BLUE SKY WITH CLOUDS

PAN DOWN to reveal:

EXT. - SALTFLATS - DAY

A flat horizon, stretching to infinity.

A 360 degree pan reveals: nothing. Deserted, no hiding places. No animals, no humans, no objects. Except in mid distance --

RED PHONE BOX

brightly painted, traditional, comforting, belongs in a village green. Perfectly ordinary -- except for its location.

Silence. Only the wind over the plain. Except --

The PHONE RINGS.

RING-RING ... a mellow, old-fashioned tone. We wait for someone to answer it. But of course nothing and nobody for miles. Except --

IN DISTANCE

a CAR ENGINE ... A puff of smoke on the horizon ... VA-VA-VOOM of high geared acceleration, as INTO VIEW

ZOOM! --

CAR

speeding like a bullet. Driven at maximum, breakneck speed, 125 mph. A petite open-top '65 Lotus Elan, all streamlined curves, full throttle, it nears the phone box, and --

SCREECHES to a halt.

Dust clears, ENGINE NOISE FADES. From the seat, hops --

KINKY BOOT

in black leather.

Buckled. Strap at ankle. Crunching into the ground.

PAN UP TO:
late 20's. In CLOSEUPS of -- Tight black leather catsuit. A flash of auburn hair. Black leather like a second skin. Smoothed over legs, thighs. Buckled at wrists, straps at ankles, zips --

Pulled up over flesh. This is EMMA PEEL, scientist. Sexual, invulnerable, cool. Very cool. She locks up at clouds in the sky. Then steps across to the phone box. Picks up the phone.

EMMA
How now brown cow ...
(pause)
The rain in Spain falls mainly on the plain ...
(pause)
The quick brown fox jumped over the lazy--

From the receiver, an irritated official voice.

VOICE (V.O.)
(filtered)
Password affirmative. Thank you, Doctor.

Emma puts down receiver. Hangs a cardboard outside the phone box. Then presses button bakelite box.

A second's wait. A coin from the slot. Then a HUM as --

the floor lowers automatically. Emma disappears. Hanging outside the box, a notice now reads "Out of Order."

Next to the call box we notice a sign: an arrow pointing into the desert: "London 84 miles."

underground. Emma descends on the lift platform; steps into a research lab in retro hi-tech. Walks past assistants, down long pink and orange steel corridors, Werner von Braun goes disco. Nears a door, marked: "Prospero Project -- Authorized Personnel Only." Logo with lightning emerging from a cloud.

A man enters, older. In matching leather suit: like an astronaut. Early 40's, handsome, charismatic, with swept-back silver-black hair. His name tag: DR. PETER PEEL.
PETER
   Ready, darling?

Peter fixes her name tag: DR. EMMA PEEL; runs a finger down over her breast. She smiles.

EMMA
   Ready as I'll ever be ...

Mutual erotic, intellectual attraction. Peter takes her hand and they walk down:

LONG CORRIDOR

air-lock doors: a series of sealed chambers inside a hitech Labyrinth --

A man joins them. A shyer, bespectacled, less handsome version of Peter. On his name tag: DR. VALENTINE PEEL -- brother and partner.

In b.g., a countdown starts, ECHOING thru the lab.

VALENTINE
   Atmospheric pressure checked, antenna ready... Thermal chamber ready ... Compression module set ... Temperature control on course between one and one forty ... Water turbulence steady ...

PETER
   Anything else?

Valentine smiles, shrugs --

VALENTINE
   Good luck ... Peter ... Emma.

EMMA
   Thanks, Valentine ... Emma gives him a quick peck on the cheek.

A shy look from Valentine at Emma. Peter senses.

PETER
   Just a minute, darling. My brother's a worry wart. I better have a word ... Valentine --

Peter takes Valentine over to one side. Emma checks gauges and dials. Behind her a conversation. Peter returns.

He takes a ring from his finger --
CLOSEUP - DIAMOND GEM

on a gold ring.

He slips it onto her finger.

PETER
Something to remember me by.

Peter smiles. The remark strikes Emma as curious. But no time to query. She smiles back. He gives her a kiss --

PETER
(checks his watch)
See you in an hour ...

EMMA
One sunny day ...

The countdown ECHOES around them as they separate.

IN DISTANCE

Valentine watches her.

INT. LAB CHAMBER

Inside a bed of ice, Emma is lowered by hydraulic machine into a steel radioactive thermal chamber, glowing eerily blue

The effect is very cold. Frozen. Numb. Like a sci-fi Sleeping Beauty, beauty entombed and sealed in a glass coffin. Plunged down into a vault. Opposite her --

In another glass coffin, Peter Peel, is lowered down.

FROM EMMA'S POV

The sound of their HEARTBEATS. Their BREATHING. BLEEP and PULSE OF ELECTRONICS. Thru glass and leather. Like cerebral sex. Technological, erotic. Peter winks at her -- Emma locks longingly at him, as --

UP IN CONTROL ROOM

Valentine watches behind glass. Like a kid excluded from a bedroom. He attends to dials. And to his female assistant --
VALENTINE
(thrilled)
Readings still normal ...

The assistant smiles oddly. FOCUS ON --

An insignia tattooed on her neck: "X404." A replicant. They monitor screens. A DULL HUM.

18 EXT. SALTFLATS - DAY

A weather antenna emerges from the ground: an enigmatic phallic silver blob, like a Koons sculpture. The sun glints off it ...

19 DOWN BELOW

A temperature gauge rises.

The ice is infused with pulsating colors: purple -- blue -- green -- red. Starts to heat up as if --

It soaks up temperature: from cold to hot in instants.

