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The Man From

U.N.C.L.E.

THE FIVE DAUGHTERS AFFAIR

THE KARATE KILLERS

Part I

Prod. #8457

A  
METRO-GOLDWYN-MAYER  
TELEVISION  
Presentation

Produced by  
RENA PRODUCTIONS, INC.

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February 14, 1967

The Five Daughters Affair

The Karate Killers

PART I

Prod. #8457

ADDITIONAL SCENES - AIR ATTACK SEQUENCE - TEASER

INT. CAR IN MOTION - DAY - SOLO AND ILLYA 2

Illya drives the winding road. Solo relaxes,  
enjoying.

-----

Solo frowns, HEARING the sound of building motors 4

SOLO  
You hear that?

Illya nods grimly, flicks his eyes at rear-view  
mirror.

ILLYA (nods)  
I don't see anything though.

Solo twists around, peers behind and above, strain-  
ing to see. Motor SOUND builds bigger.

SOLO  
Look!

He starts to open the hatch, peering back, reach-  
ing for his gun.

-----

The SOUND of a zooming attack -- explosion -- 7  
car rocks as:

SOLO (clearing gun)  
They're after us! Step on it!

He starts to fire back at the attackers through  
the hatch.

-----

Solo firing back, Illya taking evasive action. 15  
Car rocks from explosions coming nearer.

ILLYA (peering ahead)  
Tunnel ahead --

SOLO (firing back)  
If we can only make it --

2-14-67

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

The Five Daughters Affair

The Karate Killers Affair

PART I

Prod. #8457

Script dated: February 14, 1967

The following names have been changed:

FROM:

PACIFIC RESEARCH INSTITUTE

DE FERRARA

Newspaper

WOLFGANG

TRUDI

MARINA

TO:

SEAWAY RESEARCH INSTITUTE

DE FANZINI

LONDON EVENING BLADE

CARL VON KESSER

YVONNE

MARGO

INT. CAR - DAY

7

Illya fights the wheel, racing. Solo is getting out his gun, peering up at the aircraft.

EXT. SKY - DAY

8

Formation PICKED UP, just as it turns to come back for another attack on the car below.

INT. SOLO-ILLYA'S CAR - DAY

9

Solo prepares to fire.

EXT. SKY - SIDE-WINDOW POV - DAY

10

V-formation zooming in to attack the car. Solo's gun comes up into frame. He looses off several shots at the formation.

EXT. ROAD - DAY

11

V-formation almost within range of car. Suddenly - car halts - reverses at high speed. Result: Aircraft zoom harmlessly over the road, Tommyguns firing at nothing.

EXT. SKY - ON LEAD AIRCRAFT - DAY

12

Pilot aircraft banks sharply to attack reversing car below. Turn completed, pilot reaches down and unclips a string of grenades from the floor near his feet.

EXT. ROAD - AIRCRAFT POV - DAY

13

Solo-Illya's reversing car below. In f.g. - BIG - we see the string of grenades, dangling in pilot's hand. He times and aims well - lets go. The string of grenades drops toward the car.

EXT. ROAD - DAY

14

The car halts. And shoots forward. The string of grenades falls a few yards behind it. SEVERAL EXPLOSIONS.

INT. SOLO-ILLYA'S CAR - DAY

15

The EXPLOSIONS, continuing o.s., with smoke drifting around the car, also shake the car tremendously. Otherwise, no damage or injury is inflicted on the car or its occupants. Solo sticks his gun out the side-window and fires o.s. at aircraft now behind the car.

EXT. ROAD - DAY - GENERAL VIEW

16

Car continues forward. Behind it, the planes turn sharply to resume pursuit. To one side of road, the other four aircraft turn in a wide arc in order to intercept the car. When we've established that five aircraft are homing in, thus, on the car below - and, just as Tommyguns start firing again:

EXT. ROAD - DAY

17

The five aircraft close in on the car. They're flying their lowest, fastest and closest to each other. Their Tommyguns pump out a constant and ever-more-concentrated stream of ammunition. Bullets kick up the dust all around the car. Just when all five aircraft have moved in so close, all around, that they cannot possibly fail to cut the car to pieces - the car streaks into the mouth of a tunnel (REVEALED on sudden PAN DOWN) and streaks away into its protection where the aircraft cannot follow. In a climax of brilliant flying, the five aircraft spread out, rising, separating, missing each other by inches to zoom skywards again with an exhilarating and balletic rhythm.

INT. SOLO-ILLYA'S CAR - DAY - TUNNEL

18

The boys leap out of their car and flag down a distinctly different sedan approaching in the opposite direction.

EXT. OTHER SIDE OF TUNNEL - HIGH DOWN ANGLE 19

The other car drives out at a moderate speed.

LEAD PILOT - IN COCKPIT - LOOKING DOWN 20

His mouth twists. He waves his formation off.

INT. SEDAN IN MOTION - DAY 21

Solo peers up and back.

LONG SHOT - FROM ROADWAY 22

The V-formation wheels and flies back o.s.

ZIP PAN TO:

EXT. BUILDING SIGN - DAY 23

It reads: PACIFIC RESEARCH INSTITUTE. We PULL BACK AND SWING CAMERA TO SHOW the Institute -- an enormous complex.

INT. ENTRANCE TO DR. TRUE'S LAB - DAY 24

CLOSE UP DR. TRUE, looking straight into CAMERA. Over 50 years of age: Einstein-ish. CAMERA SWINGS to take in Solo and Illya rrriving. They show their U.N.C.L.E. ID cards. Dr. True glances down at them.

DR. TRUE'S POV 25

CLOSE SHOT the U.N.C.L.E. ID cards in Solo-Illya's hands.

INT. DR. TRUE'S LAB - DAY 26

Vast, filled with mighty equipment of the most modern type. A long, curved window looks out on the ocean. PAN TO Dr. True escorting Solo and Illya.

EXT. OTHER SIDE OF TUNNEL - HIGH DOWN ANGLE

19

The other car drives out at a moderate speed.

LEAD PILOT - IN COCKPIT - LOOKING DOWN

20

His mouth twists. He waves his formation off.

INT. SEDAN IN MOTION - DAY

21

Solo peers up and back.

LONG SHOT - FROM ROADWAY

22

The V-formation wheels and flies back o.s.

ZIP PAN TO:

EXT. BUILDING SIGN - DAY

23

It reads: SEAWAY RESEARCH INSTITUTE. We PULL BACK and SWING CAMERA TO SHOW the Institute -- an enormous complex.

INT. INSTITUTE CORRIDOR - DAY

23X1

CAMERA LEADS Solo, Illya and DR. TRUE as they walk toward his laboratory door. True is over fifty, Einsteinish.

TRUE

As you know, gentlemen, I have devoted my life to the problem of relieving the world's thirst by purifying sea water

ILLYA (nods)

Desalinization. We also know that your laboratory has been broken into twice.

SOLO

Are we also right in assuming that the thieves were after something other than a desalinization formula?

TRUE

23X1

You are, Mr. Solo. And I have  
taken adequate precautions.  
(he smiles to himself)  
Our enemies would have to hunt  
down the four winds to find what  
I have stumbled upon.

He keys open the lab door. They follow him in.

INT. LAB - DAY

23X2

They move to a complicated panel, on which is a giant dial featuring a moving needle and a red-marked "DANGER" area. Beyond the panel is the 'staging area'--an intricate electronic mechanism, the core of which is a transparent flask into which drips a thick, syrupy liquid. Pressure tank nozzles lead into the flask. The panel also features various pressure and temperature indicators, phase modules, etc. (NOTE: THIS IS A SMALL MODEL VERSION OF WHAT WE SHALL SEE AT THE END OF PART II) They watch True activate the complex. There is a building WHINE of increasing pressure and heat. The flask is now filled. The flow of the thick fluid automatically stops.

TRUE (indicating  
entire set-up)

Concentrated essence of ordinary  
sea water. The concentrate is in  
this pressure chamber--and is now  
being subjected to bombardment by  
gamma particles--

He gasps, feeling a sudden twinge of chest pain.  
He hastily takes a pill, sticks it in his mouth.

SOLO (concerned)

What's the matter, doctor?

True apparently recovers--at least enough to continue  
with the demonstration.

TRUE

It's nothing--please, watch: And  
when you see the end result of  
this process, you will understand  
why it must never fall into the  
wrong hands.

They observe. The building pressure-whine increases.  
The giant dial-needle crawls up...up toward the red.

24-28 OUT



SLOW, DRAMATIC TRACK THROUGH STAGING AREA

29

The tubes, dials, wheels, electrodes, pistons, etc., go into massive, simultaneous action. Electrode-like, surrealistic arms pivot, discharging jagged spears of cold light into the flask. Myriad colors spark all over the staging area. We MOVE IN CLOSE to:

## CLOSE UP EXPERIMENT-CENTER

30

The seawater in the flask turns opaque: swirls like a miniature whirlpool: then, powerful rays of light are concentrated on it from all sides. Rapidly, it begins to evaporate, giving off a multi-colored vapor. As this point is reached:

## MED. SHOT DR. TRUE - SOON INCLUDING SOLO &amp; ILLYA

31

He's watching the demonstration with natural pride. A beat. Then he succumbs to devastating attack of vertigo. He spins under its force, stumbles into a chair. Solo and Illya rise to help him, heedless of the experiment: they enter frame. Dr. True refuses their help, indicates o.s. to experiment-center.

DR. TRUE  
Watch. Watch.

TRACK IN TO CLOSE UP DR. TRUE. His pride - and attack - are at their height as:

## TWO SHOT SOLO &amp; ILLYA

32

Looking o.s. quickly.

## SOLO-ILLYA'S POV

33

ZOOM IN to CLOSE UP the flask. Vaporization's concluded. The inside of the beaker is now thickly coated with gleaming gold-dust.

## THREE SHOT SOLO, ILLYA, DR. TRUE

34

Solo & Illya look back, incredulously, at Dr. True. He's now slumped back in the chair, fighting for breath.

DR. TRUE  
The formula --- Formula ---

Colored lights, still flashing o.s., and machinery-noises continuing, add to the urgency and drama of the scene. Dr. True gathers his last breath for:

DR. TRUE  
Dau - daughter --- !

34  
CONT'D  
(2)

Dr. True slumps forward under the final attack, falls heavily from the chair. His body pushes a ratchet or lever in his path. It grinds into new position.

BACK TO SCENE

35

Explosion at heart of experiment. Chaos. Destruction. We ZOOM IN to Solo and Illya in CLOSE TWO SHOT. A fragment of the flask lies between them, glistening - it is coated with gold.

