


The Man From

U.N.C.L.E.

THE HEMINGWAY AFFAIR

Prod. #7421

REVISED FINAL

A
METRO-GOLDWYN-MAYERS
 TELEVISION
Presentation

Produced by
ARNA PRODUCTIONS, INC.

Executive Producer:
Norman Felton

Producer:
Sam Rolfe

Written by:

Dick Nelson

December 14, 1964

NOTE: "The Hemingway Affair" has been changed to
"The Mad, Mad Tea Party Affair"

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

12-15-64

The Hemingway Affair

Prod.# 7421

Script dated: December 14, 1964

Name changes:

FROM:

KAY BAKER

TO:

KAY LORRISON

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

The Hemingway Affair

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ACT ONE

"The Rabbit-Hole Revisited"

FADE IN:
EXT. PARK - DAY

1

A PANNING SHOT of the park...It's a pleasant spring morning. There are a few adults here and there either strolling, or sunning themselves on the grass...But children predominate. We find two boys playing tag. CAMERA PAUSES as one catches the other in a flying tackle, and they wind up piled together. As they untangle themselves, we HEAR, o.s., the sputtering whine of a model airplane engine as it is being turned over. The boys look off, reacting with interest. They exchange brief looks, then start toward the sound.

ANOTHER ANGLE IN PARK - HEMINGWAY

2

MR. HEMINGWAY, a pleasant, tweedy man of middle age, is sitting on the grass, making an adjustment on the engine of a rather large model airplane. The plane's wing span is at least five feet. Mr. Hemingway looks up and smiles pleasantly as the boys gather round to watch.

HEMINGWAY

Ah -- Just in time. I'm very much in need of a ground crew...Would you volunteer?

FIRST BOY

Sure.

HEMINGWAY

Now if each of you will take hold of a wing tip...

The boys each hold a wing tip, keeping the plane stationary.

VERY CLOSE - HEMINGWAY AND "BLACK BOX"

3

Hemingway removes from a tool kit a small, compact electronic unit...a remote control guidance system for the model plane.

4 OUT

WIDER - FAVORING HEMINGWAY

5

He nods to the boys.

HEMINGWAY

All right...On the count of three
let go. One -- two -- three!

The boys release the plane.

6 OUT

ANGLE ON PLANE

7

As it taxis and takes off. Once in full flight,
it begins to climb in a graceful spiral. INTERCUT
with:

HEMINGWAY AND BOYS

8

Watching the plane, Hemingway manipulating the
electronic control.

EXT. MANHATTAN SKYLINE - PLANE - (PROCESS?)

9

The plane levels out in straight flight at building-
top level. We see (I hope) the Manhattan Skyline
in b.g.

BACK TO HEMINGWAY AND BOYS

10

Hemingway has now brought a powerful pair of binoc-
ulars out of his tool box, and is using them to
follow the plane. He makes a few minor adjustments
to his remote control unit, but seems satisfied
with the plane's performance. The boys show increas-
ing concern.

FIRST BOY

Hey, aren'tcha gonna turn it
around pretty soon? You could
lose it.

10
CONT'D
(2)

HEMINGWAY (uncon-
cerned)

The fact is, it isn't supposed to
come back. It's what you might
call -- a suicide mission.

As the boys react,

CUT TO:

INT. U.N.C.L.E. HEADQUARTERS - RADAR ROOM - DAY

11

Bells are RINGING, lights flashing, several ALARMS
go off simultaneously. The radar operator remains
cool and efficient, despite the increasing tension
of the situation.

ANOTHER ANGLE - TO DOOR

12

As SOLO and ILLYA enter on the run. They hurry to
the radar control board where a scanner shows an
incoming blip.

RADAR GIRL

It locked onto us almost a minute
ago....Collision course with the
top floor of the building.

ILLYA

A minute ago? Then it must be
moving very slowly.

RADAR GIRL

Very. I've never seen anything
quite like it on radar.

Solo moves to the controls of an instrument with
something like a TV screen.

SOLO

Maybe our roof camera can give
us a visual fix.

He punches a control button and a picture appears on the screen.

12
CONT'D
(2)

INSERT - IMAGE ON SCREEN (STOCK)

13

A roof-top view of a brownstone section of New York.

SOLO'S VOICE

(o.s.)

Let's try some magnification.

14 OUT

INSERT - TV SCREEN - MODEL PLANE

15

A shot of the model plane jumps into view. It is coming head on at CAMERA.

BACK TO SCENE

16

as Solo and Illya react surprised.

ILLYA

It's only a toy!

SOLO

Maybe.

RADAR GIRL

Five hundred yards and closing.

ILLYA

But surely it can't represent a threat -- it isn't big enough.

SOLO

They make a nuclear warhead about the size of a flashlight, now. It's big enough.

RADAR GIRL

Four hundred yards and closing.

SOLO (decisively)

Time to take in the welcome mat.

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ILLYA
The laser beam?

16
CONT'D
(2)

SOLO (nods yes)
Set for two hundred fifty yard
destruct.

Illya flips a safety control switch, and begins
adjusting dials.

CUT TO:

EXT. ROOF OF U.N.C.L.E. BUILDING - DAY

17

On the roof an innocent-looking structure, one that
might possibly house machinery for a cooling system
or some such, suddenly comes to life. One side of
the structure flips back, exposing a bizarre-
looking laser gun within. The gun swivels, locking
on target.

CUT TO:

INT. RADAR ROOM - DAY

As Solo watches the incoming bird, and Illya prepares the reception.

RADAR GIRL
Three hundred yards and closing.

ILLYA
Set for two fifty.

RADAR GIRL
Two-seven-five...two-six-five...
two-five-five...

SOLO (quietly)
Bingo.

Illya punches a trigger device. It shorts with a sputter.

ILLYA (urgently)
Malfunction...Hit the secondary!

Solo dives for another switch and pushes it. Both men look at the TV screen.

INSERT - TV SCREEN

19

The incoming model plane now appears huge. It's coming in steady and true, completely undisturbed.

BACK TO SCENE

As Solo, incredulous at the failure of their defenses, hits the trigger again several times without effect.

20

RADAR GIRL
Two hundred yards and closing.

ILLYA
We can't stop it!

Solo grabs a microphone, clicks it on and speaks urgently into it.

SOLO
Take cover! Headquarters is under attack. You have twenty seconds....

INT. U.S.C.L.I. HEADQUARTERS - VARIOUS - DAY

21

In the corridor and reception area, we see U.S.C.L.I. personnel flatten themselves in defensive positions against walls, under desk in reception area, etc. Solo's voice continues over, on a loud speaker system.

SOLO'S VOICE

Take cover -- the blast will come from above you -- Take cover!

INT. RADAR ROOM - DAY

22

As the Radar Girl watches her scanner, on which the blip is nearing center screen.

RADAR GIRL

One hundred yards-minus.

ILLYA

I think you can leave the rest to our imaginations...

As he says this, he is pulling her to the floor and shielding her with his own body. Solo also drops to the floor.

CLOSER ANGLE - T.V. RECEIVER

23

as the model plane comes sailing in, and blacks out the screen.

INT. RADAR ROOM - DAY

24

As Solo, Iillya and the Radar Girl wait expectantly for the blast...which doesn't come. Finally Solo and Iillya raise their heads and look at each other.

ILLYA

A dud?

CUT TO:

EXT. U.N.C.L.E. BUILDING ROOF - DAY

25

ANGLE TO DOOR which gives access to a flight of stairs coming up from the top floor of the building. Solo and Illya arrive on the roof and stop, looking grimly toward the crashed model plane. As they start toward it:

INSERT - THE CRASHED PLANE MODEL

26

A jet of smoke erupts from its innards, accompanied by a loud HISSING.

ANGLE ON SOLO AND ILLYA - PLANE IN F.G.

27

SHOOTING PAST the wrecked model, to Solo and Illya, as they instinctively duck. The jet of smoke and hissing is terminated by a SHRILL WHISTLE, such as might be emitted by a Fourth of July whistle-bomb. Only this one doesn't end in an explosion...it just dwindles away into something very much like a Bronx cheer. Solo and Illya realize they're safe, and move in on the wreckage. Illya gingerly probes the still smoking fuselage. He brings out a folded piece of note paper, unfolds it and reads its message, then hands it to Solo, maintaining a complete poker face throughout.

ANGLE ON SOLO

28

He looks incredulously at the note.

SOLO (reading)
"Boom -- you're dead?"

