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

THE CAP AND GOWN AFFAIR

Prod. #8459

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A  
METRO-GOLDWYN-MAYER  
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Produced by  
MGM PRODUCTIONS, INC.

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

The Cap and Gown Affair

Prod. #8459

TEASER

FADE IN:

EXT. NEW YORK STREET - LONG SHOT - NIGHT (STOCK) 1

to ESTABLISH.

FULL SHOT (LOT 2) - NIGHT 2

to SHOW a caravan of three automobiles proceeding  
down the street.

CLOSER SHOT 3

as the cars PASS CAMERA. We see Solo at the wheel  
of the first car, alone in the vehicle. The second  
car is driven by a chauffeur and we clearly see the  
figure of WAVERLY in the back seat as the car  
passes. In the third car, ILLYA, alone, is at the  
wheel.

ANGLE ON FIRE ESCAPE 4

from which point the first U.N.C.L.E. agent  
(WILLIAMS) scans the adjacent houses and the street  
below with binoculars. In his other hand he holds  
a walkie-talkie.

POV SHOT (BINOCULARS) 5

as the binoculars move past tenement windows,  
doorways, the street itself.

BACK TO WILLIAMS ON FIRE ESCAPE 6

He speaks into his walkie-talkie.

3-7-67

P.2

WILLIAMS

Williams to Solo. Do you read me?

6

CONT'D  
(2)

ON SOLO IN FIRST U.N.C.L.E. CAR

7

SOLO (into hand mike)

Loud and clear. Go ahead.

WILLIAMS ON FIRE ESCAPE

8

WILLIAMS

Thirty-Eighth Street clear as far as Eighth Avenue. Repeat: no sign of possible THRUSH activity as far as Eighth Avenue.

ON SOLO IN CAR

9

SOLO (into mike)

Roger. Over and out.

He puts the microphone back in its slot, removes his communicator -- as he continues driving with one hand.

SOLO (into communicator)

Illya?....Williams reports Thirty-Eighth Street clear. Not a THRUSHIE in sight.

ON ILLYA IN THIRD U.N.C.L.E. CAR

10

ILLYA (into communicator)

I wouldn't bet on it. How soon do we reach the rendezvous point?

ON SOLO

11

SOLO (into communicator)

In about six minutes. We should --

He breaks off as the microphone CRACKLES and --

MIKE VOICE (ROBINSON)  
Robinson to Solo. Come in, please.

11  
CONT'D  
(2)

SOLO (into communicator)  
Hang on just a second, Illya.

Continuing to hold the open communicator, he takes the mike in his same hand and --

SOLO (into mike)  
Solo here.

ANGLE ON LAMPPOST IN STREET - NIGHT

12

Leaning against the lamppost is ROBINSON, another U.N.C.L.E. agent. He too has a walkie-talkie.

ROBINSON  
I'm at check point David. All clear as far as Madison.

ON SOLO

13

SOLO (into mike)  
Roger.

ON ROBINSON

14

ROBINSON  
...Helicopter four-nine-zero has made a thorough check of Zone G as in George. No foreseeable problems. Over and out.

ON WAVERLY IN SECOND CAR

15

We get a brief glimpse of him over the last part of the above. He remains seated, motionless, in the second car.

BACK TO SOLO

16

He replaces the mike, speaks into communicator.

SOLO (communicator)  
Did you hear that, Illya?



ON ILLYA IN THIRD CAR

17

ILLYA (communicator)  
I heard. But I'm still dubious.

LOW ANGLE SHOT

18

as Solo's car slowly passes over a manhole cover.

INSERT - INT. MANHOLE WELL

19

A charge of dynamite is resting within - with wires leading off.

ON TWENTY-FOUR

20

whom we shall see later. He watches, virtually hidden on the steps leading to a walk-down store that is typical of New York tenement neighborhood. We see next to him a DETONATING DEVICE, with his finger on the button.

ON WAVERLY'S CAR

21

We see Waverly in the rear seat.

LOW ANGLE SHOT

22

as the vehicle approaches the manhole cover.

ON TWENTY-FOUR

23

He watches, tensely.

ON WAVERLY'S CAR

24

Nearer, nearer....

ON TWENTY-FOUR

25

Ready....

INSERT - DETONATOR BUTTON

26

Twenty-Four pushes it and --

ON WAVERLY'S CAR

27

-- there is a mighty EXPLOSION, sending the manhole cover sky high and sending Waverly's car as close to sky high as production problems will allow.

ANGLE ON CHAUFFEUR

28

as he is hurled from the car.

ANGLE ON WAVERLY

28X1

as he is hurled from the car, crumples to the pavement.

VARIOUS ANGLES

29

As Solo, a little distance ahead, stops his car, emerges, starts running to the scene of the blast. Illya emerges from his vehicle and does likewise.

The boys arrive at about the same time, move to the chauffeur who is groggily picking himself up.

SOLO

Are you all right?

The chauffeur nods dazedly. He and the boys look off to -

FEATURING WAVERLY'S BODY

30

near the wreck. Waverly is motionless and -- so it appears -- dead. FREEZE FRAME.

FADE OUT

END TEASER

ACT ONE

FADE IN:

INT. WAVERLY'S OFFICE - ON WAVERLY'S "CORPSE" - DAY 31

The "dummy" in the room is played by Mr. Waverly.

WAVERLY (V.O.)

Yes, I've already paid my compliments to the people in Section Five...

ON WAVERLY AND SOLO

31X1

This is the real Waverly quite alive. He looks off toward the dummy; we may see a portion of its body.

WAVERLY

The dummy they blew up bore an astonishing resemblance to me.

SOLO

It might be a good idea to cancel your public appearances for a while, sir.

WAVERLY

Perhaps so, Mr. Solo. But there is one that I cannot possibly avoid. Nor do I choose to do so.

SOLO

Blair University?

WAVERLY (nods)

My alma mater. And under no circumstances will THRUSH prevent me from getting that honorary degree.

SOLO

I'm quite sure THRUSH will do their best to see that the award is posthumous.

WAVERLY

I rather hope you and Mr. Kuryakin will do your best to see that it isn't.

SOLO

As a matter of fact, Illya's already there scouting the terrain. I'll join him tomorrow.

Cap and Gown - MAN U.N.C.L.E.  
Chgs. 3-10-67 P.6A

As Solo starts for the door:

WAVERLY  
Thank you, Mr. Solo.

31X1  
CONT'D  
(2)

At this point, a SECRETARY enters the office,  
carrying papers.

ANGLE ON SOLO AND SECRETARY

32

As they pass each other, he flashes his hungry Solosmirk, and she replies with an edible Sylphsmile.

ANGLE ON WAVERLY

33

WAVERLY

As it happens, Mr. Solo, Blair is a co-educational institution, so try to curb your predatory instincts, won't you?

ANGLE ON SOLO

34

SOLO

Yes sir.

ZIP PAN TO:

EXT. BLAIR UNIVERSITY - STOCK TO ESTABLISH - DAY

35

ANGLE ON SOUND TRUCK - DAY

36

as it drives down a campus street. A loudspeaker atop the truck blares out:

LOUDSPEAKER VOICE (filter)

Attention all students.. Come to the mammoth protest meeting in front of Felton Hall. Four o'clock today ...protest meeting at Felton Hall... Four p.m....Volunteers please report to protest headquarters...

ON ILLYA

37

in semi-beat student garb, as he reacts, starts walking off.

ZIP PAN TO;

INT. PROTEST HEADQUARTERS - DAY

38

A medium sized room in which a dozen STUDENT PROTESTORS ARE PAINTING PICKET SIGNS and preparing for an anti-UNCLE demonstration. The sign reads:

"NO DEGREE TO WAVERLY"

"KEEP SPIES OFF CAMPUS"

"REJECT UNCLE AID"

"UNCLE GO HOME"

"BLAIR SI, UNCLE NO"

MINERVA DWIGHT is painting a "Down With Uncle" sign.

MINERVA (calls)  
Who's getting the leaflets?

She is answered by a nearby student who is sitting on the floor strumming his guitar.

STUDENT (plunks guitar,  
sings)  
Where oh where have the leaflets  
gone?

MINERVA (annoyed)  
Charles, we're supposed to be  
staging a demonstration, not  
an audition.

Charles smiles and holds up a redemptive batch of leaflets.

ANGLE ON ILLYA

39

He enters the room and ambles about, sees that Minerva appears to be in charge and approaches her.

ILLYA  
Excuse me, how would one go  
about joining the group?

MINERVA  
You want to protest?

ILLYA  
Very much. What are we protesting?

Minerva indicates the placards.

39  
CONT'D  
(2)

MINERVA

That.

ILLYA

I'm with you.

MINERVA

I haven't seen you before. I'm  
Minerva Dwight.

ILLYA

Illya Kuryakin.

MINERVA

You new Left or old Left?

ILLYA

I'm sort of halfway. Who decided  
on the demonstration?

MINERVA

That was Gregory's idea.

ILLYA

Gregory?

MINERVA

Gregory Haymish, our off campus  
agitator. Every group has one,  
you know.

ILLYA

Yes, I know.

(looks around)

Is he here?

MINERVA

No, but he'll be at the demonstration.

ILLYA

I see. (takes paint brush  
from her)

Excuse me.

He takes her place at the sign and paints the proper  
PERIODS after each letter in the word UNCLE.

MINERVA

Thank you.

ILLYA

Don't mention it.

