

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

The Discotheque Affair

Prod. #7476

TEASER

FADE IN:  
EXT. ALLEY

1

As long an alley as we can find. A HEAVY TRUCK drives INTO SHOT, pulls to a stop at a loading dock. A sign on the building reads "MARVEL VACUUM CLEANERS".  
ON TRUCK MADAY

The DRIVER and his assistant climb out of the cab and go to the loading platform as the metal door to the building goes UP. A white-frocked man -- it says HARRY on his front pocket -- steps out onto the dock.

These men know the routine. The driver and his assistant open the rear of the truck, TWO MORE MEN come out of the building. The truck doors are open and WE SEE that the cargo is a full load of cardboard boxes.

The driver hands Harry a box -- Harry and one of his assistants go inside.

INT. STORE ROOM

2

A fairly large, cluttered room. Several wooden folding chairs in one corner of the room -- sales charts and graphs on the wall. A few vacuum cleaners on a demonstration rug near the chairs. WE CAN SEE that this room also serves as a training room for vacuum cleaner salesmen. Harry opens the cardboard box and pulls out a vacuum cleaner. He takes the paper stuffing out of the cleaner hose -- and pulls out a long package. Harry looks at the cylindrical package.

CLOSE ANGLE - PACKAGE

3

Labeled "Plastic Explosive" -- stamped with the angry-looking insignia of the Thrush bird.

*DRESSED IN  
DARK UNIFORMS*

*See Date 10-15-65*

RESUME

4

Harry opens the top of the vacuum cleaner tank and pulls out the dust bag. He turns it upside down on the floor, revealing a pile of grenades. The metal tubing comes out of the box.

The assistant removes the paper stuffing -- and out spirals a 50 mm. cartridge belt. Harry looks at the arsenal, nods a sign of approval to his assistant. The assistant moves to the door, signals to the men to unload the truck. Harry takes a clipboard, makes notations of the boxes coming in. He steps over to the wall, opens a small panel. He looks o.s.

INT. STORE FRONT - HARRY'S P.O.V.

5

A few new vacuum cleaners and accessories around this street-front room. A counter separates the service area from the rest of the room. There is a middle-aged woman at the counter, talking animatedly to another white-frocked ATTENDANT. She is very hostile.

*Blue suit*

RESUME - HARRY

6

He closes the panel, takes a clipboard from the wall -- makes notations as the men begin to unload the boxes.

INT. STORE FRONT

7

Napoleon Solo enters, looks around casually.

WOMAN (angry)

I demand that you live up to your guarantee.

ATTENDANT

But if you'd only read the contract you'd know that only the lubricated parts are guaranteed, M'am.

Solo moves over to the door to the store room.

WOMAN

Which are the lubricated parts.

ATTENDANT  
The wheels.  
(he looks over at Solo,  
suspiciously)

7  
CONT'D  
(2)

WOMAN  
As far as I'm concerned you're a  
bunch of crooks.

ANGLE - COUNTER

8

The attendant reaches under the counter and surrep-  
titiously pulls out a revolver.

ANGLE - FAVOR WOMAN

9

Solo is behind her -- his revolver drawn. His gun  
CLICKS as he FIRES a SLEEP DART.

WOMAN  
You'd better take back your machine  
and return my money, if you know  
what's good for you.  
(she looks at the o.s.  
attendant, dismayed)

ANOTHER ANGLE - FAVOR ATTENDANT

10

Falling back to the floor, unconscious.

WIDER ANGLE

11

Solo quickly holsters his gun and moves in past  
the woman to the attendant.

WOMAN  
What's the matter with him?

SOLO  
I guess the excitement was too  
much for him.

He takes the gun from the attendant. The woman  
notes this.

WOMAN  
Can you imagine that! He was going  
to kill me before he'd give me my  
money back!

*shoot*

*There's* SOLO  
Your refund.

11  
CONT'D  
(2)

Solo quickly goes out from behind the counter, over to the storeroom door. The woman watches after him, perplexed. / She shrugs and then steps over the prone attendant to the cash register.

*not shown*

INT. STOREROOM

12

Solo has the drop on Harry and his assistant. They raise their arms. Solo motions them aside away from the new pile of cardboard boxes. The Driver and his assistant are on the loading dock. Their backs to Solo. Solo keeps one eye on his two captives, moves over to the metal door.

*change  
omit*

ANGLE - HARRY

13

His hands in the air, he steps back to the wall, pushes a button.

RESUME - SOLO

14

The door starts down. Solo fires at the sleep dart, Harry falls. The driver and his helper turn to see Solo. The door slams against the store room floor.

EXT. LOADING DOCK

15

The two men quickly close the rear doors, climb into the cab of the truck, pull away from the loading platform.

ANGLE - FIRE ESCAPE

16

Illya on the fire escape with a bazooka. He FIRES.

ANGLE - TRUCK

17

A direct hit on the engine. SMOKE. SPARKS.

ANOTHER ANGLE - THROUGH THE WINDSHIELD - TWO MEN 18

Resigned. They raise their arms. OUR CAMERA DOLLIES BACK as they step out of the truck. The door at the loading dock is going up. Solo shoves the two remaining Thrush men outside. Illya comes into SHOT, covering all of them with his UNCLE special. Solo ducks back inside.

EXT. STORE FRONT - DAY 19

An expensive sports car pulls up to a stop in front of the Marvel Vacuum Cleaner shop. MALCOM CARVER gets out of the sports car, removes his driving gloves. Carver is the local head of THRUSH, but besides that, he's a man of his times. Affluent, hip, New Sentimentality. Carver takes a vacuum cleaner out of the car -- and moves to the front door of the office. WE CAN SEE by the way that he carries his THRUSH cane that it's an affectation, not a medical necessity.

INT. STORE FRONT - DAY 20

Carver steps into the room to see Solo coming in from the back, his UNCLE special in hand.

Carver sees the gun.

CARVER  
What's going on here?

SOLO  
Who are you?

CARVER (thinking  
quickly)  
A dissatisfied customer. I just  
came over to return this.  
(holds up vacuum cleaner)

A BUZZ on the communicator.

SOLO (turns  
slightly)  
Yes, sir, we have them all here.

*LINES  
Added  
in shot*

ANGLE

21

Carver steps behind the counter, glances down at the unconscious attendant, takes some money out of the cash register. Carver puts the vacuum cleaner on the counter, surreptitiously opens a panel on the tank. A timing device. He sets it, moves back around the counter.

RESUME

22

Solo puts the communicator away, Carver moves past him for the door.

CARVER

Strange way to do business.

SOLO

We're closing down the operation here.

CARVER

Doesn't surprise me.

(nods to counter)

The way your employees sleep on the job.

He crosses away from Solo -- who goes behind the counter. Carver turns the door sign around, goes out the front door.

EXT. STORE FRONT

23

WE SEE that the door sign reads "Closed". Carver whistles a bosa nova to himself, walks away. Inside, WE SEE Solo behind the counter, lifting the unconscious man to his feet.

ANOTHER ANGLE - STREET

24

Carver hops into his sports car -- drives away. OUR CAMERA ZOOMS BACK as WE SEE the front of the store EXPLODE OUT INTO THE STREET.

FADE OUT:

END OF TEASER

## ACT ONE

FADE IN:

EXT. NEW YORK UNCLE HEADQUARTERS - DAY

25

As usual.

INT. WAVERLY'S OFFICE - DAY

26

Solo and Waverly. Solo has his left arm in a black sling. He manipulates his fingers. There is a map of the city behind them.

WAVERLY

You were most fortunate, Mr. Solo. If you hadn't been shielded by the body of that THRUSH agent, the explosion would have done far more damage.

SOLO

Yes, it's only a minor sprain. I'll be out of the cast in a couple of days.

Iilya enters, carrying an official-looking folder. He hands it to Waverly, who scans through it.

IILYA

Gentlemen, the rumors are flying, the unofficial "word" now is that our latest strike is causing vibrations all the way down from the THRUSH CENTRAL COMMAND.

WAVERLY

Good. It's important that we keep them off guard. This latest intelligence report confirms our suspicions. THRUSH is moving its Western Hemisphere Security files to THRUSH CENTRAL in Europe.

*IILYA NOT WAVERLY*

Solo looks at the file.

SOLO

And the files are probably somewhere in New York right now.

ILLYA

Now that THRUSH is on the defensive, they'll move very carefully...and very slowly. A good opportunity for us to find out where those records are hidden. And I think we can do that.

26  
CONT'D  
(2)

(nods to Solo)

Even with a broken arm tied behind his back.

Waverly looks at Solo. Solo looks at Illya. Illya realizes he has made a mistake.

ILLYA

I didn't know that it was classified information.

WAVERLY

I see... A broken arm.

SOLO

Only slightly broken, Sir.

WAVERLY

Mr. Kuryakin, you will assume command of the Section Two phase of the operation.

SOLO

What did you have in mind for me to do, Sir?

WAVERLY

I have an assignment for you, Mr. Solo.

SOLO

Yes, Sir.

