOLO  
Eh...yes. Now I fully understand  
how fantastic this all must...

SALTY (aside - an  
afterthought)  
No need to be rude, you know.

Solo retains control only by taking a deep, calming  
breath. He now trusts himself to speak only in quiet,  
measured tones.

SOLO  
Let me tell you something: if  
the Thrush Ultimate Computer is  
used, half the people on earth  
could wind up rotting in sub-  
servience like the poor souls to  
whom you minister in that penal  
colony. Does that sound like  
television, Miss Oliver?

SALTY  
Well ... Oh, for goodness sakes!  
(deep, resigned sigh)  
Well, what do you want me for,  
anyway?

SOLO

For company. You do go in and out of the penal colony at will; and with no hotel down there, you are quartered at the governor's house.

24-28  
CONT'D  
(2)

SALTY (with

righteous distaste)

The governor, indeed. I can well believe that he's one of those

(beat)

Thrushbirds, or whatever you call it... dirty old man...

SOLO

But you do live in his house.

SALTY

Oh yes... his one concession to morality, I'm sure. Anyway, what good does that do? I can't just take you home with me, you know, as if you were a bag of groceries.

SOLO

No, but you could take me as if I were, eh... your husband.

CLOSE SHOT - SALTY

29

Her eyes widen in half-offended astonishment.

FLASH PAN TO:

EXT. CHACUA PENAL COLONY - DAY - FULL SHOT -  
ESTABLISHING

30

the ancient, grimy prison compound. In roughly hewn wooden towers, roughly hewn wooden guards look out over the compound on one side and the ever-encroaching jungle on the other. In b.g., very skinny prisoners dig ditches and hack at trees.

DISSOLVE TO:

INT. CERVANTES' OFFICE - DAY - FULL SHOT

31

as TWO GUARDS lead Illya into the office, which takes up the front part of a large shack. Illya

wears prison garb, and is now shoved forward by one of the guards to the large desk behind which CAPTAIN CERVANTES is seated. Cervantes is a huge man with stubble on his chin and steel in his itchy-bitsy eyes. His voice, however, belies all of that. It is cultivated - and deadly soft. With Illya before him, Cervantes takes the piece of paper which one of the guards proffers. As he studies it, Illya glances about the room. He sees something which quickens his interest and CAMERA PANS, FOLLOWING HIS GAZE TO the wall near Cervantes' desk. A GUARD stands against the wall, at attention. And on the floor next to the guard, we see slight, semi-circular scratches coming out in a wide arc from the wall - as though a section of it has at some time been made to swing outward into the room.

31  
CONT'D  
(2)

*DISCRIPT*

## CLOSE INTERCUTS - ILLYA AND CERVANTES

32-34

CERVANTES (scanning paper;  
very solicitous)  
Well, young man...attempted robbery,  
assault, forged passport...quite  
the colorful fellow.  
(puts down paper)  
You will find we are simple folk here:  
Up early to enjoy the sunrise; work  
in the fresh air; breakfast is con-  
tinental style, of course...and uh, oh  
yes; if you try to escape we will sever  
the tendons behind your knees so that  
you are not ever able to try again.  
Now naturally, I trust that during  
the coming...  
(refers to paper)  
-- seven years, our relationship will  
blossom into a warm and lasting friend-  
ship. Good day.

## FULL SHOT

35

as the two guards are leading Illya out.

## ANGLE ON CERVANTES

36

As the guards take Illya out, Cervantes rises and moves to the wall where the guard stands. As he brushes the man aside, CAMERA TILTS DOWN to the narrow strip of moulding between floor and wall. Cervantes puts the toe of his boot against the moulding and exerts pressure to the right. Part

*Picking up phone*  
*Earlier scene*

of the moulding telescopes into another part, as though on a spring. CAMERA TILTS UPWARD again as the entire section of the wall swings open, and Cervantes enters. Beyond, we can see the secret rear room. TWO GUARDS, both equipped with Thrush rifles, stand at attention over a trap door of some sort.

36  
CONT'D  
(2)

*one guard*

QUICK CUT TO:

37 OUT

REAR ROOM OF CERVANTES' OFFICE - FULL SHOT

37X1

as Cervantes enters.

CERVANTES (to First  
Guard)  
You will make your rounds, please.

*} omit line  
call*

As Cervantes moves to a wall telephone, we see the First Guard lift the steel cover of the trap door and begin to descend.

FLASH PAN TO:

INT. GOVERNOR'S LIBRARY - DAY - FULL SHOT

38

as GOVERNOR CALLAHAN sits at a bridge table set up near his desk. He is playing cards with his TWO very tall, very startling brunette NURSES. Callahan himself may be the oldest and most crinkled-up human being on earth. His stature and manner are those of an ancient Uriah Heep. He is, in short, the oldest and most unsavory old man we have ever seen.

*one blond  
one Brunette*

CALLAHAN (after glanc-  
ing at his own cards)  
I'll see you...  
(the nurses lay their cards  
down)  
...Three of a kind...and you've got  
two pair...Ha!...  
(lays his own cards down)  
...full house beats you both.

*I Beat you both  
I've got a full  
house*

The Two Nurses look at each other sadly. Without a word, one of them takes off her nurse's cap; the other takes off a shoe.

CALLAHAN (almost  
giggling)  
Deal 'em...  
(as the telephone RINGS)  
...aah...  
(leans over to desk -  
picks up phone)  
...What d'you want?... Ah,  
Cervantes; where've you been?

38  
CONT'D  
(2)

CLOSE INTERCUTS - CALLAHAN AND CERVANTES

39-43

CERVANTES  
Admitting a new prisoner, Governor  
...a rather special one, I think.

As Callahan talks, he unfolds a newspaper lying on the desk, and CAMERA MOVES IN over his shoulder to a CLOSE SHOT of the paper.

CALLAHAN  
The business of Thrush takes  
precedence over your silly prison  
paperwork, Cervantes. Torture  
those poor devils on your own time...

There is a picture of Solo and Salty on the front page. She is in bridal clothing, and the happy couple is cutting the wedding cake.

CALLAHAN (continued)  
Right now, we may be facing a  
slight security problem.

CERVANTES (surprised)  
Then you already know.

CALLAHAN  
Of course I know, you bulbous blob;  
although what I will never know is  
how in the world that prissy, sex-  
less pelican ever got so lucky.

CERVANTES  
What are you talking about, sir?

CERVANTES  
The new prisoner, Governor. I've  
seen his face before; in a file I  
once saw prior to my joining  
Computer-Security here.



CALLAHAN (almost  
giggling)  
Deal 'em....  
(as the TELEPHONE RINGS)  
...aah...  
(leans over to desk -  
picks up phone)  
...What d'you want?...Ah,  
Cervantes; where've you been?

38  
CONT'D  
(2)

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although what I will never know is  
how in the world that prissy, sex-  
less pelican ever got so lucky.

CERVANTES  
What are you talking about, sir?

CALLAHAN  
Well what are you talking about?

CERVANTES  
The new prisoner, Governor. I've  
seen his face before; in a file I  
once saw prior to my joining  
Computer-Security here.

*omit*

CALLAHAN

Eh? File? What file? What!

39-43  
CONT'D  
(2)

CERVANTES

Well, if my memory serves me,  
Governor, I believe our new  
prisoner - one Illya Kuryakin  
by name - happens to be... an  
UNCLE agent.

END ACT ONE

ACT TWO

FADE IN:

EXT. GOVERNOR'S MANSION - DAY - FULL SHOT  
ESTABLISHING

44

the large house, with its Guards on either side of the entrance, and the dense jungle coming right up to the edge of the grounds.

DISSOLVE INTO:

INT. GOVERNOR'S LIBRARY - DAY - FULL SHOT

45

Callahan paces pensively before his desk, flanked and half-supported at all times by his startling nurses. Cervantes is standing nearby.

CALLAHAN

...Think of it, Cervantes. Within twelve hours, I shall be hosting the most elite concentration of Thrush officials ever assembled. A bit young, some of them; but capable, capable.

CERVANTES

The computer will be ready for presentation, sir.

CALLAHAN

Eh? Oh, yes. You'd think perhaps they'd come to honor a man instead of a machine, wouldn't you?

CERVANTES (reverently)

But, sir, the Ultimate Computer...

CALLAHAN

Yes yes yes yes, they'll have their computer; all properly programmed toward the obsolescence of the good old human mind...

(to nurses)

...and don't you two start snuggling up to all those young forty and fifty year old fellows, just because they're executives...brazen floozies...

*changed -  
Remember who is  
the papa around  
here.*

FULL SHOT

46

as a Houseboy-Guard enters.

HOUSEBOY-GUARD

Excuse me, Governor. Miss Oliver...  
she is here with her new husband,  
sir.

ANGLE ON CALLAHAN

47

with Cervantes in b.g.