CUT TO:

INT. WAVERLY'S OFFICE - DAY

29

The wreckage of the model is now on Waverly's desk...and WAVERLY himself is reading the note which Solo and Illya found in the plane. Waverly puts it down and stares blankly at Solo and Illya, who stand before his desk, awaiting his reaction.

WAVERLY
Incredible. Utterly incredible.

SOLO (a bit lamely)
Yes, sir. That's -- ah -- what we
thought.

29
CONT'D
(2)

WAVERLY (indicates
plane model)
The -- ah -- delivery system...
has it been examined for clues as
to who assembled it?

SOLO
Not yet, sir. Riley, our detection
expert, hasn't checked in yet this
morning.

WAVERLY
Well, when he does arrive, inform
him that he is to work directly
with you and Mr. Kuryakin. We
must make absolutely certain that
no such breach of security occurs
again.

(with a significant
look at both men)
Especially, not today.

Solo and Illya exchange a look.

ILLYA (to Waverly)
The -- Meeting?

WAVERLY (nods)
The so-called "Closet Summit"
begins in our conference suite in
less than eight hours.

SOLO
Better put the entire building under
yellow alert for the rest of the
day. Wouldn't want any more embar-
rassing little lapses...not while
we're playing host to some of the
world's top leaders.

He nods to Illya and they start out.

WAVERLY
Gentlemen...one thing more...
(as they turn back)
It is vital that we know how the
attacker did what he did...There-
fore, should he strike again...
you must take him alive and un-
harmd. That is mandatory.

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SOLO
You mean...don't shoot unless he
shoots first?

29
CONT'D
(2a)

WAVERLY (quietly)
I mean, Mr. Solo, don't shoot at
all.

Solo and Illya react. In effect, they've been told
they're expendable. A beat, and then they exit.

ANGLE ON WAVERLY

30

He looks after them, face expressionless, then bends for a closer look at the wrecked plane model.

CUT TO:

INT. UNCLE HEADQUARTERS CORRIDOR

31

As Solo and Illya come out of Waverly's office, heading along the corridor, CAMERA TRUCKING with them.

ILLYA

Riley is usually most punctual...

SOLO

Seems to me he did say something about a Doctor's appointment this morning. He'll be along.

CUT TO:

INT. CORRIDOR IN OFFICE BUILDING - DAY

31X1

ANGLE along a corridor in a modern business office, as RILEY, a personable, handsome young man, comes along the corridor and turns in at a door.

ANGLE ON DOOR

31X2

As Riley opens it, we see the sign painted on the door. It reads:

"DR. A. BYRD, M.D."

32 OUT

INT. DOCTOR'S OFFICE - DAY

33

As Riley enters, shuts and locks the door behind him. DR. BYRD, a pleasant, grey-haired man with a bland, expressionless face is tinkering with what appears to be a fountain pen. On the desk at which he sits, is a plastic life-sized model of a human head. He glances up.

DR. BYRD (indicating pen)
Ah... Riley... I was just checking this out for you. Thrush is issuing these to a few of our more important agents.

RILEY (pleasantly)
Well, nice to know I'm one of the elite. What is it?

DR. BYRD
It's a perfectly harmless fountain pen...

INSERT - PEN IN BYRD'S HAND

He scribbles something on a blank prescription pad to indicate that the pen functions normally. Then he replaces the pen's cap. His voice continues over.

DR. BYRD'S VOICE (o.s.)
...until you put the cap on and twist it once to the right and once to the left...like this.

He twists the pen's cap, it CLICKS audibly, and on the second twist a metallic rod about an inch long protrudes from one end of the pen.

BACK TO SCENE

as Dr. Byrd now moves the pen to the plastic head before him.

DR. BYRD (continued)
Now it's armed. You press it against the head of your -- ah -- target...

He pushes down on the pen, so that the rod is pushed back into the barrel of the pen. There is a POPPING SOUND, something like a bottle of champagne being uncorked.

INSERT - PLASTIC HEAD

The clear plastic is suddenly webbed with thousands of minute cracks...like shatter-proof glass which has been hit by a bullet.

DR. BYRD'S VOICE (o.s.)
The weapon transmits an ultra-sonic concussion of tremendous force....

BACK TO SCENE

as Riley leans forward for a closer look at the plastic head.

DR. BYRD (continued)
The brain is, in effect, homogenized.
Death is instantaneous, of course.

He hands the pen to Riley, who examines it gingerly.

DR. BYRD
Oh, it's perfectly harmless now,
until you cock it again.

Riley shrugs, puts the pen in an inside pocket of his coat.

RILEY
Any reason why I'm getting this today?

DR. BYRD
Yes. The meeting. We believe it will be held this evening...at the headquarters of the U.N.C.L.E.

RILEY (quiet satisfaction)
I've waited a long time for this.

DR. BYRD

All of Thrush has been waiting.
Now, once and for all, the
U.N.C.L.E. will be completely
discredited.

37
CONT'D
(4)

RILEY

With some of the world's most
important people blown to bits
under UNCLE's own roof...
"discredited" will hardly cover
it.

DR. BYRD

Let's recap, now...go over the
plan with me one more time...

RILEY (mild protest)

But it's so absurdly simple...

DR. BYRD (insistent)

Please -- indulge me...I enjoy
hearing my own brilliance confirmed.

RILEY (smiles, shrugs)

All right...the operation began
several months ago, when I learned
the conference suite at UNCLE was
to be redecorated. You located the
furniture manufacturer who was
custom-building a conference table...
and managed to plant an explosive
in the table just before it was
delivered.

DR. BYRD (correcting)

On the table. The entire table top
is a layer of plastic explosive,
about a half an inch thick. Enough
to demolish the entire floor of the
building.

RILEY (picking it up)

Now...this plastic requires an ex-
plosion to detonate it. And so, as
a trigger, we devised...

He leans forward, picks up an ashtray from Byrd's
desk.

RILEY

An ashtray, made from another type
of plastic explosive. A type that
is detonated by heat...the heat from
a lighted cigarette.

DR. BYRD (gleeful)
Lovely -- lovely -- that's the
beauty part. The table has been
sitting there, absolutely harmless,
waiting for the trigger device.

RILEY (nods)
And this afternoon, I put the
lethal ashtray on the conference
table...there are bound to be
smokers at the meeting...and
fifteen seconds after a hot
cigarette touches it, the ash-
tray goes bang...the table top
goes boom...

DR. BYRD (exultant)
...And we write off UNCLE as a
world power!
(calming himself, with
something of an effort)
Well...now for your final instructions:
we're abandoning this cover as of to-
day. You'll use one of the pre-
arranged escape routes.

RILEY
You mean I won't be seeing you
again?

DR. BYRD
Well, if you do, you won't recognize
me. But don't worry, you'll be
contacted along the way.

He rises, extending a hand across his desk. Riley
shakes hands with him.

RILEY
Hard to believe I wouldn't
recognize you next time around.

DR. BYRD
Oh, you can believe it, Mr. Riley.
Best of luck.

RILEY
Thank you, Doctor. But I won't
need luck. There isn't anything
that hasn't been provided for in
your plan.

He goes to the door and exits. When the door shuts
behind him we MOVE IN on Dr. Byrd. He puts a finger
under his chin and pulls up.

INSERT - DR. BYRD'S WASTEBASKET

38

O.S. we HEAR a SOUND like a rubber glove being pulled off a hand. Then Dr. Byrd's face -- a skillfully made latex mask, is deposited in the basket.

CUT TO:

EXT. CLEANING SHOP - DAY

38X1

An ESTABLISHING SHOT of Del Floria's shop.

ANOTHER ANGLE - RILEY

38X2

As Riley gets out of the taxicab, and moves briskly into Del Floria's. When he is in the shop, PAN TO a portable lunch wagon, a short distance away from the shop entrance. There are three people beside the VENDOR at the lunch wagon.

CLOSE - MR. HEMINGWAY

38X3

One of the people at the lunch wagon. He smiles and says:

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MR. HEMINGWAY
Lots of mustard, please.

38X3
CONT'D
(2)

WIDEN ANGLE to reveal a portable lunch wagon, at which Mr. Hemingway is buying a hot dog. The vendor slops mustard on the sandwich and hands it to Hemingway. Hemingway takes it, nibbles at it delicately, looking thoughtfully toward a young couple who stand at the other end of the lunch wagon finishing a snack of coffee and rolls.

39-40 OUT

ANOTHER ANGLE - THE COUPLE

41

They are KAY BAKER, and her fiance, WALTER. They are engrossed in a discussion...Kay rather irritated with Walter. Walter is a bit of a nebbish.

KAY

But we can't change the date now,
I mean, the announcements have
all been mailed and everything.