ZIP PAN TO:

EXT. FRONT OF ADMINISTRATION BUILDING - DAY

40

The front of the administration building is equipped with a set of WIDE STEPS. The sign carrying demonstrators march in a tight circle in front of the steps. Illya and Minerva are next to each other in the circle and Illya is carrying the "Down With Uncle" sign. STUDENT BYSTANDERS are watching the demonstration, along with half a dozen POLICEMEN.

DEMONSTRATORS (chanting  
in unison)  
Up with Blair! Down with Uncle!...

It sounds like a new Left college cheer.

ANOTHER ANGLE - INCLUDE GREGORY HAYMISH

41

Haymish, a long-haired rebel slightly older than the students, approaches the circle. A CHEER goes up from the demonstrators, and Haymish acknowledges it with a wave and a smile.

NEW SHOT - ON HAYMISH, MINERVA AND ILLYA

42

Minerva takes Illya to her leader.

MINERVA  
Illya's just joined the group,  
Greg.

HAYMISH  
Welcome to the way-outs, big daddy.

ILLYA  
Thanks.

RESUME

HAYMISH (shouts to  
demonstrators)  
All right group, I want to hear  
rebellion!

DEMONSTRATORS (chanting)  
Blair Si, UNCLE no! Blair Si,  
UNCLE NO!



ANGLE ON STEPS

43

TIMOTHY DWIGHT emerges from the building to stand on the top step. He carries an ELECTRIC BULL HORN.

DWIGHT (through bull  
horn)  
This is Dean Dwight. May I have  
your attention, please... Quiet,  
everybody.  
(when he gets comparative  
quiet)  
Your demonstration is in violation  
of University rules. Please  
disperse immediately.

NEW SHOT - ON DEMONSTRATORS

44

There are ad lib cries of "No", "Never", "Free  
Speech", etc.

TWO SHOT - ILLYA AND MINERVA

45

Minerva moves very close to Illya and tries to keep  
him between herself and Dwight as they march.

ILLYA  
What's wrong?

MINERVA  
I don't want daddy to see me.

ILLYA (looks toward  
Dwight)  
Daddy?

RESUME - DWIGHT

46

DWIGHT (through bull horn)  
Unless you disperse immediately, I  
shall order the campus police to  
take appropriate measures.

RESUME - DEMONSTRATORS

47

The campus police move into position around the  
demonstrators.

HAYMISH (shouts)  
Police brutality!

47  
CONT'D  
(2)

DEMONSTRATORS (ad lib)  
Police brutality!... Cossacks!

RESUME - DWIGHT

48

DWIGHT (through bull horn)  
This is your last chance. Unless  
you disperse immediately, you will  
all be arrested.

RESUME - DEMONSTRATORS

49

HAYMISH  
Everybody down!

The demonstrators promptly SIT DOWN on the concrete.  
They sit cross-legged, linking their arms, and are  
clearly prepared to remain for the duration.  
Minerva has pulled Illya down with --

MINERVA  
Come on! What are you waiting  
for?

RESUME - DWIGHT

50

DWIGHT (through bull  
horn)  
All right, officers, do your duty.

He turns on his heel and re-enters the administration  
building.

SOLO (to Patricia)  
I beg your pardon?

ANGLE ON DEMONSTRATORS AND COPS

51

The cops move in.

ON TWO COPS AND DEMONSTRATOR

52

The defiant demonstrator keeps his arms and legs  
crossed as the cops LIFT HIM and carry him off,  
into a waiting Black Maria.

## NEW SHOT ON TWO OTHER COPS

53

The cops approach Illya, Minerva and A VERY FAT DEMONSTRATOR who is sitting near them. The cops look at the fat demonstrator (who tips the scales at about 300) and decide to deal with Illya first. As they take Illya under the arms, he starts to stand up under his own power.

MINERVA (pulls  
Illya down)  
You're not supposed to cooperate!

ILLYA  
Not even a little?

MINERVA  
Absolutely not.

ILLYA (glance at cops)  
Sorry.

The two cops heave a great sigh and begin to lift Illya into the air.

ZIP PAN TO:

## INT. DWIGHT'S RECEPTION ROOM - DAY

54

as Solo enters, starts for the receptionist. We note Patricia, a mouth-watering package of academic ineptitude, seated nearby, waiting.

SOLO (to receptionist)  
Excuse me. I have an appointment  
with Dean Dwight.

PATRICIA (cutting in)  
You'll have to wait your turn.

SOLO (to Patricia)  
I beg your pardon?

PATRICIA  
No offense, but I have an  
appointment, too. And I'm next.  
Right behind Mr. Trumbull.

SOLO  
Who's he?

PATRICIA  
He's the head of the Board of Regents.  
(gestures to door to inner office)  
He's in there right now.

54  
CONT'D  
(2)

INT. DWIGHT'S OFFICE - DAY

55

Fireworks are in progress between Dean Dwight and JONATHAN TRUMBULL.

TRUMBULL  
The arrests were entirely unnecessary, Dean Dwight, entirely unnecessary. Think of the publicity!

DWIGHT  
The university rules specifically forbid such demonstrations.

TRUMBULL (exploding)  
What do I care about university rules! The papers will have a field day with this. Besides, the students have been staging demonstrations all year, and you haven't had them arrested. Why now?

Dwight grows increasingly nervous in the face of this tirade.

DWIGHT (taps his forehead with handkerchief)  
I've been patient with them until now, but patience has its limits.

TRUMBULL  
Indeed it does. And my patience with you is fast reaching those limits.

INT. DWIGHT'S RECEPTION ROOM - DAY

56

Patricia and Solo, seated beside her, are in earnest conversation.

PATRICIA  
He actually wanted me to cut open a frog. Can you imagine?

Solo is leaning toward her and imagining all kinds of things, but they have nothing to do with frogs.

56  
CONT'D  
(2)

SOLO  
Unbelievable.

PATRICIA  
I just walked out of the course and never came back. And then there was French History: all those kings and everyone of them named Louie. You'd have to be a census taker to keep them all straight. So I flunked that course, too.

SOLO  
I was never good at history myself, Miss----

PATRICIA  
Darling. Patricia Darling. How many courses are you flunking?

SOLO  
I can't tell yet.

ANOTHER ANGLE

57

Dwight ushers Trumbull out of his office.

TRUMBULL  
Just remember I hold you personally responsible for any bad publicity attached to this incident.

Trumbull stops and looks toward Solo. Dwight follows his gaze. Solo stands to introduce himself.

SOLO (to Trumbull)  
I'm Napoleon Solo, Dean Dwight.

DWIGHT  
I'm Dwight, Mr. Solo. This is Jonathan Trumbull, Chairman of our Board of Regents.

SOLO (shakes hands  
with Trumbull)  
How do you do.

Trumbull examines Solo closely, grunts noncommittally, and leaves. Dwight ushers Solo toward his office, then spots Patricia.

DWIGHT  
Not again, Patricia.

57  
CONT'D  
(2)

PATRICIA  
I'm sorry, Dean Dwight.

DWIGHT  
What was it this time, frogs or  
Louies?

PATRICIA  
Both.

DWIGHT  
I'll talk to you later.

He and Solo enter Dwight's office.

INT. DWIGHT'S OFFICE - DAY

58

DWIGHT  
Alex Waverly called to tell me  
you'd be arriving, Mr. Solo.

SOLO  
I trust everything is well in  
hand.

DWIGHT (nervously)  
Far from it, Mr. Solo. Far from  
it. I decided that a demonstration  
at the ceremony would make security  
more difficult, so I decided to put  
a stop to all demonstrations. I  
had the main group of pickets arrested,  
but now Trumbull threatens to have  
me removed unless I drop the charges.

SOLO  
I think we can handle the demonstrators,  
sir.

DWIGHT  
It's a matter of principle, Mr. Solo.  
A matter of principle. I will not  
back down.

We HEAR Solo's communicator BEEPING.

SOLO (takes out  
communicator)  
Excuse me.  
(opens communicator)  
Illya?

INT. JAIL CELL - DAY - INTERCUT WITH DWIGHT'S  
OFFICE

59

Illya in foreground with communicator, students in background singing a folk song to the accompaniment of several guitars.

ILLYA

Are we allowed to put bail  
charge on our expense accounts?

SOLO

I gather you're in durance vile.

ILLYA

I am indeed.

SOLO

You seem to have an affinity for  
those places.

ILLYA

It was line of duty. Now would  
you please come down and get me  
out of here.

Over this, Minerva's voice comes in loud and clear  
as she starts singing the folk song.

DWIGHT (hears  
Minerva's voice over  
communicator)

That's Minerva! What's she doing  
there!

ILLYA

I beg your pardon?

DWIGHT

Minerva Dwight. That's my  
daughter! She is there, isn't  
she?!

ILLYA

I'm afraid so, sir. She has a very  
nice voice.

SOLO

We'll have you out shortly, Illya.  
In the meantime, relax and listen  
to the music.

RESUME - DWIGHT'S OFFICE

60

Solo puts away the communicator.

DWIGHT (puts head in hands)  
First this assassination business,  
and now my own daughter arrested.

SOLO  
I'm sorry about that, Mr. Dwight.

DWIGHT  
It's not your fault, Mr. Solo.  
It's just that the year has been  
so bad already. The free  
speech riots last fall, the  
basketball scandal this spring,  
and now this.  
(very despondent)  
It's too much for one man. It's  
just too much.