WAVERLY

We are renovating the brownstone apartment buildings adjacent to our headquarters. We bought them for our own security provisions, but now it seems we're playing the role of landlord. You'll replace Agent Quint.

REQUIREMENTS

SOLO

Somehow I see myself inspecting air conditioners, checking elevator permits and looking into a lot of leaky faucets. May I protest, Sir?

omit



WAVERLY

No, Mr. Solo, I don't want you out in the field with a broken arm. Besides, this renovation is a very important security operation.

26  
CONT'D  
(3)

ILLYA (needling him)

And of course there will be considerable responsibility. You'll have to keep the tenants from knowing that UNCLE is their landlord. I suppose you could say that you'll be a .... secret agent.

Solo flares.

WAVERLY (interrupts)

That will be all, gentlemen.

ZIP PAN TO:

EXT. THE LANCERS - LONG SHOT - NIGHT

27

with its sidewalk awning. A sign reads "The Lancers". OUR CAMERA ZOOMS IN...

INT. THE LANDERS - NIGHT

27X1

Packed. Wealthy, sophisticated people are jammed into the small tables. Suspended from the ceiling is a glass cage -- designed to look like an oversized bird cage. FARINA is inside the cage, dancing mechanically and playing the records. Farina is an attractive, admirably built woman in her mid-thirties. She's tough inside and it shows -- the kind of a girl who should have given up this kind of life ten years ago, while she still had the chance.

Around the walls of the club, standing in what appear to be illuminated alcoves are the eight THRUSHETTES. They are all wearing the long hair and glassy stare that we have come to expect from these mechanical dancers. The Thrushettes are all doing The Bird in unison.

There are several couples on the dance floor -- and the center of attention is TIGER ED. He is demonstrating a new dance, and by the attention that is paid him, we can tell that he is the dancemaster and spiritual leader of the discotheque crowd. Tiger Ed is wearing a sporty-looking tuxedo.

*The Bealer's*

*no tables  
not glass*

*only 4 shown  
not quite doing  
the same thing*

7-30-65

P.10

TIGER ED

Here we go!

27X1  
CONT'D  
(2)

He begins to do a dance called The Bird.

TIGER ED

(ecstasy)

The bird. We're doing the Bird.

Yes, Yes, Yes.

(to people)

Come on, come on. The Bird.

The people join in, pick up the steps and convulsive gestures.

ANGLE - ENTRANCE

23

A stocky, rough-hewn man, OAKES, steps in through the front door. He looks around the club with some disdain -- shakes his head slightly at what he sees. Oakes moves over to the hat check girl. He has a hat in his hand. He holds the hat up to the girl.

CLOSE - THE HAT

29

Inside the crown of the hat we see the angry-looking insignia of THRUSH.

RESUME -

30

The girl opens the counter-door, Oakes steps inside.

INT. CLOAK ROOM

31

The girl closes the door behind him, leads Oakes over behind a rack loaded with coats. She presses a button - a wall panel slides open. Oakes goes through.

INT. CARVER'S OFFICE

32

Large, modern, elaborately furnished. Carver sits behind his desk. He pulls out the center spread

*Lines added in show*

of a suspiciously-familiar magazine as Oakes steps into the room. Carver keeps on admiring the picture in the magazine as Oakes steps up to the desk.

32  
CONT'D  
(2)

OAKES

If I was an UNCLE agent, you'd be dead by now.

Carver casually hands him his wallet.

CARVER

The hatcheck girl relieved you of your wallet and sent it to me on the tube. As you came in the front door you were flouro-scoped and X-rayed. It detected the .38 caliber THRUSH revolver in your shoulder holster.

Carver puts the magazine aside, stands and walks around to the front of the desk.

CARVER (cont'd)

You'll be glad to know that you have very strong bones and good teeth. I'm Vincent Carver, Mr. Oakes. What can I do for you?

Oakes feels somewhat more secure after hearing all this.

OAKES

After that incident with your supply shipment yesterday, Central is very concerned about your arrangements for moving the security files.

Carver goes to his bar.

CARVER

/ I can imagine. What do you drink, Mr. Oakes?

OAKES

Not for me, thanks. / Quite a nice cover you have for yourself.

CARVER

It keeps me off the streets. Now, exactly what do you want, Mr. Oakes?

*omit*

OAKES

Central wants you to make direct counter-moves against UNCLE immediately.

32  
CONT'D  
(2A)

Carver is slightly taken aback.

OAKES

Where is your map of UNCLE headquarters?

Carver pushes another button. A wall map slides down on an opposite wall.

*Moves  
certain*

CARVER

This is the most recent one that I have. All it indicates are the boundaries of the headquarters building. We only have a general idea of their security provisions.

Oakes points to the perimeter line.

OAKES

Yes. But we do know that this is one of the walls in Waverly's office. It adjoins this brown-stone building, here.

32  
CONT'D  
(3)

CARVER

I hope you're not going to suggest that we blast through that wall. A team of men tried that a few years ago. They're still listed as missing in action.

OAKES

No, we're going to put a new type of listening device on an apartment wall that adjoins Waverly's office.

CARVER (laughs)

Bug Waverly's office? You're putting me on.

OAKES (coolly)

I'm a technician, Carver. I spend most of my time in cramped, poorly ventilated laboratories sweating out ways to make people like you look good. When I tell you that it will work.....it will work.

CLOSE - CARVER

Carver is impressed. / He raises his glass in a salute. /

33

*omit no drink*

ZIP PAN TO:

EXT. BROWNSTONE APARTMENT BUILDING - DAY

34

Within sight of UNCLE HEADQUARTERS and the DEL FLORIA. There is a truck in front of the building entrance -- men in white cover-alls are going in and out of the building. Napoleon Solo is standing by the truck as some men unload crates from the rear of the vehicle. He has a DETECTOR DEVICE in hand, SHERMAN, the contractor, is beside him. Sherman is bulky, middle-aged.

SHERMAN

This is the last of the air-conditioners, Mr. Solo.

Solo holds the detector over one of the crates.

34  
CONT'D  
(2)

SOLO  
Will you finish the painting on  
Monday?

SHERMAN  
I think so. The first coat will  
dry over the week end. I'll go in  
and see how the men are doing.

He exits up the steps. Sandy Wyler, a beautiful,  
shapely ingenue dressed in the latest collegiate  
fad comes down. She pauses by Sherman. WE CAN'T  
HEAR what she's saying, but she looks very angry.  
Solo looks over his shoulder and sees her, then  
turns back to his detection, smiling in antici-  
pation-- as she walks over to him.

SANDY  
Say, are you in charge of this  
operation?

SOLO  
Not exactly. I'm just an  
inspector. What seems to be  
the trouble?

SANDY  
I live up there -- in apartment 3F.  
I just moved in three months ago.  
Last week I received this notice.  
My landlord is renovating -- and  
raising my rent. I want to protest.

*Like I got  
this notice*

SOLO  
That's your privilege.

SANDY  
But the manager won't help me --  
He won't even tell me the name of  
the landlord. I've asked around,  
but no one seems to know his identity.

SOLO  
I'd like to help you ....

SANDY  
Sandy Wyler. Aspiring actress.

SOLO  
Napoleon Solo...

SANDY  
That's a crazy name.

34  
CONT'D  
(3)

SOLO  
...but I'm afraid I can't.

SANDY (determined)  
All right, then. I'll find this  
mysterious landlord myself.

She exits, Solo smiles after her. OUR CAMERA PANS  
UP to a third floor window. WE SEE a man standing  
at the window.

INT. SANDY'S BEDROOM - DAY

35

Not very large, not very nicely furnished. Oakes  
is standing by the window. Carver is in the room,  
looking at Sandy's notebook. There are TWO THRUSH  
WORKMEN near several large panels that rest against  
a wall. Oakes moves away from the window.

CARVER  
I see the tenant in question sings  
and dances. Miss Sandy Wyler's last --  
and only performance -- was in an avant  
garde musical called --- "The Metaphysical  
Toad"?

(suggestively)  
She needs a little career management.

OAKES  
She's gone.

The two workmen take out crowbars and rip out the wall  
paneling from one of the bedroom walls (the wall that  
adjoins Waverly's office). Carver puts the scrapbook  
aside, looks at one of the new panels.

OAKES  
Inside each of these panels are  
hundreds of tiny transistors ---  
and transmitting modules. . . .  
Once they're on  
the wall we coat the panels with a  
special galactic paint.

cover

CARVER  
What does the paint have to do with  
it?

OAKES

It acts as a magnetic reflecting base for the coils. This combination gives us the most powerful receiver possible. So sensitive that we can even hear through the lead wall that surrounds Waverly's office.

35  
CONT'D  
(2)

CARVER

If we can just keep this undetected through the week end, we'll be in good shape.

Suddenly, the bedroom door opens and Sherman comes in.

SHERMAN

What's going on here?  
(to workmen)  
Who are you men?

CARVER

I'm sorry you had to ask that question.

He raises his THRUSH cane -- and FIRES TWICE. Sherman falls back into one of the openings in the paneling. Carver lifts one of the new panels and fits it into place, sealing Sherman inside.

