

The Man From

U.N.C.L.E.

THE OFF-BROADWAY AFFAIR

Prod. #8427

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Executive Producer:  
Norman Felton

Supervising Producer:  
David Victor

Producer:  
Boris Ingster

Written by:

Jerry McNeely

September 15, 1966

A  
METRO-GOLDWYN-MAYER  
TELEVISION  
Presentation

Produced by  
MENA PRODUCTIONS, INC.

9-15-66

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

The Off-Broadway Affair

Prod. #8427

Script dated: September 15, 1966

Name change:

FROM:

JANET JONES

TO:

JANET JERROD

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U.N.C.L.E.  
The Off-Broadway Affair  
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TEASER

FADE IN:  
INT. THEATER STAGE - NIGHT

1

It's an intimate off-Broadway house. On the stage, a girl named EILEEN OSBORNE is belting out an avant-garde number called, incredibly, "NOTHING." Singing with her is someone called WINKY BLINTZ. As the CAMERA PANS to include a portion of the sparse audience, we see reactions running the gamut from abject boredom to stunned disbelief. We focus particularly on the face of the critic, PAUL HASTENBROOK.

CAMERA FOLLOWS Eileen now as she leaves the stage, (this portion of the number is left solely to the chorus), and moves into the wings, to a phone booth used by cast and crew. The song continues in b.g. (In the wings, we note JANET, Eileen's understudy, mouthing the lyrics and undulating appropriately.) Eileen looks quite nervous, tense.

CLOSE ON EILEEN

2

as, in the phone booth, she dials a number, looks surreptitiously about.

EILEEN (tense,  
into phone)  
Hello?... Is this U.N.C.L.E.?

ANGLE ON ADOLF

3

a burly stagehand and all-around factotum of whom we will see a good deal throughout the story. Several cast members are between him and the phone booth, but he sees Eileen, starts to move toward her, pushing his way through. His face is grim, hard.

ON EILEEN

4

EILEEN (into phone)  
...Believe me, Mr. Solo, it's not a  
prank. I --

A hand moves in and cuts off the phone. CAMERA BACK  
to reveal the hand is Adolf's. There is a tone of  
menace in his voice as he says:

ADOLF  
You're on, Miz Osborne.

She reacts with terror as we --

ZIP PAN TO:

EXT. STREET - NIGHT (STOCK)

5

as an U.N.C.L.E. car races down it.

EXT. THEATER - NIGHT

6

as the car screeches to a stop in front of it, Solo  
and Illya emerge with extreme haste, start running  
toward the theater. The show is over. The cast is  
leaving. The boys push through, move quickly to the  
backstage entrance.

INT. THEATER - NIGHT - BACKSTAGE

7-8

as Solo and Illya enter the unattended door. JANET  
JONES, a pert little thing, is the first one they  
see.

SOLO (taut)  
Where can I find Miss Osborne?

JANET  
Huh? Oh, she left just a minute ago.

SOLO (surprised)  
Where'd she go?

JANET (doesn't he  
know anything?)  
Why, to Max's, of course! To wait  
for the reviews.

She regards the boys with interest.

7-8  
CONT'D  
(2)

ILLYA  
Max's? Where's that?

JANET  
If you got a car, I'll take you  
there.

ZIP PAN TO:

INT. MAX'S DELICATESSEN - NIGHT - FULL

9-11

A poor-man's Sardi's, full of theatrical memorabilia; smoky, noisy, giddy, loud, etc.

Now, Winky Blintz rises to stand atop a table.

WINKY  
Quiet!

The crowd begins to hush as Illya, Solo and Janet enter the room.

SOLO (indicating  
Winky)  
Who's he?

JANET  
That's Winky Blintz. He's our  
director and star.

WINKY (turns a  
newspaper to the proper  
page)  
Okay --- here's Dreston. "If you  
think the opening scene of The In-Out  
Show is pretentiously obtuse --"

Solo turns to Janet.

SOLO  
Janet -- do you see Miss Osborne?

JANET (engrossed  
in the review)  
Shhhh!

WINKY (continuing)  
 "---you should just be patient. For  
 once it gets going --  
 (he smiles in pleasant  
 anticipation)  
 -- it swings downhill with all the  
 pace and deftness of an Alpine  
 glacier."  
 (he angrily tosses the  
 paper aside)  
 Fascist! --

9-11  
 CONT'  
 (2)

SOLO (to Janet)  
 Please... It's Important.

JANET  
 Hmm?  
 (looks around)  
 I don't see her. But I know she's  
 here.... She probably went to  
 powder her nose.

ILLYA  
 We have to see her immediately, Miss.  
 It's urgent. Would you mind --?

Janet looks at the boys, realizes they mean business.

JANET  
 Well, I guess I might as well.  
 Things don't promise to be very  
 cheerful here.

She goes.

WINKY (continuing)  
 -- Paul Hastenbrook, now there's a  
 critic!  
 (starts to read)  
 "Last night at the New Wave Theater,  
The In-Out Show went on -- and on --  
 and on -- and on -- and..."

There is embarrassed mumbling in the crowd as Winky  
 tosses that paper aside and starts reading a third  
 silently.

12-

ON SOLO AND ILLYA

14

SOLO  
 The reviews aren't exactly boffo,  
 are they?

ILLYA (quizzically)  
 Boffo?

SOLO

Box office to you.

14  
CONT'D  
(2)

Now there is a SCREAM. The two men rush across the room, fighting through the jam. People are reacting to the scream. Solo and Illya dash through the door to the powder room.

INT. POWDER ROOM - NIGHT

15

as they come in. Janet stands frozen, her hand to her mouth, staring at the body of Eileen Osborne which lies on the floor, a newspaper grasped tightly in hand. Solo bends down and quickly ascertains that she is dead.

SOLO

Whatever she wanted to tell us --  
I guess we'll have to find it out for ourselves.

On Illya's reaction --

BLUR AND FADE OUT:

END TEASER

## ACT ONE

FADE IN:

INT. U.N.C.L.E. CORRIDOR - DAY

16

Waverly, Solo, and Illya walk toward the elevator.

WAVERLY

Well, if the police are convinced it was suicide -- I suppose Miss Osborne wouldn't be the first actress to take her notices too seriously.

SOLO

But the police didn't talk with her on the phone -- I did.

WAVERLY

What exactly did she tell you?

As they enter the elevator --

INT. ELEVATOR - DAY

16X1

Waverly pushes the "Computer Room" button.

SOLO

She said -- "I've just found out something." I asked her what, and she said, "Your organization is in danger of being destroyed." Then she was cut off.

WAVERLY

I see.

(beat)

It may interest you to know, gentlemen, that a THRUSH operative has just been captured -- carrying a copy of everything we've fed into our main computer yesterday.

Both Illya and Solo show startled concern.

SOLO

Has he been interrogated?

WAVERLY

Dead, unfortunately.



INT. BASEMENT COMPUTER ROOM - DAY

16X2

The trio exits into the Computer Room.

WAVERLY

This could be the answer to the past week. Nothing in our entire operation against THRUSH seems to have worked properly.

ILLYA

Do you think -- a personnel leak?

WAVERLY (shakes

his head)

Not very likely.

(gestures to main  
computer)

Our engineers think they've got a tap on this computer.

SOLO

How? We're fifty feet below ground level.

ILLYA

They'd have to dig quite a tunnel to get anywhere near us. And wouldn't our seismic detectors pick them up?

WAVERLY

I don't have an answer.

(turns to a pretty clerk)

Miss -- will you tell your chief that effective immediately I want this computer shut down -- except for the processing of the most routine and unclassified material.

The girl nods, moves off.

ILLYA (a beat)

I gather you see some connection between this and -- the late Miss Osborne.

WAVERLY

Possibly none. But at the moment it's the only thing we have to go on.... And remember, gentlemen, that theater is only two blocks away....

SOLO

I -- uh -- know one of the girls  
in the show.

16X2  
CONT'D  
(2)

ILLYA

After those reviews, I have a  
feeling if you don't hurry, you'll  
miss her.

ZIP PAN TO:

EXT. THEATER - DAY - ON SIGN

17

"SOLD OUT" has been pasted across the billboard.  
WIDEN to show a baffled Solo standing at the box-  
office.