DIRECT CUT TO:

INT. TRUMBULL'S OFFICE - DAY

61

Trumbull and SPECIAL OPERATIVE TWENTY-FOUR. Twenty-four, whom we have seen in the Teaser, has the slow, calculated, and deadly demeanor of a professional assassin. Throughout the scene he sniffs from a small inhalator (Vicks type).

TRUMBULL  
I'm sure he was an UNCLE agent.

TWENTY-FOUR  
Then they're are probably more.  
UNCLE agents tend to hunt in  
packs. They're in the  
places on the floor, and they're in the

TRUMBULL  
I say kill him.

TWENTY-FOUR  
I wasn't suggesting that we  
give him a party, Trumbull.  
Merely that we wait until he  
contacts some of his associates.  
Learn to kill efficiently,  
Trumbull. You'll save a great  
deal of time and trouble.



TRUMBULL

I don't like waiting. It makes  
me nervous.

61  
CONT'D  
(2)

TWENTY-FOUR (disdainfully)

Everything makes you nervous,  
Trumbull.

His flat, cold stare makes it clear that he could  
play poker with the Devil and have no qualms about  
bluffing a pair of deuces.

ZIP PAN TO:

INT. JAIL CELL - DAY

62

The WARDER is opening the cell door.

WARDER (swinging the  
door open)  
It's all right, you're free to  
go. The charges have been dropped.

Illya and Greg Haymish start to leave.

MINERVA

Illya! Greg! What are you  
doing?

(they stop)  
We can't knuckle under to the  
establishment now. We must  
stand our ground.

HAYMISH (takes the cue)

She's right. Here we are, and  
here we stay.

(sits down on the floor)  
We shall not be moved!

The other demonstrators take their cross-legged  
places on the floor, and Illya follows reluctantly.

WARDER (calls down  
the corridor)

Jackson! Barnes!

ANGLE ON TWO COPS

63

They come down the corridor and stare into the  
jail cell. They heave a sigh of resignation, turn  
to their task.

WIDER ANGLE

64

They take Illya under the arms, lift him into the air, and begin to carry him out of the cell...

ZIP PAN TO:

INT. PROTEST HEADQUARTERS - NIGHT

65

Haymish is haranguing his followers. Illya is at the back of the group, near the door.

HAYMISH

We've called the Dean's bluff and won. Now he doesn't dare to stop us from putting on our demonstration at the graduation. When Waverly starts to give his speech, we all grab our signs and march down to the podium.

ILLYA

Do we have to march down?  
Can't we just hold up our signs at the back?

HAYMISH

That would be the nice middle class way of doing it. Are we middle class?

DEMONSTRATORS (shouting  
in unison)

No!

HAYMISH

And we march right down to the podium.

SOLO

What about him?

ANGLE ON ILLYA AND SOLO

66

as Solo enters the door and comes up to Illya.

SOLO

Turned up anything?

ILLYA (thoughtfully)

I'm not sure. You?

Solo shakes his head no.

WIDER ANGLE

67

HAYMISH

This is our big opportunity to hit the establishment where it hurts. So let's make the most of it.

We HEAR a phone RING.

MINERVA (getting up)

I'll get it.

She goes into a SMALL ROOM to answer the phone.

NEW SHOT ON SOLO AND ILLYA

68

SOLO

This demonstration is too convenient. I smell THRUSH.

ILLYA

So do I, but I don't know who.

WIDER ANGLE

69

MINERVA (coming out  
of little room)  
It's for you, Greg.

Haymish goes into the little room and closes the door.

RESUME - SOLO AND ILLYA

70

SOLO

What about him?

ILLYA

A misguided extremist.

SOLO

THRUSH extremist, maybe?

NEW SHOT - CLOSE ON ILLYA

71

ILLYA

Maybe.

INT. SMALL ROOM - CLOSE ON HAYMISH - NIGHT

72

Haymish is on the phone.

HAYMISH .

Yes. Yes, he just came in, and he's talking to that long-haired guy who joined the group this morning. I figured he was an UNCLE agent... All right, you have the men there, and I'll give our two little UNCLE mice a whiff of cheese that will have them scurrying right into the trap.

FADE OUT.

END ACT ONE

## ACT TWO

FADE IN:

INT. PROTEST HEADQUARTERS - NIGHT

73

Haymish emerges from the small room.

HAYMISH

Let's call it a night. We'll  
meet tomorrow afternoon.

With appropriate ad-libs, the group breaks up and  
moves out the door. Minerva goes over to Illya.

TWO SHOT - MINERVA AND ILLYA

74

MINERVA

Will I see you tomorrow, Illya?

ILLYA (prevaricating)

I have a lot of work to do tomorrow.

MINERVA

Dear Illya, you're so hopelessly  
middle-class. But I like you  
anyway.

ILLYA

I'm glad.

MINERVA

You know, I'm a biology major.  
I'm taking a course in eugenics.

ILLYA

That's nice.

MINERVA (brightly)

Don't you think that the improve-  
ment of the human race by selective  
breeding is important?

ILLYA

Oh, I do, I do.

MINERVA

Good! Because I have a hunch that  
you and I --

ILLYA (darkly)  
You and I what?

74  
CONT'D  
(2)

MINERVA  
Just think of the offspring we  
could produce! Why, in three  
or four generations, it could be  
a race of supermen -- almost.

ILLYA (reacts; a beat)  
It's a thought-provoking idea.  
But don't you think you should  
finish the course first?

MINERVA  
What? Oh...

At this point, Haymish comes up.

HAYMISH  
Excuse me.

MINERVA (to Illya)  
Let's talk about it tomorrow, huh?

Solo sidles up as she exits.

WIDER ANGLE

75

HAYMISH  
You asked me this morning if I had  
noticed any members of the group  
acting suspiciously.

SOLO  
And have you?

HAYMISH  
I remembered that I'd seen Tony  
Wills talking to a couple of strange  
cats.

ILLYA  
How strange.

HAYMISH  
Double-breasted types with bulges  
under their arms.

Solo and Illya exchange glances.

HAYMISH

You'll probably find Tony in the student union. Just cut straight across the quad past the girls' dorm.

75

CONT'D  
(2)

ILLYA

Thanks.

CLOSE ON HAYMISH

76

Pure evil oozes from his smiling lips.

HAYMISH (to himself)

Don't mention it.

EXT. CAMPUS - NEAR DORMITORY - NIGHT

77

Solo and Illya hurry across the campus lawn.

ANOTHER ANGLE - INCLUDE FOUR THRUSH NIGHTCRAWLERS

78

The four THRUSHES appear out of nowhere and leap on Solo and Illya.

ANOTHER ANGLE - ON FIGHT

79

Blows are traded and Solo and Illya manage to slip free. They run for their lives followed by THRUSH.

ON SOLO AND ILLYA - RUNNING

79X1

SOLO (indicating dorm)

In there.

ILLYA

That's a girls' dorm.

SOLO

Is that bad?

WIDER ANGLE - INCLUDING DORMITORY ENTRANCE

80

Solo and Illya dash inside. They are followed in a few moments by the four THRUSHES.

INT. GIRLS' DORMITORY - NIGHT

81

Solo and Illya flash by an open doorway. MOVE IN TO....

ANGLE ON GIRL IN DOORWAY

82

She is filing her nails and looking down the corridor at Mr. Solo and Illya. An enlightened coed of the swinging sixties, she is not at all shocked by this late night male intrusion. She is very annoyed, however, the whole thing is such a bother, as she turns to her roommate.

COED (annoyed)

J.D.'s from one of the fraternities again. This is the third time this week. They're such children.

We HEAR the thundering hoofbeats of the pursuing THRUSHES as they gallop down the hall. The coed's head turns as she watches them run past.

COED (contemptuously)

Juveniles!

INT. ANOTHER PART OF CORRIDOR

83

Solo and Illya run INTO SHOT and dart into one of the rooms.

INT. GIRL'S DORM ROOM - NIGHT - ANGLE ON SOLO AND ILLYA

84

They are crouched against the door, quiet as church mice, waiting for their pursuers to run by.

ANGLE ON TWO COEDS

85

The occupants of the room. One is sitting in bed reading a book, the other is seated on the edge of the bed combing her hair. They look up nonchalantly, return to what they were doing.



RESUME - SOLO AND ILLYA

86

They quickly turn back toward the door indifferent to the girls' deshabelle.

SOLO

Sorry.

(to Illya)

When I was in college they used to scream.

WE HEAR THE THRUSH PURSUERS GALUMPH PASS THE DOOR OUTSIDE. Solo opens the door and peers outside.

ILLYA (to girls)

Goodnight.

INT. CORRIDOR

87

The boys run down the corridor in the opposite direction.

ANGLE ON THRUSHES

88

They spot Solo and Illya behind them, and U-turn back down the corridor.

INT. DORMITORY LOUNGE - NIGHT

89

Minerva, Patricia Darling, and another co-ed are relaxing in robes and pajamas. Solo and Illya run into the lounge.

MINERVA

Illya, what's wrong?

ILLYA

Where's the fire door?

PATRICIA (points)

Over there.

ANOTHER ANGLE

90

Solo and Illya head toward a door marked FIRE DOOR. It's locked.

SOLO (stops)  
Locked!

90  
CONT'D  
(2)

The Thrushmen burst into the lounge at this moment.

ANOTHER ANGLE - ON FIGHT

91

THRUSH and UNCLE mix it up.

ANGLE ON GIRLS

92

Minerva picks up one of the sofa cushions.