OAKES

He probably won't be missed until Monday.

The two workmen nail the panel into place. Carver turns to Oakes.

CARVER

If nothing else...we're neat.

FADE OUT

END ACT ONE



## ACT TWO

FADE IN:  
EXT. THE LANCERS - DAY

36

As before.

INT. MONITOR ROOM

37

A metallic-looking room --- lots of electronic equipment. Oakes is sitting at a control panel, wearing a head set. Carver is behind him --- Farina and Tiger Ed beside the THRUSH leader. Oakes hits a series of switches, smiles.

OAKES

It's coming through. Waverly is sending out three couriers to the airport -- microfilm delivery --

He takes off the headset.

OAKES

Everything is going on to those tapes.

(nods to tape machines)  
Are you going to send men to intercept?

CARVER (to Tiger

Ed)

Tiger Ed, you'd better call the Bronx field center. Four men.

TIGER ED

Sure thing, Vince Baby.

Tiger Ed exits as Oakes throws him a stare. Carver notes this.

CARVER

He's a very good man. He may not be your style, but he's a very good man.

OAKES

Maybe.. I think I'll take a quick check of your security installations, if you don't mind.

CARVER

Sure, go ahead.

Oakes exits. Carver turns to Farina.

37  
CONT'D  
(2)

CARVER

Farina dear, I want to keep a monitor on this at all times. You'd better stay here until I send one of the girls down.

FARINA

Vince ...

CARVER

I'll be in my office.

FARINA

Vince ...

CARVER (impatient)

What is it?

She pulls out a newspaper clipping.

FARINA

This was in the paper -- under Business Opportunities -- a nice little bar in New Mexico.

CARVER

Now what would I want with a nice little bar in New Mexico?

FARINA

I thought it might be a place to ... you know ....settle down?

CARVER

Look, Farina, even if I wanted to... settle down ....what would THRUSH want with a bar in New Mexico?

FARINA

That's the idea.

Carver knows that reason is out of place. He takes the clipping from her.

CARVER

Here, I'll check into it. All right?

FARINA (smiles)

Thanks, Vince.

(beat)

You will check into it, won't you?

*omit*

He gives her a light kiss, meaninglessly.

37  
CONT'D  
(3)

CARVER

Sure, baby. Sure.

He exits, she sits at the monitor.

*Omit*

INT. CORRIDOR

38

One of the THRUSETTES is standing in the hall, sporting a THRUSH gun. Vince crumples the newspaper clipping and gives her an approving once-over as he walks away down the corridor.

ZIP PAN TO:

EXT. UNCLE HEADQUARTERS NEW YORK - DAY

39

As usual.

INT. UNCLE HALLWAY

40

Napoleon Solo is walking down the metallic-looking hallway -- several other AGENTS in the hall. Suddenly, the ALERT LIGHTS FLASH -- the WARNING SIRENS GO ON. Solo rushes to Waverly's office.

INT. WAVERLY'S OFFICE

41

Waverly and Illya in the room --- Solo enters. Waverly is addressing Illya.

WAVERLY

Not only did we lose the microfilm, but one of our men was seriously wounded.

*"We'll get onto it  
omit Right away"*

ILLYA

I'll run a green light emergency check through security right away.

He exits. Solo watches him.

SOLO

What is it?

WAVERLY

No less than three of our courier operations were aborted this morning. THRUSH was on to every one of them. I can't understand it.

SOLO  
An informer?

41  
CONT'D  
(2)

WAVERLY (angry)  
I've considered that. It's unlikely,  
though. If it were just one operation  
---but three!

SOLO  
I see that THRUSH has decided to  
counter-attack.

WAVERLY  
Yes, and very efficiently.

SOLO  
I'll run a communications check ---  
I don't know how they could do it,  
but possibly THRUSH has developed  
a new evesdropping device.

Solo turns to leave.

WAVERLY  
Just a moment, Mr. Solo.

Solo stops.

WAVERLY  
Mr. Kuryakin will handle this. I  
have something else for you.

SOLO (apprehensive)  
What is that, Sir?

WAVERLY  
To compound my problems, it seems  
that one of our brownstone tenants --  
a Miss Sandy Wyler --  
(leafs through papers)  
has been in touch with the Rent  
Commissioner, the Corporations  
Commission, the Department of Public  
Works, the City Attorney ..  
(the last one)  
...and the Better Business Bureau.

SOLO  
I've met the young lady.

WAVERLY  
Well, you'd better go and see what  
she wants. These offices have been  
calling me all morning -- she'll  
ruin our cover.

SOLO  
I believe she's protesting the  
raise in the rent.

41  
CONT'D  
(3)

WAVERLY  
Oh, is she? Well, we have a perfect  
right to raise the rent. These  
improvements are costing us a great  
deal of money.

SOLO (wry)  
Shall I relay that to her, Sir.

WAVERLY (resigned)  
At least see if you can settle with  
her -- just to keep her quiet.

SOLO (amused)  
Don't worry, Sir, I'll be very firm. *with her*

*omit  
very*

ZIP PAN TO:

INT. SANDY'S LIVING ROOM - DAY - CLOSE - SOLO

42

SOLO  
I'll see to it that your rent isn't  
raised -- if you'll promise not to  
tell the other tenants.

WIDER ANGLE - INCLUDE SANDY

She is wearing slinky leopard-print lounging pajamas.

43  
*yellow top  
Black  
pants*

SANDY  
But don't you see, if I didn't pay  
any rent at all what a help that  
would be to my career?

SOLO  
Yes, I'm sure it would, but ....

SANDY (interrupts)  
I really don't have any money, you  
know, I'm a struggling actress.  
(walks over to closet)  
But there are a lot of people who  
have been very kind to me. There's  
a fellow who does my dry cleaning free --  
Mr. Sweeny hasn't asked me to pay my  
delicatessen bill for eighteen months...  
and I'm sure you're every bit as kind  
as they are.  
(motions to closet)

continued

7-30-65 P.20A

SANDY (cont'd)  
While you're here, would you !...  
(points to hat boxes hope-  
fully)

43  
CONT'D  
(1)

I mean if you can do it with one  
arm. I have a very important appoint-  
ment at six o'clock.

Solo knows when he's being manipulated, but he doesn't mind. She amuses him. He goes over to the closet and begins with the rather tricky job of removing the jammed-in boxes with one arm.

43  
CONT'D  
(2)

SANDY

And everyone is going to be repaid handsomely when I become a star, So you just tell your landlord -- whoever he is -- that he has nothing to worry about.

SOLO

Have you ever considered getting married?

SANDY

Every day. There's this fellow I know, Freddie -- he owns a chain of pizza stands in Fresno, California -- Freddie calls me long distance and proposes. He's a living doll. He even sends me frozen pizzas.

SOLO

He sounds irresistible.

SANDY

If I ever marry anyone, it'll definitely be Freddie. I sincerely believe that a star can have a happy home life -- and a career.

Solo finishes the job. He is sympathetic.

SOLO

Sandy, if I were producing a play -- you'd be my star. But right now I'd better be going back to work. I'll relay your proposition to my employers. I'm sure you'll be hearing from us.

SANDY

There is one other thing.  
(hopefully)  
A small thing.

She walks over to the bedroom door, opens it.

INT. SANDY'S BEDROOM

44

She goes in first, Solo follows.

SANDY

Smell this paint? Isn't it awful? And the color. Do you suppose we could change it?

Solo goes over to the wall, sniffs.

44  
CONT'D  
(2)

SOLO  
Very unusual.

Sandy looks at the clock.

SANDY  
Say, look at this.

Solo looks.

CLOSE - CLOCK

45

The hands are going around wildly.

RESUME

46

Solo looks at his watch.

CLOSE - SOLO'S WATCH

47

The hands are going around wildly.

RESUME

48

Solo looks at the wall, feels it -- something's not right. He moves over to the wall in question, bends down to the floor molding. WE CAN'T SEE it from here, but Solo has found something -- it's very small and it barely sticks out from under the molding. Solo pulls on it.

SANDY  
What is it?

Solo has it out -- and he holds it up. A shoestring.

SOLO  
A shoestring.

Solo looks at the wall, then to her.

ZIP PAN TO:



## INT. UNCLE INTERROGATION ROOM

49

Sandy is on a stool, completely intimidated. Solo is with her.

*chair  
not  
stool*

SANDY

I never saw that shoestring  
before in my life, honest.

Solo believes her. // Illya enters with one of his  
files.

ILLYA

Miss Wyler, don't you ever  
pay for anything?

SANDY

When I have the money -- why?

ILLYA (to Solo)

I have just run a check on Miss  
Wyler -- and discovered that the  
following services are donated to  
her -- by several local merchants --  
drycleaning, shoe repair, produce ---

*omit*

SANDY

What business is that of yours?

ILLYA

If a girl -- who is used to living  
by "donations" --

SANDY (angry)

I don't like the way you said  
that. Those people are nice to  
me -- and there's nothing wrong  
with that. Try it sometimes.

ILLYA

If suddenly someone were to offer  
a large sum of money for letting  
them use her bedroom wall for  
espionage purposes...