FADE OUT

END TEASER

ACT ONE

FADE IN:

INT. WAVERLY'S LOS ANGELES OFFICE - DAY

36

The fragment of broken flask, still splattered with gold dust, rests on a piece of black velvet on Waverly's desk. PAN UP to:

WAVERLY

Yes, gentlemen, that's what Dr. True stumbled on -- the secret of extracting gold from ordinary sea water.

REVEAL Solo and Illya with him.

SOLO

The key to limitless wealth.

ILLYA

Limitless wealth and limitless power. No wonder THRUSH was tempted... It was THRUSH, wasn't it?

WAVERLY

It was, Mr. Kuryakin. Who else could hurl a private air force against us? And if they should ever succeed in getting hold of Dr. True's secret, the world will be theirs.

SOLO

And knowing THRUSH as we do, they'll keep on after it.

ILLYA

Fortunately, Dr. True anticipated that - he said they would have to hunt down the four winds to get his formula.

SOLO

And one word more - "Daughter."

WAVERLY (sighs)

I wish the poor man had told you a little more...

ILLYA (wry)

I'm sure Mr. Solo is more than eager to follow through on the daughter --

SOLO

Now that you've suggested it,  
yes -- it's the only clue --

36  
CONT'D  
(2)

WAVERLY

Please, gentlemen -- five clues.  
(refers to file)

Our information indicates there  
are five daughters --

SOLO AND ILLYA (jolted)

Five?

WAVERLY (nodding)

And scattered all over the world.  
Margo in Italy, Imogen in London,  
Yvonne in Paris--

SOLO (with relish)

That could take some time.

WAVERLY

Which we haven't got. I suggest  
you consult Dr. True's widow.  
She might help you narrow down  
the choice.

ZIP PAN TO:

37-39  
OUT

INT. DR. TRUE'S STUDY - DAY

40

A large, comfortable room: easy chairs, couch,  
bookshelves floor to ceiling, award shelf with bur-  
nished cups and figures including the Nobel Prize.  
On the fireplace mantle are the photos of Amanda  
and all five daughters. A large silver-framed photo  
of Dr. True is on the piano.

AMANDA TRUE is at her husband's photo, carefully  
arranging crepe around it. She is a most engaging  
woman in mourning of band-box chic which combines  
suitable grief with an attractive vulnerability.  
Behind her, we hear the SOUND of the door opening.  
She turns to the sound.

41-42  
OUT

NEW ANGLE - TO RANDOLPH

43-44

as he enters and hurries to her. RANDOLPH is in  
vigorous middle age - cruelly handsome - a man  
almost always in control of himself - and others  
around him.

AMANDA

Randolph! How good of you to come!

RANDOLPH

Dear Amanda--what you must have been going through. I dropped everything the moment I heard--

He's about to embrace her but she gracefully slips away from him as:

AMANDA

No, no, please, Randolph, don't. Not--not while I'm feeling so... so terribly guilty.

RANDOLPH

Guilty? About what?

Amanda's eyes fill with tears. She fights them back with simple but effective pathos as:

AMANDA

Simon, of course, I killed him.

RANDOLPH (jolted)

What are you talking about? Amanda--the newspapers said--

AMANDA

--That it was his heart--but I know the truth. If only I weren't so stupidly honest... blurting everything out...

Randolph's mind leaps to a thousand possible eventualities.

RANDOLPH

What did you say to Simon?

AMANDA

Why, I told him about us, of course. About you and me. I shall never forgive myself.

Randolph's eyes narrow a bit, probing her.

RANDOLPH

You told Simon what about us?

43-44  
CONT'D  
(3)

AMANDA

Well, first I only said I wanted a divorce. That's not so unusual, is it? I mean, all the others were more than cooperative. And, heaven knows, we're still the best of friends! I go to all their weddings and they come to mine--

RANDOLPH (tenaciously)

What did you tell Simon?

AMANDA

Simply that he and I had made a mistake, that we had nothing in common and all the time he was poking about in his smelly old laboratory, I've had nothing to do but read Proust. And even in six volumes, with very small type, one does eventually reach the end!

RANDOLPH (pressing)

I mean, what did you tell him about me?

She regards him pensively.

AMANDA

You know, Randolph, I don't think you've been aware of it--Simon always had such beautiful manners--but he absolutely loathed you.

RANDOLPH (controlling himself)

I'm flattered. Go on!

AMANDA

That's all--and only a few hours after we talked he...he had that attack.

(she daubs at her eyes with her lace handkerchief)

I--I really do think that Simon was the only man I truly loved.

Randolph shakes his head absently, eyeing the desk as:

RANDOLPH

Now really, Amanda--

AMANDA

43-44  
CONT'D  
(3a)

I mean it!

(she smiles through her  
tears, nostalgically)

He could be so very sweet when  
he chose. I'll never forget our  
first meeting. In Stockholm...  
at the time, it seemed like Fate.  
He was there collecting his second  
Nobel Prize--and I was there picking  
up my fourth divorce--

(she warms to her story)

We were married almost immediately.  
In winter, it's night in Sweden,  
all the time. For months, on end.  
Oh, it was glorious--

Randolph shrugs and goes to the desk, ignoring her  
now. He starts searching through the papers on the  
desk. She is lost in her happy dream, oblivious to  
his actions.

AMANDA (continuing)

But then, somehow, back here in  
California with all this sun, the  
magic seemed to drift away...Heaven  
knows, I'd wanted, yearned for  
peace and security. While the girls  
were still at home it was--bearable--  
but after they left...I had nothing...  
until you, Randolph--

She looks at him for the first time, is shocked  
at what he's doing at the desk.

AMANDA

Randolph! What on earth are you  
doing? That's Simon's desk --

Randolph continues hunting, absorbed as:

RANDOLPH

I know it's Simon's desk.  
That's why I'm searching it.

AMANDA

But you're mixing everything up!  
You mustn't! Those papers may be  
important!

RANDOLPH (grimly)

That's what I'm counting on.  
In fact, my dear, they'd better  
be. I have very little time.



Amanda stares at him wide-eyed, thoroughly confused.

43-44  
CONT'D  
(4)

AMANDA

Randolph! I don't understand you today!

Randolph stares up at her, cold-eyed.

RANDOLPH

I'll spell it out for you--make it crystal clear. There was something I needed from Simon--and now, thanks to you, I'll never be able to get it from him. Listen to me carefully. Did Simon ever speak to you about the process he was working on?

AMANDA

Certainly! He kept me up night after night for weeks--

RANDOLPH

Good. I hope you can remember some of it--

AMANDA

Why, no! After five marriages, if a girl hasn't learned how to appear to listen to a man while not actually hearing one word, she should turn in her wedding rings. I learned that early. My second--no, third husband was being psychoanalyzed on our honeymoon and finally it got to a point where I told him he'd simply have to choose between his wife and his analyst. Well, he did --and I left.

RANDOLPH (disbelief)

You remember nothing at all about what he was telling you?

AMANDA

Not a smidgeon.

RANDOLPH

Not even where he kept the formula?

AMANDA

Randolph--I do not like that tone of voice--

RANDOLPH (furious)  
I should have known--

43-44  
CONT'D  
(5)

He slaps her brutally. Amanda gasps, rocked, touches her sore cheek. She stares at him, shocked speechless as he yanks at the locked drawers, then moves to the door and snaps his fingers.

Immediately, FOUR KARATE KILLERS move into the room like trained wolfhounds. They immediately go to work as:

RANDOLPH  
Search.

Intently, they rip the place apart, yanking at files, pulling books.

AMANDA  
What is this? Randolph! Get them out of here at once!

One of the Karate Killers breaks open the desk drawer for Randolph who immediately starts ransacking it. Amanda emits a cry of dismay.

AMANDA  
What are you doing? You have no right--!

RANDOLPH  
You want them to stop?

AMANDA  
Of course! That's a family heirloom!

RANDOLPH  
Then refresh your memory. Tell me where he kept the formula--

AMANDA (near hysteria)  
I don't know! What's come over you, Randolph? I don't know you any more!

RANDOLPH  
You never did--now shut up and keep out of my way!

Amanda stares at him as he searches, slowly realizing:

AMANDA  
That formula--that's all you ever wanted...

RANDOLPH  
And I still intend to get it.

43-44  
CONT'D  
(6)

AMANDA  
Not me...it--it wasn't me, then...?  
You didn't love me...even a little...  
ever...?

RANDOLPH  
Love you? Now, really, my dear--  
Suddenly Amanda sees him pick up something. It's  
a blue medicine bottle.

AMANDA  
That's Simon's medicine bottle...  
don't you touch it!

RANDOLPH (examining  
it, surprised)  
Did he take all of these?

AMANDA  
I don't know--shouldn't he have?  
(more realization--and  
more rising horror:)  
You told me yourself they were  
harmless--when I gave them to you...  
when I found out Simon was taking  
them and he wouldn't tell me why...  
you had them analyzed for me...you  
said they were some kind of tonic--

Randolph sticks it in his pocket as:

RANDOLPH  
Even an overdose of vitamins can  
be fatal.

AMANDA  
But those weren't vitamins, were  
they? When you gave me back that  
bottle, there was something else  
in there--not his pills--something  
you put in...

RANDOLPH (curt)  
You needn't worry. It will never  
show up in an autopsy.

She stares at him, absolutely horrified. Then,  
almost a whisper of death:

AMANDA (a harsh whisper)  
You murdered Simon...?

43-44  
CONT'D  
(2)

Randolph stares back levelly, unshaken.

RANDOLPH  
I told you I needed that formula.

The full impact hits her now, like a physical blow. She stares with haunted eyes at Randolph, at the wreck the Killers are making of the room. Suddenly her face distorts in agony. She grabs the paper knife on the desk, raises it, about to plunge it down into Randolph's chest. Randolph calmly grabs her wrist, his hand an iron vise. He smiles at her gently, in absolute control:

RANDOLPH (softly)  
No need to be melodramatic about  
it, is there, my dear...?

Two Killers move toward her.

CLOSE - AMANDA

44X1

CAMERA slowly moves in on her eyes as the absolute, final, deadly meaning sinks in...

AMANDA  
Simon -- forgive me...

ZIP PAN TO:

45-54  
OUT

EXT. TRUE HOUSE DOORWAY - DAY - ILLYA AND SOLO

55

The boys get out of their car, go to the door. A big funeral wreath frames a large door knocker. Ill-ya KNOCKS. No answer. AGAIN, harder -- and the door swings open a bit under its own power. Curious, they walk in.

INT. DR. TRUE'S STUDY - DAY

56

Solo and Illya react to the ransacked room, go in.

SOLO  
Something tells me THRUSH  
got here ahead of us.  
(calling out)  
Anybody here? Mrs. True?