WALTER

Well, I didn't say we should
change the date...I just said I
have to take my vacation when
they tell me to. And now Charlie
Andrews decides he wants to take
the next two weeks.

KAY

But doesn't he know we're getting
married tomorrow?

WALTER

Well, sure he knows, but he got
this chance to go bone fishing
in Florida...and he does have
seniority.

KAY (exasperated)
Oh, Walter -- everybody in the
world has seniority when you let
them push you around the way you
do.

41
CONT'D
(2)

ANOTHER ANGLE

42

FAVORING Mr. Hemingway. He still has most of his
hot dog left and has evidently come to a decision
about Kay. He starts along the sidewalk, and
"accidentally" collides with Kay, dribbling
mustard all down her skirt. Kay reacts with
dismay.

KAY
Oh, no!

HEMINGWAY
Oh dear, I'm terribly sorry...

KAY
Look at me -- I'm all over mustard.

WALTER (worried)
Boy, that's a mess...you better
not go back to the store looking
like that.

HEMINGWAY

There's a little cleaning shop
just across the street...I'm sure
they could make the necessary
repairs -- and of course I insist
on paying...

WALTER

Oh, well, look -- it was an accident...

KAY

Walter, will you please stop being
a teddy bear?

WALTER

Well, I only meant....

HEMINGWAY

No, no I won't have it any other
way. I'm sure they can take
care of you very quickly.

As he says this, he has Kay firmly by the arm and
is starting across the street with her. Walter
looks on with confusion, not knowing whether to
come along or to go on to the job.

WALTER

Uh -- Kay -- ?

KAY

Oh, it's all right, Walter...go
on back to the office.

As she says this she is being led out into traffic.

WALTER (calling after
her)

Call me when you get back to the
store.

CAMERA CLOSES IN on him as he watches indecisively
for a moment, then heads away along the sidewalk.

ANGLE - IN FRONT OF CLEANING SHOP

As they are about to start into the shop, Kay balks
momentarily.

KAY

Hey, wait a minute -- this is all happening so fast -- how do I know you're not a kidnapper or something.

43
CONT'D
(2)

HEMINGWAY (jovially)

Really, miss...do I look untrustworthy?

KAY (resignedly)

No -- you look absolutely harmless. That's the story of my life.

She does not resist now as Hemingway leads her into the shop.

INT. DEL FLORIA'S - DAY

44

DEL FLORIA looks up from his pressing as Kay and Hemingway enter.

HEMINGWAY

Bit of an accident. Mustard.
(to Kay)

You can slip out of your dress right in here, my dear.

He is pulling the curtain on a booth. Del Floria reacts.

DEL FLORIA

Wait a minute --

But Hemingway has already propelled the girl inside, and has drawn the curtain shut again. He turns pleasantly to Del Floria.

HEMINGWAY

Yes? You were saying?

DEL FLORIA (a shrug)

Nothing, nothing -- let's get on with it before she catches cold.

ANGLE IN BOOTH

45

as Kay struggles out of her dress. Beneath it she wears a full slip. She pauses, halfway out of her dress.

KAY

Say, you wouldn't be one of those
characters from some crazy TV show?

(shrugs, continues
dressing)

Silly question. Nothing that
exciting ever happens to me.

45
CONT'D
(2)

ANGLE OUTSIDE BOOTH

46

as she hands the dress through the curtain to
Hemingway, who passes it on to Del Floria. Del
Floria immediately begins cleaning it. During
this:

HEMINGWAY

Maybe you don't know when
you're well off.

ANGLE IN BOOTH - KAY

47

KAY

Oh, I know; it's just that when a
girl has had a nice, safe, dull
existence growing up, and she's
about to marry a nice, safe, dull
guy... Well, you can't help wishing
something would happen. You know
what I mean?

During the above, she leans against the rear wall
of the booth.

ANGLE OUTSIDE BOOTH

48

as Hemingway glances surreptitiously toward Del
Floria, who is engrossed in his spot cleaning.
Hemingway takes a small electronic gadget from a
pocket, something about the size of a small
transistor radio.

HEMINGWAY

Oddly enough I do know what you
mean. And furthermore I agree --
agree heartily.

With this, he holds the gadget against the wall
next to the booth and presses a button.

ANGLE IN BOOTH

49

Kay is still leaning against the wall as it suddenly opens inwardly, and she finds herself entering back-side first into:

INT. UNCLE HEADQUARTERS - RECEPTION AREA - DAY

50

Kay stumbles into the reception area where the Receptionist reacts with understandable surprise. Alarms begin CLANGING. After a moment of indecision, Kay screams.

INT. DEL FLORIA'S SHOP

51

Hemingway is heading for the street door. Del Floria starts around the counter, to intercept him, but Hemingway swiftly produces a stubby black gun from his coat pocket. Del Floria freezes.

HEMINGWAY

Ah-ah... Face down, flat on the floor, please.

Del Floria complies.

CLOSER - HEMINGWAY

51X1

At the door, he pauses, surveying the scene with satisfaction...then he puts the muzzle of the gun to his mouth and bites. It is one of those chewing wax monstrosities, available in dime stores. Hemingway exits quickly, chewing.

EXT. STREET - DAY

52

as Hemingway comes out, turns a corner, walks briskly along the sidewalk, CAMERA TRUCKING with him. Several doors beyond the corner, he turns in at a shop front which bears the sign:

"HEMINGWAY'S BOOK SHOP"

The window is obscured by whiting, and a temporary sign has been placed under the first one... It reads: "GRAND OPENING SOON". Hemingway opens the door with a key, and goes in.

INT. HEMINGWAY'S BOOK SHOP - DAY

53

A few tanks are set up near the window and fish can be seen swimming in them. Hemingway moves to the back of the shop after locking the door behind him.

ANGLE AT REAR OF SHOP

54

where a television set is on a table. Hemingway turns on the set.

INSERT - TV SCREEN

55

On the screen we can see the UNCLE reception area where a struggling, protesting Kay has been taken in charge by Solo, and is being led away, as it were, into the bowels of UNCLE.

BACK TO HEMINGWAY

56

He chuckles benignly, watching the confusion he has caused.

HEMINGWAY
Surprise, surprise!

FADE OUT.

END ACT ONE

ACT TWO

"Mad, Mad Tea"

FADE IN:

INT. UNCLE HEADQUARTERS - INTERROGATION ROOM - DAY

57

Kay Baker, now dressed exclusively in a sheet, the only decoration thereon being an UNCLE visitor's badge, is still very much upset. With her in the room are Solo and the UNCLE equivalent of a police MATRON.

SOLO (patiently)

But if we could just understand how you came through the booth in the cleaning shop.

KAY

I keep telling you, I don't know how. I was just leaning against the wall one minute and the next thing I know, I'm right down the rabbit hole or maybe through the looking glass into this. You don't think I wanted to, do you?

SOLO

We don't know. We're checking out your identification now...

KAY

All right, and while you're checking, can I please have my clothes back and go to work?

SOLO

I'm afraid we'll have to keep you a little longer....

(to Matron)

Can't one of the girls loan her an outfit?

The Matron nods and goes out.

KAY (pleading)

Listen, I'm getting married tomorrow, and I'm breaking in a new girl at the store to replace me while I'm away on my honeymoon. It's very important that I get back there. I don't know who you are or where I am and believe me, I'll be very happy to forget I ever was in this -- this chrome and gun-metal madhouse. So please, can't I just go?

SOLO (sympathetic)
I am sorry, believe me. But it
just isn't possible...not until
we know more about you.

57
CONT'D
(2)

The Matron returns with clothes for Kay. Solo is obviously relieved at an excuse to get away from the unhappy girl for the moment.

SOLO (starting out)
Put these on and try to relax.
I'll look in on you again in a
few minutes.

KAY
I can hardly wait.

Solo goes out.

INT. UNCLE CORRIDOR - DAY

58

As Solo comes out of the interrogation room. He meets Illya, coming toward him. Illya falls in step beside him and they continue along the corridor, CAMERA TRUCKING with them.

ILLYA
We ran a quick check on the girl's
identification...No holes in the
story so far.

SOLO
Which may only mean she has a good
cover. We'd better give her the
Jekyll and Hyde routine.

ILLYA

She's an attractive girl...Why don't I be her friend and companion this time...You haven't done the villain for a long while.

58
CONT'D
(2)

SOLO

But I never do it as well as you...

ILLYA (sighs)

The penalty of playing my part too successfully.--Now I'm type-cast.

They have reached the door of the Investigative Lab. They pause here, Solo about to enter.