CALLAHAN (to himself -  
in distaste and awe)  
A husband...unbelievable...  
(to Cervantes)  
But not for you, eh?  
(cackle, cackle)  
That...wicked witch of the North  
has always appealed to you, I think.

CERVANTES

I admire intelligence, Governor.

CALLAHAN

So do I; what's that got to do  
with women?

Cervantes moves in behind Callahan and the nurses  
as they all start toward the door to the foyer.

CALLAHAN (cont'd)

I want to make a last check of the  
computer; and I want a look at that  
not-so-secret Uncle agent we've  
inherited from somewhere. I don't  
like that.

> line  
changed

CUT TO:

INT. FRONT HALL OF MANSION - DAY - MED. SHOT

48

Solo, wearing a mustache, and Salty stand just inside  
the front door which is still open. One of the guards  
is bringing in some of their baggage (including Solo's  
golf bag) and Solo glances with interest at the guards  
standing at attention just outside the entrance.

SOLO

Lots of atmosphere, isn't there?

CALLAHAN'S VOICE (o.s.)  
Well well well well, Miss Oliver...

48  
CONT'D  
(2)

CAMERA PANS quickly to discover Callahan (with nurses) and Cervantes, as they emerge from the library and move smilingly toward the 'newlyweds'.

CALLAHAN (cont'd)  
...or should I say Mrs...eh...

SOLO  
Toomey...  
(shakes Callahan's hand)  
...Phillip Toomey.

CALLAHAN  
Well well well well. Mister Toomey, this is Cervantes, captain of our prison guard.

CERVANTES  
My pleasure, sir...  
(to Salty - greasily charming)  
...and my congratulations to Mrs. Toomey.

*← introduces nurses first*

#### ANGLE ON SALTY

49

She nods her thanks curtly, with unconcealed distaste for both Callahan and Cervantes.

SALTY  
Governor, I'll be making my regular visit to the penal colony this afternoon. I've been away rather a long...

CALLAHAN (interrupting)  
Oh come now, this is your honeymoon!...  
(an afterthought)  
...You, eh...you do know about honeymoons?

SALTY (coldly - to Cervantes)  
We passed one of your road gangs on the way to the house, Captain. The men looked starved, as usual; some of them were shaking with malaria.

SOLO (placating)  
Now my dear...eh, Captain; do you golf?

*) omit*

ANGLE ON SOLO AND CERVANTES

50

as Cervantes just stares incredulously at Solo.

SALTY

Well, Governor?

FULL SHOT - GROUP

51

CALLAHAN

Of course of course. I'm on my way there now. Cervantes can drive you out later...

(to Solo)

...Did you know, Mister Toomey, that you were...

(cackle cackle)

...marrying Florence Nightingale?

SALTY (the stern mother)

We'll go upstairs now, Phillip.. I want a bath and you can take your nap. If you'll excuse us, gentlemen...

TWO SHOT - CALLAHAN AND CERVANTES

52

as they watch the newlyweds head for the stairs.

CALLAHAN

As governor of this province, I hereby declare that woman a disaster area.

FLASH PAN TO:

INT. BEDROOM - DAY - MED. SHOT

53

following Solo as he carries a suitcase across the large, beautifully appointed bedroom to one of the twin beds. As he opens it, and then unsnaps its false bottom, he glances up toward Salty. CAMERA FOLLOWS and we see that Salty, having already opened her suitcase, is now eyeing both the beds somewhat nervously.

REVERSE ANGLE

54

as Salty now sits down gingerly on the edge of her

*doesn't sit*

bed and, while looking around the room, runs her hand absently across the bedspread.

54  
CONT'D  
(2)

SALTY (softly)  
I've lived in this room. It doesn't seem quite so dreary with...someone else here.

SOLO  
And when you really do get married, Salty, some nice young fella's going to feel exactly the same way.

Salty looks up at Solo with a kind of quiet, blinking surprise.

SALTY (finally recovering)  
Well, I suppose I'd better change *in the Bath* /clothes, hadn't I?/

CAMERA FOLLOWS Salty as she takes a pair of slacks and a blouse out of her suitcase, and moves behind a screen near the wall.

*Robe*

CLOSE SHOT - SOLO

55

as he extracts an Uncle pocket communicator, a pistol and three grenade-like objects from the false bottom of the suitcase.

SOLO (to Salty - o.s.)  
Where did you say it was that some guards shooed you out of the area?

SALTY (o.s.)  
I'd been out riding near the north end of the peninsula. A couple of Cervantes' neanderthals found me and acted as though I were on sacred soil.

Solo begins wrapping the gun, radio and grenades in an oilcloth.

SOLO  
Now you be careful nobody sees you drop this package...

*Tells her not to be seen - giving her a package  
lines were added w/ scene as he pulls out, right*

ANGLE ON SALTY

as she emerges from behind the screen. Her hair is now down and flowing free; the slacks and

blouse - not hiding her figure as do her school-  
teacher dresses - reveal that Salty Oliver is not  
a one-dimensional lady.

56  
CONT'D  
(2)

SALTY (defensively,  
as he stares)  
What's the matter?

*hair up  
robe on-tied  
at waist*

INTERCUTS - SOLO AND SALTY

57-58

He is reacting to all those new dimensions.

SOLO (with an  
admiring grin)  
Not a blessed thing that I can  
see, young lady.

*Not a thing I can  
think of*

There is now dead silence. Unused to being the sub-  
ject of masculine praise, Salty is equally shocked  
at the odd feeling it has evoked in her. She is  
trying to cope with a flustered, self-conscious  
moment, as we

FLASH PAN TO:

EXT. CHACUA PENAL COLONY - FULL SHOT

59

as Cervantes' jeep comes barreling through the  
guarded gates, passes beneath the manned watch-  
tower, and speeds across the compound toward  
Cervantes' office. In it are Cervantes and Salty.  
In distant b.g., at the other end of the compound,  
a line of prisoners is digging what appears to be  
a drainage ditch.

CLOSE SHOT - ILLYA

60

as he stands, with a GUARD nearby, digging his  
share of the ditch along with the other prisoners.  
His clothing is filthy, he is unshaven and sun-  
burned. At the o.s. SOUND of the jeep, he looks  
up.

FULL SHOT - ILLYA'S POV

61

The jeep stops before the large shack. Cervantes  
goes inside while Salty, carrying her first aid  
bag, starts across the compound toward the infirmary.



## ANGLE ON ILLYA

62

As he continues digging, he begins to WHISTLE lightly, and then to SING.

*never sings*

ILLYA (singing)  
Hava Nagila, Hava Nagila, Hava...

## CLOSE SHOT - SALTY

63

as she nears the infirmary, which is marked as such by a large red cross. She HEARS Illya, and gives a slight nod in his direction. CAMERA HOLDS on her as she moves the rest of the way to the infirmary steps. She reaches into her first aid kit, brings forth the oilcloth packet, and drops it to the ground at her feet.

*puts under step*

## INTERCUTS - ILLYA AND SALTY

64

He sees the packet drop, and smiles slightly as she surreptitiously kicks it out of sight beneath the infirmary steps. She then goes up the steps and into the infirmary. We immediately QUICK PAN across the compound to Cervantes' office, and ZOOM IN on a front window. Cervantes has seen it all through binoculars, and now he too smiles slightly.

QUICK CUT TO:

## INT. CERVANTES OFFICE - FULL SHOT

65

Cervantes turns away from the window, and CAMERA follows him through the swinging wall, which was already ajar, into the rear office. He waves the two trap door guards aside and steps quickly down into whatever area lies below.

QUICK CUT TO:

## INT. CORRIDOR - MEDIUM LONG SHOT

as Cervantes descends into the long, weirdly lit concrete and steel corridor. He takes a few steps toward us as, suddenly, a bolt of static (visible) electricity crackles from one corridor wall to the other across his path. He looks up toward the ceiling, spreads his arms, and slowly turns a complete circle - as if on exhibit.

*switched to first 66 back*

*never circles*

## CLOSE SHOT - CEILING TV CAMERA

67

It is angled down to pick up anyone walking through the corridor.

## BACK TO SCENE

68

Cervantes waits until he HEARS a LOUD BUZZ, then resumes his way along the corridor.

## REVERSE ANGLE

69

with Cervantes walking away from us. In the center of the corridor, TWO GUARDS with Thrush rifles stand against either wall. Cervantes approaches them, is subjected to the briefest perfunctory search, and moves on around a corner.

*never started*

## MEDIUM SHOT - CORRIDOR

70

As he comes around the corner toward us, two steel mesh gates crash down - one behind him and one directly in front of him. Cervantes is momentarily sealed off, as in a cage.

## LONG SHOT - CORRIDOR - CERVANTES' POV

71

Through the mesh grating in immediate f.g., we look along the corridor to its end. Before a great steel door sits still another GUARD. He recognizes Cervantes, pulls a large switch, and the mesh grating in f.g. rises.