SANDY

Espionage? What's the matter with  
you. Do you think I'd want to get  
black-listed at this stage of my  
career?

SOLO

I think I can vouch for Miss Wyler's  
character -- for the moment.

Waverly enters.

*sitting*

WAVERLY

Communications managed to  
extricate the body of Mr. Sherman  
from the wall without interrupting  
the THRUSH eavesdropping equipment.

49  
CONT'D  
(2)

ILLYA

You're leaving it on?

*omit*

WAVERLY

Yes, we're feeding irrelevant information into it -- I have installed a tape machine in my office.

SOLO

If we can find the cover for this operation -- we'll probably find where those THRUSH security files are hidden.

*omit*

WAVERLY

However, if THRUSH thinks we're being kept busy, they'll probably try to move the files to Europe right away.

SOLO

I..uh..have an idea how we might expedite things, Sir.

WAVERLY

The answer is no, Mr. Solo. You have your assignment.

Solo smiles, nods to Sandy.

SOLO

Yes, I know.

Waverly and Illya look at Sandy, then each other.  
Why not use her?

ANGLE - SANDY

49X1

She looks at them, somewhat warily.

SANDY

What do you have in mind?

ZIP PAN TO:

EXT. THE LANCERS - DAY

50

As before --

INT. MONITOR ROOM

51

A THRUSHETTE wears a headset. Oakes is beside her, coring an apple. Suddenly, the girl turns to him, takes off the earphones.

1ST THRUSHETTE

It went dead.

Oakes drops the apple, puts on the headset -- A frantic twisting of dials, switches thrown. Oakes pushes a button, picks up a telephone receiver.

INT. CARVER'S OFFICE

52

Dimly-lit, soft music, Carver STEPS INTO SHOT, rumpled but pleased with his condition. He picks up the phone -- as it buzzes: A THRUSHETTE comes INTO SHOT -- he affectionately pats her away. *omit*

*No music  
on Couch w/  
Rob on.  
Phone Rings  
No Patter*

CARVER (to girl)

That's enough rehearsing for today.

(to o.s. girls)

That goes for you kids, too. *> omit line*

(into phone)

Yes, Oakes, what is it?

RESUME - OAKES

53

OAKES

You'd better get down here, Carver.  
Someone has killed our bug.

ZIP PAN TO:

INT. SANDY'S LIVING ROOM - DAY

54

Carver and Oakes enter, Carver holding his THRUSH cane in a menacing position. They look around, see that the room is empty -- and go to the bedroom door. Carver cautiously, silently, opens the door.

INT. SANDY'S BEDROOM - THEIR P.O.V.

54X1

Sandy is at the wall in question -- painting it.  
She wears a bikini.

PANTS & shirt top  
on ladder

RESUME - CARVER AND OAKES

55

Carver closes the door -- before Oakes can push through. Carver raises a finger to silence him.

OAKES (sotto voce)  
We'll have to repaint that wall.

CARVER  
I know. But let's do things smoothly -- and quietly.  
(pushes past him)  
Wait for us to leave -- then send your men in.

OAKES (skeptical)  
All right.

He moves o.s. -- Carver opens the bedroom door, raises his cane.

INT. SANDY'S BEDROOM

56

She turns to see Carver and the cane. Instead of shooting her, however, he jauntily knocks on the bedroom door -- for her token permission to enter.

SANDY  
Yes?

CARVER  
Aren't you Sandy Wyler -- the actress?

SANDY  
How did you know?

CARVER  
I saw you in something -- I think it was off-Broadway. What was the name of it.....

SANDY  
"The Metaphysical Toad". We ran for two and a half performances. Our second act brought down the house, literally.

CARVER

Of course --

(picks up her  
notebook)Yes, here it is. You sang  
and danced your way into my  
heart.

(laughs sportily)

It took me sometime to find  
out where you lived, but here  
I am.

SANDY (suspiciously)

What do you want?

CARVER (eyes her)

I want to put your talent to  
work.

ZIP PAN TO:

EXT. BROWNSTONE STREET

57

Across from the building entrance. Solo, Iliya and  
AN AGENT in a car. Down the street, a panel truck.  
Parked behind it, Carver's sports car. Solo nods  
as WE SEE Sandy and Carver come down out of the  
building -- and get into his car. As they drive  
OFF, two WORKMEN climb out of the truck -- and  
head for the apartment entrance. Solo opens the  
car door and climbs out.

SOLO

In case you're interested, the  
gentleman with Sandy is the one  
who planted that bomb in the vacuum  
cleaner store. I'll look after  
these two.

ILLYA (nods to arm)

Don't do any heavy lifting.

SOLO (smiles)

I'm just an observer. Remember?

Iliya drives OFF as Solo goes across the street.

INT. SANDY'S BEDROOM

58

The painters have their drop cloths down and the  
furniture moved to the center of the room. One of

the men takes a can of paint remover and goes to work on the section of the wall --- about half of the entire wall -- that Sandy has painted. The 2nd man opens a can of the special paint.

58  
CONT'D  
(2)

INT. SANDY'S LIVING ROOM

59

Solo enters, gun drawn. He crosses to the door, peers inside.

ANGLE - BEDROOM

60

The men are at work. Solo steps into the room. They turn and see him.

SOLO  
Face the wall.

The two men turn around. Solo goes over to them, gives them a quick frisking. The first man is clean, but on the 2nd workman Solo sees a suspicious bulge in a back pocket. Solo pulls out a small bottle -- half empty. He tosses it aside.

*man comes  
down off  
ladder  
Both face wall*

SOLO  
All right. Now, if you gentlemen will continue with your work. I'll just be here to make sure you don't paint yourselves into a corner.

*omit*

INT. LIVING ROOM

61

Oakes enters from the hall, carrying a small step ladder. He goes over to the bedroom door -- which is now standing open. Oakes pauses to look inside.

*Short  
ladder*

SOLO - OAKES P.O.V.

62

Solo has his revolver in his good hand -- the communicator in the other. Since his left arm and hand are fairly immobile, he has some difficulty in manipulating the communicator device.

INT. BEDROOM

63

Oakes steps into the room behind Solo as the UNCLE agent slowly raises his left arm so that he can speak into the communicator.

SOLO  
Channel 'A'...  
(trails off)

Oakes catches him in the lower back with one of the legs of the ladder. Solo drops the communicator -- painfully -- but quickly -- turns to face his assailant.

*omit  
Solo turns*

Oakes deftly rams the ladder -- pinning Solo against a wall -- the UNCLE agent is caught between the two legs of the ladder, the first rung pressing against his chest. The sudden force of this blow knocks the gun from Solo's hand.

ANGLE - PAINT CAN

64

WE SEE the revolver going into the can of paint -- and disappearing.

RESUME - SOLO

65

trapped.

FADE OUT

END ACT TWO

## ACT THREE

FADE IN:  
INT. SANDY'S BEDROOM - DAY

66

Solo is pinned to the wall by Oakes' ladder. The two painters move to him.

ANGLE - SOLO

67

He puts one foot against the wall, takes the rung of the ladder with his good hand -- and shoves off from the wall.

*Lifts foot to  
Rune and  
pushes ladder  
away*

WIDER ANGLE

68

This display of strength not only forces Oakes back onto Sandy's bed, but the free ladder catches both the painters across the chest, knocking them aside. Solo backs away from the two painters as they stalk him. Solo keeps his one good arm in a menacing judo position, his body in a crouch -- ready for attack. Oakes is off the bed and drawing his revolver. Solo quickly reaches down and grabs the drop cloth on the floor. He yanks, intending to pull it out from under the two painters. However, since the drop cloth is not substantially constructed, it rips in half -- and Solo winds up with a large section of the cloth in hand for his trouble. Thinking quickly, he snaps it into the face of Oakes. The THRUSH agent raises both his hands and consequently his revolver -- to his face. With another bull-whip like crack of the cloth, he catches one of the painters. Solo uses a karate blow to send the remaining painter flying into a bureau --

*Solo  
Grabs drop cloth  
off bed whips  
it over OAKS  
head.*

Oakes takes aim, FIRES the revolver. Solo ducks, down behind the bed. The shot misses.

*change*

ANGLE - PAINT CAN

69

Solo picks it up.

RESUME - OAKES

70

He cautiously moves around the end of the bed to get a shot at Solo.



WIDER ANGLE - INCLUDE SOLO

71

He throws the can of paint -- engulfing Oakes.

ANGLE - OAKES

72

His head and shoulders are covered with paint. He gags, gasps for breath. Oakes stumbles backwards -- he FIRES wildly -- hitting the one remaining painter in the shoulder.

*Paint Remover  
not Paint*

WIDER ANGLE - INCLUDE SOLO

73

Oakes is desperately trying to wipe the paint from his eyes. Solo is out from behind the bed, moving slowly toward him. Oakes fires another wild SHOT, barely missing Solo. There is a dressmaker's dummy form near the window. Oakes backs into it. With a start, he turns and fires the remaining shots into the dummy. This sudden movement has thrown him off balance, so that he is taking his last shot as he crashes through the bedroom window -- and out -- and down -- into the street.