ILLYA (continued)

I'd better go back and begin snarling at her. You'll come to her rescue soon? I'm always afraid I might get carried away with the role.

They grin briefly, then Illya returns toward the Interrogation Room, while Solo enters the lab.

INT. UNCLE HEADQUARTERS LAB - RILEY

59

Riley is at a work table, bits and pieces of the model airplane spread out before him. He looks up as Solo comes in and takes a place across the table from him. In b.g. another technician or two are at work.

RILEY (to Solo)

Whoever put this together did it with stuff you can buy at any well stocked model shop. I think it was just an elaborate joke.

SOLO

Don't forget, the plane got past our laser defense system. That took some doing.

RILEY (thoughtfully)

Yes--I'll take a look at the roof installation when I've finished here--see if there's any sign of sabotage.

(a beat, then with forced lightness)

Sorry I missed all the excitement... Looks like I picked the wrong morning for a checkup.

12-11-64 P.26

SOLO
No problem. You healthy?

59
CONT'D
(2)

RILEY (grins)
Sure...healthy as a horse.

SOLO
Well, stay that way. Talk to
you later.

He exits the lab.

CLOSE - RILEY

60

Looking thoughtfully after Solo, his hand strays
idly to the fountain pen-weapon in his shirt
pocket.

INSERT - PEN IN POCKET

61

as Riley's fingers brush it.

BACK TO SCENE

62

as Riley snaps out of his reverie and gets to his
feet,

CUT TO:

EXT. UNCLE BUILDING ROOF - DAY

62X1

ANGLE ON Riley as he makes a cursory check of the
laser installation.

VERY CLOSE - RILEY

62X2

His eyes go to the door leading to the interior of
the building.

P.O.V. - THE DOOR

62X3

It is shut.

BACK TO RILEY

62X4

He turns, putting his back squarely to the door. Then, still going through the motions of examining the laser gun, his hand goes to his belt.

INSERT - CONCEALED BELT RADIO

62X5

Riley's fingers slip behind his belt buckle, bringing out a miniature microphone-receiver. As he pulls it up to throat level, a thin strand of wire keeps it connected to his belt.

VERY CLOSE - RILEY

62X6

The tiny mike pressed to his throat, he speaks in a low tone.

RILEY

Urgent--urgent--Dr. Byrd.

He clicks the tiny instrument and moves it to his ear. We HEAR a "beep".

BYRD'S VOICE (on radio)

Byrd here.

Riley brings the instrument back to his throat, and will continue alternating between throat and ear as he sends and receives.

RILEY

Have you begun another attack?
Is someone else working independent
of me?

BYRD'S VOICE (on radio)

Negative...You are the whole show.

RILEY

No I'm not. Something's going on...
Someone's got the whole place
stirred up. An alert has been
posted until after the meeting.

BYRD'S VOICE (on radio)

I see. Any actual interference
with your mission?

12-11-64 P.28

RILEY

Not yet.

62X6
CONT'D
(2)

BYRD'S VOICE (on radio)
Still, this could be very bad for
us... If you should intercept this
free agent, eliminate him.

A BEEP signals end of transmission. WIDEN ANGLE as
Riley replaces the instrument in his belt.

CUT TO:

INT. INTERROGATION ROOM - DAY

62X7

We are close on Illya snarling furiously at Kay.

ILLYA

You are lying--we know you're lying!
I am sick to death of your lies...

He stops himself, seemingly just at the point of
committing violence. WIDEN ANGLE, to include Kay
cowering before Illya's wrath. She has changed into
the borrowed outfit.

ILLYA (quieter but still
menacing)

A few more minutes...that is all I
can allow you. Then we will find
the truth with or without your
cooperation.

He turns, stalking out.

INT. UNCLE CORRIDOR - DAY

63

ANGLE ON Solo, waiting outside the Interrogation
Room as Illya comes out.

SOLO

My turn?

Before answering, Illya takes a moment to smooth
his hair and return to his normal character. In
b.g., a figure approaches along the corridor look-
ing about as though lost. It is Mr. Hemingway.
For the moment, Solo and Illya take no notice of him.

ILLYA (nods)
Your turn. If she's an agent, she's
quite a good one.

63
CONT'D
(2)

Mr. Hemingway now has reached Solo and Illya. He
stops, asking politely:

MR. HEMINGWAY
I beg your pardon. I seem to be a
bit turned around. Which way is the
elevator?

ILLYA (smiles)
You are turned around sir -- it's
back that way.

He indicates the direction from which Hemingway has
come. Hemingway nods gratefully.

MR. HEMINGWAY
Thank you so much.

He heads back down the corridor.

ILLYA (to Solo)
Actually, the more I shout at her,
the more I feel she's what she
claims to--

Solo is staring after Mr. Hemingway.

ILLYA
What is it?

SOLO
That man -- was he wearing a badge?

ILLYA
He must have been -- Every alarm in
the place would be ringing if he
weren't.

SOLO
I'd swear he wasn't wearing one.

He and Illya look after Mr. Hemingway, and then, of
one accord, start after him.

SOLO (calling)
Oh, just a minute there.

ANOTHER ANGLE

64

SHOOTING PAST Hemingway to Illya and Solo. Hemingway glances back but continues on. Solo and Illya begin to run after him. Immediately, alarms begin to CLANG.

ANGLE ON SOLO AND ILLYA

65

All along the corridor, security doors begin to shut. Solo and Illya are trapped behind a door which cuts off their pursuit of Hemingway.

ANGLE AT ELEVATOR

66

Hemingway has arrived at the elevator, and stands whistling softly as he waits for it. He is completely undisturbed by the alarms. The elevator arrives, its door opens and a couple of AGENTS charge out, guns drawn. Hemingway nods politely and gets into the elevator. The agents realize Mr. Hemingway's presence is somehow questionable, but before they can stop him, the elevator door has shut again and he's gone.

ANGLE AT SECURITY DOOR

67

One of the agents uses an electric "block" on the door, admitting Illya and Solo.

SOLO

That man -- where did he go?

FIRST AGENT

Into the elevator.

ILLYA (incredulous)

The elevator is operating?

The First Agent gestures helplessly toward a floor indicator.

INSERT - FLOOR INDICATOR

68

The elevator shows that the elevator is descending.
It stops at level one.

BACK TO SCENE

69

- as the men exchange incredulous looks.

SOLO (drily)

Well, gentlemen -- shall we take
the stairs?

CUT TO:

INT. WAVERLY'S OFFICE - DAY

70

Present are Solo, Illya, Riley and Waverly. Solo
is completing a report of the most recent disturbance.

SOLO

...and the alarm system did a complete
about face from its normal operation.
The intruder, without a badge, was
able to walk through the place completely
undetected by the electronic
sensors.

ILLYA

But when we went after him, wearing
badges, every alarm in the place
went off.

WAVERLY

Yes, I'm very well aware that the
alarm system was triggered. I was
trapped for forty-five minutes in
the men's room -- without my pipe.

SOLO

Of course, the elevator which is
programmed to stop dead during a
security alert, kept on functioning
beautifully -- When we finally
caught up with it, the man seemed
to have gone up in smoke.

WAVERLY (drily)

As well we all may, if our security
system continues cooperating with
the wrong people.

SOLO

Yes sir -- which brings me to an urgent recommendation.

70
CONT'D
(2)

WAVERLY

Yes?

SOLO

That we either postpone the meeting -- or find another place for it -- outside UNCLE Headquarters.

CLOSE - RILEY

71

He reacts guardedly, looking worried.

BACK TO SCENE

72

Waverly shakes his head.

WAVERLY

I'm afraid it's too late for any such change in plans.

SOLO

Then I think Headquarters should be inspected inch by inch -- especially the conference suite. Our visitor could have been anywhere in the building.

WAVERLY

I'll agree to that. Mr. Riley -- you and your people had better attend to the conference suite itself.

RILEY

Yes sir -- I'll get on it right away -

He heads out.

WAVERLY

Mr. Solo, what about that other matter -- the young lady?

SOLO

As of now we're ninety-nine percent convinced the girl is harmless.

WAVERLY

Ninety-nine percent won't do...
that one percent of uncertainty
can kill you.

(a beat)

Well... you seem to have your work
cut out for you.

Waverly dismisses them with a curt nod, and turns
his attention to some papers on his desk, as Illya
and Solo start out.

72
CONT'D
(2)

73-74
OUT

INT. UNCLE CORRIDOR - DAY

Solo and Illya come out of Waverly's office. They
pause as the door shuts behind them.