MINERVA (to Patricia)  
Round up the girls!

The third girl picks up a cushion and follows Minerva toward the fight. Patricia goes toward the corridor.

INT. CORRIDOR - ANGLE ON PATRICIA

93

She sticks her head out of the lounge and SHOUTS down the corridor.

PATRICIA (shouting)  
Pillow fight!

ANGLE ON DORM ROOM DOOR

94

A co-ed (the one with the speaking role earlier) sticks her head out and YELLS down the corridor.

CO-ED (yelling)  
Pillow fight!

She emerges from the room carrying a flat pillow, and heads for the lounge.

ANGLE ON SEVERAL DOORS

95

They open to disgorge co-eds eager for the fray.

## ANGLE ON PATRICIA

96

standing just outside the lounge. She is dropping SEVERAL LARGE TEXT BOOKS INTO HER PILLOWCASE. Now she turns and runs into the lounge followed by other girls.

## RESUME - LOUNGE

97

The fight is going hot and heavy. Minerva and the other girl are wielding their cushions but with little effect. Now the other girls join the fray; their weapons are soft, but like locusts, very effective en masse.

## ANGLE ON CO-ED, PATRICIA AND THRUSH

98

Co-ed catches THRUSH with a pillow to the kisser. THRUSH rips the pillow from her, and prepares to rend her limb from lovely limb. But Patricia clunks him from behind with her book-laden pillowcase, and he crumples under the impact of ten pounds of advanced Bio-Chemistry.

## ON SOLO AND THRUSH

99

Solo is battering the THRUSH to an immobile pulp.

## ON ILLYA, THRUSH AND CO-ED MARINES

100

THRUSH has Illya at a disadvantage, but he is distracted by the pillow blows and Illya has a chance to recover and dive at him.

## ANGLE ON PRONE THRUSH AND SEVERAL CO-EDS

101

The THRUSH is stretched out on the floor, his head COVERED BY A PILLOW. Two co-eds are sitting on the pillow, and two others are standing on his hands. He thrashes about violently, but it's a losing battle, and his twitches become weaker and weaker.

FULL SHOT

102

Solo and Illya have dispatched their THRUSHES, the third is lying where he was felled by Patricia's Bio-Chemistry, and the fourth is still twitching feebly under a mass of co-eds.

MINERVA

Are you alright, Illya?

ILLYA

I think so.

ON MINERVA AND ILLYA

102X1

She goes over to Illya.

MINERVA

And I thought you were middle-class.

ILLYA

Appearances can be deceiving.

MINERVA (brushing off his jacket)

But you must take better care of yourself -- for the sake of our future children.

ILLYA (wry)

The supermen?

MINERVA (dreamy smile)

Mhmm. Would you rather have super boys or super girls?

ILLYA

I'll have to think about it.

ON SOLO AND PATRICIA

102X2

She still has her book-filled pillow.

PATRICIA

Do you know that's the first time I've gotten any use out of these books?

SOLO

I don't know about your professors, but I'd be happy to give you "A".

PATRICIA (seductively)  
In what subject?

102X2  
CONT'D  
(2)

SOLO

Well...

ANGLE ON HAYMISH - IN DOORWAY

103

Covering the room with drawn gun.

HAYMISH

Try Ancient History, Mr. Solo.  
It's what you're about to become.

As he raises his gun to fire, TWO CAMPUS COPS appear  
in the doorway behind Haymish, grab him, wrest the  
gun from him and overpower him.

SOLO (to cops)

Excellent timing, gentlemen, thank  
you.

HAYMISH (to Solo)

Don't celebrate yet, Solo. There  
are lots more where I came from.

ZIP PAN TO:

INT. TRUMBULL'S OFFICE - DAY

104

Trumbull and Twenty-four. Trumbull is pacing  
nervously; Twenty-four is very cool, as always.

TRUMBULL

I told you we should have killed  
him right away. Now our whole  
plan is knocked into a cocked hat.

TWENTY-FOUR

I don't see that.

TRUMBULL

With Haymish in jail, we can't  
assassinate Waverly.

TWENTY-FOUR  
Can't is a big word, my friend.

104  
CONT'D  
(2)

TRUMBULL  
Of course we can just shoot him down, but the whole point of the plan was to blame the killing on the student demonstrators.

TWENTY-FOUR  
There are other ways to kill Waverly, and other people to blame it on. I assumed you'd probably bungle things, so I arranged for an alternate method.

TRUMBULL  
Are you going to kill him yourself?

TWENTY-FOUR (shakes his head)  
No, I won't kill Waverly. Dwight will kill Waverly.

CLOSE SHOT - TRUMBULL

105

TRUMBULL  
Who?!

CLOSE SHOT - TWENTY-FOUR

106

sniffing at his inhalator.

TWENTY-FOUR  
Dean Timothy Dwight. You must admit, it's a rather provocative idea.

ZIP PAN TO:

INT. WAVERLY'S OFFICE - DAY

107

Waverly is talking on the communicator.

WAVERLY  
Come in, Mr. Solo.

INT. DWIGHT'S OFFICE - DAY - INTERCUT WITH WAVERLY

108

Solo is on the communicator, Illya sits near him. Dwight is behind his desk, staring at a newspaper with a sorrowful and harassed expression.

SOLO

We haven't found out who's behind it yet, sir, but we did get the hatchet men.

WAVERLY

Mr. Solo, THRUSH has enough hatchet men to take on the U.S. Marines.

SOLO

At least they can't follow their original plan, which was to use a student demonstration as a smoke screen. One of their men was to have led the demonstration, and presumably kill you.

WAVERLY

THRUSH has as many plans as they have hatchet men, Mr. Solo. They are undoubtedly hatching a new one right now.

DWIGHT (into  
communicator)

Really, Alexander, this is going too far. The press is having a field day. Have you seen the headlines?

WAVERLY

I'm very sorry Timothy. I don't mean to cause you embarrassment. What are the headlines, Mr. Solo?

SOLO

Something about a brawl in a girls' dorm, sir.

WAVERLY

With you involved, Mr. Solo, I should have known.... Well, try to be a bit more discreet in the future.

SOLO

Yes, sir.

Solo puts away his communicator.

DWIGHT

And, gentlemen, please keep my daughter out of this. Since you've arrived, Minerva has been in jail. She's been in a brawl. Jonathan Trumbull has threatened to get me fired. The students are getting out of hand....

(puts his hand to his head)

.... And I think I'm on the verge of a nervous breakdown!

108  
CONT'D  
(2)

ZIP PAN TO:

INT. SMALL ROOM OFF TRUMBULL'S OFFICE - DAY

109

SHOOTING FROM BEHIND Twenty-four toward Trumbull who is standing in the doorway of the small room. Twenty-four is seated in a chair, while on the floor in front of him is a small ELECTRIC VAPORIZER, which is filling the room with salubrious mist. Twenty-four is leaning over the vaporizer inhaling health-giving fumes.

TRUMBULL

Must you have that thing on? You can smell the fumes all through the building.

TWENTY-FOUR

Sinus trouble is a common affliction, Trumbull. No one will take any note.

TRUMBULL

I'm going down and check on preparations for the graduation ceremony. I wouldn't wander around if I were you.

and would be here.

TWENTY-FOUR

Don't worry about me.

Trumbull starts to leave, then turns back.

TRUMBULL (with admiration)

A remarkable job! Truly remarkable.



CLOSE SHOT - BACK OF TWENTY-FOUR'S HEAD 110

Obviously, we will not see his face throughout this scene.

TWENTY-FOUR

You've been in the sticks too long, Trumbull. You've forgotten how they do things in the big city.

INT. TRUMBULL'S OFFICE - DAY 111

Trumbull closes the door to the small room, and then goes out of the office.

INT. CORRIDOR IN ADMINISTRATION BLDG. - DAY 112

Solo and Illya walking.

SOLO

Dwight isn't exactly brimming over with good will.

ILLYA

Would you be?

SOLO

He might be a little more cooperative.

(significant pause)

If he's on the level.

ILLYA (looks

at him)

Do you think he isn't?

SOLO

Well, consider the facts. Thrush knew we'd be here.

(a beat)

And Dwight was the only one who was told about it.

ANOTHER ANGLE - INCLUDE TRUMBULL 113

Trumbull comes from behind and joins them.

TRUMBULL

Well, Mr. Solo, what do you think of our little campus?

SOLO  
It's -- ah -- not exactly bucolic,  
is it?

113  
CONT'D  
(2)

DIRECT CUT TO:

INT. TRUMBULL'S OFFICE - DAY

114

Dwight enters hesitantly, and looks around. He carries a newspaper underneath his arm.

DWIGHT  
Jonathan?

He moves timidly across the office, afraid that Trumbull will jump up and eat him alive.

DWIGHT  
Jonathan?

ANOTHER ANGLE - INCLUDE DOOR TO SMALL ROOM

115

Dwight goes over to the door, opens it hesitantly, and looks in.

REACTION - DWIGHT

116

His shocked and bulging eyeballs are about to dart from his head.

WHAT HE SEES - TWENTY-FOUR THROUGH FUMES

117

Twenty-four is leaning over the vaporizer, with his eyes closed. Through the swirling mist we see his face....the face of Timothy Dwight....

FADE OUT

END OF ACT TWO

ACT THREE

FADE IN:

INT. TRUMBULL'S OFFICE - CONTINUOUS ACTION - DAY 118

Dwight is thoroughly shaken by the sight he has just witnessed. He backs across the office, stumbling into furniture. As he nears the outer door...