ANGLE - SOLO

74

He walks over to the window, looks out after Oakes. Solo turns and looks at the dummy -- which is spinning around on its frame. The dummy form stops in position so that WE SEE there are three neat bullet holes in the chest area.

ZIP PAN TO:

EXT. THE LANCERS - DAY

75

Illya's car is parked across the street.

INT. ILLYA'S CAR

76

The car communicator goes ON. Illya answers it.

ILLYA

Yes, Sir.

INT. SOLO'S OFFICE

77

Waverly at the microphone.

WAVERLY

We've done some research, Mr.  
Kuryakin. It seems the ..

(disdainfully)

...Lancers' club is run by one  
Vincent Carver. He's a high-  
ranking Thrush operative -- he  
used to work their Los Angeles  
division. Under another name,  
of course.

*NOT LANCER'S*

RESUME - ILLYA

78

ILLYA

How shall we proceed?

RESUME - WAVERLY

79

WAVERLY

I don't want to make any direct  
assaults against their head-  
quarters just yet. Since Miss  
Wyler was nice enough to lead  
us there, I think we should repay  
her with our caution.

80-81 OUT

RESUME - ILLYA

82

ILLYA

I think it would be a good idea  
if I went into the club tonight --  
and see if they have their security  
files here.

RESUME - WAVERLY

83

WAVERLY  
I'm covering the area with agents,  
Mr. Kuryakin. We'll wait for your signal.

Waverly switches OFF.

RESUME - ILLYA

84

He switches OFF, looks over to the building, thoughtfully.

EXT. THE LANCERS -- ILLYA'S P.O.V.

85

There it is.

ZIP PAN TO:

INT. THE LANCERS - MAIN FLOOR - DAY

86

Dimly-lit. A spotlight goes ON, focusing on Sandy. WE SEE that she is in an abbreviated costume, similar in style to the one that Farina wore earlier. WE HEAR the music -- she tentatively begins the necessary gyrations, doing the dance of our invention called "The Bird."

TIGER ED (v.o.)  
That's it. Now give it a  
little more. Go on.

Sandy tries harder.

ANOTHER ANGLE -- INCLUDE CARVER AND TIGER ED

87

Carver sitting at a ringside table, Ed on the floor. Ed moves over to her, demonstrating the step -- Sandy moves along with him, through the several variations that he shows her. Farina moves INTO SHOT beside Carver, sits down. Carver doesn't take his appreciative eyes off Sandy.

MED. SHOT - CARVER AND FARINA

88

FARINA  
Who is she? What is she doing?

CARVER  
 She's replacing you.  
 (nods)  
 Up there.

88  
 CONT'D  
 (2)

FARINA  
 You're going to send a kid  
 up in that thing?

CARVER (smoothly)  
 From now on, Farina, you'll be the  
 official Hostess.  
 (looks at her)  
 Look, Honey, I'm doing this for you.  
 You deserve to take it a little easier  
 for a while.

FARINA (hurt)  
 Sure. Where did you find this one?

CARVER  
 It was a coincidence. The listening-  
 devise was in her apartment. I had to  
 get her out of the place for a while,  
 so I thought I might as well take ad-  
 vantage of her. I mean, I thought I  
 might as well use her to my advantage  
 and bring her here.

FARINA  
 Are you going to tell her about the  
 ...organization?

CARVER  
 Not for the moment, no. That will come  
 in time. I know just how to handle it.

FARINA  
 Yes, I remember.

She is down-hearted. He reaches over and holds her  
 chin with his hand.

CARVER  
 Don't worry, Baby. I haven't forgotten  
 you.

He winks at her. She tries to force a smile, not  
 too successfully. Carver looks out to the dance floor.

ANGLE - TIGER ED

89

TIGER ED  
 She is going to be something else.

ZIP PAN TO:

INT. THE LANCERS - MED SHOT - SANDY - NIGHT

90

Sandy is doing the dance, as before. Only now that OUR CAMERA PULLS BACK do WE SEE that she is in the cage -- Playing the records. OUR CAMERA DOLLIES BACK to show the club is filled, the Thrushettes on the walls -- and a small combo on the front stage, waiting for a break in the records to play a set.

The song ends and the spotlight on Sandy SWINGS OVER to the small stage.

NO RECORDS  
DANCING TO  
COMBO'S MUSIC

ANGLE - COMBO

91

A four piece outfit -- with Illya at the bass. Illya wears his dark glasses. He plays professionally. The combo begins a lively tune.

ANGLE - FARINA

92

At the crowded bar, getting quietly stoned. She is a girl of some experience -- and some capacity. In her self-pity, she has had too much to drink. But other than her somewhat glassy stare, we wouldn't be able to tell that she had over-indulged. She doesn't weave -- or slur. She just looks straight ahead. Farina casually throws down another shot, signals the o.s. bartender for another.

ANOTHER ANGLE - INCLUDE BARTENDER

93

With some hesitation, the bartender hands her another shot. Farina takes the empty glass in her hand before he can pick it up -- and OUR CAMERA PANS SLIGHTLY to include a small temple of shot glasses that she's arranged on the bar. Farina adds the glass to the top of this precarious structure.

INT. CARVER'S OFFICE

94

An ATTENDANT, wearing a white jacket is preparing the office for some after-hours gaiety; arranging flowers in a vase, checking the chill of the wine. Carver is in front of a mirror, vainly preparing himself. Tiger Ed enters.

TIGER ED

Have you heard from Oakes?

CARVER  
No. Why?

94  
CONT'D  
(2)

TIGER ED  
He didn't come back this afternoon.  
Would he have gone back to THRUSH  
Central without telling you?

CARVER  
I don't think so. You'd better  
check this out. Go over to the  
girl's apartment -- and see if  
you find anything unusual. Is  
the eavesdropping device still  
working?

TIGER ED  
Yes. I was just down in the  
monitor room. We'll probably  
pick up some interesting stuff  
in the morning.  
(looks around)  
What's happening tonight?

CARVER (smiles)  
I'm breaking in a new act.

TIGER ED  
I suppose you know that Farina  
is laying herself out.

Carver angrily moves past Ed, over to his entrance  
door.

INT. CLOAKROOM

95

Carver comes out through the secret entrance. Tiger  
Ed following. They move over to the counter, look  
out to the bar.

FARINA - THEIR POV

96

She puts another shot glass on her self-made temple  
-- and all the glasses go CRASHING DOWN.

RESUME - CARVER AND TIGER ED

97

Carver is disgusted. .

TIGER ED

If she was my mother, I'd  
take her home.

Carver moves back through the door to his office,  
Ed following.

INT. CARVER'S OFFICE

98

Carver walks over to his bar, pours himself a  
drink. Tiger Ed tries to change the subject.

TIGER ED

You'll probably get a call from  
THRUSH CENTRAL tonight. They  
should be happy to know that  
you're moving the security records  
out in the morning.

Carver has a dastardly idea. He pours a drink  
for Tiger Ed, hands it to him.

CARVER

These security files are vital to  
THRUSH. If UNCLE should get them,  
they could knock out our Western  
Hemisphere operation in a matter  
of hours.

TIGER ED (catching

on)

So we have to be very careful about  
the people we rely on. And if  
there's anyone who might jeopardize  
the operation...

CARVER  
Why don't you take Farina with you  
on your trip to the girl's apart-  
ment. I think she could use an  
airing out.

98  
CONT'D  
(2)

CUT TO:

ANGLE - ILLYA

99

Playing a sedate melody. The curtains behind him  
part slightly, and Sandy peers out. Illya keeps  
on playing.

SANDY  
Where are all of those people who  
were supposed to be protecting me?

ILLYA  
I thought we should have a little  
time alone together. Have you  
learned anything?

SANDY  
Enough to keep my back out of place  
for six months.

ILLYA  
And about our business?

SANDY  
There are some stairs backstage that  
lead down to some storerooms. I  
think they keep the monitoring equip-  
ment or something down there.

ILLYA  
Anything else?

SANDY  
There's a truck in the big store-  
room in back. If that means any-  
thing.  
(pause)  
Oh, yes, I have a date to meet  
Carver after we close -- which is  
about 15 minutes from now. I don't  
think I need to fill you in on what  
he has in mind.

ILLYA  
I'll try and help you break your  
date.

Illya glances o.s., sees something.



ILLYA  
You'd better get back in your  
cage.

99  
CONT'D  
(2)

Sandy disappears behind the curtains. Illya  
looks o.s. again.

ANGLE - FARINA AND TIGER ED

100

Tiger Ed has a strong arm on her shoulder, maneu-  
vering her through the crowd. He smiles and waves  
to people as he goes -- keeps Farina going along  
with him, through a side door.

RESUME - COMBO

101

The combo quits playing. The leader -- playing the  
guitar -- signals a "take five" with the extended  
fingers of his left hand. WE SEE the band move off  
the stage, back through the curtains.

ANGLE - SANDY - IN THE BIRD CAGE

102

That music has started again -- as she plays the  
first record -- and gets back to the old grind.