SANDY'S VOICE  
You're too late --

NEW ANGLE - FEATURING SANDY

56X1

SANDY

She's obviously cleared out --  
and in a hurry, too!

SANDY is pert, goodlooking, teen-aged -- intelligent, curious and capable of cyclonic shifts of emotion, one moment a kid and the next, a woman. At the moment, she's just plain bitter, hiding an obvious hurt.

SOLO

Who are you?

SANDY

Sandy True.

Illya indicates the nearby string of five daughter photos.

ILLYA

One of Dr. True's five daughters --

SANDY (defiantly)

My father's only real daughter!  
Those others are step-types  
by Amanda's four other husbands.

(she cuts off, eyes them  
curiously)

And you two are from UNCLE, I  
suppose.

(they nod)

My father said to contact you.

Solo and Illya's eyes sharpen.

ILLYA

Did he give you something for us?

SANDY

No -- we just spoke on the phone.

SOLO

What did he say?

SANDY

Something about how, in the end,  
only I would know the truth.  
Poor daddy --

Her voice breaks a little.

SOLO

I know this isn't easy for you  
-- but this thing is very impor-  
tant. Your father said that you'd  
know the truth. Could it have  
been about the process he was  
working on?

56X1  
CONT'D  
(2)

SANDY

Hardly. We never talked much  
lately. Amanda saw to that. Be-  
sides, he also said that the truth  
was scattered to the four winds.

Solo and Illya look at each other. By now, Illya  
is at the overturned couch. That has meaning:

ILLYA

Four winds --

SOLO

Four step-daughters --

Sandy's face suddenly twists as she spins back to  
Solo:

SANDY

She did this! For them! It wasn't  
enough what she did to my father --  
I could kill her --

Illya has flipped back the overturned couch.

ILLYA (grim)

Somebody already has --

They turn to look. Sandy SCREAMS.

DOWN ANGLE - TO FLOOR NEXT TO COUCH

57

and Amanda's body -- a grotesque, twisted rag-doll...

ZIP PAN TO:

INT. AIRCRAFT - DAY

58

Solo, Illya and Sandy sit together.

SANDY

I still don't know why I have  
to come along --

SOLO

For one very simple reason.  
You're the only key - and we  
don't intend to lose you.

58  
CONT'D  
(2)

SANDY

So I'm a key. How very flatter-  
ing.

NEW ANGLE - ACROSS THEM TO REAR OF PLANE

59

As the plane banks, all passengers look out of the  
window, craning to see the view. All, that is,  
except one man several seats back, who is staring  
directly at Sandy through dark glasses. Illya  
spots this just as he raises a magazine.

ILLYA (to Sandy)

Don't feel badly, Miss Key -  
There's at least one gentleman  
aboard who thinks you're cute.

SANDY (glancing

back)

Big deal --

STEWARDESS

Fasten your seatbelts, please.  
We are about to land in Rome.

ZIP PAN TO:

INT. ROOM - ROME AIRPORT - DAY

60

Solo, Illya and Sandy come into the room. They are  
immediately joined by TWO STUNNING UNCLE GIRLS wear-  
ing the smartest of Mod slacks and blouses. Girl  
A gives Solo a beautiful smile.

GIRL A

Bon giorno, Napoleon! Good  
to see you again!

SOLO

Hi - Am I glad to see you -

ILLYA

Recognition signal, please.

GIRL A  
The ocean is near -- and the  
coastline is Sandy.

60  
CONT'D  
(2)

SANDY  
That's me.

SOLO  
That's it.  
(to Sandy)  
Have fun.

SANDY  
Listen! I don't want to be  
with them -- I want to go with  
you --

ILLYA  
When in Rome, do as UNCLE says.

Solo and Illya leave. Sandy fumes as the two UNCLE  
girls move in on either side of her and go off  
in the opposite direction.

CAMERA PANS on a man reading a newspaper nearby. He  
lowers it. It's Randolph. He snaps his fingers.  
His Karate Killers materialize, surround him, await-  
ing orders.

ZIP PAN TO:

EXT. PALAZZO - DAY - ESTABLISHING SHOT

61

A beautiful Italian country villa -- graciously  
elegant with the rich patina of tradition set in  
well-manicured lawn and trees. The circular drive-  
way should have Doric columns, life-size Roman  
statuary, etc.. This is the picture of wealth and  
tradition.

EXT. PALAZZO MAIN ENTRANCE - DAY

62

ANGLE - to circular driveway from ornate entrance.  
Illya and Solo drive up in a jazzy foreign conver-  
tible, get out and go to the door, observing the  
surroundings with admiration.



CLOSER - AT ORNATE DOOR

63

Illya pulls the bell-cord. The SOUND REVERBERATES inside. Nothing.

ILLYA

Not bad.

SOLO

Looks like Amanda's daughters know who to marry.

Illya pulls the cord again. Nothing. Just as they turn to leave, the door slowly opens.

NEW ANGLE - TO DOOR

64

The SERVANT, a lugubrious, old man in ill-fitting clothes is there, staring at them dully.

SOLO

We would like to see the Contessa Margo de Ferrara.

The Servant frowns at them a moment, then turns on his heel and goes in. They look at each other, shrug and follow.

INT. PALAZZO - DAY - ON BOYS

65

who enter, stop dead at what they see:

POV - FOYER AND LIVING ROOM

66

Empty. No furniture. Bare walls with white rectangular shapes where paintings formerly hung. An ornate staircase rises to the second floor. Hallways extend into the dark recesses of some inner rooms. Echoing FOOTSTEPS approach along the hallway to their right. They turn as:

ANGLE - ACROSS BOYS ALONG HALLWAY

67

As COUNT VALERIANO DE FANZINI comes to them out of the shadowy recesses. He wears a greasy, stained napkin under his chin, carries a giant half-eaten meat-bone in one hand and a glass of wine in the other. The Count has a big, powerful peasant's

frame. If the boys are expecting a contemporary Machiavelli, they are wrong, for he is just the opposite -- a brute, whose thinking is furrow-straight, curt and brutal. He glowers at them with suspicious hostility.

67  
CONT'D  
(2)

COUNT

I am the Count Valeriano de Fanzini. What do you want?

SOLO

We're looking for the Contessa --

COUNT

The last Contessa de Fanzini, my sainted mother, died eleven years ago.

ILLYA

We were referring to your wife.

COUNT

I have no wife.

SOLO (surprised)

We were told you were married --

COUNT

Oh, that one! True, we went through a ceremony, but she is my wife in name only! You should have heard her -- How she lied, how she cheated! She said her millions would restore the de Fanzinis to their rightful glory! But what did she bring me on our wedding night? Three Portuguese Escudos, a Kennedy half-dollar -- and a used ticket from the London Underground! Piccadilly Line!

ILLYA

How disappointing -- but where is she now?

COUNT

Oh, what a catastrophe, what a calamity -- but why should I tell you all this?

SOLO

I don't know, sir -- but we do have important business with The Contessa Margo --

COUNT (jolted)  
Did you say business? And you  
are from America?

67  
CONT'D  
(3)

SOLO  
Yes. From U.N.C.L.E.

The Count gives a snort of triumph as, delighted:

COUNT  
Bene! Bene! No need to spell  
it out, signori! Her Uncle had  
you bring the money?

ILLYA (surprised)  
What money?

COUNT (glowering)  
No money, no Contessa. Good-bye.

He turns on his heel and marches back into the shadows. Immediately, the Servant moves in a step, blocking their way. The boys get the message and go. The Servant closes the door behind them. The SLAM ECHOES HOLLOWLY through the empty rooms.

EXT. AT CAR - DAY

68

As the boys get in, a paper wrapped around a piece of wood drops on the seat between them from above. Illya takes a covert look up toward the top of the house.

ILLYA  
It came from up there.

Solo opens the note and reads:

SOLO (reading)  
"Help! I am held prisoner.  
Contessa de Fanzini."

They look at each other, drive off, park the car in the bushes and sneak back to the house.

69 OUT

EXT. VILLA - ANGLE ALONG VILLA WALL TO CORNER - DAY

70

The Servant moves into view from around the corner, obviously checking the area. He stops in front of a drainpipe to look around. Directly above him, Solo's foot LOWERS INTO FRAME, dangles there. The Servant moves on.

UP ANGLE - TO BOYS ON SECOND STORY ROOF

71

Illya, straining, lies on the roof-edge, helping Solo hang on as he dangles. Solo gets purchase on a drain-brace and makes it up next to Illya.

They look up at the attic window above them, then see a window just beyond leading to the second floor hallway. Illya, using his hands as an incredible U.N.C.L.E. device, quietly raises the window and they go in.

EXT. ROOF - NEAR SKYLIGHT - DAY

72

The boys clamber up and look through the glass, then rap.

73 OUT

THEIR POV - ATTIC ROOM - MARGO

74

This beautiful bare-backed American young woman, half hidden behind a dresser, turns her head up, sees the boys, then grabs a large pillow from the nearby cot to shield herself and turns to face the Camera.

MARGO

Sorry, gentlemen - I'm sure you've heard this before - but honestly, I haven't a thing to wear.

SOLO AND ILLYA

75

reacting as we FREEZE FRAME and

FADE OUT.

END ACT ONE

THEATRICAL VERSION

The boys react as:

75  
CONT'D  
(2)

SOLO

How about lending your coat to the  
lady?

ILLYA

She looks more your size to me.

Solo takes off his jacket as Illya opens the transom. Solo tosses in his jacket and they start in through the skylight.

ACT TWO

FADE IN:  
INT. ATTIC ROOM - DAY

76

Margo is struggling into Solo's jacket, backwards, which makes for a pretty problem both in buttoning in (which she can't manage) and keeping the back view unseen. The boys drop in through the skylight as:

MARGO (struggling)  
That Bluebeard! That Brute! That  
throwback to the Middle Ages...!  
(to Solo, angrily)  
I can't button this.

Solo discreetly reaches around, trying for the button, with eyes averted as:

ILLYA  
I don't mean to be personal, but  
why are you locked up this way?

MARGO  
So I can't run away, of course!  
(she suddenly suppresses  
a giggle)  
Can you imagine me fleeing down  
the Via Veneto like this?  
(she flares again)  
That's why he took away every  
stitch I own--just because he  
caught me trying to escape in  
the milkman's wagon! You will  
help me, won't you?

SOLO  
Maybe we can help each other. We  
want to know if you've heard from  
your stepfather recently.

MARGO  
Which one?

ILLYA  
Dr. Simon True.

MARGO (intrigued)  
Oh - the sea water one -

76  
CONT'D  
(2)

ILLYA  
He's dead.

She stares at him a moment, considering.