SOLO (to man  
behind the window)  
Not even a week from Thursday?

The man shakes his head. Now, an expansive, middle-  
aged man (MACHINA) steps to the window, places a  
"CLOSED" panel in front of it.

MACHINE (to Solo)  
Sorry, friend. We're sold out  
for the next four weeks.

Machina walks off. A moment later, Janet breezes by.

JANET  
Isn't it wonderful!

The word is incredible.

SOLO (dazed)  
I was looking for you.  
(gestures to departing  
Machina)  
Who's he?

JANET  
Him? Oh, that's Mr. Machina.  
He's our producer.

She motions Solo along as she heads down the alley  
toward the stage entrance.

JANET

Come on -- they're having a  
cast meeting and I'm late.

(as Solo catches  
up with her)

A month! We're sold out for  
a whole month! Can you  
imagine?

SOLO (blinks)

Just think what you could do  
with lukewarm reviews!

They enter the stage door.

INT. BACKSTAGE - DAY - FULL

Winky Blintz is quieting the cast as Solo and Janet  
join the periphery of the circle.

WINKY

You may be curious as to how  
this happened -- well, you can  
get the word direct from the  
man responsible -- Mr. David  
X. Machina!

17  
CONT'D  
(2)

18

The cast cheers as an expansive middle-aged man is brought into the circle.

18  
CONT'D  
(2)

MACHINA

Artists of the theater! Last night you underwent tragedy and disappointment. As for the first, you know Eileen Osborne would have wanted you to bounce back just as you have.

JANET (earnestly to

Solo)

She always said "The show must go on."

SOLO (quietly)

She must have been quite a conversationalist.

MACHINA

And so no more about that! As for the disappointment, the brilliance of your performance convinced me more than ever that, despite the reviews, you have constructed a masterpiece.

(this piece of oratory leaves him momentarily breathless, and Winky dutifully leads applause to fill the gap)

It is for this reason that I have decided to buy all the tickets for the next month -- personally. I shall distribute them in the firm belief that word-of-mouth will quickly bring your incomparable artistry the recognition it so richly deserves!

Everybody cheers and Janet, overcome with emotion, determinedly steps forward.

JANET

Mr. Machina --- on behalf of the cast, I want to say how deeply we appreciate your trust in us, and I promise we will do everything we can to prove that trust well-founded.

Solo tries to hide a pained look at this rhetoric.

MACHINA (clearly taken by Janet)

Thank you, Miss----?

JANET

Janet Jones. As Miss Osborne's understudy, I only hope I can carry on in her illustrious footsteps in the illustrious way she would have wanted.

18  
CONT'D  
(3)MACHINA (his  
face clouds)

Well, on that point, Miss Jones --- while I am quite confident of your talent, I do feel that the role should have a more experienced person. Mr. Blintz has therefore agreed that Miss Osborne's replacement should be Miss Linda Lamentiere.

He gestures and a beautiful, but stone-faced woman enters the circle with him. There is polite applause.

ON SOLO AND JANET

18X1

She is stricken with disappointment.

SOLO

She a well-known star?

JANET

I thought I knew everybody in the business. But I never heard of her.

ZIP PAN TO:

EXT. STAGE ENTRANCE - NIGHT - SOLO AND ILLYA

19

Illya is dressed in workman's clothing and carries a tool kit.

ILLYA

It does seem a trifle unfair, Napoleon. You dally with a lush young actress while I go prowling through a dirty basement.

SOLO

Ah, but we both have the same noble objective. Think of it that way..... By the way -- just in case -- do you know anything about plumbing?

ILLYA

Yes -- you turn the faucet counter-

SOLO  
Very good! Well --- keep clock-  
wise!

19  
CONT'D  
(2)

They enter the stage door --

INT. STAGE ENTRANCE - NIGHT

20

and are stopped by Adolf. NOTE: At no time during  
the following will Adolf see Illya's face clearly.

ADOLF  
No admittance.

ILLYA  
Plumbing repair.

ADOLF  
Who called for a plumber?

ILLYA (gets out  
a repair order).  
Well, it says right here ---

Adolf bends over the order to read it; as he does,  
Solo slips quietly by him and disappears into the  
backstage area.

ADOLF (at last)  
Well --- I don't know of any-  
thing's wrong with the plumbing.

Illya retrieves the repair order and walks on by,  
leaving Adolf vaguely under the impression that  
there were two men at the door, rather than just  
one. Illya goes to a circular, iron staircase  
leading beneath the stage and starts to descend.

ON SOLO

21

As he makes his way to the wings and stands watch-  
ing the performance.

ONSTAGE

22

Winky and Linda are singing "NOTHING." Winky works  
hard at it, Linda appears to be just going through  
the motions.

## BACKSTAGE

23

Solo steps to Janet who is, as before, mouthing the lyrics and undulating to the melody.

SOLO

How's it going?

JANET

After all -- it's his money, and if he wants an experienced actress in the role, that should be his prerogative, shouldn't it?

SOLO

---- Yes. --- Now what I want to ask you about is Eileen Osborne.

JANET

I hate to speak ill of the dead --- but she really wasn't much of an actress.

(grudgingly)

She was well-liked, though.

SOLO  
Do you know of anyone who --  
didn't like her very much?

23  
CONT'D  
(2)

JANET  
Huh?

SOLO  
Anyone who might have wanted  
to -- harm her?

Janet stops and looks at him with raised eyebrows.

JANET (really  
astounded)  
Harm her? Eileen?!

Just at this moment, Linda comes by with Machina,  
heading for her dressing room. She almost bumps  
into Solo.

SOLO  
I'm sorry.

LINDA (coldly)  
It was my fault.

SOLO (gazing  
at her pleasantly)  
It was my pleasure.

She returns his gaze for a moment, then moves on by  
as Janet does a slow burn. FOLLOW Linda and Machina  
into her dressing room.



## IN FRONT OF DRESSING ROOM - NIGHT

24

LINDA

Who is that man?

MACHINA (shrugs)

Obviously someone with a taste  
for pretty young girls.

LINDA (snorts

derisively)

And they put you in charge!  
Can you really imagine a man  
like that going for Janet Jones,  
or whatever her name is?

MACHINA

What are you thinking

LINDA

Obviously -- he could be U.N.C.L.E.

MACHINA (thinks)

Don't worry about it.  
If he is an U.N.C.L.E. agent, I  
assure you he will be taken care  
of.

ZIP PAN TO:

## INT. THEATER BASEMENT CORRIDOR - ON ILLYA

25

It is an old, cobwebby place, packed with props and paraphernalia from countless shows. Illya picks his way carefully through the things, earnestly examining every inch of the walls for any sign of tunneling. He comes to a door and, very carefully, opens it. He sets down the tool case. B.G. the SOUND of performance continues.

## INT. STORAGE ROOM

26

Containing even more props and costumes. He slowly moves in. Then we hear the SOUND of footsteps coming down the iron stairway. Illya freezes and turns out his light. The steps come nearer, then start to go away. Just then, a rat scurries by close to Illya, and he reflexively jumps, making a small noise.

MAN'S VOICE

Hey!

Illya hesitates just a second, his back to the man who, it turns out, is Adolf.

26  
CONT'D  
(2)

ILLYA (tense)

Yes?

ADOLF

You took the wrong turn --  
the main pipe's that way.

ILLYA

Oh -- thank you.

Adolf turns to go, and Illya bends over to get his tool case. As he does, his U.N.C.L.E. pistol slides out of his jacket pocket and clatters to the ground. With fantastic speed, he pulls a stack of metal gladiator helmets off a table and onto the floor, where they pile up in disarray and enormous clatter, but effectively cover the pistol. Adolf spins at the noise. NOTE: Adolf will still not see Illya's face clearly.

ADOLF

Hey, there's a show going on  
upstairs!

ILLYA (a shy smile)

Just isn't my night.

ADOLF

Well, you can just put those  
things back the way they were!

ILLYA

Certainly -- I'll be glad to.

Adolf half-sneers and goes off as Illya uncovers his gun and safely tucks it in his pocket.

ZIP PAN TO:

EXT. STAGE ENTRANCE - NIGHT - ON SOLO

27

As he comes out and walks up to a waiting, greasy Illya.