ANOTHER ANGLE - INCLUDE DOOR 118X1

TRUMBULL enters.

TRUMBULL

Timothy, what's wrong?

DWIGHT

It's happened! I've cracked up!

TRUMBULL

You have? You look all right to me.

DWIGHT

I've seen myself, Trumbull. I just looked into my own face. It was -- it was incredible!

TRUMBULL

What's wrong with it? It's a perfectly acceptable face. Some people might even consider handsome.

DWIGHT

But it....it was on somebody else.

TRUMBULL

Your face?

DWIGHT

Yes.

(points)

I opened that door and there it was....

INT. SMALL ROOM - ANGLE ON TWENTY-FOUR 119

His eyes are still closed as he leans over the belching vaporizer.

DWIGHT (o.s., from  
other room)  
...my own face....

119  
CONT'D  
(2)

The sound of Dwight's voice brings Twenty-four out  
of his reverie. He eyes SNAP OPEN.

DWIGHT (continued o.s.)  
....through a cloud of swirling mist.

RESUME - TRUMBULL'S OFFICE

120

TRUMBULL (raises an  
eyebrow)  
...Swirling mist.

DWIGHT  
Yes, I tell you. I saw myself in  
that little room not thirty seconds  
ago.

ANOTHER ANGLE

121

Trumbull leads Dwight over to the door of the little  
room.

TRUMBULL  
Inside this room?

Dwight nods. Trumbull opens the door.

WHAT THEY SEE - AN EMPTY ROOM

122

Not even a stray cockroach to distrub its vacant  
serenity.

REVERSE ANGLE - FROM INSIDE THE ROOM

123

Trumbull and Dwight are standing in the doorway.  
They cannot see Twenty-four, WHO IS STANDING BEHIND  
THE DOOR with drawn gun.

DWIGHT  
It's empty.

123  
CONT'D  
(2)

TRUMBULL  
Naturally.

DWIGHT  
But what's that medicinal smell?

TRUMBULL  
Smell? What smell?

RESUME - TRUMBULL'S OFFICE

124

Trumbull closes the door to the small room. Dwight collapses in a nearby chair.

DWIGHT  
First I see things, then I smell things. Jonathan, I have finally gone over the edge.

Trumbull puts a reassuring hand on Dwight's shoulder.

TRUMBULL  
I wouldn't worry about it, Timothy. It's been a difficult year and you're a little upset. A good night's sleep and you'll feel fine.

DWIGHT  
Sleep! I don't dare close my eyes----  
I'll see that face again. My face!

TRUMBULL  
Don't panic. That's the worst thing you could do.

DWIGHT  
I'm not panicking----I'm resigning.

TRUMBULL (alarmed)  
You can't resign! Not until after the graduation anyway.

DWIGHT  
No. I have to resign before the graduation. I'd crack under the strain.

TRUMBULL

Why? It's just an ordinary graduation.

124  
CONT'D  
(2)

DWIGHT

It's not ordinary. There are certain things I can't tell you, Jonathan, but believe me, it will be a terrible strain. And I'm obviously not well enough to undergo even a small strain at this point.

TRUMBULL

Do me one small favor, Timothy. Before you resign, talk to your old friend in the Psychology Department. What's his name -- ?

DWIGHT

Doctor Weary?

TRUMBULL

Yes.. Doctor Weary.

DWIGHT

All right, but I fully intend to resign before the day is out.

Dwight leaves.

ANOTHER ANGLE

125

Trumbull picks up the phone and begins dialing. Twenty-four emerges from the small room. Trumbull looks up.

TRUMBULL

That makeup job was better than you'd ever dreamed.

TWENTY-FOUR

If he resigns publicly before the graduation, our plan is useless.

TRUMBULL

Don't worry. Dwight will be out of circulation very soon. I'm afraid you'll just have to take his place a little earlier than we'd planned.

(into phone)

Dr. Weary, this is Jonathan Trumbull. Dean Dwight is on his way over to see you.

INT. WEARY'S LIVING ROOM - DAY - INTERCUT WITH  
TRUMBULL

126-126X4

A fellow of the University, DR. SILAS WEARY, lives in bachelor quarters on the campus. He is talking on the phone.

WEARY

He is? Good. I haven't seen him since this morning.

TRUMBULL

He's a sick man, Weary. I want you to keep him at your place until you hear from me again.

WEARY

Sick? Timothy? Why, he was fine when I --

TRUMBULL (coldly, harshly)

If I say he's sick, Weary, he's sick!

WEARY (giving in to this logic)

Of course.... He's sick.... Shall I call a doctor?

TRUMBULL

No. Just don't let him get away.

WEARY

But if he's sick, Mr. Trumbull --  
(quickly, nervously)

and he is -- shouldn't he be treated?

TRUMBULL

The Regents elect the new chairman of the Psychology Department next month, Weary. I had intended to recommend you for the job.

WEARY

But detaining Dean Dwight without his consent----It would be unethical.

TRUMBULL

And I had not intended to mention that little indiscretion of yours with that blonde graduate student.

WEARY (gulps)  
I suppose I could keep him here  
for a while---considering it's  
for his own good.

126-126X4  
CONT'D  
(2)

TRUMBULL  
His and yours, Doctor.

RESUME - TRUMBULL'S OFFICE

127

Trumbull hangs up.

TRUMBULL  
We'll take care of him later.

TWENTY-FOUR  
Meanwhile, for all intents and  
purposes I am Dwight.  
(he frowns)  
I don't like replacing him this  
soon. I'll have to face that  
daughter of his.

TRUMBULL  
Either you replace him or he resigns.  
(shrugs)  
It's that simple.

TWENTY-FOUR  
Alright, you keep Dwight under  
wraps. I'll handle the brat.

TRUMBULL  
What about the U.N.C.L.E. agents?

TWENTY-FOUR  
We'll cross that bridge when we  
come to it.

ZIP PAN TO:

INT. PARKED CAR - NIGHT

128

It is on the campus grounds. Solo and Illya are  
inside, the former speaking into his communicator.

SOLO (into communicator)  
I still think, sir, that you shouldn't  
come here tomorrow. You can give  
any number of excuses, and ---



INT. WAVERLY'S OFFICE - INTERCUT WITH SOLO

129-129X4

WAVERLY (cutting in)  
Absolutely not, Mr. Solo. I'll  
be there. And it's your job to  
see that I'll leave there alive.

SOLO (sighs, exchanges  
a glance with Illya)  
Yes, sir.

WAVERLY  
And as far as Dean Dwight is con-  
cerned, I can assure you he is beyond  
suspicion.

SOLO  
Of course. But it is possible that  
he might have told someone about  
our being here. Inadvertently, that  
is.

WAVERLY (thoughtfully)  
It's possible. Why don't you ask him?

SOLO  
Yes, sir. That's exactly what we  
were planning to do.

INT. WEARY'S LIVING ROOM - DAY

130

Weary listens to Dwight's tale of woe.

DWIGHT  
My own face, Silas.  
(shudders)  
It was terrible.

WEARY  
I can well imagine.

~~Not exactly overjoyed at the prospect of being~~  
~~into a trap~~

DWIGHT  
And I smell things too.

WEARY (shakes his  
head slowly)  
These are not good signs, Timothy.  
Not good at all.

DWIGHT  
Am I over the edge, Silas?

WEARY

I wouldn't say that. But I think we should have a talk about your problems. A long talk. And right now----before your condition worsens.

130  
CONT'D  
(2)

DWIGHT

Right now I'm going to announce my resignation.

WEARY

I think we should talk, Timothy.

DWIGHT

What's there to talk about? I'll resign and have myself voluntarily committed.

WEARY

Your symptoms are not that serious. A frank discussion might relieve the anxieties that are causing those symptoms. Otherwise....you may end up like George Nelson.

DWIGHT (at

the door)

Who's George Nelson?

WEARY

A former colleague. He started out just like you.

(significant pause)

He's now in the incurable ward at the State Hospital. They call him "the vegetable".

REACTION - DWIGHT

131

Not exactly overjoyed at the prospect of turning into a turnip.

DWIGHT (hoarsely)

Let's talk.

WIDER ANGLE

132

Dwight sits down in a chair, then gets up....

DWIGHT

Wait. Before we start I'd better call Minerva and tell her I'll be late for supper.

He goes to a phone and dials.

DIRECT CUT TO:

132  
CONT'D  
(2)

INT. DWIGHT'S HOUSE - DAY

133

We HEAR the phone RING and Twenty-Four ENTERS SHOT and picks up the phone.

TWENTY-FOUR

Hello?

INTERCUT WITH DWIGHT

134

DWIGHT

Who is this?

TWENTY-FOUR

This is Timothy Dwight. Who am I speaking to, please?

Horrified, Dwight looks at the receiver and drops it on the floor.

TWENTY-FOUR

Hello....hello....

RESUME - WEARY'S LIVING ROOM

135

WEARY

What's wrong?

DWIGHT

It's getting worse. I just talked to myself on the phone.

to the car WEARY (leads

Dwight to a chair)  
Sit down, Timothy. Can I get you an aspirin?

RESUME - DWIGHT'S LIVING ROOM

136

Twenty-four is standing by the phone, a pensive frown on his face.

TWENTY-FOUR

I don't like it, Trumbull. I don't like it at all.