## MEDIUM LONG SHOT

72

as Cervantes approaches the steel door and the seated Guard in f.g., he puts his fingers first against an ink pad on the Guard's desk, then upon a small card which retains his fingerprint impressions. The Guard sticks the card into a slot. There is a clickety-clack noise; a light flashes green, and the Guard pushes a button which opens the great steel door.

*Bo the  
wonder on  
panel to make  
prints*

CERVANTES (to Guard)

We shall be turning the Computer  
over to Thrush this evening. Have  
your men prepare for the transfer.

Cervantes goes through the steel door.

QUICK CUT TO:

## INT. COMPUTER ROOM - FULL SHOT

73

as Cervantes enters to join Callahan (and nurses), who presently stand watching the goings-on in the front part of the room. There are what appear to be three built-in television receivers on the wall just above a long panel. A white smocked OPERATOR sits before the first screen. He is occupied with adjusting knobs on the panel beneath the screen.

CALLAHAN (seeing

Cervantes)

Ah, Cervantes...come look...

(indicates TV screens)

We've concluded at the British museum  
in London, and we're almost finished  
at the Huntington Library in California -  
which completes the programming.

## ANGLE ON TV SCREEN

74

From their POV, CAMERA now MOVES IN to pick up the action taking place on the screen, and we find ourselves watching an OLD MAN in a custodian's uniform, as he stands among some bookshelves (in an area which could be part of the Huntington Library). Looking around him to be sure he's not observed, he is turning the pages of a large book and running a tiny flashlight quickly down each page from top to bottom. CAMERA TILTS DOWN now to the panel below the TV screen, where the white-smocked Operator works the knobs. There is a small oscilloscope anchored atop a tape-recording device on the panel, and everything is in operation. Watching it all work, Cervantes enters FRAME.

*Doesn't turn pages*

## CERVANTES

Amazing...

(turns to Callahan, o.s.,  
and points to other end of  
room)

...look at it over there...

## FULL SHOT

75

Standing alone at the rear of the room, and no larger than an upright piano, squats the black hulk of the Ultimate Computer itself. Long, coiled wires connect it to the panel where the Operator works.

*Changed  
third bars*

## CLOSE SHOT - CALLAHAN (WITH NURSES) AND CERVANTES

76

Cervantes is staring at the computer with concentrated reverence. Consumed by the sight of it, he seems to draw strength from its very presence.

CALLAHAN (staring  
at computer)

...How I hate it, / with its cold,  
inhuman perfection. In my day,  
young fellow...

*omit connect*

CERVANTES (distant,  
preoccupied)  
We're no longer in your day, Old  
Man. Look at it, I say...All the  
knowledge of the world with one  
push of a button. That's the gen-  
eration we're in; where subjective  
error and human frailty are  
obviated...  
(to himself; lost in awe)  
...just look at it.

*word changed*

CALLAHAN (softly,  
while staring at Cervantes)  
And man shall not worship idols.

Surprised, Cervantes turns slowly to glare in com-  
bined disdain and disgust at Callahan. Without  
another word, he now strides toward the door.

*act 1*

# INTERCUTS - CALLAHAN AND CERVANTES

77

Furious at the younger man's insubordination and  
lack of respect, Callahan's tone is now harsh and  
clipped. He must re-establish his authority.

CALLAHAN  
Captain Cervantes!...  
(as Cervantes turns back)  
...what have you done about the  
Uncle agent?

CERVANTES (pointedly  
tolerant)  
Done? Well he is already our  
prisoner...Sir.

CALLAHAN  
I see. Then he must make a move  
before we do, is that it?

CERVANTES  
Well, I...

CALLAHAN  
There is offense and there is de-  
fense, Captain. Apparently all of  
your offensiveness seems to be in  
the wrong area.

CERVANTES  
Oh? And just what would you...

*Over*

CALLAHAN (interrupting)  
 My poor human mind is not so obsolete  
 that it cannot still obliterate a  
 snooping Uncle agent here and there  
 under its own power...

(beckons to Cervantes as  
 he would to an errant child)  
 ...Would you care to listen...Sir?

77  
 CONT'D  
 (2)

*me*

FLASH PAN TO:

EXT. JUNGLE HILLTOP - DAY - MEDIUM SHOT

Solo edges out of the dense foliage onto the small hilltop clearing. Crouching, he moves to the far side of the clearing and then lies prone as he looks out over the north end of the peninsula.

78

*Problems the  
 ref*

LONG SHOT - SOLO'S POV

Jutting into the ocean is a small dock, on which a Thrush Guard (FIRST GUARD) paces slowly. To the right of that is a fenced-off area, within which there is both a thatched-roof shack and an adjacent carport-type roof. Underneath the roof, two large electrical generators are clearly visible. While a SECOND GUARD walks the perimeter around the fence, the THIRD and FOURTH GUARDS are positioned on either side of the entrance gate.

79

*ocean?*

CLOSE SHOT - SOLO'S FACE

as he takes it all in. Suddenly, he seems to sense rather than hear something behind him. Still on the ground, he now whips around on his back to look behind him. CAMERA TILTS to follow his line of sight. A FIFTH GUARD has been stealthily creeping up on him, and is just about to bring the butt of his Thrush rifle down on Solo as the Uncle agent turns. Solo twists to the right, and the rifle butt slams into the ground in front of our faces.

80

*fight has  
 changed*

MEDIUM SHOT

The Guard is off balance after his initial lunge, and Solo uses his feet to trip the man up. Solo is on him almost before he teeters to the ground;

81

and the battle is joined as the two men thrash around in the dirt, rise, flip each other with judo attack and counter-attack. Finally, jumping up, the Guard reaches his rifle. As they grapple for it, however, Solo is able to whip the butt around and knock the man out with a clip on the chin. CAMERA MOVES IN to a CLOSE SHOT of Solo as he rises and looks down at the unconscious Guard. He is just exhaling a deep, close-call-type sigh, as a rifle barrel ENTERS FRAME from LEFT and touches the back of Solo's neck. He freezes in mid-sigh. ANGLE WIDENS to discover the SIXTH GUARD as he holds his rifle against Solo's neck, then backs up a bit.

81  
CONT'D  
(2)

# ANOTHER ANGLE

82

Resigned and slightly disgusted, Solo voluntarily raises his hands. The Guard puts a whistle to his lips, and BLOWS, summoning aid.

*now whistle*

FLASH PAN TO:

83 OUT

# EXT. COMPOUND - DAY - FULL SHOT

84

as Salty marches toward Cervantes' office. She is all riled up about something, and is awkwardly carrying a huge, black bullwhip.

# REVERSE ANGLE

85

Cervantes emerges from his office and, seeing Salty, walks casually to meet her.

*Sleeping*

SALTY (incensed)  
Captain Cervantes. / How can you  
condone...how can you justify  
the use of these...  
(proffers bullwhip)  
...on human beings?

*on the line*

# TWO SHOT - SALTY AND CERVANTES

86

Cervantes takes the whip from her, and toying with it, now holds one end in each hand. Having thus made a large loop out of it, he lackadaisically places the loop over Salty's head. It rests now around her neck.

*Still in chain  
action is later*

CERVANTES

Perhaps the same way you justify  
giving aid to...

(indicates Illya)

...that Uncle agent over there...

86  
CONT'D  
(2)

As he talks, Cervantes crosses his hands. Thus,  
while still loosely and casually held, it is  
obvious to both that HE NEED ONLY TAKE UP THE  
SLACK IN THE WHIP TO FORM A GARROTE.

CERVANTES (continued)

...or to your so-called husband;  
whom my men have just arrested for  
trespassing, by the way.

Salty's eyes widen in fear. At this point, she is  
fighting panic; for Cervantes has begun TIGHTENING  
THE LOOP.

CERVANTES (conversationally)

Of course, the governor already knows  
about Kuryakin. But were I to report  
that your handsome groom is also an  
Uncle agent, I doubt whether the  
three of you would live to...

SALTY (interrupting)

Please...I'll tell him to leave;  
he'll get out of here without  
hurting anything...please...

CERVANTES

You're a spirited girl, Salty; a  
very desirable girl. Surely you  
must know that I've always looked  
upon you with some degree of...  
longing.

SALTY (the beginnings  
of revulsion)

What?

CERVANTES

Supposing I say nothing to the  
governor about you and your...

(beat)

...Mister Toomey. Supposing I go  
so far as to...be of service.  
Your heroes will get away free,  
which is what you want...and I'll  
get you...which is what I want.  
Fair trade, my dear.



INTERCUTS - SALTY AND CERVANTES

92

Repulsed to the point of nausea, Salty starts to talk, but cannot.

CERVANTES (chucking  
her under the chin)  
You do wish your bridegroom to  
survive...

SALTY (very softly)  
Yes.

CERVANTES

Splendid. Tell Mister Kuryakin that he need only wait about ten minutes after he sees the cook bringing the evening coffee pot around to the guards. It will be drugged. He should have no trouble.