MARGO  
Tell me--did he leave any money?  
Silly of me to ask - if he did,  
Mother would have gotten it all.  
(she smiles to herself)  
She's always so clever in her  
marriages. This sort of thing  
would never have happened to her,  
you know...

SOLO  
I'm afraid something did happen to  
her, Contessa...

MARGO  
Oh, no! Is she, too...?  
(their look indicates she is.  
Margo sighs heavily, slides  
down the wall to a sitting  
position)  
Poor Mamma...I wish I could cry--  
(she looks at them soberly)  
--but she trained us not to...

She begins to cry softly. Solo and Illya kneel to  
her, zeroing in:

ILLYA  
I'm sorry you had to find out  
this way -- but her death is  
part of the reason we want to  
have whatever it is Dr. True  
might have sent you --

She suddenly stops crying, gives them an  
estimating look.

MARGO  
It must be important...  
(they nod)  
Perhaps valuable?

Her eyes are on the main chance once again.

SOLO (noncommittal)  
Possibly.

MARGO

I've no idea what's been sent to me! The beast never brings me my mail. You'll have to search downstairs.

76  
CONT'D  
(3)

ILLYA

Let's go.

MARGO

Not now. Unless you want to get a load of buckshot from that Blue-beard I married -

SOLO

All right. We'll wait till he goes to sleep.

MARGO

It won't be long. He goes to bed with the chickens to save on electricity.

As they settle back,

ZIP PAN TO:

76X1 OUT

EXT. VIA VENETO - DAY - (STOCK SHOT)

76X2

Establishing.

EXT. SIDEWALK CAFE - DAY

76X3

Sandy and the two UNCLE GIRLS at a table. Sandy acts 'teenaged - bored.

SANDY

If this is La Dolce Vita,  
I'll take the Sunset Strip.

GIRL A

I told you the Colosseum would be more fun -

ANOTHER ANGLE -

76X4

Randolph in dark glasses seated at a table some distance away -



## BACK TO SANDY AND THE UNCLE GIRLS

Girl A notices Randolph - She turns to Sandy -

GIRL A

Do you know that man over there -  
in dark glasses -

SANDY (quick

look)

No - and I don't think I'd want to -  
(then, big sacrifice)

All right then. Let's give the  
Colosseum a whirl.

They get up. As they walk past a couple of tables,  
they become aware of a group of young men PHOTO-  
GRAPHERS, snapping pix of cafe customers.

SANDY

Who're they snapping?

GIRL A

That's the way the papparazzi work -  
They photograph everyone in sight.

SANDY

Because you never know - it might  
be tomorrow's film star - right?

GIRL A (smile)

Right -

By now the Photographers have progressed toward  
Sandy and Girls. We SEE, in a QUICK WHIRL OF A  
PAN ROUND THEM that they are in fact the four  
KARATE KILLERS. Two of them up cameras to photo-  
graph the group of girls. The Girls instinctively  
pose; are therefore naturally off guard for a  
moment. In this moment, the other two Killers  
attack and make for Sandy. UNCLE Girls respond at  
once, alertly defend Sandy with their own karate  
skill. In moments, the cafe's tables and customers  
are involved and there is typical Italianate  
confusion, shouting, shrieking, crashing of crock-  
ery, etc. We're in CLOSE on the fight, our UNCLE  
girls acquitting themselves well. Sandy's nowhere  
to be seen, until ---

MEDIUM SHOT ON KILLER #1 -

76X6

He emerges from a Karate bout with one of our  
Girls, looks off, reacts to:

KILLER #1's POV

76X7

Sandy scuttling away

BACK TO SCENE

76X8

Killer #1 lunges after Sandy. He gains on her, leaping over scattered tables and chairs. He gets to her, makes a grab which would be decisive except that ---

Sandy turns suddenly, ups the camera and lets off a blinding flash full in his face. He staggers back, astonished and (more important) momentarily blinded. Sandy puts the Camera on a passing old WAITER's tray. She dashes o.s. Tottering up, Killer #1's head strikes Waiter's tray from beneath. Everything on it, including Camera, scatters with a crash.

ZIP TO:

INT. PALAZZO - GALLERY OVER LARGE STAIRCASE -  
NIGHT

77

Solo, Illya and Margo are sneaking down the stairs, whispering as they go. Illya carries a flashlight.

MARGO

Do you know he was offered a fortune for this cowbarn? He could have sold it a dozen times--but no! His stupid, arrogant pride! You should've seen the wedding. It made all the picture magazines -- and so it should have - But he stripped the palazzo to pay for it! Naturally I wasn't going to stay in this ghastly ruin -- Are you rich?

SOLO

Hardly - Illya and I have to work for our living.

ILLYA

Mostly in the dark.

MARGO

What a pity.

(points to door)

That's where all the junk is --  
he calls it the music room because  
the rats kept running over the  
guitar strings before he hocked  
the guitar.

77  
CONT'D  
(2)

They open the door, go in.

INT. "MUSIC ROOM" - NIGHT

78

A large room which seems almost gigantic because it is almost devoid of furniture. A broken-down desk, Margo's steamer trunk half-open full of all her clothes, a cracked mirror on the wall, a stool, and a stand. The large double doors, which are closed now, lead to the entrance foyer and the giant staircase. Large windows, leaded on the far side. Junk is piled everywhere: piles of newspapers being saved, correspondence, a large ball of string being saved, etc. Margo hurries to the trunk as:

MARGO

My trunk! I hope there's some clothes left in it! He sold everything else! Just to keep this empty stone quarry! Why? It's beyond me -

78

CONT'D  
(2)

The boys start rifling through all the correspondence and junk piled on the floor looking for what they're after. Margo, slipping into a brassiere and panties, is taking clothes out of the steamer trunk, which affords her some protection. She scuffles through the clothes.

SOLO

He certainly goes in for mail order catalogues.

ILLYA

Nothing but bills -- here's an invitation to the Chicago Exposition 1895.

SOLO

Notice of foreclosure dated two months ago --

MARGO (emerging  
in a slip)

I can't see in the dark -- The cheapskate!  
(imperiously, to Illya)  
Switch on the lights! There, near the doors. Go on!

Illya goes over and switches on the bare electric bulbs.

Suddenly, the doors burst open and the Count, quivering with fury, bursts in carrying a shotgun. He wears a nightcap and flannel nightgown, as does his servant alongside him.

COUNT (incensed)

Aha! I caught you in flagrante delicto!

MARGO (yelling)

If you had any money I'd sue you for slander!

SOLO

Now just a minute, sir --

COUNT

You keep out of this, you Casanova, you homewrecker, you cheap Romeo!

ILLYA  
You're jumping to conclusions --

78  
CONT'D  
(3)

COUNT  
I could jump from the highest  
tower with shame!

MARGO (screaming)  
Jump! Jump!

COUNT  
How dare you parade around like  
this in front of two strangers!  
Never in the history of the de  
Fanzinis --

MARGO  
-- A history of parasites and  
pawn shops! You stripped me of  
everything -- my jewels --

SOLO  
Please, Contessa ---

COUNT  
Paste!

MARGO  
Peasant!

COUNT  
PEASANT??? You call me that?  
I, who am descended from the  
Roman Senator who sat next to  
Caligula's horse?

MARGO  
Next to? You're descended from  
that horse!

ILLYA (still struggling)  
Excuse me, but all we want to know --

MARGO  
Where's my mail? Where did you  
hide it?

COUNT  
Hide what?

RANDOLPH'S VOICE  
I'll be glad to tell you --

They all look -- the struggle abruptly stops.

ANGLE - TO ENTRANCE DOORS

Randolph stands there, his pistol covering them.

RANDOLPH (continuing)  
It is Dr. True's formula. Where  
is it?

He snaps his fingers. His Four Karate Killers move in, angling like trained dogs ready to attack. One of them disarms the Servant.

MARGO  
What formula? And who are you?

Randolph suddenly, cruelly slaps her face as:

RANDOLPH  
Answer me! Where is it?

COUNT (outraged)  
How dare you strike my wife! She  
is a de Fanzini!

Margo, rubbing her cheek, turns to the boys, her eyes wide in pleased surprise:

MARGO (to boys)  
Did you hear him? He admits I'm  
his wife!

COUNT  
I demand an immediate apology!

The Count is immediately savagely Karate-chopped to the floor. Margo screams, rushing to him as:

MARGO  
You beast!

Illya and Solo take advantage of the moment of confusion to trigger into action. They tangle at once with the Killers. In the process, Randolph is disarmed by Solo; his pistol is chopped out of his hand and slides away. Thanks largely to having his face First-Aid-slapped by Margo, the Count comes to, rises unsteadily but heroically to his feet and joins in the fray. Early on, Illya wrests possession of the shotgun from the Killers, but the range is too close for this weapon to be used, other than as a club - and the Killers are adept at dodging it. When the donnybrook is at its height, (which is reached in a matter of action-filled seconds) there's the O.S. SOUND of FIRE SIRENS and CLANGING FIREBELLS. This is simultaneous with the fight spilling out into the hall.

HALL

80 OUT

81

The fight continues. FIRE ENGINE NOISE BUILDS.

81X1 OUT

EXT. ROAD - NIGHT

81AX1

Fire engines tear down the road and pull up in front of the Palazzo. FIREMEN plunge off with axes, extinguishers, etc., with Keystone Kop enthusiasm. CAMERA ZOOMS UP to high seat on engine, REVEALING Sandy in fireman's helmet as she enthusiastically clambers off.

INT. PALAZZO HALL - NIGHT

81X2

Solo, Illya and the Count are getting the worst of it. Killers begin to close in. Suddenly, the door bursts open and firemen pour in with axes, hoses, extinguishers.

CHIEF FIREMAN (ad libs  
in Italian)  
Where's the fire?  
Look upstairs!  
There's nothing here to burn!  
Start the hoses! Avanti!  
(etcetera)

The fight continues. Margo enthusiastically swings at everything in sight with everything available.

Sandy now shows up next to a fighting Illya and Solo.

ILLYA  
Where did you come from?

SANDY  
You mean escape! They tried to  
kidnap me!

SOLO  
Did you bring in the troops?

SANDY  
Sure -- seemed the quickest and  
safest way to get here --

ILLYA  
Good thinking --

SOLO  
Find some cover!

Sandy disappears in the flailing bodies.

Wild melee continues, during which we see Sandy come spinning out of the crowd and landing with her back against the edge of the fireplace. Above her is a carved ornament. The Count grabs the shotgun, raises it skyward and lets go BOTH BARRELS, attempting to obtain mastery of the situation. At the moment his finger squeezes the trigger, his arm is shoved so that the gun tilts toward the fireplace. We SEE the head of the ornament shatter as the bullet strikes.