WIDER ANGLE - INCLUDE TRUMBULL

137

TRUMBULL

It's just for one night. We can't very well get rid of everyone who knows Dwight.

A smile of carnivorous joy comes over Twenty-four's face, then fades slowly.

TWENTY-FOUR

No, I suppose not.

We HEAR a knock at the door. Twenty-four nods to Dwight, who disappears into another room.

ANOTHER ANGLE - INC. FRONT DOOR

138

Twenty-four opens the door to admit Solo and Illya.

TWENTY-FOUR

Ah Mr. Solo and Mr. Kuryakin.  
Come right in.

SOLO

Thank you.

ANOTHER ANGLE

139

Solo and Twenty-four sit down; Illya cruises around trying to look casual as he inspects the premises.

TWENTY-FOUR

I hope you gentlemen will stay for supper.

SOLO

Thank you, but we have to get back to the campus to make final preparations for tomorrow. We wanted to ask you if you might have mentioned our presence here to anyone.

TWENTY-FOUR

You asked me to keep it to myself....  
didn't you?

SOLO

Of course. But perhaps you mentioned to someone without realizing it.

139  
CONT'D  
(2)TWENTY-FOUR (taking  
umbrage)

Mr. Solo, you are talking to the Dean of this university, not one of its scatter-brained co-eds.

ILLYA

Forgive us.

ANOTHER ANGLE

140

They start to leave, Minerva enters to the front door.

MINERVA (bussing  
Twenty-four on the cheek)  
Hello daddy.

TWENTY-FOUR  
Hello dear. How were your classes?

MINERVA  
I didn't have classes today Daddy.  
You know that.

TWENTY-FOUR (embarrassed  
smile)  
Sometimes I'm afraid that I'm more  
of a Dean than a daddy. It's an  
occupational hazard.

MINERVA  
Don't worry about that. You're  
just fine in the daddy department.  
(looks at Illya, reacts)  
Illya, what are you doing here?...  
Oh, I know. It must have to do  
with that business in the dorm.

ILLYA  
Something like that.

MINERVA  
But in those terrible clothes? You  
look like a....a burgher or some-  
thing.

Illya looks down at his clothes.

140  
CONT'D  
(2)

TWENTY-FOUR

Don't hold it against him, dear.  
I'm sure he only put them on for  
my benefit.

(opens the door)

I don't think we need worry about  
tomorrow. I'm sure everything  
will go smoothly.

SOLO

I hope so.

MINERVA (takes Illya's  
arm)

I'll walk you to the car.

They go out the door.

EXT. DWIGHT'S HOUSE - DAY

141

Minerva walks Solo and Illya to their car.

MINERVA

I'm worried about Daddy.

ILLYA

Why, have you noticed anything  
unusual?

MINERVA

No, nothing specific. It's just  
that he's acting...peculiar.

SOLO

How peculiar?

MINERVA

Very. I'm sure he's not  
here to talk to his son.

ILLYA

Is there anyone who knows your  
father well on campus?

MINERVA

His oldest friend is Silas Weary.  
He's a psychology professor.

INT. DWIGHT'S HOUSE - ANGLE ON FRONT DOOR

142

Trumbull is looking out the peephole. Twenty-four stands beside him.

TRUMBULL

She's suspicious. And so are they.  
If we give them enough time...

TWENTY-FOUR

Their time has already run out.

Trumbull steps back from the door as Minerva enters.

TWENTY-FOUR

My dear, I think it's time your  
daddy told you about the facts of  
life.

RE-ACTION - MINERVA

143

After Henry Miller, what else is there?

ZIP PAN TO:

INT. SOLO'S CAR - DAY

144

Solo and Illya.

SOLO

How'd he seem to you?

ILLYA

Like an absent-minded Dean.

SOLO

Well, if Mr. Waverly says he's all  
right, I'm sure he is. But it won't  
hurt to talk to his friend, Weary.

ZIP PAN TO:

INT. WEARY'S LIVING ROOM - NIGHT

145

Dwight is stretched out on the sofa, BABBLING.  
Weary is slumped in a chair, DOZING.

DWIGHT

...and all that year I was terribly frustrated. Pressure, anxiety, you know. But next year, when I entered seventh grade, the pressure was even worse. My father wanted me to make good grades, my mother wanted me to go out for the baseball team. I suppose it's a typical sort of problem, but --

145  
CONT'D  
(2)

He is interrupted by a KNOCK at the door. Weary starts out of his doze and goes to answer the door.

ANOTHER ANGLE

146

Solo and Illya make their entrance.

SOLO

Dr. Weary?

WEARY

Yes?

SOLO

We'd like to talk to you about Dean Dwight.

Weary swings the door back to expose Dwight to their view.

SOLO (surprised)

It's Dean Dwight.

ILLYA (equally surprised)

But...but just a few minutes ago --

SOLO (to Dwight)

When did you get here?

DWIGHT

What? Oh, a long time ago. I've been talking about myself to Dr. Weary, and I've already reached the seventh grade...

They enter the room, and Weary starts to swing the door shut.



ANGLE ON BOTTOM OF CLOSING DOOR

147

Just before the door closes, A FOOT intrudes itself between door edge and jamb.

ANGLE ON WEARY

148

He tries to push the door shut, but it's no go. Now he is forced to slowly back up as the door is slowly pushed open from the outside.

ANGLE ON SOLO, ILLYA, AND DWIGHT

149

Solo and Illya turn toward the door and register befuddlement. Dwight sits up on the sofa and registers shock.

WHAT THEY SEE - TWENTY-FOUR STANDING IN THE DOORWAY 150

The face is a copy of Dwight's, but the gun's his own.

FADE OUT

END ACT THREE

## ACT FOUR

FADE IN:

INT. WEARY'S LIVING ROOM - CONTINUOUS ACTION -  
NIGHT

151

TWENTY-FOUR

At last we meet face to face, Dean  
Dwight.

(smiles grimly at his own pun)

WIDER ANGLE

152

Solo takes a half-step to the side, as if preparing  
to dive for cover.

TWENTY-FOUR

No fireworks, Mr. Solo. There are  
ladies in the audience.Twenty-four steps aside and Minerva enters, followed  
by Trumbull.

MINERVA (runs to Dwight)

Daddy.

TWENTY-FOUR

Touching. Very touching. I take  
great pleasure in such happy reunions.

TRUMBULL (annoyed)

Let's skip the flourishes and get  
rid of them. We have a lot of  
arrangements to make before tomorrow  
morning.

TWENTY-FOUR

Spoken like a true Philistine,  
Trumbull. You have no appreciation  
for the art.

TRUMBULL

For an assassin you aren't very keen  
on killing.

TWENTY-FOUR (sharply)

My business killings are always  
quick and clean.

(relaxes)

But this is pleasure killing, so I  
don't mind dawdling a little. After  
all, a man has to have some relax-  
ation.

ANGLE ON MINERVA AND DWIGHT

153

What is to become of us?

ANGLE ON SOLO AND ILLYA

154

They know.

ZIP PAN TO:

INT. BASEMENT ROOM - ANGLE ON VICTIMS - NIGHT

155

Minerva, Dwight, Solo, Illya and Weary are roped into classroom chairs. They all have their arms tied behind them, except for Solo, who has one arm lashed to the top of the DESK ARM. Within reach of his hand is a small PUSH BUTTON APPARATUS containing TWO BUTTONS. This is the control room for the various electronic teaching aids used in the university. ELECTRONIC EQUIPMENT IS SCATTERED AROUND THE ROOM, including a CLOSED CIRCUIT TELEVISION CAMERA near Illya.

RESERVE ANGLE - SHOOTING FROM BEHIND THEM - ON  
TWENTY-FOUR

156

Twenty-four stands near a large (four ft. square) electronic TEACHING MACHINE, which sports a FIFTEEN SECOND TIMER (with sweep second hand) in its front panel. Wires lead from the machine to the push-button apparatus on Solo's desk arm. Next to the machine stands a large metal GAS CYLINDER. Twenty-four is holding and examining the boys' communicators.

TWENTY-FOUR (musingly)

Interesting, these communicators.

(smiles)

I think, though, that it would be inadvisable to let you keep them.

(to all, as he pockets  
communicators)

And now, class, you're ready for  
your...

(beat, smiles)

...final exam. To be administered by  
this electronic teaching machine,  
which is reputed to work wonders  
with slow learners. A recorded voice

(Continued)

156  
CONT'D  
(2)

TWENTY-FOUR (continued)  
will ask a question and give you  
two possible answers. If you  
choose the right answer...by  
pressing the appropriate button,  
Mr. Solo -- a bell rings. This will  
be followed by the next question.  
If you choose the wrong answer, or  
don't answer within the fifteen  
second time limit.

He indicates a small BUZZER MECHANISM.

He switches on the buzzer, and it buzzes.

BUZZERS GO.

ANOTHER ANG

To insure your privacy, all the  
other students are seated in  
other rooms.

He leaves.

THE CORRIDOR LIGHTS DIMMED

He enters the room and closes the door.

He is waiting outside.

INSERT BUZZER

157

TWENTY-FOUR (o.s.)  
...a buzzer.

ANOTHER ANGLE - TWENTY-FOUR AND DOOMED STUDENTS

158

TWENTY-FOUR  
You will notice that this buzzer  
is connected to that cylinder of  
cyanide gas. When the buzzer sounds,  
the gas will be released. In short,  
my friends, when you make your first  
mistake -- it will be your last.