92  
CONT'D  
(2)

Salty gives him a disconsolate nod, and turns slowly back toward the line of prisoners.

CERVANTES

My dear ...

(she faces him again)

...If he should ask how you got my help so easily...

(a friendly leer)

...Tell him you just...couldn't resist me.

FLASH PAN TO:

EXT. GENERATOR AREA - EVENING - FULL SHOT

93

as Cervantes drives his jeep up to the gate within which lie both the shack and electrical generators Solo saw earlier. The two gate guards come to attention as Cervantes approaches. One of them moves, with military stiffness, to open the gate for him.

CERVANTES

You two get on up to the Governor's house.

The two gate guards leave, as Cervantes moves to the shack itself.

CUT TO:

94 OUT

INT. GENERATOR BUILDING - FULL SHOT

95

Cervantes enters, and as he stands for a moment looking around him, CAMERA MOVES from him to PAN the room slowly. Against the far wall are several sleeping cots, a wash basin, mirror and clothes rack. Against the rear wall is a table upon which there are a transmitting-receiving set, microphone, and other objects consistent with running a communications set-up. Against the right wall is Solo.

*Middle of  
room  
not against  
wall*

Arms clamped above his head and feet clamped apart in a spread-eagle position, he shows signs of his previous tussle. Cervantes advances on Solo. He unholsters his pistol and, smiling, points it directly at Solo's head.

95  
CONT'D  
(2)

END ACT TWO

## ACT THREE

FADE IN:

INT. GENERATOR BUILDING - TWO SHOT - SOLO AND CERVANTES

96

Each realizing full well what the other represents, they eye each other knowingly. Cervantes still holds the gun on Solo, and now, still smiling, he lowers it slightly. With his free hand, he reaches into a pocket and brings forth a key. To Solo's surprise, he bends down and unlocks the foot-clamps. Then, after reaching up and unlocking the hand-clamps, he stands back a little - his gun still trained on Solo. Cervantes looks down at the gun, flips it over in his palm, and then hands it - butt first, to the perplexed, and very wary, Solo. Cervantes then draws another pistol out of the inside of his coat.

*pocketed gun  
before  
releasing  
Solo*

CERVANTES

The weapon is loaded; the bullets  
are real.

SOLO (perplexed)

I'm not so sure you are.

FULL SHOT - FAVORING CERVANTES

97

As he talks, he moves quickly first to one small, shade-covered window, and then to another.

CERVANTES

Rather foolish of you to go poking around our generators by yourself, you know. Of course, if they were somehow put out of commission, your friend Kuryakin wouldn't have to worry about the computer alarm systems, would he?

INTERCUTS - SOLO AND CERVANTES

98-99

SOLO (levels gun)  
If the bullets are real, Captain,  
you'd do well not to move around  
right now.

CERVANTES (ignoring Solo's  
threat)  
I've drugged the prison guards'  
coffee, which should enable your  
friend to do his job easily...  
(eyeing Solo's gun)  
...if you and I can/foul up/those  
generators outside...well?

*Take out*

FULL SHOT - FAVORING SOLO

100

He moves to look out of the windows for himself.  
He sees nothing amiss, which perplexes him even  
further; and as he steps over to where Cervantes  
stands, we have a CLOSE TWO SHOT.

SOLO  
Rather odd, isn't it? A captain  
of THRUSH security playing  
Helpful Henry?

CERVANTES  
We have about one hour before high-  
ranking THRUSH officials arrive to take  
the Ultimate Computer for use  
against UNCLE in the field. Now you  
can take the chance of trusting me  
or...  
(shrugs)

SOLO  
Or what?....

CERVANTES  
Or you can fail to stop the computer,  
get killed in the bargain, and let  
THRUSH conquer the world...  
(lightly)  
...up to you, of course.

ANGLE ON SOLO

101

He is in the middle of an uncertain but decisive  
moment, as we

FLASH PAN TO:

EXT. PENAL COLONY COMPOUND - NIGHT - FULL SHOT

102

of the compound clearing, with Cervantes' office in b.g. CAMERA is positioned next to the shadow of a barracks wall, and now the back of Illya's head moves into f.g. from those shadows - just as a pleasingly plump COOK emerges from Cervantes' shack carrying a large pot, and with a string of coffee cups strung around his neck. Illya watches as he heads toward the guard tower near the fence. CAMERA TILTS UPWARD to a LONG SHOT of the WATCHTOWER GUARD, and then ZOOMS IN on him. He is studiously scanning the compound. Then, noticing the Cook, he grins down at him and waves. CAMERA PULLS BACK quickly and TILTS DOWN again to include Illya in f.g. With The Watchtower Guard preoccupied, Illya dashes away from us across the compound to the shadows alongside Cervantes' shack. He is holding his pistol, and the three grenades are in his belt.

CLOSE SHOT - ILLYA

103

as he crouches, then moves swiftly onto the porch to kneel beside the shack door. CAMERA MOVES IN over his shoulder as he opens the door slightly. Inside, the one THRUSH guard on duty before the entrance-wall is just in the process of dropping his tin coffee cup and putting his hand to his apparently reeling head. Then, after a perfunctory lurch or two, the guard collapses. Illya enters, closing the door in our faces.

INT. SHACK - MED. SHOT

104

as Illya goes to the wall and begins attempting to decipher the secret of its opening.

FLASH PAN TO: 105-106  
OUT

EXT. GENERATOR AREA - NIGHT - LONG SHOT

107

from the dock. The third guard is clomping slowly around, his rifle ready. He glances casually toward the generators and the shack beyond, then looks out to sea. At that moment, in b.g., Solo and Cervantes race out of the shack door to the cover of the generators themselves. They have disappeared as the guard turns their way once again.

REVERSE ANGLE

108

Crouched behind one of the two HUMMING generators, Solo and Cervantes peep out at the unsuspecting guard

SOLO (whispers - a  
sudden thought)  
Where's Salty?

108  
CONT'D  
(2)

CERVANTES  
Waiting safely at the house...  
but not for you, I'm afraid.  
You see I promised her I'd help  
you...before she and I go away  
together.

SOLO (after a pause)  
Uh-huh...Chivalrous devil, aren't  
you?

Cervantes nods a sarcastic 'thank you', and now  
Cervantes starts to sneak around toward the other  
generator. Solo, looking o.s. to his left, grabs  
Cervantes' arm to stop him.

SOLO (cont.)  
Hold it...

Both Cervantes and CAMERA follow Solo's gaze to a  
LONG SHOT. The Fourth Guard, who has been walking  
the perimeter, is lackadaisically approaching the  
Third (dock) Guard. They pull out a couple of  
cigarettes and appear to be chatting. CAMERA TILTS  
DOWN again to a CLOSE TWO SHOT of Solo and Cervantes.

SOLO (cont. - impatient)  
Time...When do the guards get that  
coffee?

CERVANTES (looks at  
watch)  
The drug should have worked about  
twelve minutes ago. Your friend'll  
be inside by now.

SOLO  
Yeh...with the alarm system still  
functioning.

FLASH PAN TO:

INT. SHACK - MED. CLOSE SHOT

108X1

Illya has not been able to discover how to open the  
wall. He is sweating and frustrated. Angry at the  
wall, he gives it a disgusted kick - and then  
notices the moulding. He stoops down and, working  
the moulding, opens the wall. We can now see into the trap  
door room beyond. Both guards inside the room are out cold.  
Illya enters, rolls one of the guards off the trap door in  
the floor, and descends.

QUICK CUT TO:

*Discreet Kick  
moving moulding  
by act.*

INT. CORRIDOR - MEDIUM SHOT - ILLYA

109

That the power is still on is evidenced by the weird on-and-off lighting in the corridor. Illya comes down the steps.

*no on/off  
of light*

REVERSE ANGLE

110

Illya begins walking along the corridor as though he were walking on eggs. He is still several feet this side of the Two Corridor Guards who lie on the floor, coffee cups at their sides.

ANOTHER ANGLE

111

As Illya approaches us, the bolt of static electricity we have seen before suddenly crackles across the corridor directly in front of him. Illya twists backwards, falling down.

INSERT SHOT - CEILING TV CAMERA

112

CLOSE SHOT - ILLYA

113

He is now a little shaken up as he looks first down the corridor where he cannot yet go, and then up at the TV camera. He just sits where he is.

FLASH PAN TO:

EXT. GENERATOR AREA - NIGHT - LONG SHOT

114

of the Third and Fourth Guards as they separate on the dock, with the Fourth Guard moving off to resume his rounds. CAMERA TILTS DOWN again to discover Solo and Cervantes in immediate f.g.



REVERSE ANGLE

115

Unseen by the Third Guard on the dock in f.g., Cervantes makes a successful dash for the other generator.