SOLO

Anything?

ILLYA (shakes his head)

They might be able to hide a tunnel  
entrance -- but they couldn't cover  
up signs of digging. Apparently  
we're on the wrong track.

SOLO

I still haven't had a chance  
to talk to Janet about --

27  
CONT'D  
(2)

Just then Janet comes through the door. Solo quickly  
takes some coins from his pocket.

SOLO

Here, my good man -- and buy  
yourself a bar of soap, too.

Illya gives him a scowling glance and goes off. Janet  
joins Solo and talks as they walk to the street.

JANET

What I can't figure is -- if the  
show's as good as Mr. Machina says  
it is, why was everybody in the  
audience so quiet?!

SOLO

Maybe they were -- overcome?

JANET

But wouldn't you think they'd give  
us at least one curtain call? And  
Miss Lamentiere -- I hate to sound  
like sour grapes, but --

SOLO

How was she?

JANET

Just between us, I could play rings  
around her! How do you suppose she  
ever got the part?

Solo gives her a look, changes the subject.

SOLO

Come on -- I'll buy you some-  
thing to eat.

JANET (dispirited)

Oh -- thanks, Napoleon. But I  
think I'd just like to go home  
and go to sleep.

SOLO (shrugs

and smiles)

One of my shorter dates -- but  
pleasant.

He opens the door of a cab which is parked at the curb,  
starts to enter behind Janet.

SOLO

Well, anyway, I can take you home.

JANET  
You don't have to.

27  
CONT'D  
(3)

SOLO  
I --- was hoping we could chat  
a bit about Miss Osborne --- and  
Machina -- and other things.

JANET  
Please -- I'll feel more like talk-  
ing tomorrow night, I'm sure.

SOLO  
Only slightly offended, he bade  
her good night.

He closes the door and the cab drives off. He watches  
for a moment, then turns to find himself confronted by  
two henchman-types, CLAUDE and HUGO.

CLAUDE (politely  
enough)  
Mr. Solo?

SOLO  
Yes?

CLAUDE  
We've been asked to relay a message  
to you.

HUGO (nodding toward  
Janet's departing cab)  
Yeah --- don't go near Miss Jones.

CLAUDE  
--- Any more.

HUGO  
--- At all. A -- friend of hers  
wants it that way.

SOLO  
I thought that kind of dialogue  
went out with high-button shoes.

CLAUDE (deadly)  
We are very serious.

SOLO  
Everyone should be serious once  
in a while.

He starts to walk away, but Claude hits him a paralyzing blow in the stomach. Gasping for breath, Solo wards off another blow and hits Claude a good one. The latter reels against the building wall as Hugo now attacks Solo. There follows a brief, but violent donnybrook during which Solo uses his mobility and speed against the two stronger, larger men. He finally lays Claude out and is about to finish off Hugo as well, but he is cut down by a blow from behind -- and we then see that the assailant was David X. Machina. As Claude and Hugo get to their feet, Machina and Linda stand over the inert Solo.

27  
CONT'D  
(4)

LINDA

Does that leave any doubt he's an  
U.N.C.L.E. agent?

MACHINE

I'm afraid you're right, my dear.  
I don't think a mere working over  
is going to keep him out of our  
hair for these next crucial days.

(brightens, turns to  
the henchmen)

I have a suggestion.

CLAUDE

Huh?

MACHINA

Put Mr. Solo in the East River.

BLUR AND FADE OUT.

END ACT ONE

## ACT TWO

FADE IN:

EXT. STAGE ENTRANCE - NIGHT

28

The same setting as in the previous scene; indeed, the action takes place just a moment later, as Hugo and Claude, with Machina and Linda watching in b.g., carry Solo to a car and:

INT. CAR - NIGHT

29

CLAUDE (to the unconscious Solo)  
In you go, pal.

He and Hugo dump Solo in. Solo manages to sneak one eye open just a slit.

HUGO (to Claude)  
You want me to drive?

CLAUDE  
Yeah - I'll tie him up.

Deliberately, Solo moves his chin to turn over one of the lapels on his jacket. Hugo goes around to the driver's seat, Claude sits beside Solo.

CLAUDE  
You might as well stay on this street all the way.

HUGO  
Right.

A small button is revealed on the underside of Solo's lapel. He reaches for it with his teeth. Hugo starts the car engine. Solo bites down hard on the button, then relaxes back into "unconsciousness", as we:

ZIP PAN TO:

INT. WAVERLY'S OFFICE - NIGHT - WAVERLY AND ILLYA

30

A young woman courier, WANDA, comes in.

GIRL  
Sir, Mr. Solo's Automatic  
Distress Transmitter has  
been activated.

30  
CONT'D  
(2)

Waverly tenses, moves to the wall, flicks on an  
illuminated map of Manhattan.

GIRL (pointing to  
a blinking light)  
Here's where it started -- and  
it's moving into Central Park.

Waverly looks at the wall map for a moment, then:

WAVERLY  
Get me Mr. Kuryakin.

ZIP PAN TO:

EXT. RIVER WHARF - NIGHT - FULL

31

The car drives up to the wharf -- dark and deserted.  
- Claude and Hugo get out and drag the now bound and  
still "unconscious" Solo from the rear seat. They  
half-drag, half-carry him close to the edge of the  
pier and are about to dump him in, when there is a  
SHOUT.

ILLYA  
That's it, right there!

ON ILLYA

32

He steps out of the shadows, gun in hand.

ON THE SCENE

33

Claude and Hugo pause for an uneasy second, then drop Solo, leap behind the car, draw their guns and commence FIRING. Illya quickly ducks behind some crates and peers around to return their fire.

ON SOLO

34

Eyes wide open, he struggles against his bonds.

SHOT

35

Hugo makes a dash from the car to another pile of crates. He and Illya exchange fire. Meanwhile, Claude moves near Solo, as he seeks a better shot at Illya.

ANGLE PAST SOLO

36

We see Claude and, in the distance, Illya, as the latter moves to improve his shot at Claude. Solo lurches to his knees and, just as Claude is about to fire, hurls himself at the henchman's legs. Claude is knocked off balance, fires wildly and is shot by Illya in return. But Solo's lurch has left him teetering in perfect balance on the edge of the pier.

ANGLE FROM UNDER THE PIER

37

We see Solo's face and torso as it rocks like a teeter-totter on the edge. He tries desperately to free himself enough to be able to balance, but he cannot.

ON ILLYA

38

He sees his friend's predicament, and starts to move to help. But a BULLET WHINES into his pistol and sends it flying. He ducks back.



SOLO

39

Finally, he loses his balance and goes plunging into the dark water, still securely bound.

1

ON ILLYA

40

He takes a deep breath and rushes toward the pier. A shot just misses him.

SHOT

41

Hugo leaves his hiding place and rushes to intercept Illya. He does so, just at the water's edge; he raises his gun and fires -- but he is out of ammunition. He throws the gun down and grabs a stevedore's hook. He stalks Illya and takes a vicious swing, which Illya eludes. Hugo advances again. In the nick of time, Illya manages to reach his gun, fire. Hugo drops. Illya stands panting, then looks at the water.

ON THE WATER

42

Bubbles coming up.

ON ILLYA

43

He runs to the water and dives in.

ON THE WATER

44

Bubbles come up as the disturbed surface settles down. More bubbles. A long wait. Finally there are no bubbles. The surface has almost returned to calm. Then the two U.N.C.L.E. agents come shooting to the surface, gasping for breath.

ILLYA

I'll say one thing for you...  
you can hold your breath for  
a long time...

SOLO  
It'd be all right if they just  
wouldn't put so much chlorine  
in the water!

44  
CONT'D  
(2)

Illya tugs the still-bound Solo to the pier.

ZIP PAN TO:

INT. WAVERLY'S OFFICE - NIGHT

45

as Waverly presses appropriate buttons, speaks into  
mike.

WAVERLY (into mike)  
Come in, Mr. Solo.

SOLO'S VOICE (o.s.)  
Yes, sir.

WAVERLY  
Where are you?

INTERCUT WITH INT. TURKISH BATH STEAM ROOM

45X1

SOLO (into communicator)  
In a Turkish bath, sir.