81X2  
CONT'D  
(2)

PAN DOWN to show the entire fireplace -- and Sandy with it, swing open. She disappears from view behind it and it swings closed. No Sandy.

COUNT (bellowing)

Assassins! Banditti! Arsonists!

Randolph, seeing he's wasting his time, turns to Solo.

RANDOLPH

Arrivederci, gentlemen.

(snaps his fingers)

Immediately, the Karate Killers disengage and he leads them out the door, escaping. The Firemen look at the Count:

COUNT

Avanti! After them!

The Firemen pour out after the enemy. Our friends re-group as the Count rushes over protectively to Margo.

COUNT (to boys)

Gentlemen, don't waste your time here. She got nothing - no letters, no gifts, no answers to my wedding invitations --

MARGO (hurt)

Not even a response to his ransom note --

COUNT

Nothing.

ILLYA

Well, sorry if we've caused you any inconvenience, Count, Contessa -

SOLO

Just a moment. Where's Sandy?



SANDY'S VOICE (muffled)  
Help! Somebody let me out of here!

81X2  
CONT'D  
(3)

They all turn to the fireplace, stunned, as, after a long, silent beat:

ILLYA (to Solo)  
Napoleon, I try never to jump  
to conclusions --

SOLO  
Be my guest. Jump. Sounds like  
she is behind the wall.

ILLYA (to Count)  
Do you have some kind of a secret  
passage back there?

COUNT  
There's nothing there. We've been  
searching for it for five generations.

SANDY'S VOICE  
I'm behind the fireplace.

The Count gives a low, strangled cry of ecstasy.

COUNT  
I'm rich!

They all look at him as if he is stark raving mad.  
He seizes the shotgun by the barrel, rushes to the  
fireplace and smashing at it hysterically as:

COUNT  
Rich - rich!

The fireplace now creaks open again -- and Sandy  
emerges, hands full of gold plate. In b.g. we see  
a veritable Aladdin's cave of such treasures.

SANDY (at her coolest)  
I've heard of safety deposit  
vaults -- but this is ridiculous...

The Count drops the now-shattered shotgun, turns to  
Margo with his arms grandly extended to her as:

COUNT

The Lost Treasure of the de Fanzinis!

81X2  
CONT'D  
(4)

Margo embraces him, once more Amanda's daughter as:

MARGO

So that's why you refused to sell  
our Palazzo!

COUNT

Of course, my darling -- why else  
would I want to stay on in this  
refrigerated ruin...?As they embrace, Solo and Illya look at each other and  
Sandy beams.

ZIP PAN TO:

81X3-82  
OUT

INT. AIRPORT DEPARTURE LOUNGE - DAY

83

Illya, Solo and Sandy get up from their chairs as  
the Announcer over the PA:

PA ANNOUNCER

... Flight for London, England,  
is due for departure. Will  
passengers holding boarding cards  
for this flight proceed to Gate B.Just as they get to the gate, the Count and Margo  
rush to them. The Count waves an envelope at them.

COUNT (excited)

Signori! Is this what you have  
been looking for?They examine it, open the envelope, which is addressed  
to the Contessa Margo de Ferrara, from Dr. True.  
And in the envelope is a picture of Dr. True standing  
before a blackboard on which is written an abstruse  
algebraic equation.

SANDY (with love)

My father --

MARGO

I never met mine, you know. The  
decree came through the day I  
was born.

SANDY

But I thought you didn't get  
anything from my father --

COUNT

It seemed valueless, so naturally  
it slipped my mind completely --

83  
CONT'D  
(2)

MARGO

Luckily, I found it this morning  
-- under his pillow...

The boys look at each other -- realizing.

SOLO

I can't tell you how pleased we  
are you did find it.

The de Fanzinis wave goodbye as Solo, Illya and Sandy  
go out through the gate.

CAMERA PANS, LOSING THEM, to ZERO ON RANDOLPH at a  
ticket counter. He smiles benevolently at the AGENT,  
turns to leave the counter.

ZIP PAN TO:

INT. WAVERLY'S OFFICE - DAY - CLOSE WAVERLY

84

He presses button.

WAVERLY

Get me Mr. Solo.

INT. AIRCRAFT IN FLIGHT - DAY

85-88

Illya, Solo and Sandy, Solo uses communicator.

SOLO

Yes, sir.

INTERCUT the following:

WAVERLY

About that photograph. It has  
been tested and analyzed ex-  
haustively, No scientific formula,  
no code is concealed.

SOLO

I see, sir. Just something for  
the family album.

WAVERLY  
Let's hope you have better luck  
with daughter number two in  
London.

85-88  
CONT'D  
(2)

ZIP TO:

INT. LONDON AIRPORT - ARRIVALS HALL - DAY

89

Section near store with large display of four or five television sets in the window. A CLUSTER of people watch all sets, which carry a BBC picture of an official parade. The ANNOUNCER, in appropriate hushed British tones, is describing the parade. As Solo, Illya and Sandy get to a point near the window.

SANDY  
I didn't get to see much of Rome --  
Will you at least show me Carnaby  
Street?

SOLO  
Sorry, Sandy -- some other time.  
Right now we're putting you on  
ice.

SANDY (outraged)  
I'm not going to stay cooped up!  
I'll run away! This is London!  
This is where the action is!

ILLYA  
Our orders are: Where the action  
is, you ain't!

They start off.

90-94 OUT

NEW ANGLE - TO WINDOW TV SETS

94X1-94X4

They are now moving near the window.

ANNOUNCER  
And now, the Lord Mayor is about  
to enter the historic coach --  
(add talk to fit stock)

SANDY (excited)  
Wait a minute -- Look!

Sandy stops dead as, on the tv screens, there now flashes a CLOSE SHOT of the side of the ornate official coach. Costumed LORD AND LADY-SHIP move to the door. The CONSTABLE stands stiffly near the door at attention. A liveried SERVANT, bowing, opens the door. And, as we ZOOM IN to the picture, big, we see IMOGEN SMYTHE stepping out into the doorway from inside the coach wearing only the tiniest bikini and the biggest smile. OVER THIS AND INTERCUT WITH THE FOLLOWING:

94X1-94X4  
CONT'D  
(2)

SANDY

Imogen!

ANNOUNCER'S VOICE

(excited)

Hallo! What have we here?

SOLO

Where?

SANDY (pointing

to tv sets)

Right there!

ILLYA (cool)

Daughter Number Two?

SANDY

Big as life!

SOLO

I like those polka dots.

CLOSE ON TV SET just as the Constable sternly puts his hand on her shoulder. She gives him a beautiful smile -- at this moment, the Constable is shoved against her by the crowd, his helmet tipped over his eyes.

FREEZE FRAME

FADE OUT

END ACT TWO

ACT THREE

FADE IN:

EXT. BOW STREET POLICE COURT - DAY (STOCK)

95

95X1-98 OUT

INT. POLICE COURT - DAY CLOSE SHOT CONSTABLE

99

He has just begun his evidence. He talks in traditional English police style: stilted, flat toned, unexcited. Before he quotes direct speech, he consults his notebook and reads from it. His rendering of such dialogue is even flatter than his narrative style.

CONSTABLE

When the coach arrived, your worship, the accused stepped out of it--in an unclothed state to the scandal and astonishment of all present.

MEDIUM SHOT - IMOGEN

100

She is in the dock wearing a police woman's top-coat several sizes too big. She is, as always, completely unperturbed and smiling charmingly at everybody in sight.

CLOSE SHOT - CONSTABLE

101

CONSTABLE

Fearing a breach of the peace, I approached the accused and said:

"I say there, miss, what do you think you are doing?"

At that point, I was jostled sharply by members of the public, and was thrust against the accused's person against my will.

She said:

"What do you think you are doing, bobbykins?"

I replied:

"I am doing nothing, miss. I have been thrust against you against my will."

The accused laughed lightly --

MEDIUM SHOT - IMOGEN

102

Listening, looking o.s. toward Constable with something very like affection as:

CONSTABLE (v.o.)

--- and riposted:

"Against your will, eh? Pull the other one, love -- it's got bells on."

MEDIUM SHOT - MAGISTRATE

103

MAGISTRATE  
Other one, Constable?

CLOSE SHOT - CONSTABLE

104

CONSTABLE (stoniest)  
The accused, sir, was referring to  
her leg.

MEDIUM SHOT - MAGISTRATE

105

MAGISTRATE  
Oh.  
(a beat, makes note)  
You had not literally pulled her  
- er - leg?

CLOSE SHOT - CONSTABLE

106

CONSTABLE  
Certainly not, Your Worship.

MAGISTRATE (v.o.)  
The accused employed a slang  
expression?

CONSTABLE  
Yes, sir.

MAGISTRATE (v.o.)  
Proceed.

CONSTABLE  
As Your Worship pleases.  
(consults notebook)  
"--- it's got bells on." Hrrm.  
Yes. At this point, the jostling  
of the public caused my helmet to  
fall forward over my eyes. I duly  
warned the members of the public:  
"Stop that there, or I'll run the  
lot of you in."  
The accused said:  
"Oh darling, never mind them. Pinch  
me."



MAGISTRATE  
Pinch me?

CONSTABLE (v.o.)  
Yes sir. It's ---

MAGISTRATE  
Ah. Slang?

CONSTABLE (patient nod)  
Sir.

MAGISTRATE (v.o.)  
"Pinch me" - meaning "arrest me" -  
in the vernacular?

CONSTABLE (nod)  
Sir.

MAGISTRATE (v.o.)  
Go on.

CONSTABLE  
I said:  
"I shall, miss - do not you worry.  
What is your name?"  
She replied:  
"I am Ee-mo - Eye-mo ----"

IMOGEN (helpfully)  
Imogen.

Looks at her o.s.

CONSTABLE  
Thank you.

Looking at him o.s.

IMOGEN  
You're terribly welcome.

## CLOSE SHOT - CONSTABLE

112

He gazes at her for a second longer than necessary, realizes this, has to wrench his eyes away from her and back to his notebook to continue:

CONSTABLE

"Imogen Smythe" she said, and added:  
 "You will soon see that name in  
 lights, blue-boy."  
 I said:

(carefully)

"I-mo-gen Smythe, I arrest you for  
 conduct which may lead to a breach  
 of the peace, in that you are ---  
 indecently exposed --- in a public  
 place."

At that point, I unrolled my raincape  
 and placed it about the accused.

## BACK TO SCENE - FAVORING IMOGEN

113

IMOGEN (to Constable)

That was sweet of you.

(to Magistrate)

But the leather against me - brrr! - I  
 haven't got rid of the goose-pimples yet.