NO MUSIC

INT. BACKSTAGE AREA

103

Illya moves away from the other musicians, pulls  
out his communicator.

ILLYA  
Channel A, please.

EXT. LANCERS - NIGHT

104

Solo is standing by a car across the street. There  
is an AGENT in the driver's seat. The agent picks  
up the car receiver. Solo leans down to listen.

Solo in  
DRIVER  
SEAT

ILLYA (v.o.)  
Tiger Ed and the woman known as  
Farina may be leaving the club.

Solo takes out his communicator.

104  
CONT'D  
(2)

SOLO  
Channel 'A' please, An all unit  
clearance. Standby alert pattern G.

105-106 OUT

EXT. LANCERS - REAR ENTRANCE

107

The sliding door to the storeroom goes UP -- and  
out comes Tiger Ed and Farina -- in Carver's sports  
car.

EXT. LANCERS - STREET

108

The sports car comes around the corner -- and drives  
past the car in which Solo and the Agent are waiting.  
The agent turns the ignition on.

*Solo only*

ANGLE - ANOTHER STREET

109

Tiger Ed drives around the corner, zooms off. The  
UNCLE car comes around the corner after them.

INT. BASEMENT CORRIDOR

110

Illya has his UNCLE Special in hand as he comes  
down the last few steps. The corridor is seemingly  
empty. In fact, it is empty. Illya goes over to  
a door, opens it.

INT. MONITOR ROOM

111

A beautiful THRUSHETTE is at the controls. She  
looks up to see Illya, who quickly hides his gun  
somewhere on his person. She takes off the headset.

1ST THRUSHETTE

Say, you musicians aren't  
supposed to come down here.

ILLYA (thinks quickly)

I couldn't help it. I saw you  
on the wall out there and I had  
to see you.

1ST THRUSHETTE

Why?

ILLYA

This operation isn't going to  
last forever -- I'm getting a  
group together and we want to  
feature a girl.

She's interested, stands and displays herself more  
effectively.

1ST THRUSHETTE

A featured spot?

ILLYA

I admired your work so much  
that I wanted to ask you --  
before any of the others.

Illya looks around, surveying the equipment. She  
moves over closer to him.

*Thrust*

1ST THRUSHETTE (cautiously  
hopeful)  
You are with the organization,  
aren't you?

111  
CONT'D  
(2)

He puts his arms around her, pulls her in close.

ILLYA  
Isn't everyone?

DIRECT CUT TO:

EXT. LUMBER YARD - NIGHT

112

Deserted. Tiger Ed pulls into the front of the yard, parks. Solo's car pulls into the f.g. WE SEE Tiger Ed pull Farina out of the car -- help her walk up to the building entrance. A sign over the building labels it "WOODY'S LUMBER YARD".

INT. SOLO'S CAR

112X1

Solo takes out his revolver, readies it.

AGENT  
I thought you were along as an  
observer?

SOLO  
I'd hate to pull rank on you.  
Cover me.

Solo gets out of the car, cautiously moves over to the building.

DIRECT CUT TO:

INT. LANCERS BASEMENT CORRIDOR - NIGHT

113

Illya steps out of the monitoring room. He is slightly ruffled. The 1st Thrushette steps to the doorway, straightening her hair.

1ST THRUSHETTE  
You won't forget, will you?

ILLYA  
I wouldn't even try.

She smiles at him, goes back into the room. Illya takes out his revolver, moves across the corridor -- and into another room.

113  
CONT'D  
(2)

*omit*

INT. SMALL STOREROOM

114

A dimly-lit room -- stacks of boxes. Illya looks about, opens one of the boxes. He pulls out several 45 rpm records. He is about to replace them in the box, when ..

*Bottom of stairs*

ILLYA  
THRUSH ... records .....

He goes over to where a small phonograph is on a table. Illya puts one of the records on.

VOICE (v.o.)  
Thrush Agent Eugene Paluzzi,  
office in the International  
Oil Building, Rome, Italy.  
Height: five foot seven ...

Illya shuts the record player OFF as he hears the door knob turn behind him. He closes the lid on the record player as a 2ND THRUSHETTE steps in, machine gun in hand.

2ND THRUSHETTE  
What are you doing in here?

ILLYA (thinks  
quickly)  
I couldn't help it. I saw you  
on the wall out there and I had  
to see you ...

She looks at him, curiously.

DIRECT CUT TO:

INT. CARVER'S OFFICE - MED. SHOT - CARVER

115

A puzzled look on his face. Suddenly, he gets a face full of roses. He brushes them away.

WIDER ANGLE - INCLUDE SANDY

116

Standing away from him, picking up the wine bottle.  
Out of breath.

*omit*

CARVER  
That's not necessary.  
(pause)  
You have a lot to learn about  
employee relationships.

116  
CONT'D  
(2)

SANDY (out of breath)  
I don't care who you are or  
what you're up to, just stay  
away from me.

CARVER  
We both seem to have made a  
mistake.

His telephone BUZZES. He picks it up.

MED. SHOT - CARVER

117

He has his back to the girl.

CARVER  
Carver here. Yes.  
(covers mouthpiece)  
THRUSH CENTRAL. Yes. Yes.  
No, don't worry, the shipment  
is going out at three o'clock  
this morning... No. Oakes?  
(he's lying)  
I...assumed.. that he came  
directly back to you. Yes.  
(turns to face her)  
I left him at the girl's  
apartment. Yes. Goodbye.  
(hangs up)

ANGLE - INCLUDE SANDY

118

Carver is suspicious.

CARVER  
I want to apologize for this  
evening. It was my mistake.

SANDY  
That's all right. I think  
I'll go home now, if you don't  
mind.

CARVER

Of course not. And don't worry.  
This doesn't change anything.  
Lucky for me that your apartment  
adjoins Waverly's office, isn't  
it?

118  
CONT'D  
(2)

SANDY

Yes, I suppose it is.

She realizes what she's done. She looks at him.  
He smiles.

CARVER

Otherwise, I wouldn't have dis-  
covered you.

DIRECT CUT TO:

INT. LUMBER YARD MAIN BUILDING - NIGHT

119

Tiger Ed and Farina are in this large room. There  
is a lot of the typical lumber yard equipment in  
this area, including many stacks of heavy lumber.  
There is a huge buzz saw over to one side of the  
room. Farina is in the center of the room, Ed  
over near the saw.

FARINA

Come on, Ed. There's nobody here.  
Let's split.

*he picks her  
up*

ANGLE - TIGER ED

120

He hits a switch, the enormous buzz saw goes on.

TIGER ED (smiles)

You first.

DIRECT CUT TO:

INT. BASEMENT CORRIDOR

121

Illya comes out of the small storeroom, somewhat  
exhausted and a little more rumpled than before.  
The 2nd THRUSHETTE appears at the door behind him,  
straightening herself out.

2ND THRUSHETTE

You won't forget, will you?

Illya shakes his head 'no'. She goes back into the  
room, he goes up the stairs.

*omit*  
*omit*

INT. LANCERS - NIGHT

122

The room is dark. Illya enters from the backstage area, his revolver drawn. He is walking across the darkened night club when suddenly HE HEARS the piano. A spotlight is on Illya.

Another spotlight goes ON - revealing Carver on stage, at piano - noodling. He has his THRUSH cane propped against the piano bench.

ANGLE - CARVER

123

He looks over at Illya, smiles.

CARVER  
Any requests?

ANGLE - ILLYA

124

ILLYA  
How about "Hands up, I've got  
you covered".

RESUME - CARVER

125

He plays up the scale and dramatically hits a high note.

WIDER ANGLE - INCLUDE BIRD CAGE

126

On this cue, a spotlight goes ON the cage -- WE SEE Sandy, standing with her hands tied behind her - to the record machine.

RESUME - ILLYA

127

He surveys the situation quickly, makes a decision. He cocks his revolver, keeping a dead bead on Carver.

*shown after  
Hoppers  
Girls w/ Guns*



RESUME - CARVER

128

He noodles again - hitting two full chords.

WIDER ANGLE - INCLUDING THRUSHETTES

129

On cue, the spotlights on the walls go ON and  
WE SEE six of the THRUSHETTES, standing in their  
wall alcoves - their THRUSH guns aimed at Illya.

*4 girls  
2 by stage  
2 in door*

ANGLE - ILLYA

130

He tosses his gun aside, raises his hands.

ILLYA

I suppose I'd better sit this  
one out.

*Sits  
down  
OFFER GUN  
BUT FIRST*

FADE OUT.

END OF ACT THREE

## ACT FOUR

FADE IN:

EXT. WOODY'S LUMBER YARD - NIGHT

131

As before.

INT. LUMBER YARD MAIN BUILDING - NIGHT

132

Tiger Ed has Farina strapped down to a conveyor -- directly ahead of the buzz saw. Tiger Ed tightens the last knot. Farina looks up at him, somewhat dazed.

FARINA

You can't do this to me, Eddie  
Baby.

TIGER ED

Why not?

FARINA (thinks a  
moment)

Well...for one thing, it's too  
hokey.