WAVERLY  
Oh. Of course.  
(beat)  
We ran a check on this Mr.  
Machina.

SOLO  
THRUSH?

WAVERLY  
I wouldn't be surprised. Very  
wealthy -- source unknown. A  
background in electronics.

SOLO  
Everything adds up except the fact  
that there's no sign of a tunnel!  
How else could they be using that  
theater?

WAVERLY  
I don't know -- but it's become  
absolutely imperative that we find  
out. Our inability to use the  
computer system is paralyzing our  
entire operation.

SOLO (gets an idea)  
 I have an idea -- they must have  
 killed Eileen Osborne because she  
 found something, and replaced her  
 with one of their own people so  
 it wouldn't happen again. Ergo,  
 the answer must be available to the  
 new leading lady.

45X1  
 CONT'D  
 (2)

WAVERLY  
 Mmm. Under the circumstances,  
 perhaps we should have someone on  
 the inside.

SOLO  
 I have another idea, sir.  
 (to Illya)  
 Didn't you once tell me you play  
 the French horn?

ILLYA  
 I play the English horn. Why?

SOLO  
 French horn, English horn --  
 What's the difference?... They  
 have a number in the show called "A  
 Man is a Horn."

ILLYA  
Oh, no..... I categorically refuse.

WAVERLY  
 It's a direct order, Mr. Kuryakin.

ILLYA (meekly)  
 Yes, sir.

WAVERLY  
 I'm sure you'll acquit yourself  
 nobly.

He clicks off.

ILLYA (glumly, to  
 Solo)  
 Now that you've gotten me into this,  
 Napoleon, how are you going to get  
 rid of the fellow who's doing the  
 number now? Knock his teeth out?

SOLO  
 Haven't you ever heard of Napoleon  
 Solo -- the talent scout for that  
 famous Hollywood mogul, L.B. Sternmacher?

ZIP PAN TO:

INT. BACKSTAGE - DAY

48

Winky is berating Solo.

WINKY (in anguish)  
How could you do it to me, Mr. Solo!  
Stealing one of my best men! Not  
even an hour's notice and off he goes  
to Hollywood! Tell me, how am I gonna  
replace him?!

SOLO (glances at watch)  
Oh, you still have a couple of hours  
till curtain time. I'm sure you'll  
find a way.

Janet rushes up.

JANET  
Napoleon, you didn't tell me you  
were a talent scout for Hollywood!

48  
CONT'D  
(2)

SOLO (intimately)  
Don't you see -- it would have  
spoiled the -- purity of our  
relationship.

JANET  
Yeah, but gee whiz! Freddy  
Smallwood!

SOLO (hushes her  
gently)  
Your time will come, my love.

Now Adolf comes up.

ADOLF (to Winky)  
There's a guy to see you about  
a job. Says he plays the horn.

WINKY (reacts)  
Where is he? Where is he.

ANGLE ON ILLYA

48X1

who stands demurely, hopefully, horn in hand.

ZIP PAN TO:

INT. THEATRE STAGE - NIGHT - ON ILLYA

49

He is now wearing some sort of highly stylized  
costume and makeup as he goes through the "A MAN  
IS A HORN" number.

ANGLE ON WINGS

49X1

Winky watches Illya enthusiastically as Machina  
approaches.

MACHINA (indicating  
Illya)  
Where'd you get him?

WINKY  
It was a miracle! An absolute  
miracle!

49X1  
CONT  
(2)

MACHINA (a beat)  
I don't believe in miracles.

ANGLE

50

Into the wings on the opposite side of the stage.  
Solo stands there, grinning at Illya. Linda appears.  
Solo gallantly steps aside for her, smiling with  
great charm.

LINDA  
Waiting for your little corn-fed  
friend?

SOLO  
We in Hollywood are very fond of  
corn, Miss Lamentiere.

Linda gives him a haughty look, moves off. Solo  
watches her go.

POV SHOT

50X

as Linda approaches, Adolf near her dressing room.  
She whispers something to him and they both look  
over toward Solo. Then Adolf unlocks the dressing  
room door for Linda, and she enters.

BACK TO SOLO

Adolf comes up to him.

ADOLF

You can't stand here, mister.

SOLO

I'm waiting for Miss Jones. It's so dank out in that alley -- and the hoodlum element is getting so bad in this neighborhood --

ADOLF (grudgingly)

Well -- Stay outa the way.

SOLO

Indeed I will.

Janet comes up.

JANET

It's all right, Adolf.

(to Solo)

Hi!

(and, referring to

Illya)

Isn't he great?

SOLO

Not bad -- if you like one-man bands.... This is tomorrow night, remember?

JANET (smiles)

Fine. I'll be with you in just a minute.

She moves off. Illya sidles up next to Solo and they talk, sub voce, without looking at each other.

SOLO

Anything?

ILLYA

Not so far. What about you.

SOLO

I don't know how important it is, but the star's dressing room is always locked. And even she doesn't have the key.

ILLYA

Who does?

SOLO (pointing)  
Him -- name's Adolf.

Janet returns and, brightly, to Solo:

JANET  
Well -- I'm ready.

ZIP PAN TO:

51-5

INT. BACKSTAGE - NIGHT - FULL

53

Adolf is seen closing the outside door, now sits beside it, a guard ready for anything. The place is totally quiet, dark and deserted. Now we see a rope drop to the stage, and Illya comes sliding down from his hiding place in the fly gallery. He crosses stealthily to a dressing room door which reads: "No. 1. No Admittance." He takes what looks like a stick of gum and inserts it in the keyhole. When he removes it, it has a shape like a key. He then takes a small bottle of something and dips the "Key" in it. When he removes it, it is hard as metal. He taps it on the doorknob a couple of times to confirm it, then inserts it in the lock and opens the door.

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ON ADOLF

53X1

as a tiny signal light beside Adolf's chair flashes on. Adolf reacts, looks toward the dressing room.

INT. DRESSING ROOM - NIGHT - FULL

54

As Illya enters and closes the door, then turns on the light. It is a typical theatrical dressing room: old, unglamorous and functional. He looks around cautiously, not seeing anything suspicious. He goes to a wardrobe which seems to be a bit outsized and opens it, only to find it holds the expected theatrical costumes. He examines the interior carefully.

OUTSIDE DRESSING ROOM -

54X1

Adolf puts his ear to the door, listens. Then he closes the outside bolt. It is all played very suspensefully.



INT. DRESSING ROOM

54X2

Illya HEARS the bolt close. He hurries to the door, tries it and finds he cannot open it. On his reaction to this, we --

ZIP PAN TO:

INT. BACKSTAGE - NIGHT - ON MACHINA, LINDA AND ADOLF

55

as they stride across the stage toward the dressing room door.

ADOLF

Sorry I had to call you back, but I figured you'd want to know.

MACHINA

You did the right thing, Adolf...  
Do you know who it is?

ADOLF

No sir. I didn't see him.

They reach the door, and Adolf starts to release a slide-bolt.

INT. DRESSING ROOM

55X1

as Illya speaks into his communicator.

ILLYA

Open Channel D, please.

BACK TO SCENE

55X2

MACHINA

Just a moment. Listen!

ILLYA'S VOICE

...Napoleon... Come in, Napoleon...

CUT TO:

9-15-66 P.32/  
INT. JANET'S APARTMENT - NIGHT - CLOSE ON SOLO'S  
JACKET

56

which hangs over a dinette chair. Inside the breast pocket is Solo's communicator which BLEEPs. We can barely hear it. Solo can't hear it at all; the sound is drowned out by a BLARING hi-fi, as CAMERA BACKS to show Solo, seated on the sofa some distance away, watching with considerable interest as Janet, to the music (taken from the vast M-G-M record library) does a rather torrid song-and-dance.

BACK TO ILLYA IN DRESSING ROOM

57

ILLYA (into  
communicator)  
Napoleon?... Come in, Napoleon!

BACK TO JANET'S APARTMENT

58-61

Janet finishes her number with an appropriate flourish, flicks off the hi-fi.

JANET (brightly,  
hopefully)  
What do you suppose L. B. Sternmacher  
would think of that!

SOLO (with perhaps  
the faintest trace of a  
leer)  
Why don't you -- ah -- make me a cup  
of coffee and we'll -- talk about it....