75

ILLYA

I had better see to that inspection
of the building you suggested.

SOLO

And I'll see if I can dispose of
that last one percent of doubt
about the girl.

They head in opposite directions as we:

CUT TO:

INT. INTERROGATION ROOM - DAY

76

We are CLOSE on Kay, as she drags on a cigarette
which Solo is lighting for her.

KAY

...the most dreadful man I've
ever met...and the way he talked
to me...like I was some kind of
of criminal!

WIDEN ANGLE to reveal Solo.

SOLO

It's that streak of sadism...
Illya's always been a little
unstable, and now...

(shakes his head, sadly)

But don't worry. I won't let
him hurt you.

KAY

Don't even let him near me. If I
so much as see him again...

(pauses, shudders)

Who are you? What right have you
got to snatch people off the streets,
practically, and keep them locked
up like this?

SOLO (sympathetically)

I can't do much explaining...But
there are good reasons for all this.
Very important reasons...And because
of them, we have to keep you here
until we're positive you're exactly
what you say you are.

KAY

But -- how long could that take?
I mean, could I maybe even miss my
wedding tomorrow?

Solo shrugs, indicating the answer to that is not
in his hands. For a moment Kay is torn by conflict-
ing emotions, her face reflecting her confusions.

KAY

That's -- that's terrible.

(a look of amazement)

Do you know what I almost just
said? I almost said, "That's
wonderful!" How could I say a
thing like that?

(beginning to cry)

How could I be happy about maybe
missing my own wedding?

SOLO

Don't you think what you're feel-
ing is just a case of last minute
nerves? A lot of people get them,
just before the wedding, I'm told -

KAY

I don't know what to think...
I'm so darned mixed up.

She ends with a loud hiccup, which startles her.
This sets her off anew. She wails with dismay:

KAY

Oh, no! Now I've got the hiccups.

SOLO

Is there anything I can do?

KAY

It's nothing -- I always get
hiccups when I cry. Could I
have a glass of water?

76
CONT'D
(3)

SOLO

Coming right up.

He goes to a seemingly blank wall, touches it and
a panel slides open revealing a washstand and
glasses. His attention is on Kay as he fills a
glass of water.

SOLO (over shoulder)

You're probably hungry, too...
I'll see if we can find you a
little something to eat.

He hands her the water glass. She takes it, and
manages a grateful smile. Then, as she lifts the
glass to her mouth, she goes a bit cross-eyed,
seeing something in the water. She screams and
thrusts the glass back at Solo.

KAY

Something to eat, he says! You
monster...

Solo realizes she is referring to the water glass.
He lifts it to eye level and stares in fascination.

INSERT: GLASS IN SOLO'S HAND

77

In the water, three or four small, but active,
minnows are swimming.

BACK TO SCENE

78

as the door to the corridor opens, and Illya comes
through. He sizes up the situation quickly. Kay
cowers and retreats from him.

ILLYA

You have discovered them, I see.
They're coming out of every tap
in the building. We found this taped
to a water pipe in the basement.

He offers Solo a folded piece of paper.

SOLO

Just -- read it to me. Is it
like the one in the plane?

78
CONT'D
(2)

ILLYA (nods yes)

But instead of "boom, you're dead,"
this one says, "Eck, you're
poisoned." We're not, of course...
The fish are harmless. I believe
they're called guppies.

Kay begins to laugh hysterically; her laughter is
overlaid with terror.

KAY

Now I know where I am...I was
right the first time...through
the looking glass -- and here I
am -- at the Mad, Mad Teaparty!

Solo and Illya watch the girl with alarm as we

FADE OUT:

END ACT TWO.

ACT THREE

"Curiouser and Curiouser!"

FADE IN:

INT. UNCIE CORRIDOR - DAY

79

TRUCKING SHOT of Solo and Waverly, moving along the corridor toward the conference suite.

SOLO

We found the spot where he'd intercepted the water main leading to this building...Underground, about a block away.

WAVERLY

Um...fortunate he set us fish, rather than strychnine...since apparently we were powerless to defend ourselves against anything in our water supply.

SOLO

That's being attended to...a filtration system.

They have reached the suite....a large door. Hold on the sign briefly as the two pause before going in.

WAVERLY

And Miss Baker...is she over her hysteria?

SOLO (nods "yes")

Illya's with her now...he's dropped his Rasputin act, and they're getting along much better.

The door slides open and they GO IN.

INT. CONFERENCE ROOM - DAY

80

SHOOTING OVER a long, dully gleaming conference table, TOWARD the door through which Solo and Waverly enter. (NOTE: As much as possible, shots in this set should have the conference table in immediate f.g., so that the audience will be kept constantly aware of it.) Riley and two or three

other men are at work in the room, going over every surface and fixture with electronic detection equipment. One of these men is a middle-aged man named MORGAN.

80
CONT'D.
(2)

WAVERLY

You still haven't learned how the man managed to get into the building?

SOLO

No, but if he pays us a return visit, I think we'll be ready for him. I've closed down the alarm system...he made it work for him before...let's see how he gets along without it.

Waverly nods quiet approval. Riley comes over to Solo and Waverly.

WAVERLY

Anything yet, Mr. Riley?

RILEY

No, sir. The adjoining rooms are all clean. We've just begun in here.

Solo glances at his watch.

SOLO

Something like two more hours until our guests begin arriving.

(to Waverly)

You still intend to go on with it?

WAVERLY

I've told you -- it's too late to change plans now.

ANGLE ON MORGAN

81

Morgan now turns his attention to the conference table, examining its underside first. During the following, INTERCUT between Morgan as he progresses with his examination of the table, and CLOSE SHOTS

12-14-64 P.40

of Riley, carrying on his conversation with Waverly and Solo, but very aware of what Morgan is doing and guardedly reacting to it.

81
CONT'D
(2)

WAVERLY

It might assuage some of Mr. Solo's concern, Mr. Riley, if you were to seal the entrances to this suite when you've completed your examination.

RILEY

Yes sir, I'll do that.

Waverly nods and goes out. Morgan now has finished with the underside of the table and has begun looking at the top. During the following, he becomes very interested in the table top itself...takes out a small magnifying glass and examines it, etc. This, of course, makes Riley begin to quietly swear.

SOLO

Anything I can do to help in here?

RILEY

No - no...everything's under control.

SOLO

I'm glad someone can say that.

A woman's voice is heard over the intercom:

WOMAN'S VOICE

Mr. Solo...come to the security entrance please...Mr. Solo?

SOLO (to Riley)

Let me know when you've finished here.

Riley nods and Solo exits. Riley now turns his full attention to Morgan, who has decided the table top is definitely not what it ought to be. He has taken a razor from a tool kit and removes a specimen sliver from the table top at a spot where it won't show. Riley has moved over behind Morgan, and sees him take the sample.

RILEY

Find something?

MORGAN

Can't say for sure...but I want
to run a test on this.

81
CONT'D
(3)

Riley runs a hand appraisingly over the surface of
the conference table.

RILEY

Looks like a standard composition
material to me...

MORGAN

It looks like it...but it doesn't
smell like it.

Riley now glances about the room and notes that the
other men are occupied with their own phases of the
examination, and are taking no notice of him and
Morgan.

RILEY

I'll come along...maybe I can help.

As they start out,

CUT TO:

INT. RECEPTION AREA - DAY

82

Solo is at the reception desk, watching the view
screen which shows the inside of Del Floria's shop.
The Receptionist is explaining:

RECEPTIONIST

He came in about five minutes ago.

INSERT - VIEW SCREEN

83

It shows Del Floria and Key's fiance, Walter,
engrossed in a discussion. We don't hear what
they're saying.

RECEPTIONIST'S VOICE

(over)

Mr. Del Floria told him Miss Baker
went back to work...but he isn't
buying it.

As we watch, Walter ends the discussion on a threat-
ening note and storms out.

BACK TO SOLO

Solo nods his head in agreement.

SOLO

Evidently not...let's see what
Del Floria thinks.

The Receptionist clicks on an intercom system on her desk. Solo will speak into the intercom speaker during the following, and we INTERCUT between him and Del Floria:

INT. CLEANING SHOP - DAY

The phone begins to RING. Del Floria picks it up.

DEL FLORIA (on phone)

Del Floria cleaning...

SOLO (on intercom)

What about your friend...think
he'll be back?

DEL FLORIA (on phone)

You can make book on it...

SOLO (on intercom;

weary sigh)

Well, don't let it get out of hand.
If it looks like he's going to make
too many waves, we'll have to in-
vite him in out of the weather.

END INTERCUT on Solo.