MED. SHOT

116

as Solo and Cervantes wave an 'okay' to each other. Thus indicating their mutual readiness, they short out the tying cables on their respective generators. Instantly, there is a LOUD CRACKLE and a flock of sparks from each.

FLASH PAN TO:

INT. CORRIDOR - MED. SHOT

117

The corridor lights go off. Illya moves forward again, past the area of static electricity and toward the two unconscious corridor Guards. He kicks one of them lightly - experimentally.

FLASH PAN TO:

EXT. GENERATOR AREA - NIGHT - FULL SHOT

118

as the Third (dock) Guard, perplexed at the noise and sudden stoppage of the generators, has begun to move cautiously toward them. In f.g., Solo crouches behind his generator, awaiting the moment to jump the Guard who is still several yards away.

FLASH PAN TO:

INT. CORRIDOR - LONG SHOT

119

with Illya approaching us in f.g. He glances back at the corridor Guards, then moves quickly past CAMERA and around the corner. CAMERA PANS to follow him toward the great steel door where the

white-smocked Man lies half-in and half-out of the Computer Room, and the seated Guard is slumped over his desk. CAMERA now PANS quickly back to the two corridor Guards and ZOOMS IN on the face of one of them. HE OPENS ONE EYE to see where Illya has gone, and then closes it again.

119  
CONT'D  
(2)

MEDIUM SHOT

as Illya pulls the white-smocked Man out of doorway, then enters the Computer Room.

120  
*not done*

QUICK CUT TO:

INT. COMPUTER ROOM - MEDIUM SHOT

121

following Illya to the electronic equipment. He twists a knob on his first grenade and tosses it toward the large panel. He does the same with the second grenade, tossing it toward the black box standing by itself against the far wall. He pulls out the third grenade, reconsiders and pockets it again, and moves back to the door as the first grenade EXPLODES, spewing fire all over the room.

QUICK CUT TO.

INT. CORRIDOR - MEDIUM SHOT

122

as Illya comes out and closes the steel door behind him before dashing back along the corridor. As he does so, we HEAR the second grenade EXPLODE beyond the closed door.

FLASH PAN TO:

EXT. GENERATOR AREA - NIGHT - CLOSE SHOT

123

The Third Guard is walking into immediate f.g. as Solo suddenly enters FRAME and climbs all over him.

As the Guard goes down, ANGLE WIDENS to include Cervantes, who approaches from the other generator.

123  
CONT'D  
(2)

CERVANTES

Well, that's that.

SOLO

Not quite. Whatever deal you  
finagled Salty into...don't  
count on it.

The atmosphere between the two is again hypertense.  
Both have pistols; neither underestimates the other.

CERVANTES

Oh, but I am counting on it. After  
all, bargain was with her; not  
you.

SOLO

Okay, now; enough is enough.  
A Thrush doesn't change his  
feathers just to please a lady.  
Let's start levelling, shall we?

The RICOCHET of a rifle bullet is HEARD as the  
dirt on the ground between them pocks up. Both  
men dive for cover, and peek out toward the source.

LONG SHOT - POV

123X1

It is the Fourth (perimeter) Guard. He fires  
again, then jumps behind some cover of his own.

SOLO (frustrated)

Swell.

FLASH PAN TO:

124 OUT

INT. TRAP DOOR ROOM - FULL SHOT

125

The trap door Guards are still on the floor as  
Illya comes up out of the trap door and moves  
quickly but carefully through to the front office.

QUICK CUT TO:

INT. SHACK OFFICE ROOM - MEDIUM SHOT

126

The front office Guard is lying in f.g. Illya

steps over him, and moves out the door. As he does  
so, the "unconscious" Guard in f.g. rises. 126  
CONT'D  
(2)

ANGLE ON GUARD 127

He moves to the telephone.

FLASH PAN TO:

EXT. GENERATOR AREA - LONG SHOT 128

with Solo and Cervantes pinned down in f.g.

CERVANTES  
I know this one. He's a very good  
shot...  
(calls to Fourth Guard)  
...Rodriguez! Rodriguez, it's me;  
Captain Cervantes...  
(stands up in full view)  
...Rodriguez?

We see the Fourth Guard rise - not too sure about  
all this - from behind his cover in b.g. As he  
comes into full view, Cervantes simply levels his  
pistol and shoots the man.

REACTION SHOT - SOLO 128X1

He is repulsed.

TWO SHOT 128X2

CERVANTES  
Well, after all...  
(shrugs at Solo)  
...how do you think I got to be  
a captain?

Solo rises, and the two men stand facing each other.

CERVANTES (cont'd)  
...Look, gringo; I'm in as much  
trouble as you are now. Don't  
you think we ought to get the  
girl out before we kill each  
other over her?

The BUZZER on Solo's pocket communicator is heard.  
Solo pulls it out and switches it on.

128X2  
CONT'D  
(2)

129-130 OUT

INTERCUTS - SOLO AND ILLYA

131-133

Illya is crouched, breathing hard, behind some foliage in the jungle.

ILLYA (bushed)  
The job's done...and so am I; grimy,  
hungry, sunburned and blistered...

SOLO (grinning in relief)  
In that case, I'm glad I don't have to be seen with you in public. Now you take your disreputable-looking body out of here post haste, understand? I'm going back for Salty... Now don't make a wave, Illya. I'll join you later if I can...take care...  
(switches off)

CLOSE SHOT - CERVANTES

134

He is smiling with an odd, jaundiced satisfaction.

FLASH PAN TO:

INT. FOYER OF GOVERNOR'S MANSION - NIGHT - FULL SHOT

135

Callahan is in his tuxedo, and his flanking nurses are wearing their low-cut, bejewelled best. Callahan is just finishing up the briefing of the Houseboy-Guard.

CALLAHAN (furious)  
Tomorrow morning you can go right ahead and file your complaint with Thrush if you want to. But tonight, you clod - like it or not - you are a waiter!...Now get going ---  
(calls after him)  
...and wash your hands!  
(the man exits)

FULL SHOT - FAVORING SALTY

136

as she comes down the stairs. She is dressed in everyday clothes.

CALLAHAN (continued -  
seeing Salty)  
...Ah, the blushing bride...

SALTY (approaching  
them)  
Having a party, Governor?

CALLAHAN  
Yes indeed I am...would've loved  
to have had you newlyweds join us...

SALTY

Thank you just the...

136

CONT'D

(2)

CALLAHAN (interrupting)

Unfortunately...

(motions to nurses - they  
move quickly to flank Salty,  
each grabbing an arm)...what with your Uncle bridegroom  
now on his way back here to get killed,  
and you about to be all bound and  
gagged...

137 OUT

REACTION SHOT - SALTY

138

CALLAHAN (cont'd)

Why how pale you look.  
Perhaps you'd better sit down.

ANGLE ON GROUP

138X1

Callahan nods curtly to the nurses, and they now  
lead Salty toward the library. She tries to shake  
loose, but her own panic and the firm grips of the  
nurses render her ineffectual.

SALTY

Now I don't know what you people  
think you're doing here, but I'd  
advise you...

CALLAHAN (conversationally)

Actually, I've known about you and  
the prisoner Kuryakin, and...  
Napoleon Solo...for quite a while now...

TWO SHOT - SALTY AND CALLAHAN

139

as they all reach the library door. Callahan  
moves quite close to Salty and pats her on the  
cheek.

CALLAHAN (cont'd)

Matter of fact, it was I who had  
Cervantes offer you that little, eh...  
proposition...

(to nurses - sternly)

...Inside.

The nurses literally shove Salty before them into the library. 139  
CONT'D  
(2)

DISSOLVE INTO:

INT. LIBRARY - FULL SHOT

140

Callahan stands leaning against one nurse, while the other one plunks Salty down into a chair. As he speaks, Callahan offers Salty a drink, which she refuses with an adamant shake of her head.

CALLAHAN

We knew that Uncle would continue to launch assaults against our Ultimate Computer. So we've simply allowed that Kuryakin fellow to destroy what he thinks was the computer...you understand, my dear?

SALTY

Now see here, Governor...

CALLAHAN

Kuryakin will make a daring escape back to Uncle and report a job well done. They will pat him on the head...and stop looking for the computer. Clever? Eh?

Now, having a second thought about it, Salty reaches over and pours herself a drink.

*he pours drink*

INTERCUTS - SALTY AND CALLAHAN

141-143

SALTY

What about...

CALLAHAN

Your Napoleon? Oh, he's a different matter, I'm afraid. Even now, he should be on his way back here to...

(cackle cackle)

...rescue you.

(looks her up and down  
distastefully)

...Heaven knows why.



SALTY  
You're letting the other one go.  
Let Solo go, too...I'll stay.  
I'll do whatever you want...

141-143  
CONT'D  
(2)

CALLAHAN  
The only thing I want you to do,  
young lady, is to cease/whining./.  
No, I couldn't let two top Uncle  
men escape, I don't think. Bad  
for business. I will do one thing  
for you, however...