He SWITCHES ON the machine, and WE HEAR A HUM as it  
warms up.

ANOTHER ANGLE

159

TWENTY-FOUR (walks toward  
the door)  
To insure your privacy we've sealed  
off all the ventilators, and there  
will be no proctors -- we operate  
under the honor system here.

He leaves.

INT. CORRIDOR OUTSIDE CLASSROOM - NIGHT

160

Twenty-four emerges and closes the door, a THRUSH  
is waiting outside.

TWENTY-FOUR  
Seal it.

The THRUSH takes out a roll of HEAVY TAPE and begins  
taping the crack around the door.

INT. CLASSROOM

161

The four stare at the machine.

RECORDED VOICE (filtered)

Questone One, European History:

In what year did Napoleon Bonaparte die?

Answer A: 1823. Answer B. 1821.

The four exchange looks.

ILLYA

Napoleon, you of all people should know that.

SOLO

I was named after him---I wasn't at his funeral.

MINERVA

Well I don't know. I flunked history the same year I flunked Latin.

(looks at the others)

Doesn't anybody know?

ANGLE ON CLOCK

162

The indicator is on seven but it's hardly a lucky omen.

SOLO

Dr. Weary.

WEARY

I'm afraid it's not my field, Mr. Solo.

DWIGHT

I think it's 1823---but I'm not sure.

SOLO

If you're not sure maybe we'd better try Answer B.

INSERT - SOLO'S HAND AND BUTTON APPARATUS

163

His forefinger hovers over the buttons.

INSERT - TIME ON CLOCK

164

The time's almost up.

ANGLE ON VICTIMS

165

ILLYA

At least let's not die by  
default.

ON SOLO

166

He jabs at Button B in the nick of time. WE HEAR THE  
BELL. You can hear the exhalations of breath.

ZIP PAN TO:

EXT. CAMPUS ROAD - AT GREEK THEATER - DAY

167

Waverly's chauffeured limousine pulls to a stop  
and Waverly exits to be met by Twenty-four (as Dwight,  
of course) and assorted campus dignitaries.

WAVERLY (to Dwight)

Timothy...

TWENTY-FOUR

Alex...it's been too long...

They clasp hands.

WAVERLY

You're looking well, I must say.

TWENTY-FOUR (smiles)

...And looking forward to the  
next hour..you don't know how  
much, Alex...

WAVERLY (looks about)

Mr. Solo and Mr. Kuryakin...aren't  
they here?

TWENTY-FOUR

Why, no...I haven't seen them  
since -- last night.

167  
CONT'D  
(2)

WAVERLY

Curious.

TWENTY-FOUR

But everything is in order, my  
friend. Indeed, everything is --  
just fine...shall we go?

He and the entourage lead Waverly off.

ZIP PAN TO:

INT. BASEMENT ROOM - ANGLE ON MACHINE - DAY

168

RECORDED VOICE

Question three-hundred and nine.

Natural Science: The horseshoe  
crab belongs to which genus?

Answer A: Genus Armonidae. Answer

B: Genus Rhexillia.

ANGLE ON VICTIMS

169

DWIGHT

Armonidae.

WEARY

Rhexillia.

Weary and Dwight frown at each other. Solo and  
Illya exchange a helpless look.

NOTE: They look extremely haggard at this juncture,  
as do the others; all, of course, have spent a sleep-  
less and rather tense night.

ZIP PAN TO:

INT. ROBING ROOM NEAR AMPHITHEATER - DAY

170

Waverly is talking to several Dons. Trumbull and  
Twenty-four stand apart. All are wearing academic  
robes and mortarboards.



ANGLE ON TRUMBULL AND TWENTY-FOUR

171

TRUMBULL

You could kill him now just as well.

TWENTY-FOUR

No, I want to wait until everyone is seated and he's in the middle of his speech. I want it to be absolutely clear that he has been killed by Dean Timothy Dwight...

\* CLOSE ON TWENTY-FOUR

171X1

\* TWENTY-FOUR (with fiendish delight)

...Killed before an entire graduating class... Consider what will happen, Trumbull. The groves of academe would be shaken to their very foundations. And the scandal would lead to so many investigations that U.N.C.L.E. would be finished -- absolutely finished -- as a secret agency... And THRUSH will move into the vacuum!

ANGLE ON WAVERLY AND DONS

172

WAVERLY

No, I don't think the younger generation is completely hopeless, gentlemen. Difficult perhaps, but not hopeless. Excuse me a moment.

ANOTHER ANGLE

173

Waverly moves behind some cover, speaks surreptitiously into his communicator.

WAVERLY (into communicator)

Open Channel D, please...Mr. Solo?  
....Mr. Kuryakin?.....Either one of you... Come in, please....

After a moment, he shakes his head in frustration, puts away the communicator.

\*Chgs.

DIRECT CUT TO:

INT. BASEMENT ROOM - DAY

174

Lo and behold they are still alive, though weary and haggard from the continuous mental strain. Illya has maneuvered over near a remote television camera.

RECORDED VOICE

Question 324, Astronomy: The star Alpha Seventeen is how many light years from the sun? Answer A: 416.  
Answer B: 394.

175

## SCENE

Illya is trying to turn the camera on by flipping a switch with his elbow or something. Dwight is dozing off.

MINERVA

Daddy, wake up.

DWIGHT (he snaps  
to; his eyes blink open)  
What?...Oh....it's 394.

WEARY (emphatically)

416!

DWIGHT

It's 394 I tell you.

176

## ANGLE ON SOLO

From his expression it is obvious he's been refereeing these academic squabbles all night. And as usual he must make the final life and death decision.

177

## INT. EMPTY CLASSROOM - DAY

In the front of the room is a CLOSED CIRCUIT TELEVISION SCREEN.

178

## CLOSE ON SCREEN

It's dark, but as we watch it goes ON, SHOWING THE SCENE IN THE BASEMENT ROOM.

179

## WIDER ANGLE

ILLYA (through  
speaker)  
Help, somebody. Anybody!

180

## EXT. AMPHITHEATER - SPEAKER'S STAND - DAY

Waverly, the Dons, and Trumbull and Dwight are seated on the stand. Trumbull is addressing the audience.

## GRADUATING STUDENTS (STOCK)

181

Row upon row of Mortarboards.

## ANGLE ON TRUMBULL

182

## TRUMBULL

Alexander Waverly hardly needs an introduction. His reputation is well known by all of you. And on this day, when you are about to leave the cloistered robes of academe, no man is more qualified to give you a few words of wise advice before you set out on your perilous journeys into the wide world outside....

## RESUME - BASEMENT ROOM

183

## ILLYA

It's hopeless. Nobody's in the classrooms today.

## RECORDED VOICE

Question 336, Bio-Chemistry....

## RESUME - EMPTY CLASSROOM - ANGLE ON PATRICIA DARLING

184

She is standing at the back of the classroom, bidding it a nostalgic adieu (until next term).

## PATRICIA

Don't worry dear old classroom, I'll be back again next year. And next year, I'm going to pass!

## ILLYA (o.s., through speaker)

Is anybody out there?

Patricia blinks, looks toward the screen.

ANGLE ON SCREEN

185

Showing the terrible plight.

REACTION - PATRICIA

186

Good grief.

ILLYA ON SCREEN

187

ILLYA

If anybody can hear me, will you  
listen closely, please....

ON PATRICIA

188

Bug-eyed, listening closely.

RESUME - SPEAKER'S STAND

189

Trumbull is still speaking.

TRUMBULL

But before you hear Mr. Waverly, I  
would be derelict in my duty if  
I did not give you a few words of  
parting advice of my own.

REACTION - TWENTY-FOUR

190

He'd like Trumbull to shut his yap and let Waverly  
speak, so that they can get down to business.

EXT. CAMPUS LAWN - DAY

191

Deserted. Everyone is at the graduation ceremony.  
Patricia Darling runs across the lawn looking for  
help.

PATRICIA (waves,

calls)

Hey! Wait a minute!

## ANOTHER ANGLE - INCLUDE DEMONSTRATORS

192

They are marching to the graduation with their Anti-Uncle signs. Patricia runs up to them.

## RESUME - SPEAKER'S STAND

193

Trumbull is going on.

TRUMBULL

I can only say that we of the older generation look to you for new solutions to our old problems....

## RESUME - BASEMENT ROOM

194

RECORDED VOICE

Question 340. Mathematics: What is the numerical value of pi.

Answer A: 3.14159. Answer B: 3.14158.

DWIGHT

Answer B.

WEARY

Answer B.

SOLO

This is an historic occasion. It's the first time you've both agreed.

He presses Button B. They wait confidently for the bell to ring....but there is nothing but ominous silence.

DWIGHT

That's impossible. Answer B must be right.

WEARY

I agree. It must be!

## ANGLE ON CLOCK

195

as it moves inexorably toward the fifteen-second mark -- and reaches it. The BUZZER SOUNDS!

ANGLE ON GAS CANNISTER

196

WE HEAR THE HISS of escaping GAS.

ANGLE ON VICTIMS

197

WEARY (enraged)  
It's impossible! The machine's  
wrong!

SOLO  
Save your breath, professor. You'll  
need every bit of it.

ANGLE ON SOLO

198

He inhales deeply and holds his breath.

ANGLE ON MINERVA

199

She follows his example.

ANGLE ON DWIGHT AND WEARY

200

They too gulp in as much air as they can.