CONSTABLE (concerned)

Haven't you? I'm so sorry. I ---

MAGISTRATE

Constable.

CONSTABLE

Sir!

MAGISTRATE

Address me, not the accused.

CONSTABLE

Sir!

(consults book, speeds up delivery  
 of remainder of evidence)

I escorted the accused to the wagon.  
 She gave no trouble. All she did was  
 wave to the crowd as they shouted remarks.

MAGISTRATE

What kind of remarks?

CONSTABLE

Remarks like:

"Take orf the cape, lady - it ain't  
 raining."

And:

"Wotcher Lady Godiva!"

And:

He solemnly wets his lips, purses them, and gives  
a WOLF-WHISTLE.

113  
CONT'D  
(2)

MAGISTRATE  
That's not a remark.

IMOGEN (sigh)  
It's worth a thousand words --  
(looks at Constable)  
-- when it's done as beautifully  
as that.

Constable coughs with embarrassment.

MAGISTRATE (to  
Constable)  
You may step down.

CONSTABLE  
Thank you, sir.

IMOGEN (to Constable  
as he leaves witness box)  
In fact you did it all beautifully  
-- from the arrest to --

MAGISTRATE (sharply)  
Miss Smythe!

IMOGEN (turning to him)  
Yes darling?

MAGISTRATE (very  
sharply)  
You mustn't call me that. It's  
contempt.

IMOGEN (round-eyed)  
Really? Not in my circles.

MAGISTRATE  
I see --

A beat. During it:

THREE SHOT - SOLO, ILLYA AND SANDY

114

entering court. Not a seat available. They have  
to stand against the wall.

BACK TO SCENE

115

MAGISTRATE (to Imogen)  
What -- is your profession?

IMOGEN  
I shake.

MAGISTRATE  
Shake what?

IMOGEN  
Shake me. At the "Girls a GoGo."

MAGISTRATE  
You're an entertainer?

IMOGEN  
People seem to like it.

MAGISTRATE  
One aspect emerges clearly from  
this case. You appear to've  
courted arrest.

IMOGEN  
Oh I did -- yes. For publicity.  
Let's face it - I don't want to  
spend the rest of my life at the  
"Girls a GoGo" shaking my --

MAGISTRATE (quickly)  
Quite.  
(severely)  
Further enquiries will have to  
be made. You are remanded for  
seven days.

IMOGEN  
Oh dear. Does that mean in jail?

MAGISTRATE  
Unless you can put up five hundred  
pounds bail.

IMOGEN (merry laugh)  
You must be joking. I can't raise  
sixpence at this moment. I mean,  
you simply must try to understand --  
that's why I was booted out of my  
flat this week. Haven't got a  
bean to bless myself with --

MAGISTRATE (shuffling  
papers)  
You'll be permitted to contact  
friends.

115  
CONT'D  
(2)

THREE SHOT - SOLO, ILLYA AND SANDY

116

The boys move forward from the wall, reaching for  
their wallets. Everyone looks at them. A couple  
of press reporters start to raise their hands.  
The boys step in front of them as:

SOLO AND ILLYA

Here!

ZIP PAN TO:

117 OUT

EXT. "GIRLS A GOGO" - SOHO - NIGHT

118

Quite a small exterior. Tres moderne. PECULIAR  
PEOPLE going in. Beat MUSIC streaming out.

INT. "GIRLS A GOGO" - SOHO - NIGHT

119

FREAK-OUT atmosphere. Colored lights sweeping all  
over the place. Mod boys and girls dancing, each  
in his or her own orbit. On the central stage, a  
bedazzlingly-lit 'happening.' Several of Imogen's  
showgirl colleagues, minimally and strangely clad,  
emotionlessly shake in time to MUSIC of bearded, be-  
jeaned group nearby. They're on the perimeter of  
the central circular stage: they surround the more  
individual aspects of the 'happening.' These in-  
clude: A GIRL juggling with green luminous skulls;  
a MAN sitting back from a canvas on an easel and  
throwing fruit at it -- ripe, sploshy fruit; a  
STRONG MAN, in traditional leopard skin, straight-  
ening out a trombone: he already has a straightened  
trumpet round his neck; a GIRL sitting on an old-  
fashioned phonograph turntable, legs crossed a la  
Yoga, straight-backed expressionless face, solemnly  
going round and round; the walls are decorated with  
unrelated photographs, of almost anything, plus some  
samples of the sploshy-fruit school of art, framed  
in the remains of orange boxes. And etc.! This is  
the 'decadence without a future' of "Blow Up", only  
we try to say it in passing in a matter of seconds --

Solo, Illya, Sandy and Imogen, now with a raincoat covering her polkadots, go slowly through the thick-packed crowd. Imogen's not only known to almost everyone present, she has an added notoriety in view of her Lord-Mayor's-show appearance and is infinitely more popular now with this anti-establishment crowd.

119  
CONT'D  
(2)

SHOW GIRL  
Where've you been?

IMOGEN (flip)  
Tea.

SHOW GIRL  
For five hours?

IMOGEN  
You know me, darling, I'm helpless  
in the face of toasted crumpets.

Our group gets through the bizarre scene to a vivid-color curtain. They hold this aside and enter.

INT. DRESSING ROOMS - CORRIDOR - "GIRLS A GOGO" - 120  
NIGHT

IMOGEN  
Dressing room this way, darlings --  
Been camping here since that spot  
of bother with my rent -

They walk along a few paces. Suddenly, behind them, in front of CAMERA, Killers #1 and #2 step in from concealment on either side.

ANOTHER ANGLE

121

Solo and Illya whirl round -- and so does Imogen. For once in her life she's startled. Behind them, now, Killers #3 and #4 emerge from a dressing-room door ahead, followed by Randolph. He has a gun.

TOP SHOT

122

Emphasizing the narrow, crowded corridor and the entrapment of Solo, Illya, Sandy and Imogen.

RANDOLPH

123

Randolph halts, covering the trio with the gun. The Killers move in on them relentlessly.

FULL GROUP

124

RANDOLPH

Cooler than Rome, isn't it, Mr. Solo?  
Let me save you the trouble of searching the dressing room -- It's not here.

IMOGEN (flip)

He could be right, you know. My things are in such a mess --

RANDOLPH

You'd better straighten them out or --  
the newspapers ---

(looks her up and down)

--- will not have such a pretty picture of you to publish ---

He indicates to Killers #1 and #2 to grab her. Simultaneously, Killers #3 and #4 move to deal with Solo and Illya. Solo turns at once and tangles with Killers #1 and #2: Illya does likewise with Killers #3 and #4. As the fight starts:

INT. "GIRLS A GOGO" - SOLO - NIGHT

125

The point is reached in the "Freakout" where the MUSIC ups tempo and volume. Dancing and freakout activity become wilder in response.

INT. DRESSING ROOMS CORRIDOR - "GIRLS A GOGO" - NIGHT 126

Solo and Illya well-tangled with Killers #1-4. Randolph finds that the restricted space actually operates against him: he cannot use his gun for fear of hitting his own men. Imogen manages to dash past the fighting and into:

INT. "GIRLS A GOGO" - NIGHT

127

She YELLS - but nobody pays the slightest attention in the now-TERRIFIC NOISE. She's grabbed by somebody and whirled into the now-wild and rainbow-gone-mad-lit dance. Sandy dashes into the melee.

INT. DRESSING ROOMS CORRIDOR - "GIRLS A GOGO" -  
NIGHT

128

Solo knocks a Killer through the curtain into club, pursues him, is grabbed by another Killer. Solo falls through curtain with him. Instantly, Illya and his two Killers, tangled together, lurch along in their wake, also crashing through the curtain, which now comes down and smothers them. Randolph, gun ever-ready, goes through too.

INT. "GIRLS A GOGO" - NIGHT

129-132

The arrival of the THRUSH-U.N.C.L.E. contestants on the outskirts of the crazy 'happening' almost immediately spreads the fighting. Nobody knows who he's fighting among the crowd: all they know is that they're jostled - so they hit back. The BEATNIK GIRLS are just as violent and destructive as the BOYS. In short: a characteristic 'U.N.C.L.E.' melee occurs.

INTERCUT WITH SANDY

Sandy joins the fight with gusto. In the course of the melee, Sandy is inadvertently bopped on the head and temporarily stunned. She falls right into the arms of the Showgirl, who catches her and hauls her away.

Fight goes on, mostly favoring Solo-Illya anti-Killers activity. At a suitable point:

INT. SHOWGIRL'S DRESSING ROOM - NIGHT

132X1

Sandy is slumped in a chair. Showgirl grabs what looks like a piece of cardboard with a lipsticked phone number, GRO 7060, on the back, from the untidy dressing table and waves it in front of her face.

SANDY'S POV

132X2

As the Showgirl fans, we see she is actually using a photograph of Dr. True.



BACK TO SCENE

Sandy comes to fast - She grabs the photo as:

SANDY  
Where did you get that?

SHOWGIRL  
From Imogen - It's her chiro-  
practor's phone number - In this  
job we're always throwing our  
backs - or something -

INT. "GIRLS A GOGO" - NIGHT - ANGLE ON IMOGEN

133

A Killer makes a final despairing grab for her.  
He connects. She's hauled back by Illya, out  
of danger - and also out of her raincoat.

CLOSE SHOT - IMOGEN

134

Characteristically, when stripped involuntarily,  
she's as modest as a blushing violet and looks  
and behaves outraged and embarrassed.

EXT. "GIRLS A GOGO" - NIGHT

135

Several CONSTABLES arrive. Police-whistles are  
blown to add to the NOISE emanating from the riot-  
torn discotheque. The Constables hurry in.

INT. "GIRLS A GOGO" - NIGHT

136

Buffeted by the fighting crowd, Imogen's flung,  
in CLOSE SHOT, against a constable. We PAN UP  
quickly as his arms go around her to prevent her  
falling. It's the Constable who arrested her  
this morning. He reacts. So does she.

IMOGEN (pleased  
surprise)  
Oh, Darling!

CONSTABLE  
Imogen! Are you all right?

136  
CONT'D  
(2)

IMOGEN (charming  
smile)  
Tell me, Bobbykins - this time -  
were you thrust up against me  
against your will?

CONSTABLE  
Not altogether...

TWO SHOT - IMOGEN AND CONSTABLE

137

A fortuitous halo of light, from GoGo sources, surrounds their heads. They look at each other with equally luminous eyes. They seem to be oblivious of the turbulence around them as, though jostled and shoved, he takes off his tunic and tenderly wraps it around her.