He clicks off the intercom.

SOLO (wearily, to

Receptionist)

You know...The way we're going we
could have half of Manhattan in
here by nightfall.

On the Receptionist's sympathetic headshake,

CUT TO:

90-92 CUT

INT. UNCLE LAB - DAY

ANGLE on Riley watching expressionlessly as Morgan sets up a test of a sample sliver from the table top. Morgan is putting the sample into a heavy, dome-shaped test chamber about the size of an oven in a kitchen range. Morgan is chatting in a relaxed manner during this.

MORGAN

I've always been partial to a well put together infernal machine myself...but the plastics have their fascination too.

(indicates sample)

This has a smell a little like what they're using now as a solid propellant for rockets.

During this, he shuts the sample into the test chamber, dogging down its heavy metal door.

MORGAN

We'll give it a heat test first...

He turns on a switch on a small control panel. Riley moves quietly over behind Morgan who is concentrating on various dials on the control panel.

RILEY

What else do you plan to try?

MORGAN

Oh, you know. Heat, impact, explosion, electric shock.

ANGLE ON RILEY

as he reacts to Morgan's mention of an explosion test. His eyes automatically take in the rest of the lab...they're alone. Riley's hand goes to his shirt pocket.

INSERT - PEN-WEAPON

as Riley takes it out of his pocket and turns the cap right and left. The metallic rod clicks out of the end of the pen.

NEW ANGLE - RILEY AND MORGAN

Morgan is so intent on the test he's running that he doesn't hear the lethal click of Riley's weapon. TILT UP as Riley hesitates a moment, then presses the weapon to Morgan's head. We HEAR a popping sound as before, Morgan now o.s.

96X1

ANGLE ON MORGAN

as he slumps to the floor like a rag doll.

97

CLOSE - RILEY

Looking down dispassionately at the man he has just murdered, he carefully replaces the pen-weapon in his shirt pocket. Then he looks around swiftly for some place to hide the body. Then, as an after-thought, he leans over and switches off the pump. His manner is controlled but we sense rising desperation in him. He continues looking around the lab.

98

POV - PANNING SHOT

Riley's view of the lab and its equipment. PAN discovers a large metal trash carrier, mounted on wheels. HOLD ON it for a beat.

99

BACK TO RILEY

He has made up his mind.

CUT TO:

100 OUT

101

ANGLE AT REAR OF HEMINGWAY'S SHOP

as Mr. Hemingway checks his watch, reacting as though it's time for an appointment. Still whistling tunelessly, he picks up a pair of insulated gloves, and a small electrician's tool kit which are on the table near the television set. There are also some large folded plans and blueprints near the tool kit.

INSERT - PLANS ON TABLE

102

as Hemingway's hand goes from one set of plans to the next, looking for one set in particular. Each bears a description: "WATER SYSTEM - BLOCK 38755" on one...on another: "TELEPHONE - PLAN FOR BLDG. A BLOCK 38755"...and on the other Hemingway selects: "ELECTRIC CO. - CABLE SYSTEM - BLOCK 38755."

BACK TO SCENE

103

Mr. Hemingway puts the plan in his back pocket and moves to a panel at the rear of the shop.

ANGLE AT PANEL

As Mr. Hemingway opens it, revealing a dark passage.
He GOES IN...the panel beginning to shut behind him
as we

DISSOLVE TO:

105

INT. WAVERLY'S OFFICE - DAY

ANGLE on computer bank, as it swings out, and
Hemingway steps through, into Waverly's office.
He carefully shuts the secret entrance behind him.
Then rubs his shin, frowning in annoyance.

106

ANGLE ON WAVERLY

At his desk, working on a report. He glances up
casually as Hemingway walks toward him, favoring
the leg with the barked shin.

WAVERLY

Still haven't mastered the stair-
case in the dark, eh?

HEMINGWAY

You must have bat blood in you, to
find your way up that cave every
morning.

WAVERLY

The practice of years, that's all it
takes.

Hemingway straightens, regaining his good spirits
as he anticipates what's ahead.

HEMINGWAY

Well, time for another go at them.
Everything all right so far?

WAVERLY

Yes, actually it's going quite well.

He returns to his report as Hemingway goes to the
door and exits into the corridor.

CUT TO:

INT. INTERROGATION ROOM - DAY

ANGLE on Kay who is talking into a telephone. Solo is standing over her, supervising the call, Ilyya is nearby.

KAY (into phone)

Well, if you do hear from Mr. Ledbetter, would you tell him his fiancée called?

(glances at Solo)

And tell him that there was sudden illness in my family...a very dear uncle...But tell him I'll see him tomorrow at City Hall...for the wedding. Thank you.

She hangs up, and shakes her head.

SOLO

What's the matter?

KAY

Am I going to get married tomorrow? You still don't know whether you're going to let me go, do you?

ILLYA

We'll know soon now...we've been running a security check on you... When we've finished, we'll have your life history from the day you were born right through to this morning.

KAY

Big deal...You could engrave it all on the head of a pin and have room left over for the Gettysburg Address.

SOLO (smiles)

There's a lot to be said for the quiet life...don't knock it.

KAY

That's what everybody says. You want to know something? In spite of being scared to death by everything that's happened here, I've really enjoyed it. I know it sounds ridiculous, but it's true. This is a day I'll always remember.

Solo and Illya react slightly, looking at each other.

107
CONT'D
(2)

ILLYA (drily)
I should say that is an accurate description...This is very much a day one will never forget.

SOLO (nods)
No matter how hard we try.

CUT TO:

INT. CONFERENCE ROOM - DAY

108

ANGLE with conference table in f.g. -- as Riley enters from the corridor. He stands watching as his two remaining assistants pack up their electronic detection gear, preparing to leave. One goes out and the second holds momentarily at the door, looking back towards Riley.

RILEY
I'll be along in a minute -- Solo and Kuryakin are coming by for a last look before we seal it.

The man nods and goes out.

CLOSER ANGLE - RILEY

109

He now moves swiftly to the table, at the same time removing a flat ashtray from under his coat. He places it almost reverently on the conference table, where it matches perfectly with several other ashtrays already there. Then he steps back, smiling a cold, foreboding smile.

NEW ANGLE

110

PAST table and ashtray to door as it opens to admit Solo and Illya. They come to the table.

SOLO

The place is completely clean?

RILEY

Completely. Once they sit down at this table there won't be a thing to worry about.

Illya has been leaning with his hands on the table. Now he frowns, reacting to the rough spot on the underside of the table-top, where Morgan removed the sample sliver earlier.

CLOSER - ILLYA

110X1

As he frowns, brings out a match, lights it, bends down to examine the shaved off area.

THE OTHER TWO MEN

110X2

Watching...Solo only interested, but Riley tense and fearful.

BACK TO ILLYA

110X3

As he straightens, apparently satisfied, and shakes the match out. He is about to drop the still smoking match into The Ashtray.

RILEY (forced lightness)

Ah-ah...wouldn't want the leaders of the world presented with a used ashtray.

110X3
CONT'D
(2)

ILLYA
You are quite right. If we can't
impress them with our security, we
should at least show them we are
neat.

With a flourish, he breaks the match in half and
pockets it. They start out.

CLOSER ANGLE AT DOOR

111

ON Riley, the last one to leave the room, as he
heaves an involuntary sigh of relief, and pauses
for a last look at:

POV SHOT

112

the lethal ashtray on the lethal table top.

BACK TO SCENE

113

as Riley goes out.

INT. UNCLE CORRIDOR - DAY

114

as the door shuts on the conference room. Riley
takes out a metal seal, similar to the type used on
freight cars and goes about sealing the door. Solo
and Illya watch.

INSERT - THE SEAL

115

as Riley applies a pair of pliers to the seal which
embosses a coded impression into the metal. Then as
he moves the pliers away from the seal, there is a
tiny electric spark which jumps between the seal and
the pliers.

BACK TO SCENE

116

as Riley drops the pliers, reacting to the slight electric shock.

SOLO

What happened?

RILEY

It -- it felt like electricity...

Illya bends down to pick up the pliers.

INSERT - PLIERS ON CCRRIDOR FLOOR

117

as Illya's hand picks up the pliers, there is another small arc of electricity between pliers and floor.

BACK TO SCENE

118

as Illya reacts.

ILLYA

Yes, I feel it too.

Solo takes out his pistol, and holds it above Illya's head.

EFFECT SHOT

119

as Illya's hair begins to stand on end -- drawn to Solo's gun.

BACK TO SCENE

120

The three men stare at each other.

RILEY

What is it -- what's happening?