ANOTHER ANGLE - FAVOR SOLO

133

Coming out from behind a long pile of wood -- that reaches near to where Tiger Ed is standing. Ed reaches over and turns on the blade and the conveyor belt. Farina heads for the spinning blade.

SOLO

Turn it off.

Ed looks at him. He cautiously moves back to the switch, then suddenly lunges over and shoves the top board on the long stack of lumber. The board goes far enough off the stack to catch Solo in the chest, knocking him backwards. Ed rushes to him, knocking the gun from his hand before he can regain his balance.

*Saw dust  
not board*

ANGLE - FARINA

134

The conveyor belt takes her closer to the blade.

## RESUME - ED AND SOLO

135

Tiger Ed knocks Solo back into another stack of wood. Solo comes back in good form -- and gives him a karate blow that sends him back into a work bench. Tiger Ed picks up a saw, swings wildly at Solo. Solo ducks, the blade is stuck in the stack of lumber.

## RESUME - FARINA

136

Getting perilously close.

## RESUME - SOLO

137

With his good right arm, Solo lifts a tray of nails -- spraying them over Tiger Ed. Ed picks up a heavy 2 x 4 and comes after Solo. This time he's going to finish him. Solo backs away from him, moving toward the blade and Farina. Tiger Ed swings the lumber -- Solo ducks -- and the 2 x 4 hits the blade -- sawing it in half. Solo grabs his arms -- the struggle -- and both men fall backwards against a tall stack of lumber. Their impact shakes the pile and a wall of lumber falls over on them..covering them.

## RESUME - FARINA

138

Will no one save me? She looks at the blade, o.s.

## BLADE - HER P.O.V.

139

Just a few feet away.

## RESUME - FARINA

140

Terrified. She looks at the o.s. stack of wood.

*Changed*

LUMBER - FARINA'S POV

141

A hand is coming out from under some of the lumber.  
But whose hand is it? Some more of the lumber moves  
-- and Napoleon Solo appears. Groggy, his arm  
killing him, he climbs out of the lumber.

RESUME - FARINA AND THE BLADE

142

About a foot away. Closer and closer and closer and...  
it reaches her frowsy hair and...stops. Solo steps  
INTO SHOT beside her. She heaves a sigh, looks up  
at Solo.

*Feet  
hair never  
touched*

FARINA

I've had a rotten life.

ZIP PAN TO:

EXT. BEALERS - NIGHT

143

Waverly is standing by a car filled with UNCLE  
agents. They are down the street about a half-  
block from the discotheque. Solo's car pulls INTO  
SHOT. Solo gets out, takes Farina over to Waverly.

*Sitting in  
car*

SOLO

This is Farina, Mr. Waverly.  
She was one of Carver's accomplices.

Waverly looks at Farina with disdain. Not his sort  
of people at all.

WAVERLY

You'd better take her to Head-  
quarters for interrogation.

SOLO

I don't think that's necessary,  
Sir. You see, Farina has -- fallen  
out of favor, so to speak -- and  
wants to co-operate with us.

WAVERLY

In what way?

FARINA

The THRUSH files are in there.  
Carver is moving them out sometime  
this morning. I know a back way  
into the place.

WAVERLY  
Oh, really?

143  
CONT'D  
(2)

SOLO  
Any word from Illya?

WAVERLY  
No.

SOLO  
Then it's possible they've been  
discovered. What are you going  
to do?

WAVERLY  
If I don't hear from Mr. Kuryakin  
soon, we're going to rush the  
building.

SOLO  
Yes, sir.

OUR CAMERA PANS WITH WAVERLY as he leans over to  
the car.

WAVERLY  
Signal Headquarters to send me  
every available walking agent.  
Right away.

He turns back to Solo -- only to see that Solo and  
the girl are gone.

WAVERLY  
Mr. Solo?

EXT. FIRE DOOR ENTRANCE - NIGHT

144

Farina and Solo by a fire door.

FARINA  
Here it is.

Solo examines it.

SOLO  
How do we open it?

FARINA (shrugs)  
I don't know. I just knew that  
it was here.

SOLO

Here's the alarm system. It's  
all around the edge of the door,  
in case someone tried to blast  
in -- or remove the door.

144  
CONT'D  
(2)

BREAK  
IN

Solo brandishes what appears to be a butane cigarette  
lighter.

FARINA

What are you going to do with that?

SOLO

This is a special acetylene lighter.  
I'm going to cut through the center  
of the door.

(word over  
SUBBED)  
acetylene  
torch lighter

He turns it on the door.

145 OUT

INT. MONITORING ROOM

145X1

Two THRUSHETTES are somehow binding Illya and Sandy  
to the wall -- or some interesting piece of equipment  
or whatever else looks good. Carver stands by. The  
Thrushettes are entering and leaving the room --  
bringing in boxes of records.

Tied to  
BARS  
of Cell

CARVER (to Illya)

I'm sure that the entire area  
is surrounded by UNCLE agents,  
but don't let that worry you.

(pause)

They won't catch me -- and they'll  
never take you alive.

Carver smiles, turns and exits.

ILLYA (to Sandy)

It may be a little late, but I'm  
sorry things turned out this way  
-- for your sake.

SANDY

That's all right, it's not your  
fault.

(pause)

Come to think of it, it is your  
fault.

ILLYA  
He's right about one thing.  
Our people are all around this  
building. We're not finished  
yet.

145X1  
CONT'D  
(2)

The 2nd THRUSHETTE steps in close to them.

2ND THRUSHETTE (to  
Sandy).  
Don't believe a word he says,  
Honey. He's just like all the  
rest of them.

omit

EXT. BEALERS - NIGHT

146

Waverly standing by the UNCLE car. Impatient.

EXT. REAR ENTRANCE

147

Solo shoves away a section of the steel fire door.  
And climbs inside. Farina comes after him.

INT. BACKSTAGE AREA

148

Very dark. Solo has his UNCLE special in ready  
position. They move over to a door, open it and  
go through.

INT. BASEMENT CORRIDOR

149

Solo comes down the steps, Farina behind him.  
Suddenly, Carver steps out from the record storeroom.  
He carries his THRUSH cane.

no steps

CARVER  
Well, everyone seems to be coming  
back from the dead tonight.  
Mr.....

SOLO  
Solo of the U.N.C.L.E.

Carver slowly raises his cane. Farina gasps. Solo  
notes.

SOLO  
Drop the cane.

149  
CONT'D  
(2)

Carver darts a glance at Farina, angrily complies.

CARVER  
Always fouling me up, aren't  
you, Farina?

SOLO  
Kick it over here.

Carver kicks the cane over to Solo.

CARVER  
I don't know why I kept you  
around as long as I did.

FARINA (hurt)  
Don't say that, Vince.

CARVER  
You were washed up years ago.  
The grind was too much for you.

Solo moves over to him, turns him to the wall and  
frisks him.

FARINA  
Oh, please, Vince, why do you  
always try to hurt me?

Carver looks at her.

ANGLE - FARINA - CARVER'S P.O.V.

150

She's completely under his control, as before, as  
usual.

ANGLE - CARVER - FARINA'S P.O.V.

151

He glances at Solo, meaningfully.

RESUME - ALL

152

Solo turns Carver away from the wall.

SOLO  
I hate to break up this tender  
romance, but let's go.

> omit line

> omit lines

> omit and

> omit line



Farina reaches down and picks up the THRUSH cane. Solo sees her but it's too late. Before he can do anything about it, she hits him across the cast with the cane. Solo doubles over in agony. Carver takes Solo's gun from him, the cane from Farina. Solo is against the wall, speechless with pain.

152  
CONT'D  
(2)

FARINA  
I'm sorry I brought him in here,  
Vince. But I was mad. You  
can't blame me for that.

CARVER  
I don't blame you, honey.

She goes into his arms. He pats her consolingly.

FARINA  
I'll do anything for you, Vince.  
I don't care what you do to me.  
Just don't tell me that you don't  
want me. /

CARVER  
How many men outside?

FARINA  
There must be a couple of dozen.  
All over the streets.

CARVER  
I'd better get moving.

He shoves Solo ahead of him, into the monitoring room. Farina follows.

INT. MONITORING ROOM

196

Illya and Sandy are securely bound, two of the THRUSHETTES guarding them. Carver signals one of the girls.

CARVER  
Add this one to your collection,  
sweetheart.

The girl moves Solo over to the wall. Garina helps her.

SOLO (to Carver)  
Time to reconsider, Carver. You're  
not going to make it out of here,  
you know.

*Sweetheart*

*omit lines*

*Get out of  
HERE*

Carver moves over to the record player. There  
are several records on the wall --- Carver shuffles  
through them.

196  
CONT'D  
(3)

CARVER

I think I have a special  
number here for you kids.  
(he selects a record)  
Here it is. One of our  
ante-destruct records.

*Auto-destruct*

He puts the record on a record player. (We can  
double this record player from the record store-  
room -- in this set we should have it appear to  
be connected to the electronic equipment).

CARVER

There is an electronic signal in  
the last eight bars of this number  
that will short-circuit all of  
this equipment. The club burns  
down --- the records are destroyed  
--- I escape, through my secret  
exit -- and all's well that ends  
well.