*bellying*

SALTY (hopeful)  
Yes?

CALLAHAN  
I'll bury the two of you side  
by side. How's that?

CAMERA MOVES IN on Salty's face.

144-145 OUT

END ACT THREE

ACT FOUR

6-14-65 P.50

FADE IN:

INT. FOYER OF MANSION - MED. SHOT

146

as Callahan and the nurses welcome a tuxedoed THRUSH Official and sari-clad Thrushette. From here on in, Callahan's demeanor should be that of one who fawns over his superiors. And none of his superiors care much for it.

CALLAHAN

Ah, welcome, welcome, welcome...  
(he and she exchange bows)  
...Most of the others are already  
at dinner. If you'll follow me...

Anxious to please, Callahan (and nurses) precede the new arrivals.

CALLAHAN (calling back  
to them)

And after dinner, you shall see how  
well I've prepared the computer for  
you...

CAMERA HOLDS on the group as the two nurses open the double doors at the end of the foyer, revealing a portion of the formal dining room beyond. As the guests enter, we catch a glimpse of well-dressed men eating dinner. Callahan and the nurses remain outside, coming back toward us once again.

ANGLE ON FRONT DOOR

147

It is open, and we see Solo and Cervantes enter.

FULL SHOT

148

as Callahan and the nurses meet Solo and Cervantes.

CALLAHAN

Ah, Mister Toomey; where have you  
been? We're having a party!...  
my, my, so dishevelled. Where has  
he been, Cervantes?...  
(not waiting for answer)  
...well, never mind...  
(shakes finger at Solo,  
then indicates library)

(CONTINUED)

CALLAHAN (continued)  
 ...Now see here, my man, that  
 impossible woman of yours has been  
 barricaded in there weeping all over  
 my carpet for an hour now. And,  
 frankly, I cannot stand much more...  
 (looks o.s. toward front  
 door)

148  
 CONT'D  
 (2)

*Change*

ANGLE ON FRONT DOOR

149

as ANOTHER THRUSH OFFICIAL (with mask) is about to  
 enter.

CALLAHAN  
 You'll excuse me...eh...  
 (impatiently indicates  
 library again)  
 ...and do something about your wail-  
 ing wife, will you? Good heavens.  
 (moves off toward front door)

*Change*

ANGLE ON SOLO AND CERVANTES

150

Solo looks over at Cervantes, who shrugs. CAMERA  
 FOLLOWS them to the library door and HOLDS as Solo  
 swings it open. We catch a glimpse of Salty. She  
 is bound to a chair. Cervantes shoves Solo from  
 behind - into the clutches of two THRUSH guards who  
 jump him from their positions on either side of the  
 interior doorway. Remaining outside in the foyer,  
 Cervantes quickly closes the door on the mess now  
 going on in the library. He then turns and stands  
 - smilingly nonchalant - in front of the door as  
 ANGLE WIDENS to include Callahan and nurses usher-  
 ing the new arrival through the foyer. They pass  
 Cervantes, and as they do, we hear a loud THUMP  
 from inside the library.

ACT FOUR

FADE IN:

EXT. GROUNDS FRONTING MANSION - NIGHT - LONG SHOT      145X1

In b.g., at the front entrance to the mansion, Thrush guards stand militarily near the parked automobiles of the Thrush dignitaries, two of whom are just proceeding up the steps into the mansion. CAMERA is at the edge of the jungle, and now Cervantes and Solo move into SHOT in immediate f.g. They peer across the open space toward the mansion.

CERVANTES

Well, I see the guests have arrived....  
(indicating jungle perimeter)  
...We go that way. And don't hesitate  
to use that gun if you have to. I  
don't want to die here.

They now move silently off along the perimeter, as we

FLASH PAN TO:

INT. BEDROOM - NIGHT - FULL SHOT      145X2

As Solo and Cervantes slip into the bedroom from the balcony they've just climbed, the room is dark.

SOLO (stage whisper -  
gun ready)  
Salty? Salty!

They move across the bedroom and carefully open the door to the upstairs hallway.

CUT TO:

INT. FOYER - NIGHT - FULL SHOT      146

CAMERA TILTS UPWARD to discover Cervantes at the head of the stairs, looking down at the empty foyer. He turns, and gives an all-clear signal to Solo, who now enters SHOT. He and Cervantes come very quickly and quietly down the stairs. They are about three steps into the foyer as Callahan, his two nurses, and two at-the-ready guards enter SHOT from behind CAMERA.

*montage*

CALLAHAN *Solo*

Ah, Mister Toomey; where have you  
been? We're having a party!... *omit*

146  
CONT'D  
(2)

As the Callahan group approaches and the guards surround him, it's plain to Solo that he's had it.

CALLAHAN (continued)

My, my, so dishevelled. Where has  
he been, Cervantes?...

(not waiting for answer)

Well, never mind...

(shakes finger at Solo,  
then indicates library)

...Now see here, my man, that impossible  
woman of yours has been barricaded in  
there weeping all over my carpet for  
an hour now. And, frankly, I cannot  
stand much more....

(looks o.s. toward front  
door)

147-148 OUT

ANGLE ON FRONT DOOR

149

As a THRUSH OFFICIAL is about to enter.

CALLAHAN

You'll excuse me...eh...

(impatiently indicates  
library again)

...and do something about your  
wailing wife, will you? Good  
heavens.

(moves off toward front  
door)

Surrounded by the menacing guards, Solo knows full  
well that the jig is up. He raises his arms and holds  
them out limply, as if waiting for the handcuffs. He  
closes his eyes in resignation.

SOLO

Where?

ANGLE ON GROUP

150

As the guards prod Solo toward the library. CAMERA  
FOLLOWS them to the library door and HOLDS as Solo  
swings it open. We catch a glimpse of Salty. She  
is bound to a chair. Cervantes shoves Solo from  
behind - into the clutches of two more Thrush guards

who materialize from their positions on either side of the interior doorway. Remaining outside in the foyer, Cervantes quickly closes the door on the mess now going on in the library. He then turns and stands - smilingly nonchalant - in front of the door as ANGLE WIDENS to include Callahan and nurses ushering the new arrival through the foyer. They pass Cervantes, and as they do, we hear a loud THUMP from inside the library.

150  
CONT'D  
(1)

CALLAHAN (to official)  
Right inside if you will...one  
of my men will seat you, heh heh...

150  
CONT'D  
(2)

ANOTHER ANGLE

151

as Callahan, watching the Official go into the dining room, now comes (as quickly as the nurses can haul him) back to Cervantes, who nods reassuringly. Callahan sighs deeply in relief, and they enter the library.

QUICK CUT TO:

INT. LIBRARY - FULL SHOT

152

As Cervantes, Callahan and the nurses enter. Solo is being tied to the chair next to Salty. The room has seen some action, and both of the two guards who hold and wrap Solo look much the worse for wear.

CERVANTES  
I'm afraid I've been deceiving  
you, Mister Solo.

SOLO  
Really?

SALTY  
Napoleon...your friend destroyed  
the wrong computer; I mean, what-  
ever it was he ruined...it wasn't  
the real one...or something.

SOLO  
Somehow, that fails to shock me...So  
you let Illya escape, and UNCLE will  
think its Ultimate Computer worries  
are over...

CALLAHAN  
Very astute for such a young fellow.

CERVANTES  
Speaking of the computer, sir; the  
men should be just about ready  
to bring it in.

CALLAHAN  
Very fine, very fine. Mister Solo,  
we'll come back and kill you a  
little later...  
(as though confiding to a  
friend)  
...soon as all those strangers leave.

*Out*

*Must change*

SOLO

Oh? You mean the big-wigs might  
not be too happy if they knew  
you'd been allowing all us little  
UNCLE agents to go sneaking around...

152  
CONT'D  
(2)

CALLAHAN

Nonsense; just, eh...well, no need  
to upset them while they're busy  
praising me.

CERVANTES

Don't go 'way.

FULL SHOT

153

as Cervantes, Callahan, the nurses and one of the  
two guards, go out. The second guard stands just  
inside the door, his eyes on the captives.

ANGLE ON SOLO

154

He looks over at Callahan's desk, and CAMERA FOLLOWS  
his gaze to Solo's pocket communicator which lies  
on the blotter.

*Changed*

ANGLE ON GUARD

155

He has seen where Solo's attention was. With a  
knowing smirk, he walks over to the desk and dumps  
the communicator into a waste basket.

*Cervantes  
smashes pen  
w/foot*

FLASH PAN TO:

EXT. JUNGLE NEAR MANSION GROUNDS - NIGHT - CLOSE  
SHOT

156

of Illya. He is trying to contact Solo on his  
pocket communicator.

ILLYA

Napoleon? Napoleon...

Worried, he turns and moves a few feet through the  
trees to a point where we have a LONG SHOT of the  
mansion grounds, with Illya in f.g. As he looks,  
a jeep enters SHOT in middle distance and comes  
slowly out toward the edge of the grounds.