INT. BACKSTAGE - NIGHT - MACHINA, ADOLF AND LINDA

62

MACHINA  
That's our little man with the horn.  
Looks like we'll have to get another  
replacement tomorrow.

LINDA (without  
emotion)  
It's a pity. He was the best thing  
in the show.

BLUR AND FADE OUT:

END ACT TWO

ACT THREE

FADE IN:

INT. BACKSTAGE - NIGHT - ON MACHINA, LINDA AND ADOLF 63

As we last saw them, talking quietly outside the dressing room door.

ADOLF

Should I take care of him now?

LINDA

Unfortunately --- yes.

MACHINA (makes a  
decision)

Decidedly --- no.

LINDA

What?

MACHINA

Come now, my dear -- think!  
If U.N.C.L.E. has planted a man  
in the cast, they must obviously  
have strong suspicions about us.  
Now what would you do if you were  
in their circumstances and highly  
suspicious?

LINDA (slowly)

I'd postpone the computer input.

MACHINA

Of course you would! You'd post-  
pone it until you'd stopped the  
leak, wouldn't you?

(beat)

That's why I think we should free  
Mr. Kuryakin...

(a beat)

...And help convince him that the  
leak has been stopped.

ADOLF

--- Huh?

ZIP PAN TO?

## INT. DRESSING ROOM - NIGHT

64

Illya continues to try with his communicator.

ILLYA (into  
communicator)  
Napoleon, for the last time -- will  
you come in?

For the last time, there is no answer. He frowns, pockets the communicator, tries the door once more knowing that it won't open. Sure enough, it doesn't. Now he prowls about the room, his eyes searching, searching. He moves to the wardrobe, starts probing the inside of it, examining garments, etc. He lifts a coat-hanger and finds it is not merely hung on the rack but attached to it. He pushes it first one way, then the other. There is a faint BUZZ. Illya is about to move the hanger once more when he reacts to a SOUND at the dressing room door. Quickly, he steps away from the wardrobe, tenses.

The door opens and Adolf enters. Illya decides to bluff.

ILLYA (with immense  
relief)  
Boy, am I glad to see you! I was  
afraid I'd have to spend the night  
here....  
(he awaits a reaction,  
but Adolf only stares  
at him impassively)  
....You see, I locked myself in  
by accident, and --

ADOLF (cutting in,  
flatly)  
Uh-uh. You didn't lock yourself in.  
I locked you in.

Illya makes his decision. He leaps on Adolf, whips him around and is trying to decide whether to break his arm off.

ADOLF (in pain)  
No -- please! Just listen to me!

ILLYA (grimly)  
You've never had a more attentive  
audience.

ADOLF  
I know you're from U.N.C.L.E.....

ILLYA

Go on.

64  
CONT'D  
(2)

ADOLF

...And I know just what you're  
lookin' for... The computer tap,  
right?

ILLYA

You're answering the questions.

ADOLF

Okay. I can lead you to it.

(as Illya reacts dis-  
trustfully)

I mean it. You just say the word,  
I'll take you there.

Illya relaxes -- but does not release -- his grip  
on Adolf's arm.

ILLYA

Why would you do a noble thing  
like that?

ADOLF

Money.

Because this answer seems reasonably honest, Illya  
releases Adolf now.

ILLYA

How much?

ADOLF

Twenty thousand?

(when Illya doesn't leap  
immediately)

Ten?

(as Illya still hesitates)

Look, you gotta make it worthwhile. I  
mean, THRUSH finds out what I'm doing,  
you know what happens. Forty thousand  
dollars, I can get out of the country.  
Maybe South America. I can start all  
over again.

ILLYA (after a  
beat)

I'm not in the habit of carrying  
that much cash with me.

ADOLF (shrewdly)

But you can get it, can't you?

After a beat, Illya nods almost imperceptibly.

ILLYA

You lead.

64  
CONT'D  
(3)

Adolf exits the dressing room, Illya following closely. They move to the stage control panel. Adolf presses a button.

ZIP PAN TO:

ANGLE ON EMPTY STAGE

64X1

A large square in the stage begins to descend. Adolf and Illya run into SHOT, leap onto the descending square.

INT. BASEMENT - NIGHT - ON ILLYA AND ADOLF

65

As the descending square reaches the basement, Adolf and Illya step off, begin to move cautiously along in the dank and dirty place.

ILLYA

I thought the tunnel would be under the theater.

ADOLF

Uh-uh. They just climb up in the gallery and cross over on the roof. That way, the theater's still a perfect cover-up -- but there's nothing around to get the actors curious.

They come to a large opening in the basement wall.

ADOLF

This is where I leave you.

ILLYA

Just a minute.

ADOLF

Listen, Mr. Kuryakin -- I brought you here, that's enough. Don't expect me to be around when things start happening.

ILLYA

I'm not sure you're giving me ten thousand dollars worth of service.

ADOLF (indicating  
tunnel)

You just go through there. If you don't find what you're lookin' for, you don't pay...

ILLYA (points his gun  
at Adolf)  
I'm sorry, that won't quite do...  
Come on.

65  
CONT'D  
(2)

Flashlight in one hand, gun in the other, Illya  
prods Adolf through the tunnel opening.

INT. TUNNEL - ON ILLYA AND ADOLF

66

As they move carefully along. Now we begin to  
HEAR the NOISE of electronic equipment. Illya and  
Adolf edge around a bend in the tunnel.

POV SHOT

67

There is a small, excavated room at the end of the  
tunnel which houses several banks of electronic  
equipment. An OPERATOR sits at a console.

ON ILLYA

68

He puts his gun at the ready and steps out into the  
light.

ILLYA  
All right. Just sit still.

SHOT

69

The operator frantically goes for his own gun and  
fires at Illya, who ducks back, returns the fire  
and hits the man. In the excitement, Adolf turns  
and runs back in the direction from which he and  
Illya have come.

ON THE OPERATOR

70

Mortally wounded; as he sinks down, he desperately  
struggles to reach a red destruct button. And,  
just in time, Illya leaps back as there is a tre-  
mendous explosion!

ZIP PAN TO:

INT. THEATER TUNNEL - NIGHT - ON ELECTRONIC  
EQUIPMENT

71

which appears, at first glance, to be the very equipment destroyed by Illya. But then we note that the tunnel is quite different. Machina, with Linda at his side, is examining a basket of print-outs which is being produced by the machine, beside which a SECOND OPERATOR sits.

MACHINA (to Linda,  
as he peruses the tapes)  
....A security report on a couple of  
U.N.C.L.E. messengers.....approval  
of an expense voucher filed by an  
agent in Lebanon.... and an evalua-  
tion of the caloric count of meals  
served in the U.N.C.L.E. cafeteria  
during the quarter ending June  
thirtieth.....

Linda has picked up a tape as well, examines it.

LINDA  
This one lists the batting averages  
of all the players in their inter-  
office softball league.  
(turns to Machine)  
Hardly of earth-shaking importance,  
is it?

MACHINA  
At the moment, no. But --

He breaks off, turns to a noise from the tunnel entrance. A Guard there has stepped aside to let Adolf into the equipment area. Adolf approaches Machina and Linda.

ADOLF (exulting)  
It couldn't'a gone better, Mr. Machina.  
I saw the explosion myself!

MACHINA (eyes agleam)  
It was a good one, eh?

ADOLF  
A beaut!



MACHINA

71  
CONT'D  
(2)

Excellent.

(to Linda)

You'll forgive me if I gloat, my dear.  
But I have reason to be quite proud  
of myself. When I proposed to THRUSH  
Central that we build and equip two  
tunnels -- one to be used as a decoy --  
you should have heard them scream!

(mimicking)

"You can't do that, Machina! We're  
already over budget on the first  
tunnel! It would be a complete waste  
of time and money!"

(relishing the thought)

Now I wouldn't be surprised if I were  
in line for a promotion.

LINDA (proud of her  
man)

I knew you were on your way up. From  
the first day I met you, I knew it.

MACHINA (turning to  
Adolf)

By the way, how much is that U.N.C.L.E.  
agent going to give you?

ADOLF (hesitates)

Uh -- five thousand dollars.