RESUME - SPEAKER'S STAND

201

Trumbull has finally run out of words of wisdom,  
and is about to introduce Waverly.

TRUMBULL  
And finally, I can give you no  
better advice than this: heed well  
the words of the man who is about  
to speak to you....Alexander Waverly.

APPLAUDING STUDENTS (STOCK)

202

An ovation.

RESUME - STAND

Trumbull sits down and Waverly takes his place.

WAVERLY  
Gentlemen of the faculty, parents,  
and members of the graduating class....

204

RESUME BASEMENT ROOM

The gas is escaping, and the five victims are beginning to turn blue from holding their breath. They turn their heads as we HEAR the door being smashed in.

205

ANGLE ON DOOR

The lock gives way and the door bursts open to reveal Patricia and the demonstrators.

206

WIDER ANGLE

SOLO  
There's gas in here! Don't breathe!

207

ON DEMONSTRATORS

They back into the hall, fill their lungs with air, and run into the room.

208

OTHER ANGLE

There is obviously no time to untie the victims so they begin dragging the chairs toward the door.

RESUME - SPEAKERS' PLATFORM

Waverly is picking up oratorical speed.

209



WAVERLY

...and as I look out upon this sea  
of young faces, I cannot believe  
those prophets of doom who assert  
that civilization is at its last  
gasp...

209  
CONT'D  
(2)

INT. CORRIDOR OUTSIDE BASEMENT ROOM - CLOSE ON MINERVA - DAY

Gulping in great draughts of air as she is dragged  
into the corridor by the demonstrators.

WIDER ANGLE

211

The others are dragged from the cyanide-filled room,  
and they explode in turn as they let out their pain-  
fully held breath.

SOLO (gasping)

The ropes! Untie the ropes!

The students begin working on the ropes.

RESUME - WAVERLY

212

WAVERLY

The future is in your hands. After  
all, we old men will not be around  
much longer.....

ANGLE ON TWENTY-FOUR

213

Reaching casually for the revolver concealed in the  
wide sleeve of his academic gown. A faint, homici-  
dal smile glimmers on his face.

WAVERLY (o.s.)

----and then it will be your task to  
carry forward the torch.

EXT. CAMPUS LAWN - DAY

214

Solo and Illya race INTO SHOT, followed by Minerva, then the demonstrators, and finally (at a dignified academic trot) Dwight and Weary.

RESUME - SPEAKERS' STAND - INCLUDE WAVERLY AND TWENTY-FOUR

215

Twenty-four is about to make his play.

WAVERLY (wry smile)  
I will admit that the world you  
inherit from us is not exactly  
unscarred, but...  
(clears his throat)

Waverly picks up a glass of water to drown the frog in his throat.

ANGLE ON TWENTY-FOUR

216

Holding the gun inside his sleeve, he aims it at Waverly.

ANGLE ON SOLO - RUNNING PAST FRONT ROW OF STUDENTS

217

As he runs, he snatches a MORTARBOARD from the head of one of the students and THROWS THE MORTARBOARD toward the speakers' stand.

ANGLE ON TWENTY-FOUR

218

The real Dwight is bucking on the...  
He is about to fire when the flying mortarboard catches him in the ARM and knocks his gun loose.

WIDER ANGLE - PANDEMONIUM

219

A wild, confused melee as dons and students jump onto, or off of, the speakers' platform. Trumbull, Twenty-four, and Waverly are lost in the confusion. Solo and Illya try to shove through the milling crowd.

ANOTHER ANGLE ON CROWD

220

Twenty-four bursts from the crowd and streaks across the lawn -- tearing off his academic garb as he runs. (Naturally the suit he is wearing underneath the robe is identical to the one Dwight is wearing.)

ANOTHER ANGLE

221

Trumbull bursts from the crowd and flees...followed in a moment by Solo and Illya.

EXT. ANOTHER PART OF LAWN

222

Twenty-four finally drops his robe and slows to a stroll, trying to pass himself off as Dwight. Solo runs up to him.

CLOSER SHOT

223

SOLO

You'd better stay here, Mr. Dwight.  
If you run into a THRUSH agent  
you'll get yourself killed.

TWENTY-FOUR

I doubt it.  
(fells Solo and takes off)

EXT. ANOTHER PART OF LAWN - INCLUDE SHRUBBERY

224

The real Dwight is huddling in the lee of some shrubbery, when Trumbull appears and takes him for Twenty-four.

TRUMBULL

This way! We've got a car waiting.

But as Dwight backs off Trumbull realizes his mistake. TRUMBULL FIRES as Dwight dives into the bushes.

CLOSE ON DWIGHT

225

As he goes in, he collides with Twenty-four coming out. As they go down, clutching at each other, they roll across the lawn locked in an embrace.

CLOSE ON HEADS OF DWIGHT AND TWENTY-FOUR

226

As they roll across the lawn. Their identical revolving faces flash by the CAMERA like the head of some strange Janus-like beast.

WIDER ANGLE - INCLUDE TRUMBULL

227

The rolling Dwights finally come apart and get to their separate feet. But Trumbull can't decide which one to shoot.

TWENTY-FOUR (points)  
It's him, Trumbull!

DWIGHT (mimicking  
immediately, since his  
life obviously depends  
upon it)  
It's him, you fool!

CLOSE SHOT - TRUMBULL

228

Quite a quandary.

ON DWIGHT AND TWENTY-FOUR

229

TWENTY-FOUR  
Trumbull!

DWIGHT  
Trumbull!

WIDER ANGLE - ALL THREE

230

Trumbull points his gun at first one then at the other. Suddenly Minerva Dwight runs INTO SHOT and heads directly for Twenty-four with her arms outstretched.

MINERVA (screams)

CLOSE SHOT - TRUMBULL

231

A smile of triumph.

RESUME - WIDER ANGLE

232

Minerva has almost reached Twenty-four, who is transfixed by the unexpectedness of her move. Trumbull fires and Twenty-four crumples.

ANGLE PAST TRUMBULL ON SOLO

233

Solo goes to one knee and fires at Trumbull. Bullseye.

ANGLE ON MINERVA AND DWIGHT

234

They both look down at the corpse of Twenty-four. Then Minerva runs into Dwight's arms.

MINERVA (sobs)

Daddy.

CLOSER SHOT

235

Embracing.

DWIGHT

You've saved my life, darling!  
(beat)

But how could you tell us apart?

MINERVA (looks

up at him)

Don't you think I even know my own daddy?

She buries her head in his shoulder, and he raises one ambiguous eyebrow in answer to her rhetorical question.

ANGLE ON SOLO, ILLYA, AND WAVERLY

236

As Waverly joins them. There is a large and very noticeable BULLET HOLE in his mortarboard. Waverly removes the mortarboard and looks at it, then up at the others.

WAVERLY

Shall we proceed with the ceremony,  
please? I insist on getting that  
degree.

236  
CONT'D  
(2)

ZIP PAN TO:

INT. PROTEST HEADQUARTERS - DAY

237

Minerva is talking to Illya and Solo, Waverly and  
Dwight are talking. The latter two are in mufti.  
There are several Demonstrators present, destroying  
their anti-U.N.C.L.E. placards.

ANGLE ON WAVERLY AND DWIGHT

238

Waverly's rolled up degree certificate is tucked  
under his arm.

WAVERLY

Do they still print these things  
on sheepskin, Timothy?

DWIGHT

I'm ashamed to tell you this,  
Alex, but I'm afraid it's just  
ordinary paper. Economy has  
replaced tradition.

WAVERLY (shakes his  
head ruefully)

Things have changed since you and I  
were in college.

ANGLE ON MINERVA, SOLO AND ILLYA

239

Minerva is snuggling up to Solo.

SOLO

I, ah, thought you were building  
your superman plans around Illya.

MINERVA

I was, but he told me insanity runs  
in his family. I couldn't expose  
my future children to that kind of  
risk. He even admitted that he was  
a little...off.

SOLO (wry look at Illya)  
Crazy like a fox.

239  
CONT'D  
(2)

At this point Patricia enters, looks about, sees  
Illya, sidles over to him.

PATRICIA  
Mister Kuryakin?

ILLYA  
Ah, Miss Darling.

PATRICIA (sexily)  
Please.... Patricia.

Illya darts a rather alarmed glance at Solo, who looks  
curiously pleased.

PATRICIA  
Can I call you Illya?

ILLYA (with trepidation)  
Please do.

PATRICIA  
You know, Mr. Solo told me how  
smart you are. I mean, getting  
all those answers when you were  
on the teaching machine.

SOLO  
Oh, he's very bright.

PATRICIA (to Illya)  
Well, the point is, I'm not. So  
I thought you might -- tutor me...  
In the evenings?

SOLO  
He'd do a wonderful job.

ILLYA (a killing look  
at Solo)  
Napoleon, I -- !

PATRICIA (batting her  
eyes)  
You will, won't you?

ILLYA (defeated, to  
Solo)  
Crazy like a fox!

MINERVA

Hey!

WAVERLY

I beg your pardon, Miss Dwight?

MINERVA

It just dawned on me.

(indicates the posters  
being torn up, etc.)

Now that we're all friends with  
U.N.C.L.E., who do we demonstrate  
against next?

DWIGHT (raises a hand,  
nervous, alarmed)  
Now, Minerva, please....

WAVERLY (smiles)

Don't worry, Timothy.  
(his hand takes in  
Minerva)

So long as there are students,  
there will be protest. That's one  
tradition that will never change.

FADE OUT

THE END