## ANOTHER ANGLE

157

The jeep is driven by a THRUSH guard who plays a small searchlight along the jungle's edge as he moves slowly around the grounds. He sees something bright reflected in the foliage, and drives right up to the first jungle underbrush - where Illiya drops down and yanks him right out of the driver's seat.

*changed  
white*

## CLOSE SHOT - UNDERBRUSH

158

There is a moment or two of silent, shrub-rattling struggle - and then quiet.

*no  
fight*

FLASH PAN TO:

## INT. LIBRARY - TWO SHOT

159

of Solo and Salty, with the guard in b.g.

SALTY

Napoleon? Could you have been...  
attracted to me? Aside from our  
being married, I mean.

SOLO

If I weren't so tied up at the  
moment, I'd show you.  
(they both smile)

SALTY

That's nice. When you're almost out  
of time, I guess you begin regretting  
...I mean...one should make use of  
one's emotions while one can...  
shouldn't one?

SOLO

Indubitably.

SALTY

Oh Napoleon...can't you wriggle free  
...just for a little while?

SOLO

I'm trying, Dear Heart; believe me,  
I am trying.

*omit*

FLASH PAN TO:

INT. MANSION DINING ROOM - FULL SHOT

160

The well-dressed Thrush officials are finishing dinner and starting on brandy and cigars. In addition to the sari-clad Thrushette Official, there is one other THRUSH WOMAN seated among the men. Callahan's nurses move forward from behind his chair to help him up. He goes with them to the front of the room (opposite the end where the double doors are located). As CAMERA FOLLOWS we see that behind Callahan, and thus directly across the room from the double doors, are a set of French windows which open onto a balcony.

*changed*

FULL SHOT - DINING ROOM

161

with Callahan and the nurses facing the diners in f.g.

CALLAHAN

Many months ago, Thrush honored me by leaving the Ultimate Computer in my care for its final preparation...

ANGLE ON THRUSH WOMAN

162

as she takes an orange out of the bowl on the table and, to cut it, brings forth her own dainty, bejeweled stiletto.

*no*

CALLAHAN (cont'd)

...and I can modestly say that now, as I near the end of my long and devoted Thrush career...

162X1 OUT

ANGLE ON THRUSH OFFICIAL AND SARI-CLAD THRUSHETTE

162X2

They exchange 'won't-he-ever-shut up' expressions.

CALLAHAN (cont'd)

...and as I, like that old soldier, am about to fade away...

FLASH PAN TO:

EXT. GROUNDS FRONTING MANSION - MED. FULL SHOT 163

Illya drives onto the ground in the jeep bearing the searchlight. He is wearing the uniform of the Guard he had in the bushes.

ILLYA'S POV 164

As he approaches the mansion, the guards at the front entrance look toward him. He stops the jeep at the corner of the building, several yards from the front steps.

REVERSE ANGLE 165

as Illya steps out of his jeep and, with a friendly wave to a guard, marches up the front steps.

QUICK CUT TO:

INT. FOYER - FULL SHOT 166

as Illya stands, his back to us, looking into the foyer. It is loaded with guards. They stand at every doorway - all alert and no nonsense.

REACTION SHOT - ILLYA 167

This may be rougher than expected.

FOYER - FULL SHOT 168

As Illya tries to make up his mind in the doorway, a door near the library end of the foyer opens, and Cervantes emerges. Behind him are steps leading downstairs, and he turns back to face his guards who are bringing the

Ultimate Computer up from the basement. The foyer personnel all move hastily to help with the job. The computer is covered with a white sheet, and as it is brought up into the foyer, it is placed on a little cart to be wheeled into the dining room.

168  
CONT'D  
(2)

*Red sheet*

169  
OUT

FULL SHOT - FOYER

170

CERVANTES (to guards)  
Careful...  
(to foyer guards)  
...you'll accompany this inside,  
please.

The cart bearing the computer is wheeled into the dining room - leaving the foyer vacant, save for one Guard who remains at attention outside the library door. Illya enters SHOT and moves innocently through the foyer. He begins softly WHISTLING "Hava Nagila".

QUICK CUT TO:

INT. LIBRARY - CLOSE SHOT - SOLO

171

as he reacts to the faint sound of Illya's WHISTLE. He looks over at the guard who still watches who still watches him, and CAMERA PANS to include the guard, who is directly in front of the door.

SOLO (to guard -  
confidentially)  
Hey... c'mere.

*omit*

QUICK CUT TO:

INT. FOYER - TWO SHOT

172

Illya saunters up the guard standing outside the library door.

ILLYA (indicating  
library)  
Uncle agent, eh?  
(the guard nods)

172  
CONT'D  
(2)

Illya starts to go on past the guard, then suddenly wheels and drives his rigid fingers into the man's mid-section. He hunches over, and Illya polishes him off with a rabbit punch. He then steps back a foot or two from the doorway and sets himself to get a running start.

*first to head of jaw*

QUICK CUT TO:

INT. LIBRARY - FULL SHOT

173

The library guard, Salty and Solo are in the f.g. The guard is just approaching Solo to see what's on his mind, as the door in b.g. bursts open and Illya plummets in. As he does so, Solo lurches forward and to his right at the guard. Even though he's tied to a chair, he bangs against the guard with just enough force to knock him off-balance for the instant it takes Illya to cross the room and put him out of commission with the butt of his borrowed Thrush rifle. As the guard drops, Illya moves to untie Solo.

*guard shoots guard*

SOLO

Hey Filthy; you're supposed to be halfway home by now. ~~Can't~~ you do anything right?

ILLYA (untying Solo)

Me! Is it me who got himself tied to a chair like a helpless infant?

Free now, Solo starts untying Salty. Illya goes back to the doorway and drags the unconscious foyer guard inside before shutting the door.

*no*

SOLO

It's you who blew up the wrong computer a few minutes ago.

ILLYA (stops short)

What?...

SOLO

They've got the real one right here in the house.

ILLYA

Oh, no...how awkward.

Illya deposits both guards in a corner as Solo helps Salty up.

*no*

ANOTHER ANGLE

174

as Solo, Illya and Salty all stand in the center of the room, their next move to be decided. ) no

SOLO (continuing)  
Okay... Now those Thrush folks are going to take the computer with them when they leave. So either we barge right in there and nail it now... or we lose it.

SALTY  
But... all those guards! They'll shoot you!

TWO SHOT - SOLO AND ILLYA

175

They are looking at each other in complete understanding. It must be done. Illya reaches into his pocket and hefts his one remaining grenade.

CLOSE SHOT - SALTY

176

She sees the way they're looking at each other.

SALTY  
Oh no... don't you understand, you two?  
(as they ignore her)  
...You're gonna get killed!

FLASH PAN TO:

INT. DINING ROOM - FULL SHOT

177

The Ultimate Computer stands uncovered at the front of the room. Calahan, his nurses behind him, stands next to it. Cervantes is leaning against a wall near the middle of the room.

CALLAHAN

And for a practical demonstration  
of how thoroughly the computer  
has...

(half-hides his dis-  
taste)

...(ahem)...replaced the need for  
mere human intelligence...

(pointedly ignoring  
Cervantes' grin)

...I shall now...

177  
CONT'D  
(2)

Callahan is interrupted in mid-question by the  
SOUND of the double doors swinging open.

178-182OUT

ANGLE ON DOORWAY

183

with Callahan and computer in f.g. All the diners turn toward the door. Facing them in the doorway, and pushing a large coffee cart before her, comes Salty. On the cart are a large coffee pot, cups, silverware and a very large whipped cream cake concoction. As for Salty, she gulps once and then comes cheerily forth.

SALTY (to everyone)  
Good evening.

REACTION SHOTS - CALLAHAN AND CERVANTES

184-185

Silent but utter horror - not knowing what to do.

ANGLE ON SALTY

186

as she wheels the coffee cart up to the front of the room.

SALTY (to Callahan)  
Sorry to be so late, Governor...  
(to the Thrush diners  
she passes)  
Hello...good evening, Sir...Hello...

ANGLE ON CALLAHAN

187

Hideous sounds form in his throat. CAMERA FOLLOWS his helpless, entreating gaze to Cervantes, who starts to move forward - realizes he'll rock the boat - and steps back, sick.

CALLAHAN  
...Eh...well, eh...  
(tries a weak smile)  
...how nice, heh-heh...

ANGLE ON SALTY AND CALLAHAN

188

as she stops the coffee cart too close to the computer for comfort.

CALLAHAN (quickly)  
Not there...!...eh, not there, my dear, heh-heh.



CAMERA MOVES IN on Callahan's face. He is looking down at the articles on the tray; and he sees something which panics him. CAMERA PANS to the tray and MOVES IN on the whipped cream concoction. Jutting very slightly out of its goo, is the top of a metal hand grenade. CAMERA PANS back to Callahan's face. He weighs the situation, and after a tortured moment, turns to his nurses.