SOLO

There's an electric charge running through the metal walls and flooring...

(a sudden thought)

The fuses -- come on!

He leads a dash down the corridor, CAMERA FOLLOWING.

CUT TO:

INT. UNCLE CORRIDOR NEAR GENERATOR ROOM - DAY

121

as Solo, Illya, Riley and several other UNCLE men converge on the Generator Room, guns drawn. Just as they reach it, the door slides open.

ANGLE ON DOORWAY - HEMINGWAY

122

He faces the men in the corridor, looking deeply distressed. Behind him, we get a glimpse of an electric generator system.

HEMINGWAY

Gentlemen...I -- I wish to surrender.

SOLO (not unkindly)

I don't think you have much choice about that, sir.

HEMINGWAY

No -- you see -- I've just found something...

(indicates the room
behind him)

...in there.

Solo and the others look questioningly at him.... then move to look past him, into the Generator Room.

POV - IN GENERATOR ROOM

123

We now see what Hemingway has found...it's the trash container we saw in the lab, earlier...it has been overturned, and Morgan's body is spilled out, onto the floor.

BACK TO SHOT AT DOOR

124

as Solo, Illya and the others react.

FADE OUT:

END ACT THREE

ACT FOUR

"The Time Has Come----"

FADE IN:

INT. WAVERLY'S OFFICE - NIGHT

125

ON Hemingway, still shaken by his discovery of the body, as he sits near Waverly's desk. Also present in the office are Solo, Illya and Waverly. Waverly has been explaining who and what Hemingway is.

WAVERLY

...And in view of today's unusually important security requirements I felt it might be useful to provide a little outside stimulation...In the person of Mr. Hemingway, here.

Hemingway picks up the explanation, though his heart it not in it. He is still obviously distracted and nervous.

HEMINGWAY

I was to be, as it were, a gadfly... to sting you into awareness.

SOLO

Yes, I thought it might be something like that.

(to Waverly)

When you insisted that the meeting go on as scheduled, I was sure you knew more about the attacks than the rest of us...And that they'd continue to be harmless.

WAVERLY

Quite right.

ILLYA

Except now it appears they were not harmless. A man is dead.

HEMINGWAY

But you don't think I...

ILLYA (to Waverly)

You are certain Mr. Hemingway is entirely trustworthy?

WAVERLY

Entirely. Among other things, he happens to be my brother-in-law. He is also a Professor of Logic, a Y.I.T. No, we must look elsewhere for the killer of Agent Morgan.

SOLO

And we'd better begin looking instanter.

WAVERLY

Morgan was a member of Mr. Riley's bomb detection crew, isn't that so?

SOLO (nods yes)

He was last seen alive in the conference suite.

WAVERLY (considers)

So -- It may be that Morgan indeed found something and his killer acted to prevent his giving the alarm...

There is a BEEP from an intercom on Waverly's desk. He flips a switch.

WAVERLY (into intercom)

Yes?

GIRL'S VOICE (on

intercom)

The first group of guests has arrived, sir.

WAVERLY (into intercom)

Very well. Show them into the reception room...and under no circumstances are they to go near the conference suite until I personally pass the word.

He switches off the intercom and leans back with a troubled sigh.

SOLO

The point of no return.

WAVERLY

I'll have to greet them, of course.

(to Solo and Illya)

I'm afraid you two will have to carry on...

HEMINGWAY

Uh -- may I join you...if I
wouldn't be in the way...

125
CONT'D
(3)

SOLO (taut smile)
Not at all...be nice to know
where you are for a change...
and whose side you're on.

CUT TO:

INT. UNCLE CORRIDOR - NIGHT

126

ANGLE NEAR Interrogation Room as Kay comes out,
escorted by a young male UNCLE AGENT. Kay is puzzled
by the agent's uncommunicative attitude, and reacts
with relief as she sees Solo, Illya and Hemingway
coming toward her.

ANOTHER ANGLE

127

TO INCLUDE Hemingway, Solo and Illya, as they meet
in the corridor. Solo nods to the agent who was
escorting Kay. The agent goes off down the corridor.

KAY (admiring
her dress)
Thanks for sending out for this...

HEMINGWAY (apologetic
smile)
The least we could do. I hope it
all hasn't been too unpleasant.

KAY
Well, I can't complain about a
completely dull existence anymore...
(sudden hopeful thought)
Say, you aren't getting ready to
turn me loose?

SOLO

Afraid not. It's...well, it's a whole new ball-game, Kay. One of our agents has been murdered.

127
CONT'D
(2)

Kay stares at him, uncomprehending.

ILLYA

His body was found just down the corridor...only a few doors from the Interrogation Room.

KAY

Oh, no -- and you think...because I was alone in there for a while...

SOLO

We don't think anything. We just can't take any chances...even on a girl...

(wry smile)

...whose whole life story could be engraved on the head of a pin.

Kay can only shake her head, numbed, and fall into step between Solo and Illya as they start away.

CUT TO:

INT. UNCLE CORRIDOR - NIGHT

128

ANGLE OUTSIDE Conference Room...We are CLOSE on the metal seal on the Conference Room door as it is cut open. PULL BACK to reveal that it is Solo who is opening the door. Waiting behind him are Hemingway, Kay, Illya, Riley, and the two remaining members of his bomb detection crew.

ECU - RILEY

129

His eyes dart desperately along the corridor. He would like to make a run for it, but knows he wouldn't stand a chance.

ECU - KAY

129X1

Despairing, frightened.

WIDER - THE SCENE

130

As Solo opens the door, and stands aside, letting the others move into the Conference Room ahead of him.

INT. CONFERENCE ROOM - NIGHT

131

The others move into the room, as Solo follows them in, shutting the door. He indicates the conference table:

SOLO

Miss Baker...Gentlemen...Be seated.

ANGLE AT TABLE

132

With the ashtray in immediate f.g. Riley settles into a chair, eyes fastening involuntarily on the ashtray. With a great effort, he looks away, toward:

ANOTHER ANGLE FAVORING SOLO

133

as he takes his place at the head of the table. He looks over the little gathering, and begins:

SOLO

I think you can all guess why we're here. And of course one of us doesn't need to guess...That person already knows.

All are seated except Illya, who, during the scene, will prowl the room, making a last-minute search.

PANNING SHOT - MEN AT TABLE

134

As Solo continues, the others listen with varying degrees of tension and concern.

PANNING SHOT - MEN AT TABLE

134

As Solo continues, the others listen with varying degrees of tension and concern.

SOLO (continued)

Morgan was murdered...We're not just sure how it was done, except that evidently some exotic device was used that -- destroyed his brain.

PAN has reached Riley who now leans forward impatiently.

RILEY (indicating

Hemingway)

What about him? Finding him and Morgan's body together--doesn't that prove something?

HEMINGWAY (protesting)

Now, really...

ANOTHER ANGLE - THE SCENE

135

As Solo brushes aside Hemingway's protest and answers Riley:

SOLO

Waverly's vouched for him. And even if he hadn't, Mr. Hemingway is the one man in this room who's here voluntarily.

ANGLE FAVORING RILEY

136

with ashtray in immediate f.g. again. Riley is evidently intent on pushing this into an argument. He begins angrily:

RILEY

Sure he volunteered...It was the only way he could get in here --

He breaks off suddenly, reacting to something across the table, where Kay is sitting.

REVERSE ANGLE

137

Again with ashtray in f.g., but this time TOWARD Kay. She is in the act of taking out her cigarettes, and this of course, is what has stopped Riley. Kay's attention is divided between Riley and Solo as she goes through the automatic motions of selecting a cigarette from the case, putting it in her mouth, putting the pack away and reaching for matches. Here, however, she hits a small snag - she's out of matches.

ANOTHER ANGLE - TO INCLUDE SOLO

138

SOLO

He's here because he wants to help ...whether he stays or not is up to him...but the rest of us have no choice...we're staying until we know why Morgan was killed.

HEMINGWAY

As I understand it...the dead man had been searching this room?

SOLO

Yes, and that gives us a hint that maybe Morgan found something here... and that his murderer acted to silence him.

Hemingway notices Kay's matchless plight, and brings out a pocket lighter, reaching over to give Kay a light.

HEMINGWAY

Allow me...

ECU - RILEY

139

Now sweating bullets, as he knows the cigarette must inevitably go into the ashtray, and they'll all be blown to bits.

BACK TO SCENE

As Hemingway continues, a bit pedantically.

HEMINGWAY

At any rate, it seemed logical that, since Mr. Morgan was a bomb detective expert, he more than likely detected a bomb.