MACHINE

Mmmm. Knowing you as I do, Adolf,  
that means ten. Very well. When  
he delivers it, you can keep five  
hundred.

ADOLF (face falling)

But -- but....

LINDA (to Machine)

Do you think he will deliver it?

ADOLF

I'm quite sure of it.

(picks up a tape)

And I'm equally sure that -- within  
a very short time -- we'll be getting  
data far more important than -- how  
many calories in an U.N.C.L.E.  
agent's diet.

ZIP PAN TO:

INT. JANET'S APARTMENT - NIGHT

72

Solo is just polishing off a slab of cake at the dinette table, while Janet is putting dishes into the sink.

JANET

I probably shouldn't have given you that cake. It must have a million calories.

Solo rises.

SOLO

It's unfortunate that you're such a good cook.

JANET

Huh?

Solo moves closer.

SOLO

It draws attention from your --  
uh -- other attributes.

JANET (nervously)

Hey, it's after one....You'd better be going...

Solo moves very close. Janet is tremulous.

SOLO (softly,

exerting all his  
infinite charm)

Well, I'd hoped that --

JANET (fighting it)

You don't know my landlady. If she had any idea that --

Her words trail off as Solo kisses her. She responds, and the embrace is a rather warm one. Finally Janet pulls back.

JANET (as firmly

as possible)

I mean it. You better go.

(a weak smile)

I've got to protect my reputation.

SOLO

You're destroying mine.

Resignedly he moves to put on his jacket, which has been hanging on the chair. As he does so, the communicator in his breast pocket BEEPS.

72  
CONT'D  
(2)

JANET (startled)  
What's that?

SOLO (taking the  
communicator)  
My fountain pen.  
(into it)  
Illya?

INTERCUT WITH ILLYA IN ALLEY OUTSIDE THEATER

73

ILLYA (into comm)  
Napoleon... Are you all right?

SOLO (into comm,  
surprised)  
A bit disappointed --  
(a glance at Janet, who  
looks baffled by it all)  
-- but otherwise all right. Why  
do you ask?

ILLYA  
I tried to get you earlier.  
(a beat)  
I guess that was before dis-  
appointment set in.

Solo gives a lame little laugh, then:

SOLO  
Have you found anything?

ILLYA  
I'm not really sure. I may  
have destroyed the computer tap.

SOLO (a beat)  
You what?

ILLYA  
Our friend Adolf -- you know,  
the backstage doorman? -- he led  
me to it. For a price.  
(a beat)  
But it was too easy, Napoleon. I  
think it may have been a decoy.  
And if it was, I have an idea where  
the real thing is.

SOLO

What do you want me to do?

73  
CONT'D  
(2)

ILLYA

Come to the theater tomorrow night. I hate to subject you to the performance again, but you might be useful.

SOLO

Shall I -- uh -- bring a few friends?

ILLYA

It might be wise. And if I'm not onstage, you might try Miss Lamentiere's dressing room.

(a beat)

Oh. And you might have Mr. Waverly start feeding some -- important misinformation into our computer.

SOLO

Right.

He clicks off. Janet looks at him wide-eyed.

JANET (she's a quick one)  
Illya -- he's not really in show biz.

SOLO

Not exactly, no.

JANET

And you're not a talent scout for -- what's his name?

SOLO

Sternmacher. L. B. Sternmacher. No, I'm not.

JANET (it dawns)

Hey! You must be a -- a secret agent or something, huh?

(and when Solo doesn't deny it)

Maybe -- maybe you'd better not go after all. I mean -- if you want to explain things to me....

Solo smiles, and we --

ZIP PAN TO:

It's the following night, a few minutes before show-time. Players and stagehands move about doing appropriate things. In one corner of the backstage area, relatively remote from all the hullabaloo, Illya speaks quietly to Janet. We note, in b.g., that Linda Lamentiere's dressing room door is slightly ajar.

ILLYA

You think you can do it?

JANET (nervously)

I'm scared. I'm really scared.

(bravely)

But it's for U.N.C.L.E.

ILLYA

That's the girl. Adolf's back in the office with Machina, so I should have enough time.

He hands her something with cupped hands. We can't see what it is. She recoils a bit as she takes it.

ILLYA

It'll be over in just a minute.

JANET

I hope so!

She starts away. Illya watches her as she approaches Linda's dressing room, looks about surreptitiously, then bends down at the door. Illya moves now to the side of the dressing room. He doesn't have to wait more than a second or two before we HEAR Linda scream and:

LINDA'S VOICE (from  
dressing room)

A mouse!

The dressing room door opens and Linda comes barreling out in abject terror. A second after she's out, Illya slips in.

LINDA

A mouse! In my dressing room!

She points, looks like she's about to swoon. Janet emits a SCREAM that should elevate her to stardom. Several members of the cast and crew come running up, are about to enter.

LINDA

No! You can't go in there! I mean -- where's Adolf?

As the would-be rescuers pause at the dressing room door, which Illya has carefully closed --

INT. DRESSING ROOM - NIGHT

75

Illya is in the wardrobe, manipulating the hanger. Again, the BUZZ. Then the entire floor slides away, revealing a shaft and a ladder. Illya starts to descend.

CUT TO:

INT. BACKSTAGE - NIGHT

76

As Adolf comes lumbering up, Machina a step behind. The others stand about in confusion.

MACHINA  
What is it, Linda?

LINDA  
A mouse!  
(pointing)  
In there!

MACHINA (to all the  
others)  
All right, everybody! We have a  
show in a few minutes. Let's get  
ready!

The others -- all except Janet -- drift off. Machina and Adolf enter the dressing room.

INT. DRESSING ROOM - NIGHT

77

as they look around. The wardrobe door is open. Adolf sees the mouse in the wardrobe.

ADOLF  
There he is! I'll get him!

ANGLE ON MOUSE

78

who doesn't do anything but cower in the corner of the wardrobe. He's not a stunt mouse.

SCENE

79

Adolf, grabbing a handy broom, moves to flush out the mouse. But Machina's eye has noted something else.

MACHINA (tightly)  
The trapdoor. It's been opened.

79  
CONT'D  
(2)

Adolf reacts as Machina points to the hanger, which is not in its proper place.

MACHINA (calling off)  
Linda!

Linda enters the dressing room gingerly.

LINDA  
Did you get him?

MACHINA  
Kuryakin.... Where is he?

LINDA  
Hmm?....I don't know. I saw him  
talking to that understudy - just  
a minute ago.

Machina and Adolf exchange meaningful glances. Then Machina's eye falls on Janet, who is looking inquisitively through the dressing room door. Machina gives Adolf a small nod. Adolf understands.

MACHINA  
Well, then, perhaps Miss Jones  
will help us look for him.

Adolf grabs Janet, covering her mouth to prevent an outcry, drags her into the dressing room.

CUT TO:

INT. THEATER TUNNEL - NIGHT

80

As he did earlier in the other tunnel, Illya prowls with a flashlight. He comes upon the electronic equipment watched over by the Second Operator. Illya points his gun at the man and:

ILLYA  
Things have a way of repeating  
themselves, don't they?

The Second Operator raises his hands. Then, from behind Illya:

## MACHINA'S VOICE

They do indeed, Mr. Kuryakin.

80  
CONT'D  
(2)

Illya whirls, ready to fire. But Machina, who is trailed by Adolf and Linda, holds Janet in front of him, a gun pointed at her.

## MACHINA

If you will drop your gun, please....

FADE OUT

END ACT THREE



## ACT FOUR

FADE IN:

INT. THEATER TUNNEL - NIGHT

81

A SERIES OF ANGLES COVERING the action which immediately follows that of the preceding scene. Illya is about to drop his gun when WHOOMP! -- Janet jabs her elbow into Machina's stomach, spins away. This enables Illya to fire at Machina, who returns the fire. In this and subsequent exchanges, Linda is hit accidentally by one of Machina's bullets, falls dead. Adolf now grabs Janet, and Illya is right back where he started from. To keep Janet from getting killed, he has no choice but to raise his hands in surrender.

ZIP PAN TO:

INT. THEATER TUNNEL - NIGHT - ANGLE ON THE COMPUTER EQUIPMENT 82

The Camera takes it in, BACKS to show that Adolf has a gun on Janet, while Machina, quite pleased with the turn of events -- despite the demise of Linda, whose corpse has presumably been dragged away -- smiles benignly at Illya. Illya is now tightly bound.