188  
CONT'D  
(2)

CALLAHAN (cont'd; to  
nurses - a grit-toothed  
hiss)  
Stop her stop her stop her...

The nurses slither forward venomously.

CLOSE SHOT - SALTY

189

Now it's she who's about to panic. She takes a defensive step backward, and jams her hand downward into something. CAMERA TILTS DOWN to discover the whipped cream concoction with Salty in it up to the forearm.

REVERSE ANGLE

190

The nurses stop short, looking at Salty as though she were nuts. In that instant, we HEAR the double doors open again.

ANGLE ON DOORWAY

191

Illya, still in uniform, stands with feigned anxiety in the doorway. As he cries out, he shields his face from Cervantes.

ILLYA (loud and clear)  
They're escaping! The Uncle  
prisoners!

FULL SHOT

192

of the room. The guests are thunderstruck.

To a man, the guards rush from the room, with Cervantes about to follow them.

192  
CONT'D  
(2)

CALLAHAN (fearful)  
Cervantes! Don't...don't leave me.

QUICK CUT TO:

INT. FOYER - MED. SHOT

193

as the guards rush from the dining room.

ILLYA (to one group  
of guards)  
Upstairs, I think...  
(they head for stairs)  
...or maybe...Outside...  
(another group heads  
for front door)

*Changed*

Illya is standing right in front of the library door. The guards having dispersed, he goes through it into the library.

QUICK CUT TO:

INT. LIBRARY

194

Solo has been waiting for him, and Illya starts stripping off the Thrush uniform the moment he enters. He goes right from the door across the room to the window. By the time he gets there, the uniform is off. He hands the jacket and hat to Solo, who puts it on as Illya goes out through the window. CAMERA MOVES over Solo's shoulder to a LONG SHOT of the grounds fronting the mansion. Illya jumps into the searchlight-bearing jeep, and squeals off. The guards below turn in surprise at the SOUND of the engine.

SOLO (shouting to  
guards)  
The prisoners! There! Stop that  
jeep!

The guards begin firing at Illya.

QUICK CUT TO:

EXT. GROUNDS FRONTING MANSION - FULL SHOT

195

as two guard-laden jeeps take off into the darkness after Illya. The guards still on foot fan out toward the perimeter.

QUICK CUT TO:

INT. LIBRARY

196

Solo blows a kiss to the dispersing guards, peels off the jacket and cap; then rushes back to the door and out into the foyer. The whole thing has taken but a few seconds.

FLASH PAN TO:

INT. DINING ROOM - CLOSE SHOT - SALTY

197

Held aloft in her whipped cream-covered hand, is the grenade.

SALTY  
I'm warning you! Nothing  
sneaky!

FULL SHOT

198

Most of the diners are out of their seats and huddled together. The nurses are petrified, as are Callahan and Cervantes. All eyes are on the grenade. Solo appears in the doorway. CAMERA follows him to the front of the room, where he relieves Salty of the grenade.

SOLO  
Okay...step to the rear of the  
bus, folks...

Everybody moves to the rear section of the room as Solo holds the grenade up in front of the computer.

199 OUT

ANGLE ON GROUP - FAVORING CALLAHAN

200

As his nurses help him walk, he is subjected to hard, infuriated stares by his guests. He quavers.

FULL SHOT

201

SOLO (to group)  
You want to save your little magic pinball machine? All you have to do is rush me. I only have one grenade, and I'll have to toss it your way instead of that way. Well?

Salty

INTERCUTS - SOLO AND SALTY - THRUSH GROUP

202-204

The Thrush folk exchange trepidatious looks. No one knows whether to hide, or try to save the Computer. Eyes turn nastily toward Callahan, who hasn't anywhere to look nastily himself, except at Cervantes.

CALLAHAN (to Cervantes  
- defensively)  
Security, eh?...  
(Cervantes just gapes  
at him)  
...Do something!

Solo twists a knob on the grenade and puts it at the base of the computer, as Cervantes gives a lip-licking look around at the bigwigs. Their gazes are cold and steady. He has no choice but to take that first hesitant step toward the computer.

SOLO (taking Salty's  
hand)  
We'll be leaving now. It is going to explode, ladies and gentlemen...  
(as he and Salty edge to the French windows)  
...So if Thrush does give medals, and you don't mind the possibility of a posthumous award...come get it.  
(he and Salty go out)

Cervantes has been moving slowly forward. Now, CAMERA MOVES PAST HIM to a CLOSE SHOT of Callahan, who is withering under the frigid glares of his guests.

THRUSH OFFICIAL (to  
Callahan - menacingly)  
Old man, you have made a bad mistake...

202-204  
CONT'D  
(2)

CAMERA MOVES BACK SLIGHTLY to take in the guests as it finally (and suddenly) strikes them - en masse - that they'd better get the blazes out of there before they're blown apart. In unison, as though as gong had sounded, the Thrush guests make a dash for the doorway. Callahan's two nurses look at each other. They ain't about to be left behind. Together, they let go of his arms and make for the door. Left in the lurch, and without the flanking support to keep him upright on his ancient legs, Callahan sinks, spluttering involuntarily, to his derriere on the floor.

205-206 OUT

REVERSE ANGLE - SHOOTING PAST CALLAHAN

207X1

to Cervantes. He turns to see the rest of the world making for the exit. Why should he be different? He now rushes back toward us, seeking to go right past the sitting Callahan. But Callahan reaches out and grabs one of his ankles, struggling to hold on as at a tug-of-war. Cervantes, panicked, cannot loosen the old man's grip.

CALLAHAN (after an  
outrageous cackle)  
No, Fatso, no; stay with me and  
worship your marvelous metal  
monster a little more...  
(another disgusting cackle)

QUICK CUT TO:

EXT. MANSION GROUNDS - NIGHT - LONG SHOT

208

Reaching the edge of the jungle in f.g., Solo and Salty HEAR a tremendous BOOM! They turn and look back at the mansion. Smoke billows out of the French windows of the dining room.

SOLO

Tilt.

CAMERA FOLLOWS THEM into the jungle.

209-215 OUT

MED. FULL SHOT

216

As Solo and Salty come into a clearing, they see Illya and his bullet-pocked jeep. Illya, dirty and exhausted, has lifted the front hood of the jeep, and is working feverishly on the engine.

SOLO

Ah, there's Filthy now.

Solo and Salty head for the rear seat of the jeep.

ILLYA (anxiously)

...Can't get this thing working.  
I've radioed for the Chacuan  
police, but...

(peers around, worriedly)

...those Thrush guards are still  
all over the countryside...

Solo has helped Salty into the rear seat. He now puts his arm around her and pays absolutely no attention to Illya.

ILLYA (continued)

Napoleon?

(Solo ignores him)

SOLO (to Salty)

Salty, my love, our first evening  
in New York is going to rival a  
night on Olympus...

Illya, his anxiety compounded now by friendly fury, finally gets the jeep engine to turn over. With a sigh of relief, he lowers the hood.

SOLO (continued)

...The neon magic of the New York  
skyline...

Ready to go, Illya dashes around toward the driver's seat. Illya has heard what Solo is saying. He's heard it so many times, as a matter-of-fact, that he can now recite the rest of it in unison with Solo.

SOLO AND ILLYA

...The wine, the warmth, and us.

INTERCUTS - SOLO AND SALTY - ILLYA

217

Illya has plopped into the driver's seat, and now turns to look behind him. Salty looks surprised; Solo glares at him.

217  
CONT'D  
(2)

ILLYA (as he  
engages gearshift)  
Not her, too, Napoleon...  
(to Salty - with pity)  
I had hoped you might mean more to  
him than...the rest of them.  
(shakes his head slightly,  
and turns toward the front  
again)

Numbed, thoroughly plowed under by his comrade,  
Solo stares hostilely at the back of Illya's neck,  
as the latter throws the jeep into reverse and  
backs it up jerkily, preparatory to the making of  
a U-turn. Salty, rigid with accusatory indignance,  
glares at Solo.

SALTY (quietly, with  
menace)  
The rest of them?  
(Solo still stares straight  
ahead at Illya)

FULL SHOT

218

as Illya halts the backward movement of the jeep,  
and throws it into first gear.

SALTY (loudly -  
furious)  
THE REST OF THEM?

His U-turn complete, Illya now drives the jeep away  
from CAMERA, which HOLDS.

SALTY (top-o-the-lungs)  
Why you blue-bearded, slithery-eyed  
Casanova!

The jeep is now barely visible as it departs through  
the foliage. Salty's voice is barely audible.

SALTY (continued;  
still furious)  
...The rest of them, indeed! I'll  
teach you, Napoleon Solo...

Whatever she was planning to teach him, is lost  
in the distance and the NOISE of the engine, as  
we

FADE OUT:

THE END