SOLO (nods agreement)

Right here in this room. A bomb intended to blow up this evening's meeting.

(a beat, for weight)

So here we sit, everyone who might be suspect and we wait for a confession.

ILLYA (over his shoulder, from across room)
Or for an explosion.

ANGLE ON KAY

140X1

She has listened to this with widening eyes, the shock leaving her, replaced by fear and anger.

KAY

You mean -- you think we're just going to sit here?

BACK TO SOLO

140X2

SOLO (nods)

That's the agenda....

BACK TO KAY

140X3

Angrily, she leans forward, stubbing her cigarette into the ashtray, with:

KAY

Well, I think it stinks!

141 OUT

ANGLE AT OVERTURNED TABLE

148

Illya and Solo help Hemingway to his feet... Hemingway has been shaken up by the blast, Kay is sitting dazedly on the floor. The other two men dash out after Riley.

INT. UNCLE CORRIDOR - NIGHT

149

Riley, fleeing down the corridor, turns to see his two co-workers pursuing him. Riley draws a gun. He FIRES the entire clip in one burst at his pursuers, hitting one of them. Then he runs on, toward the elevator, discarding the now empty gun.

ANGLE OUTSIDE CONFERENCE ROOM

150

As Solo, Illya and Hemingway come out, reacting to the wounded agent. The other man has stopped to help his friend. He gestures off, after Riley. The three take off, in pursuit.

ANGLE AT ELEVATOR

151

Riley punches the elevator button frantically. The elevator door opens. He darts in.

INT. ELEVATOR

152

Riley hits the inner control panel, and the elevator door shuts.

ANGLE AT ELEVATOR

153

As Solo, Illya and Hemingway arrive, too late to stop Riley. Solo and Illya are about to head for the stairs, but Hemingway stops them with:

HEMINGWAY

Wait...I can stop him...

He pulls out the small electronic gadget we've seen before, punching a control button and pressing the device to the wall beside the elevator door.

INT. ELEVATOR

154

As its downward run comes jerkily to a stop. Riley reacts, realizing the elevator is between floors. The door does not open.

INT. CORRIDOR AT ELEVATOR DOOR

155

Hemingway explains tersely:

HEMINGWAY

It's an electronic scrambler...
reverses the function of all
automatic circuitry systems.

SOLO

That's what you used to foul up
our alarm system?

HEMINGWAY (nods yes)

And now I've stopped the elevator...
he's trapped between floors. Here,
I can open the door for you -

He punches another button, and the elevator doors open, revealing the elevator shaft and cables. They peer down at:

POV - ELEVATOR SHAFT

156

Looking down at the elevator, stalled two or three floors down.

BACK TO SCENE

157

As Solo strips off his jacket.

ILLYA

Of course, we could wait for
reinforcements.

SOLO

We could but seeing what he did
with just an ashtray, I don't want
him loose a second longer than
necessary.

ANGLE IN ELEVATOR SHAFT

158

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INT. ELEVATOR

159

Riley HEARS the thump on the roof, and knows his pursuers are close. He pulls out the pen-weapon,

INSERT - PEN-WEAPON

160

Riley clicks the cap, arming the weapon.

BACK TO SCENE

161

As Riley backs into a corner of the elevator, looking up at the ceiling, waiting for his pursuers to come through the emergency escape hatch above.

INT. ELEVATOR SHAFT

162

As Illya slides down beside Solo. They kneel above the escape hatch. Solo indicates that Illya is to lift the hatch. Solo draws his gun:

SOLO

Ready when you are...

Illya yanks up the hatch. Solo swings his torso down through the opening, gun in hand.

INT. ELEVATOR

163

As Riley, who has been waiting for the move, grabs Solo's gun-hand and drags him down into the elevator. Solo lands heavily, the gun goes flying. The two men grapple, Riley trying to press the pen-weapon to Solo's head. Riley misses a stab, the weapon goes off, deeply denting a circular section of metal wall.

INT. ELEVATOR SHAFT

164

Illya, watching from above, tries to get a clear shot at Riley, but has to hold up...the two men are too closely entangled, he might hit Solo.

INT. ELEVATOR

165

Riley rearms the weapon and brings it close to Solo's head, and for a beat, it looks as though he's going to win. But then Solo gains the advantage, forces Riley's hand back...back...until all Riley's strength gives way at once. The weapon connects with his upper arm...we HEAR the lethal popping SOUND. Riley screams and faints, his arm twisting at an odd angle as he falls.

ANOTHER ANGLE

166

ON Solo, as he realizes Riley is finished. He gets up slowly, as Illya swings down into the car.

ILLYA

That -- that sound...the fountain pen?

SOLO (indicating Riley)

Looks to me like permanent writer's cramp.

CUT TO:

INT. UNCLE CORRIDOR - NEAR WAVERLY'S OFFICE

167

As Solo and Illya, cleaned up and in fresh clothes, come along the corridor with Hemingway. They pause near the open office door...inside we get a glimpse of a crush of people...and HEAR a babble of polyglot conversation. Waverly comes out into the corridor. (NOTE: On a table near the office door we will see, but make little point of, a table bearing perhaps a dozen hats of all types...a tall, Texas stetson, a British bowler, a Russian fedora, etc.)

WAVERLY

The conference suite is ready?

SOLO (nods "yes")

The damage has been screened off and the table replaced.

WAVERLY

Excellent...a near miss for Thrush ...but a miss, nonetheless.

HEMINGWAY

I thought I'd be going now, if you have nothing more for me...

WAVERLY

If you wish.

(with a slight twinkle)

I'm sure these two young men will regret being unable to go on matching wits with you...but they'll bear up.

SOLO

Yes -- yes, I think we will.

ILLYA

One thing still puzzles me...the malfunction of the laser gun, during the airplane attack. How did you accomplish that?

WAVERLY

I'm afraid I'm to blame for that... you see, I had to have a valid reason to order you not to use violence on our friend. My wife would never forgive me if I somehow damaged her brother.

HEMINGWAY

But the rest of it...I'm afraid any student of logic could have done the same. Even the electronic scrambler...a simple variation on the same mechanism used to change television receiver channels by remote control. You see...you've been prepared here for almost every exotic form of attack...but you've been wide open for anything mundane.

167
CONT'D
(2)

SOLO

It does shake you up a little, knowing we've been at the mercy of the utility companies all this time.

ANOTHER ANGLE

168

TOWARD office door, as Kay comes out, wide-eyed and star-struck at the people she has been rubbing elbows with.

KAY (agog, to Solo)

Do -- do you know who's in there?

SOLO

I have a pretty good idea...

KAY

And they -- they talked to me...

SOLO

Why not?

WAVERLY

Excuse me...I must tell them they can begin the conference.

(starts back toward the office, then pauses)

Oh...I think the young lady can be released now. The danger is obviously past.

He goes into the office.

ANGLE IN CORRIDOR - TRUCKING SHOT

169

As Hemingway, Solo, Illya and Kay begin walking toward the Reception area.

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KAY

Hey -- I don't suppose...I mean, do you think there's a job for me in -- in...

169
CONT'D
(2)

SOLO

In this "chrome and gun-metal mad-house", isn't that what you called it?

KAY

But that was before I knew. I mean, after today, how could I ever settle for a Teddy Bear like Walter?

FLIP TO:

170 OUT

INSERT - VIEW SCREEN IN RECEPTION AREA

171

On which we see a mussed up, ruffled Walter, between two large POLICEMEN, about to be dragged out of the shop. The place seems to be in shambles... Del Floria is holding his jaw.

SOLO'S VOICE (over)

It looks as though he tried to take the place apart to find you.

INT. UNCLE RECEPTION AREA

172

Where Kay et al have been watching the view screen. Kay reacts with pleased surprise.

KAY (sudden decision)

Well, come on -- let me out, before they drag him off to the pokey...

ANOTHER ANGLE

173

At door to cleaning shop, as Kay is about to exit. Solo opens the door for her.

KAY

How about that...right back through the looking glass.

She goes through. Solo shuts the door, then he, Illya and Hemingway go back to the view screen to watch:

INSERT - VIEW SCREEN

174

We see, but don't hear, the big reunion scene...
as Kay runs to Walter, the cops release him, and
the couple clinch. Then, as they start happily
out together,

BACK TO SCENE

175

The three men and the Receptionist, watching.

HEMINGWAY

Do you think she'll tell him what
happened? Where she was and who
she saw?

SOLO

I'd bet on it...and I'll also bet
that he doesn't believe a word of it.
Who would?

FADE OUT:

THE END