MACHINA (gesturing  
toward the tap equipment)  
Remarkable, wouldn't you say?

ILLYA  
How did you get it so close without  
our spotting it?

MACHINA  
Quite simple, Mr. Kuryakin. Technology. New digging equipment which cuts with ultrasonic waves -- almost no seismic vibration. And the dirt is processed by a reactor right on the device -- most of it turned into harmless gasses. All the dirt removed from this tunnel -- and the other one -- wouldn't fill two barrels.

The Second Operator steps up to Machina, hands him a tape. Machina peruses it.

ILLYA (to Machina)  
Very ingenious...You wouldn't  
consider selling it to UNCLE,

For just an instant, Machina looks up from the tape, and there is interest on his face. Then, realizing that Illya is pulling his leg, he snorts and returns to the tape. After a beat:

82  
CONT'D  
(2)

MACHINA (looking  
at tape)  
Ah, this is more like it...Specifications on a new UNCLE weapon and a chemical formula for a new explosive...

JANET (furious)  
Do you mean you bought all those tickets just so you could use our show for a cover-up?

MACHINA  
My dear, there was a much more functional problem. The day the show closes, the lease expires. Now it would be a shame to be evicted from such a profitable location as this, wouldn't it?

JANET  
And you didn't really like the show at all? You're a -- a hypocrite!

MACHINA (shrugs)  
We all have our little failings.

ILLYA  
Look -- she doesn't know anything about what's been going on. Let her go.

MACHINA  
Well, I just might do that, Mr. Kuryakin -- except for one thing.

JANET (fearfully)  
What's -- that?

MACHINA  
Well obviously -- with Linda -- out of the picture -- you must go on in her place tonight.  
(smiles)  
The understudy gets her big chance!

JANET (indignant)  
What? If you think I'd go on after what I've found out about you --

MACHINA

My dear, this is not a debatable matter. I need that performance. Tonight of all nights, I don't want any suspicions aroused. And the performance needs -- you.  
(smiles)

I'm sure you'll be splendid!

JANET

I'd just like to see you make me do it!

MACHINA

You wouldn't really like that, believe me. You will do it, you see, because if you don't -- we will kill your friend Mr. Kuryakin.

JANET (eyes wide)

You beast!

She turns and goes off up the tunnel, followed by Adolf.

MACHINA (smiles

after her)

~~any~~Charming girl. I really feel  
~~badly~~badly about having to lie to her.

ILLYA

Oh? What was the lie?

MACHINA

Why, the implication that if she performs she will be able to save your life. You understand, of course, why that will not be possible?

ZIP PAN TO:

INT. BACKSTAGE - NIGHT - ON JANET

83

Walking across the stage with Adolf close behind her. She is already in costume. Winky bustles up, literally frantic.

WINKY

Janet -- Janet, where have you been? They just told me Linda won't be here tonight. Tonight of all nights! --

(Continued)

WINKY (cont'd)  
when I persuaded him to come back  
and see the show again tonight!

83  
CONT'D  
(2)

JANET (dully)  
Who?

WINKY  
Paul Hastenbrok! I told him the  
show has been completely redone  
and he'd be able to scoop all  
the other critics.

JANET  
But -- it hasn't been redone.

WINKY  
It's jelled now! It has confidence!  
It'll look like a new show to him!  
Isn't it marvelous!

JANET  
Isn't it ---

WINKY (suddenly  
dramatically serious)  
And so it comes on your shoulders,  
Janet. This is your chance.  
Tonight, you are being gripped in  
the hands of fate!

Overcome, he turns and moves off; and as Janet goes  
in a different direction, we see that the hands  
gripping her belong not to fate, but to Adolf.

ZIP PAN TO:

INT. THEATER AUDITORIUM - NIGHT - SOLO AND WAVERLY

84

just settling down into their seats.

SOLO

You understand, sir, that it took some -- uh -- forceful persuasion to get these tickets for tonight.

WAVERLY

Yes, I rather suspected as much...  
Sold out show and all that.

SOLO

We have a number of men scattered throughout the audience -- just in case.

WAVERLY

Excellent. I do hope, though, that there won't be any -- disturbance until after Mr. Kuryakin goes on. I'm most eager to see him perform.

ZIP PAN TO:

INT. TUNNEL - ON ILLYA

85

Machina is examining the settings on the electronic equipment. Illya struggles fiercely against his bonds, but can do nothing. Machina notices the attempt and turns to give him a big smile.

ZIP PAN TO:

INT. THEATER STAGE - NIGHT - ON WINKY

86

As he steps in front of the house curtain.

WINKY

Ladies and gentlemen! In tonight's performance, the role of Susan Everybody will be played by Miss Janet Jerrod. Thank you.

ON SOLO AND WAVERLY

86x1

WAVERLY

That should be a pleasant  
surprise for you, Mr. Solo....

SOLO (a beat as  
it all sinks in)  
I'm -- not at all sure, sir.

There is a deeply thoughtful look on his face as we:

ZIP PAN TO:

INT. STAGE - THE PERFORMANCE

87

Janet SINGS a number in a tremulous, fear-ridden  
voice. ("I March For Love.") She looks into one  
wing.

POV SHOT

88

Adolf stands there watching her like a hawk.

ON SOLO AND WAVERLY

Solo gives his superior a sick smile.

SOLO

It's -- uh -- not one of her  
better nights, apparently.

ZIP PAN TO:

INT. TUNNEL - ILLYA AND MACHINA

90

The machine is now WHIRRING and flashing at great  
speed. Machina reads various dials and settings,  
examines yet another tape.

MACHINE

Wonderful! Top secret personnel  
records of all U.N.C.L.E. executives!  
I'm sure we can make excellent use  
of this!

(turns to Illya)

And now, Mr. Kuryakin, I think I  
shall go enjoy the show. -- I hope  
they can make do without a horn  
player just this once!

ZIP PAN TO:

## INT. STAGE - THE PERFORMANCE

91

Janet still SINGS nervously along. She looks into the wings.

## THE WINGS - HER POV

92

Machina steps up, whispers to Adolf, who smiles delightedly. Machina then motions that he will relieve Adolf for a while, and the latter moves away. Machina stands beaming at Janet.

## ON THE STAGE

93

Janet looks even more nervous upon seeing Machina. Then she gets a desperate look and starts singing new lyrics. (Note the lyrics in Appendix).

## ON SOLO

94

Almost having fallen into an embarrassed stupor, his eyes come cracking open. He leaves his seat.

SOLO

Excuse me, sir.

WAVERLY

Lost your nerve, eh?

## SHOT

95

Solo makes his way to a door that leads backstage.

## INT. BACKSTAGE

96

As he comes back and looks around.

## HIS POV - THE WINGS

97

We see Machina's back and, beyond, Janet still singing onstage.

ON SOLO

98

He starts to make his way to the dressing room area.  
He stops.

POV SHOT

99

Adolf is just entering Dressing Room #1.

ON SOLO

100

Jolted by this sight, he gets the picture very quickly.  
He moves to the door just as it is closing and blocks  
its latching.

ADOLF (inside the room)  
Hey, what are you tryin' to --

Solo pushes the door with all his might and darts in.

INT. DRESSING ROOM - NIGHT

permission.  
101

Adolf is just recovering his balance as Solo closes  
the door. Adolf tries to bolt out of the room, but  
Solo heads him off and after a brief fight, lays him  
out cold with a vicious belt. Then Solo turns  
around and sees the opening in the wardrobe floor.  
Quickly, he descends into it.

ZIP PAN TO:

INT. THEATER TUNNEL - NIGHT

102

The Second Operator is hovering over his machine.  
Illya is still bound when Solo comes running into the  
scene. The Second Operator goes for his gun. There  
is an exchange of FIRE and the THRUSHMAN falls.  
Solo starts to untie Illya.

SOLO  
Somehow the show just isn't  
the same without you.



ILLYA (as he gets  
his hands free)  
It's nice to be missed.  
-----How's Janet?

102  
CONT'D  
(2)

SOLO  
Lousy --- but unharmed so far.