RANDOLPH AND KILLERS - GROUP

138

Randolph pockets gun, but quick. He has no wish to be arrested in England and delayed on the next stage. Cut losses and get out - that's obviously in his expression (need he say it?) as he rounds up the Killers and they beat it toward dressing-room corridor.

ANGLE ON SANDY

139

Evidently seeing them approaching through the crowd. So she ducks into the crowd. We establish Randolph and Killers running out along corridor.

SOLO AND ILLYA FAVORED

140

Sandy joins them, still groggy -- as, all around, people are being arrested, and the riot begins to be quelled. Solo and Illya run to her, worried.

SOLO

Sandy! Are you all right?

Sandy dazed, nods, holds up picture as --

SANDY

I think I found what we're looking for...

Solo grabs it from her.

141 OUT

SOLO, ILLYA AND SANDY

142

ILLYA

What is it?

SOLO (studying  
it, bemused)  
Another photograph --

142  
CONT'D  
(2)

ILLYA (philosophically)  
As Mr. Waverly would say - well,  
better luck in Paris.

EXT. SKY - NIGHT

143

Airliner in flight.

INT. AIRCRAFT - PRIVATE COMPARTMENT - NIGHT

144-147

Solo and Illya on communicators to Waverly.

INTERCUT with Waverly U.N.C.L.E. office - night.

SOLO  
...Both photographs seem to be  
identical, sir - except for the  
lettering on the blackboard.

ILLYA  
Apparently, sir, the key lies in  
those symbols on the blackboard -

INT. ANOTHER PRIVATE COMPARTMENT - RANDOLPH -  
NIGHT

147X1

Randolph sits there smugly with a device like a  
hearing aid attached to his ear.

ILLYA'S VOICE  
We might have to get the full  
set before it will make sense.

BACK TO SCENE

147X2

WAVERLY

I'm afraid so.

We PAN to Sandy - curled up in her chair, fast asleep and looking deeply innocent after her exertions. PICK UP:

SOLO

By the way, sir, did Miss Imogen Smythe come out of it all?

WAVERLY

Admirably.

Waverly glances down at a newspaper o.s. on his desk.

WAVERLY (deadpan)

It seems she's engaged to be married to a policeman.

FREEZE FRAME.

FADE OUT

END ACT THREE

ACT FOUR

FADE IN:

148-151 OUT

EXTERIORS - SKI SLOPES - DAY

152-155

ESTABLISHING. Ski activity. Finish on:

EXT. MOUNTAINSIDE AND SUMMIT - DAY - (STOCK)

156

FAVORING a dramatically situated ski lodge near the summit.

EXT. CARL'S SKI LODGE - DAY

157

YVONNE and CARL ski into CLOSE SHOT, having evidently come down from the summit. They halt near the entrance to the ski lodge, which is no hut but clearly a luxuriously appointed mountain residence. She is young. He is not. He looks at her in profile -- she is the picture of health and vibrant beauty.

CARL

Trudi--my darling--you put the  
beauty of the mountains to shame--

157

CONT'D

(2)

YVONNE

Oh, Carl -- if only it could  
go on like this, forever--

CARL

It can.

She gives him a delightful little sidelong glance  
as, teasing:

YVONNE

How?

CARL

Simple. You move out of the hotel--  
(indicates lodge)  
Into my ski-lodge -- and live happily  
ever after.

She gives him a loving, misty smile.

YVONNE

Isn't there something you want  
to ask me first?

CARL

No -- something I have to tell you.  
Which perhaps I should have told  
you before.

(a beat. She waits. Then:)  
I am married.

YVONNE(genuinely shaken)

You're what?

CARL

I should have told you--I should  
have had the courage--my wife--a  
helpless invalid-- I can't divorce  
her.

She steps back from him, almost recoiling at the  
idea, like a little girl suddenly confronting an ogre.

YVONNE(low, shocked)

No...you're asking me to--

He takes a step to her, obviously sure of his game.

CARL

Oh, come now, Yvonne--let's be a little more practical. I find you, a secretary from my Paris office, here in a hotel you clearly cannot afford, wearing clothes that are obviously not paid for--

157  
CONT'D  
(3)

YVONNE (outraged)

What kind of girl do you think I am?

CARL

The kind who has been here, and there--and who would thoroughly enjoy having a charge-account in all those enchanting little shops down in the town.

(moves to pinch her cheek)

And why not? You are such a pretty little thing--

YVONNE (bitter)

Sorry, Herr Direktor - Better luck next girl!

She knocks his arm aside, turns with her ski-sticks and SCHUSSES away in a cloud of snow.

MEDIUM CLOSE - CARL

158

watching her go. He wears a quizzical smile that tells us absolutely nothing--except that he is smiling quizzically.

EXT. MOUNTAINSIDE - DAY

159

CAMERA HOLDS on Yvonne expertly skiing downhill in a hurry. She comes to a violent, graceful stop f.g., looks back uphill as she flips up her goggles. Now we see there are angry tears in her eyes. Her mouth sets in a tight line as she replaces her goggles and kicks off with the sticks, racing downhill toward the hotel. Snow from her skis flurries up to OBSCURE FRAME.

EXT. SKI-TOWN HOTEL - DAY - ESTABLISHING SHOT

160



INT. FOYER OF HOTEL - DAY - NEAR DESK

161

The HOTEL CLERK's eyes sharpen as Yvonne enters and parks her skis at the rack. He waves for her attention. She ignores him as:

CLERK

Fraulein!

(she doesn't turn)

Fraulein! It's about your bill--

That does it. She spins to him, strides over, flaring:

YVONNE

It hasn't been paid, I know -  
but don't give up hope.

The Clerk smugly shows her a receipted hotel bill as:

CLERK

No, no - Einschuldiger sie, bitte,  
Fraulein! The bill has already  
been taken care of....

He graciously hands a stunned Yvonne the bill. She frowns from the bill to the Clerk. The Clerk graciously gestures toward the answer--behind her. She slowly turns, looks.

YVONNE'S POV

162

Sitting directly across from her - in the foyer - and looking directly at her (CAMERA) with a typical Randolph smile... is Randolph. He does not rise. CAMERA SLOWLY TRACKS TOWARD him, STOPS MEDIUM CLOSE. Randolph looks CAMERA (Yvonne) up and down slowly, from head to toe, with pleasant appreciation.

CLOSE ANGLE - FAVORING YVONNE

163

standing before him, curious. She mutely holds out the receipt. He graciously pats the divan next to him--a gesture for her to sit. Puzzled, she does.

YVONNE (looking

him over)

Well, what are you - Santa Claus -  
or "Old Nick" in sheep's clothing?

RANDOLPH

Let me put it this way, Yvonne.  
I knew your mother well--and it  
only took me five minutes here  
to find you resemble her.

YVONNE (wary)

Thank you--but how grateful do  
you expect me to be?

RANDOLPH (toying

with her)

I want a very special photograph.

YVONNE

Fly to London.

(she shakes her head wisely)

My half-sister -- she goes in for  
that sort of thing.

RANDOLPH

A pleasing thought--but actually,  
it's a photograph of your stepfather,  
Dr. True, that I'm after.

YVONNE

A photograph of Simon?

(looks at bill, dubious)

Worth 30,000 schillings?

RANDOLPH

Yes, if it's the one against a  
blackboard.

YVONNE (pleased)

If that's all you want, it's in my  
room.

RANDOLPH

It's not. I've already looked.

YVONNE (she thinks  
hard - then realizes)

I've got it! It's in my bag...  
Of course! I must have left it up  
in Herr von Kesser's ski lodge.

RANDOLPH

Let's go.

YVONNE

You don't waste time, do you?

ANGLE - CLOSE - CLERK

164

He has heard everything - he turns to a bus boy -

CLERK

She doesn't waste her time  
either.

INT. CARL'S SKI LODGE - DAY

165

INCREDIBLE PANORAMA of mountain peaks - a breath-  
taking vista seen through window. CAMERA PULLS BACK  
SLOWLY TO REVEAL Carl. He's agitated. He puts  
down the beer, paces, gets an idea. He confidently  
marches to the telephone, picks up the receiver.

CARL

Get me the hotel... Suite 23,  
please.

(confidence changes  
to disappointment)

Still no answer? Never mind -  
No, there's no message.

He puts down the phone, turns, reacts slightly to:

CARL'S POV

166

An overnight bag - unmistakably feminine and gaily-  
colored - on the floor.

BACK TO SCENE

167

Carl picks up Yvonne's bag and eagerly begins to  
leave.

INT. FOYER - HOTEL - DAY

168

At desk. CLOSE ANGLE - Carl stands there before  
the Clerk holding Yvonne's overnight case. He  
beckons the Clerk closer for a confidential exchange.

CLERK

Yessir--

CARL

There is a small but highly  
confidential commission I wish  
you to undertake--

168

CONT'D

(1)

CLERK

Certainly, Herr Direktor -

CARL

The young lady in suite 23--  
add her account to mine.

CLERK

That is impossible, sir--

Carl gives him a look--this is the first time this  
word has been used to him by a subordinate.

CARL

What?

CLERK (embarrassed)  
Someone--how shall I put this--?  
Someone has preceded you, sir.  
The bill has been paid.

168  
CONT'D  
(2)

Carl looks absolutely stunned.

CARL  
By whom???

CLERK  
Another gentleman, sir--

CARL  
A guest at the hotel?

CLERK  
No, sir--a complete stranger to  
me--and, I think, to the Fraulein  
Is there anything else, sir?

Carl doesn't answer and stomps out toward the bar -

INT. BAR - DAY

169

CAMERA carries with Carl as he stomps angrily  
toward the bar.

CARL  
Cognac. Make that a double.

CAMERA SWINGS OVER to Sandy and Illya seated at one  
of the tables.

SANDY  
That's what I need --

The waiter brings over a drink for Illya and a big  
strawberry sundae for Sandy.

ILLYA  
What's the matter - you worried  
about Napoleon?

SANDY  
How long does it take to search  
one room?

ILLYA  
All depends on who's in it. Relax  
and enjoy your sundae.  
(nods o.s.)  
There he is - all in one piece -

INT. HOTEL LOBBY

Solo goes to the desk clerk, beckons him closer for a confidential exchange.

CLERK

Yessir--

SOLO

This is a rather confidential matter...

CLERK

Certainly, sir.

SOLO

The young lady in Suite 23--

CLERK

You want to pay her bill as well?

SOLO

Well, if necessary, yes--

CLERK

I'm afraid you're the second gentleman who's too late.

He indicates the bar beyond Solo.

INT. BAR

AT BAR - ANGLE ON SOLO AND CARL

171

As Solo comes to him.

SOLO

Excuse me, sir, I understand we're companions in misfortune. Perhaps you can tell me where I can find Miss Yvonne?