He starts the music -- perhaps we can double some  
of the discotheque music that we used earlier.

CARVER

Is that too loud for you?  
(turns it down)

SOLO (nods to Sandy)

Take her with you.

CARVER (to Sandy)

I'd like to save your life, baby.  
But let's face it -- I'm a heel.  
(he smiles)

*Sweet heart  
not baby*

He exits, Farina and the Thrushettes following.  
Solo and Illya strain at their bonds.

SANDY

I didn't think that it was going to  
end like this. I can see the head-  
line: "Young Actress Killed in Night  
Club Fire." I'll bet they don't  
even get my name right.

Solo and Illya stop their straining to give her an  
amazed look.

I didn't <sup>SANDY (wan smile)</sup> mean to interrupt you.

196  
CONT'D  
(4)

Solo and Illya return to their struggle.

ANGLE - RECORD PLAYER

197

Halfway through the song.

INT. BEALER'S

198

Carver is crossing the night club floor on the way to his office. The rest of the Thrushettes are waiting for him, spotted at the tables around the floor. They go over to him.

CARVER

I want to personally thank all of you girls. You've been marvelous.

*wonderful*

1ST THRUSHETTE

Mr. Carver, what happens to us?

CARVER

Well, kids, I'm afraid the show is closing down.

1ST THRUSHETTE

You're not going to leave us stranded here, are you?

Carver raises his cane.

CARVER

You kids need a rest.

*you all need to get off your feet*

Before any of them can get to their THRUSH guns, Carver turns the cane on them -- giving it to them with the sleep gas from the cane.

FARINA

Sleep gas?

CARVER

They'll only be out for a few hours.

*(changed)  
they'll live to dance again.*

FARINA

But the club will burn down by then.

Carver picks up a THRUSH gun from a nearby table.

CARVER (smiles  
knowingly)  
I didn't think of that. But you  
may be right.

198  
CONT'D  
(2)

*you might  
have an  
idea*

He hands her the THRUSH gun.

CARVER  
I have to pick up a few things  
from my office, Farina.  
(leads her over to the  
cloak room area)  
You stand right over here-- in  
case any of those UNCLE agents  
outside decide to come in.

*have to go into my  
office for awhile*

FARINA  
What'll I do then?

CARVER  
Just remember -- they have to get  
past you to get to me.  
(kisses her on the cheek)

*no kiss*

Carver exits into the cloakroom. A worried Farina  
moves over near the entrance.

INT. MONITORING ROOM

199

Solo, Illya and Sandy are still bound. The record  
player is still going.

SANDY  
Does anyone know how we're going  
to get out of here?

Illya finally gives up his valiant struggle, shakes  
his head negatively.

ILLYA  
I'm afraid we'll just have to relax --  
and enjoy the music.

Solo keeps struggling.

SOLO  
My cast has taken quite a beating  
tonight. I may be able to slip  
out of it.

CLOSE -- ARM AND CAST

200

The ropes are tied around the cast. He wriggles his fingers -- and WE SEE his hand slowly, painfully begin to disappear into the cast.

CLOSE - SOLO

201

WE SEE the discomfort as he winces.

RESUME - ARM AND CAST

202

The arm and hand come out -- leaving the cast dangling on the rope.

WIDER ANGLE -- SOLO

203

He manages to climbout of his bonds, dart a glance o.s.

RECORD PLAYER - SOLO'S P.O.V.

204

The needle is nearing the end of the record.

RESUME - SOLO

205

WE HEAR the song coming to an end. Solo dashes for the record player. Too late. Solo is forced back as sparks, smoke -- shoot out of the electronic equipment.

                    SOLO (annoyed)  
How do you like that?

Fire spreads all over the room -- Solo hurries over to Illya, Sandy. Begins to untie them.

EXT. BEALERS'S CLUB

206

Waverly by the car, looks impatiently at his watch.

                    WAVERLY  
Signal our men, we're going in.

*omit line*  
*omit*

INT. BEALER'S

207

Carver comes out of the hat check room. He carries his cane and a briefcase. Farina moves over to him. He looks at her for a moment, then raises his cane.

CARVER

Well, Farina, you know how I hate goodbyes.

FARINA

What are you doing?

CARVER

It takes you a while to catch on, doesn't it?

FARINA

But, Vince, baby. I'm crazy about you.

(backs away onto the  
dance floor)

Don't do it.

(beat)

Please. Please.

CARVER (following her)

Sorry, Baby...

He FIRES a JET OF SLEEP GAS from the cane. Farina falls.

CARVER

....but that's show business.

ANOTHER ANGLE - INCLUDE BANDSTAND

208

Solo, followed by Illya and Sandy -- come out from behind the curtains. Carver is heading to the THRUSHETTE alcoves directly across from the bar. He turns to see Solo.

Solo moves down and picks up a THRUSH gun. Carver turns to point the cane at him. It is important to note that Solo is across the room from him.

SOLO

I don't think your magic wand will reach this far, Carver. Drop it.

Carver is aiming his cane at our trio.

208  
CONT'D  
(2)

CARVER

But the THRUSH cane can also  
fire bullets, Mr. Solo. I left  
a man in her wall who could  
testify to that -- although it  
might be asking too much of him.

SOLO

Put it down.

ANGLE - FAVOR CARVER

209

Carver doesn't see it from his angle, but Waverly  
and several UNCLE agents are already in through  
the door and moving toward him. Waverly is in the  
lead -- he walks straight toward Carver.

CARVER

I'll get one of you three.  
Who knows? Maybe even the girl.

When Waverly is about three feet from Carver...

WAVERLY

Mr. Carver.

CARVER TRIES  
TO GET AWAY  
AGENTS CHASE  
HIM

ANOTHER ANGLE -- CARVER AND WAVERLY

210

Carver turns -- surprised. Waverly deftly takes the  
cane from his hand before he can make a move -- and  
tosses it aside.

WAVERLY

You'll be coming with us.

Carver is furious at losing so easily. He takes a  
swing at Waverly. In two lightning quick karate  
blows -- Waverly knocks him across one of the small  
tables and onto the dance floor.

CARVER

That will be enough of that,  
Mr. Carver.

(Shouldn't this  
be Waverly?)

ANGLE -- INCLUDE GROUP

211

Solo, Illya and Sandy. Some smoke is beginning  
to come into the room from behind the bandstand --

Scene  
Changed

or possibly one of the THRUSHETTE alcoves near the  
bandstand.

211  
CONT'D  
(2)

WAVERLY

Are you all right, Miss Wyler?

SANDY

Much better than I expected,  
sir. Thank you.

WAVERLY

Good. Where's the smoke coming  
from?

ILLYA

Downstairs --- I'd better call  
the fire department.

(eager to leave)

Mr. Solo will give you all the  
details, Sir.

(he exits)

WAVERLY

Yes. What about the THRUSH  
records, Mr. Solo?

SOLO

(I'm glad you asked  
me that question)

Oh, yes. Well, at least they  
won't do THRUSH any good either,  
Sir.

WAVERLY (ice)

I see. You can give me the rest  
of your report at headquarters,  
Mr. Solo. Good night, Miss Wyler.  
(he moves away)

ANGLE -- SANDY AND SOLO

212

SOLO

Well, Sandy, what about you?  
(looks around)  
Have you struggled enough?

ZIP PAN TO:



INT. SOLO'S OFFICE - UNCLE HQ - DAY

213

Solo has his arm in a sling. Illya is with him.  
Sandy enters, wearing a visitors badge.

SANDY (overjoyed)  
Freddie..the fellow with the  
chain of pizza stands..called  
me this morning and proposed  
again. I accepted.

SOLO  
Congratulations. I think you'll  
find marriage..a nice change of  
pace.

SANDY  
Oh, yes, Freddie sold the Pizza  
stands and bought a summer theatre  
in the San Fernando Valley. At  
least I won't have to look very  
far for good parts.

ILLYA  
Sort of a permanent leading lady.

SANDY  
Sounds romantic, doesn't it?  
I'd better go now. I have to  
meet Freddie at the airport.

Solo and Illya AD LIB goodbyes as briefly as they can.  
The door to Solo's office slides open and Sandy exits  
down the hallway.

A Buzz on Solo's desk communicator. He turns it ON.

SOLO  
Yes, Mr. Waverly?

WAVERLY  
You're supposed to be on vacation,  
Mr. Solo. Let me speak to Mr.  
Kuryakin please.

Illya moves to the desk.

ILLYA  
Yes, Sir.

WAVERLY  
Prepare yourself to leave this  
afternoon for Prague, Mr. Kuryakin.

WAVERLY

We've just learned that an international crime syndicate is using a motion picture studio for a cover operation.

(beat)

The Prague office will give you the details.

ILLYA

Yes, Sir.

Illya heads for the door, then notices that Solo is moving right alongside him.

ILLYA (notes arm)

You mean after all this... and your arm ... I think you should stay here, Napoleon.

SOLO (smiles)

And give up show business?

FADEOUT:

THE END

213  
CONT'D  
(2)