ILLYA  
That won't last.

SOLO  
I'm afraid you're right.  
(glances at the machine)  
I take it that's the real thing...?

ILLYA  
It is indeed. And it's spewing  
out an awful lot of misinformation.

Illya is untied now.

ILLYA  
Let's go!

SOLO (looking at  
machine)  
Go ahead! I'll catch up with  
you....

Illya starts running down the corridor. Solo steps to the machine, takes a cigarette-sized gadget out of his pocket and sets a timing device on it. Now he reaches inside one of the banks and deposits the gadget. He yanks his hand out and runs like blazes. He catches up with Illya as they round a bend in the tunnel and there is a huge EXPLOSION and flash from the end of the cavern.

ZIP PAN TO:

INT. THE DRESSING ROOM - NIGHT

103

They emerge from the shaft, Illya coming up first. When Solo steps into the room, he looks at the floor. Adolf is gone.

SOLO  
I left a friend here -- so they  
must know you're out.

They rush to the door and open it.

INT. BACKSTAGE

104

As they come out. They stop.

NEW ANGLE

105

Machina and two of his men are just coming from the wings toward the dressing rooms. Machina sees them, draws his gun and fires. Illya leaps and sends Machina tumbling onstage.

ONSTAGE

106

Janet and several other members of the cast are in the middle of a number. She looks down, startled, but she keeps on SINGING. Machina clambers to his feet as Illya rushes on, leaping at him. Janet's face shows enormous relief and then anxiety; but still she sings. Machina deftly dodges Illya, showing surprising agility for a man of his age, and sends the U.N.C.L.E. agent into a somersault which ends right at the footlights. Illya sits up, blinking, as Machina yells to the house, which is by now buzzing excitedly.

MACHINA

All THRUSH people! We need you!

ON SECTION OF AUDIENCE

107

including Waverly. He snaps to at this. Several THRUSH men arise in the audience and hurry down the aisle. Waverly calmly sticks out his foot and trips one, rises and lays another low with a karate chop. The U.N.C.L.E. men in the audience, thus alerted, leap into the fray.

BACKSTAGE

108

Solo has just finished clobbering Adolf when he hears Machina SHOUT.

MACHINA

Get the girl!

ONSTAGE

109

Janet is still singing -- a line of lyrics in which she urges her fellow performers into the fray against their former benefactor. She steps up onto a set piece. Now we see three THRUSHMEN come onstage and stalk her from three different angles.

BACKSTAGE

110

Solo observes this and quickly grabs a set of lines on the pin-rail, releases the brake and gives the lines a pull.

ONSTAGE

111

To her own amazement, Janet goes sailing smoothly upward out of reach of the men. They come and stand under her, bewildered.

ON SOLO

112

He reverses the pull.

ONSTAGE

113

The set piece, Janet and all, comes zooming down and puts all three men out of commission.

ON PAUL HASTENBROOK

114

The critic watches the goings-on with eyes incredibly wide -- and growing wider. From time to time, he scrawls notes into a pad.

NOTE: THE EXACT DETAILS OF THE FIGHT SEQUENCE WILL DEPEND IN LARGE PART UPON THE PHYSICAL FACILITIES USED FOR THE SCENE. THE FIGHTING WILL EXTEND INTO THE AUDIENCE, MOST OF WHOSE MEMBERS LAUGH AND APPLAUD IT ENTHUSIASTICALLY. THE CAST MEMBERS JOIN IN WITH GREAT ELAN ON THE SIDE OF THE U.N.C.L.E. AGENTS, AND IT IS JANET WHO FINALLY STRIKES THE DISABLING BLOW AGAINST MACHINA, JUST AS SHE HITS THE HIGH NOTE WHICH ENDS THE SCENE.

ZIP PAN TO:

INT. THEATRICAL RESTAURANT - NIGHT - ON WINKY

1.

as he is once again on the table, reading a review.

WINKY

.....don't recall ever being so stunned as by the total theatricality of the second act, in which every physical and sensory means is used to embrace the audience in a memorable experience. And -- saving best until last -- Janet Jerrod's transformation from the nervous, off-key stereotype to a zany, wild-eyed hoyden marks the arrival of a brilliant new star. See it! See it! By all means, see it!"

As everyone CHEERS, we see that Solo, Waverly and Illya are with the cast as they celebrate. Janet enthusiastically kisses Solo on the cheek.

JANET  
Can you believe it?

115  
CONT'D  
(2)

ILLYA  
It's marvelous.

She kisses his cheek, too.

WAVERLY (to Janet)  
And you were particularly so,  
my dear.

She kisses him, moves off excitedly.

ILLYA (over the din)  
Just what will happen when people  
come and don't find that "total  
sensory experience" in the second  
act?

SOLO  
It's another old American tradition ---  
theatre audiences like what the  
critics tell them to like!

WINKY  
Exactly! And besides, I've de-  
cided to incorporate the fight  
into the show every night.  
Herbert and Marvin are already  
working on music and lyrics for it and ---  
(a brilliant idea)  
---Hey! I know this would be offbeat  
casting, but how would you two like  
to play yourselves?

Solo and Illya look at each other, then at Winky.

SOLO AND ILLYA  
(together)  
Don't call us -- we'll call you.

BLUR AND FADE OUT:

THE END

The Man From  
U.N.C.L.E.  
The Off-Broadway Affair

"Nothing"

Lyric by  
Jerry McNeely, A.S.C.A.P.

Start with nothing,  
Take it away.  
What do you have?  
What can you say?  
--- Nothing.

Where is something<sup>U</sup>,  
Where has it gone?  
What has it won  
For the wistful and wan?  
--- Nothing.

Notice that nothing is never at hand,  
Never precisely wherever you stand,  
Always the same, whatever you add,  
So lose the nothingness you've never had!

Return to nothing,  
Do not pass Go.  
Don't let the lack of it bother you so.  
For if you know anything, surely you know  
--- Nothing.

The Man From  
U.N.C.L.E.  
The Off-Broadway Affair

(This Routine replaces Illya's song, "Love And Brother-  
hood And Justice And Art" -- on P.27)

(NOT TO BE SUNG, BUT TO BE READ RHYTHMICALLY WITH  
MUSICAL PUNCTUATION.)

"A Man Is A Horn"

Lyric by  
Jerry McNeely, A.S.C.A.P.

A man is a horn!  
(HE BLOWS A FIGURE ON AN ENGLISH HORN)  
Viciously he vibrates  
In double-reed duplicity.  
Honking, screeching,  
Squealing, bleating,  
Braying, displaying  
His talent for nothing  
--- But noise!  
A man is a horn!

A man is a flute!  
(HE BLOWS A FIGURE ON A FLUTE)  
A column of air in motion.  
Avidly set on  
Avoiding the dulcet;  
Shrilly supplying  
A desperate descant  
Onto the already  
Crashing cacophony  
Made by his brothers  
--- And others!  
A man is a flute!

(continued)

The Man From  
U.N.C.L.E.  
The Off-Broadway Affair

"I March For Love"

Lyric by  
Jerry McNeely, A.S.C.A.P.

(SUNG BY JANET ON P.53)

I march for  
Love,  
Justice,  
Brotherhood and Art!  
I march for  
Wit,  
Knowledge,  
Happiness and Heart!  
I march for  
Good,  
Kindness,  
Diligence and Truth!  
For the wisdom of age  
And the wonder of youth!

Stand up and shout!  
Stand up and march!  
You have nothing to lose  
Except your arches!

Stand up and march!  
Stand up and shout!  
If you'd like to learn  
What life is all about!

(Now there is perhaps a 16-bar MARCHING ROUTINE of  
some sort and SHE SINGS -- P.54)

Stand up and shout  
Stand up and run!  
You will never guess  
Who's trapped inside the tunnel!

(continued)



"I March For Love"

(continued)

Stand up and march!  
Stand up and sing!  
You will find that friends  
Are waiting in each wing!

(Solo reacts as written, P.54)

In Scene 109 (P.58), Janet SINGS the following lines instead of "Stand up and shout, etc."

The men who fight  
They fight for us!  
And they sure could use  
A little extra muscle!

Stand up and fight!  
Stand up and roar!  
Or you'll soon have  
Leading Lady Number Four!