CARL

What is there about this girl?  
For two weeks she carries on as if I am the only man in the world.

(outraged)

--Then we have a slight misunderstanding and before you can say Pfui, she drops me like a hot brick. Can you imagine - just because I said I was married.

SOLO (wry)  
Women -- they're funny that way --  
but I'd still like to know where  
I could find her.

171  
CONT'D  
(2)

CARL  
Now you look like a man of the  
world. Haven't you used that old  
dodge before? And after I came  
running back here ready to apologize  
and even ask her to marry me --  
she takes up with the first ski  
tramp who pays her bill!

SOLO  
Do you know who the tramp was?

CARL  
Why ask me? -- Ask the desk clerk -  
he got the money.

Solo hurries out of the bar. Carl, suddenly  
interested, gets up. As he leaves, we see the  
bag on the floor near the bar.

FOYER - AT DESK

172

As Solo hurries to the clerk.

SOLO  
Who was the man who paid that bill?

CLERK  
I haven't the slightest idea -- but  
I do know where they went.

SOLO (urgently)  
Where?

CLERK (noticing Carl)  
This is very embarrassing, sir. I'd  
rather not say.

SOLO (showing  
U.N.C.L.E. card)  
Look -- I know that man! He's  
dangerous! Where did they go?

The clerk, confused, stalls by examining the  
U.N.C.L.E. I.D.

INT. BAR - ILLYA AND SANDY

Illya, seeing what's going on in the lobby, starts up.

SANDY  
Where you going?

ILLYA  
Never mind -- you stay put.  
(to bartender)  
See that the young lady gets  
whatever she wants -- as long  
as it's ice cream!

He hurries to the lobby.

INT. FOYER - AT DESK

174

SOLO (intense)  
Come on! I've got to know.

CARL (imperious)  
You heard the gentleman! Tell  
him! That is an order!

The clerk snaps to attention.

CLERK  
Ja wohl, Herr General Direktor!  
They went to your ski lodge!

CLOSE - CARL

175

Reacting.

ZIP PAN TO:



2-14-67

P.64

INT. LODGE - DAY

176

The place is in a mess. Randolph and Yvonne are searching for the bag. Randolph stops and watches Trudi as she straightens, puzzled.

YVONNE

I can't understand it. I'm sure --  
I left it up here.

Randolph moves to her, eyes glinting menace.

RANDOLPH

As sure that this isn't only a trick  
to bring me here --

YVONNE

Why would I do that?

RANDOLPH

To give those U.N.C.L.E. agents a  
chance to get the jump on me --

YVONNE(puzzled)

What U.N.C.L.E. agents? I was up  
here earlier today -- Wolfgang and  
I had a quarrel -- I left in a hurry --  
without the bag. It has to be here  
some place --

RANDOLPH

It better be -- Remember -- you've  
been paid for it already. And I  
don't like to waste my money.

EXT. END OF SKI TOW - DAY

177

It's a rope drag that terminates at a high point.  
From here, a path angles up steeply toward the  
peak of the mountain. Solo, Illya and Carl  
come up the tow to the terminal platform, let go  
of the rope and hurriedly get out of their skis.  
Carl is first.

CARL

Here we are, gentlemen. If you  
will follow me --

SOLO

Perhaps you'd better stay out of this --

CARL

Why?

SOLO

You never can tell what we might  
run into.

CARL

You don't understand! I love this  
woman!

He plunges ahead up the path. Solo and Illya hurry  
after him.

178

INT. BAR - DAY - SANDY

There are now five empty sundae dishes before her  
and she is finishing the sixth. She looks over at  
the Bartender who is preoccupied with polishing his  
glasses. She gnaws her lip with worry, decides.  
She carefully slides out of her chair and starts  
out. CAMERA WITH HER. She stops dead as:

BARTENDER'S VOICE

Fraulein! Miss --

Trapped, she slowly turns back. WIDEN ANGLE to  
include the Bartender as he approaches her. Now  
he holds up the bag which Carl left behind.

BARTENDER

This must be your bag --

She's about to say no, when she suddenly notices the  
lettering on it: "Yvonne" -- grabs for it.

SANDY

My bag -- of course. How silly of  
me. Thank you.

She takes it from him, watches him return, then quietly  
opens it. Her eyes widen at what she sees --

179

EXT. MOUNTAIN TRAIL - DAY

A large open area. Solo, Illya and Carl labor  
up the steep path.

SOLO  
How much further is it?

179  
CONT'D  
(2)

CARL  
We're almost there.

Illya, seeing something above, motions for them to look.

ILLYA  
Not quite.

THEIR POV - DRAMATIC UP ANGLE TO CREST - PANNING 180

A high crest above them. The Four Karate Killers, now on skis, are poised on the crest, hunters ready to swoop down at their prey. They wear woolen face masks that make them look like the hounds of doom. They take off.

OUR GROUP 181

Solo and Illya dig into their jackets for their guns.

CARL  
Pretty good, aren't they?

ILLYA  
Take cover!

Carl reacts, follows as the group makes a run for a snowbank.

THE ATTACK - INTERCUT THE FOLLOWING 182

The Karate Killers, swooping down at our boys diving behind the snowbank. As they swoop, gathering speed, they spread out and come in widely spread, like spokes of a wheel with our boys as the hub.

BEHIND SNOWBANK - our boys start firing as Carl looks around bewildered.

A SERIES OF DRAMATIC SKI SHOTS OF KARATE KILLERS 183-186

- #1 Soars over CAMERA.
- #2 Zig-zags past obstructions INTO AND PAST CAMERA
- #3 Streaks straight down, firing back.
- #4 Arcs INTO and PAST CAMERA, shooting back.

OUR GROUP

187

firing at the oncoming Killers.

CARL VON KESSER  
Would you mind telling me what  
this is all about?

SOLO (firing)  
It's too long to explain -- but  
they're trying to stop us from  
getting to your lodge!

CARL VON KESSER  
But Yvonne's there --

He starts off. Illya tries to grab him.

ILLYA  
Stay down! You want to get shot?

CARL VON KESSER  
I've got to get to her -- Let  
me go!

Carl von Kesser pushes him away and takes off.

ILLYA  
The fool --

SOLO  
Or a man in love --

ILLYA  
Which only makes it worse.

THE FIGHT - INTERCUT THE FOLLOWING

188-190

#1 crests over the snowbank, knocking Solo sprawling, stops abruptly, swings back toward him. #2 comes in at a tangent, plowing right into Illya. Carl von Kesser makes a break for it, running at a crouch up the defile. #3 and #4 sail over, wheel back and start firing at Carl von Kesser who, amid bullets powdering snow, makes it around some cover. #3 and #4 go after him, after kicking off their skis. Solo and Illya have a brief fire-fight with #1 and #2 which terminates when both of them, beaten back, go over a steep drop. Solo and Illya go up the defile in a hurry.

INT. LODGE - DAY

Yvonne, near the door, shrinks back as Randolph, death in his eyes, moves in on her.

YVONNE

Please - I'm not lying -

RANDOLPH

Aren't you? You're Amanda's daughter --

YVONNE

It must be here --

RANDOLPH

How can it be - you turned it over to U.N.C.L.E.!

YVONNE

But I didn't! I don't even know who --

Randolph slaps her. The door bursts open and Carl bursts in, slams Randolph back as:

CARL VON KESSER

You want to fight? Fight a man!

YVONNE

Carl!

Karate Killers #3 and #4 move in the door, grab Carl. Randolph straightens.

RANDOLPH

All right, you model of chivalry --  
You want to save your girlfriend?

CARL VON KESSER

Name the price. I'll pay any amount --

RANDOLPH

Just tell us where it is.

CARL VON KESSER

What?

YVONNE

My bag.

CARL VON KESSER (surprised)

Is that what you are looking for?

RANDOLPH  
Where is it?

191  
CONT'D  
(2)

CARL VON KESSER  
Why, I took it back to the hotel --  
I must have left it in the bar --

Randolph grins wolfishly. He snaps his fingers,  
hurries out. His trained Killers follow on their  
invisible leashes.

EXT. TRAIL - DAY

192

Solo and Illya struggling uphill.

INT. LODGE - DAY

193

Yvonne is crying in Carl's arms.

CARL VON KESSER  
Liebchen, darling... it is all  
right -- your Carl is here now --

She suddenly shoves him away, leaps up, angry.

YVONNE  
My Carl??? You mean Frau  
Carl's Carl!

CARL VON KESSER  
Please, Yvonne -- you don't under-  
stand -- There isn't any Frau --  
I only said it because a man in my  
position --

YVONNE  
Your position? What about my  
position?

Illya and Solo burst in, heavily winded.

ILLYA  
Are you all right?

SOLO (to Yvonne)  
Did he get your bag?

CARL VON KESSER (impatient)  
Certainly not! It's safe in the  
Hotel bar --

ILLYA (horrified)  
Sandy's there --

193  
CONT'D  
(2)

The boys rush out the door.

CLOSE - YVONNE AND CARL VON KESSER

194

YVONNE (slow  
realization)  
You're not married?

CARL VON KESSER  
Darling -- don't you understand?  
It was only to test you - I had  
to make sure you were interested  
in me -- and not my interlocking  
directorates.

They kiss.

EXT. TRAIL OUTSIDE LODGE - DAY

195

The boys are running downhill.

SANDY'S VOICE (echoing)  
Yoohoo! Napoleon! Illya...!

The boys stop, look up.

UP ANGLE - ACROSS BOYS TO SKI LIFT - DAY

196

Just as Sandy, sitting on the lift, sails past,  
waving the envelope and picture.

SANDY  
If you fellows are still looking  
-- forget it! Here it is!

The boys look at each other in excruciating agony...

ZIP PAN TO:

EXT. AUSTRIAN AIRPORT - DAY

197

a non-commercial aircraft ready to take off.

INSERT - NOSE OF AIRCRAFT

198

The U.N.C.L.E. insignia thereon.

EXT. PLANE RAMP

199

As Solo, Illiya and Sandy go aboard.

INT. AIRCRAFT - DAY

200

Sandy being almost pushed into a seat, by Solo.  
Illiya fixes her safety-belt. She gives a low  
whistle of appreciation.

SANDY  
Our own private plane.

EXT. PLANE - DAY

201

It starts taxiing.

INT. PLANE

202

As two smiling airline-uniformed stewards come up  
to our group. Suddenly the smiles vanish. The  
stewards whip out guns and level them at the boys.

ANGLE ON DOOR TO COCKPIT

203

As Randolph comes out.

RANDOLPH  
Welcome aboard, gentlemen.

FREEZE AND FADE OUT

END ACT FOUR

END PART I