20 CLOSEUP - WHITE GLOVED HAND ON DIAL

"CUMULUS COLLECTOR." The graphs accelerate, but over the dull HUM -- a MURMUR, a BREATH. As Emma's HEARTBEAT rises.

The gloved hand turns up the dial, past a red danger mark.

Suddenly a BLIP. Something wrong.

21 DOWN IN HIS VAULT

Peter Peel's "coffin" starts to overheat. Peter reacts --

PETER
(intercom cutting out)
Losing control -- malfunction in thermal chamber -- for Christ's -- Emm --!

22 IN CONTROL ROOM

Needles push off the dials, as --

The ice swells: strange mix of colors, absorbing heat and energy in clusters of molten metal ... steam and sparks ignite ... Valentine's eyes widen in alarm ...

COUNTDOWN (V.O.)
Five -- four -- three -- two -- one ... Three -- two -- one ...
COUNTDOWN (V.O.) (CONT'D) (repeating)
Three -- two -- one ... 

23 INSIDE COFFIN
Peter's glass cracks
The emergency light goes on -- the ALARM sounds -- lab assistants running ...

24 IN HER COFFIN
Emma realizes; looks to Peter --

25 EXT. SALTFLATS - DAY
The "Koons" antenna is drawing a strange purple cloud towards it, from otherwise blue sky ... siphoning the purple atmosphere down itself into

26 INT. CONTROL ROOM - CONTINUOUS ACTION
Thru the air ducts the purple cloud starts to billow ... 
Panic stations! Valentine looks aghast at the graphs: all systems fucked, over the intercom --

VALENTINE
Emma, Peter, get out! It's going to explode!

FROM Valentine's anguished face TO Emma's face, as

VALENTINE
Emma ... 

27 FROM HER VAULT
Emma undoes the straps, clambers out of her pod

28 ANGLE (IN DREAMLIKE SLOW MOTION)
Emma clambers onto her husband's pod -- in a sequence eternally replayed for her as a nightmare --

29 BACK TO SCENE
VALENTINE
Get out! Leave him -- ! Emma!

30 RAPID INTERCUTS
The purple smoke enveloping Peter's pod, soft caresses -- Peter struggling within, looking at Emma --
EMMA

Peter!

Her leatherclad limbs straddled over his glass coffin. Her HEARTBEAT sounds ... She grabs, claws on glass --

Her fist draws back, blam! blam! blam! three deadly blows, Emma SMASHES the pod cover, it --

Cracks -- splinters -- not breaking -- obscuring his face inside like a spider's web, as behind her

VALENTINE

Don't wait for him -- he's not --

Breathless, blood smeared on glass, Emma's gashed fist bleeds thru torn leather glove -- twisted mass of flesh and glass -- GROWLING sound growing as:

31 ABOVE GROUND

The voluminous purple cloud being sucked by the antenna...!

32 CLOSEUP ON EMMA'S DIAMOND RING

gleaming thru a tear of blood as she pounds the glass --

33 BACK TO SCENE

PETER

(faint)

Emma ... Emma ...

As a GROWLING sound grows till

BOOM! An EXPLOSION rocks the vault -- flames burst out -- sound and vision separate -- Emma hears explosion as a slow moving tear thru her psyche. A trauma.

34 ANGLE (IN EXTREME SLOW MOTION)

The blast flings Emma back thru space, flying unconscious as if in a dream, floating backwards in --

A milky way op-art swirl of glass and steel fragments, now -- out of control, weightless, powerless, as --

The background of sealed doors, white corridors all vanish. A spinning, black void opens up behind her, as her eyes shut, head falls back --

An orgasmic, dream of near-death, as a CRASH OF MUSIC BEGINS a hip new version of the "AVENGERS" THEME TUNE --
CREDITS SEQUENCE.

SERIES OF SHOTS

In stark silhouette. The swishing of a bowler hat spinning thru space.

An umbrella tossed in the air, flicked like a deadly weapon --

A rich velvety feel, key colors black/white/red. Dandyish and erotic followed by blasts of violence, dreamy op-art puzzles and psychedelic patterns over --

A sensuous BLACK, background -- slowly revealed to be a woman's leather-clad body --

In silhouette -- A bowler hatted man, Steed, a catsuited woman Emma. Flashes of: hair -- eye -- a red rose -- in bloom -- petals folding and unfolding, then tightly shut.

A thorned stem, sharp to the touch --

FROM black and white INTO color -- leather Background metamorphosing into black and white of a chessboard as ...

A medieval knight moves around its queen in a formal dance --

A fetishistic attention to detail: leather catsuit, swish of legs, boots ... hair tossed back -- red nails over black ... creamy white skin ... zips ...

A silhouetted man in bowler hat in Savile Row suit -- old Etonian knotted tie -- umbrella stabs like a sword --

Umbrella with knotted stems of a rose furling round -- then a tear, gash -- rose cut and tossed into --

His lapel. Until, at the end: together in silhouette.

Bowler hat thrown, skimming, swishing thru air, until --

Now only a single HEARTBEAT ... BA-BOOM ... BA-BOOM ...

Then --

PISTOL SHOTS OVER as:

INT. EMMA'S BEDROOM - PRE-DAWN

A gasp as Emma wakes abruptly from her nightmare, years later, startled by the shots, naked beneath satin sheets. Her HEARTBEAT FADES as she looks around her Klaus Oldenberg room, vinyl comforter, satin sheets. A toss of her hair.
Looks more mature. Sexual, haunted. Mrs. Emma Peel -- widow.

Same every night. Next to the clock, a framed photo of her dead husband, Peter Peel. From outside ANOTHER SHOT ...

Emma flings on a satin robe, goes to the window and sees --

37 HER POV

a CAR zooming past, its bowler-hatted driver racing thru early morning streets. The damn thing BACKFIRES again ... 

38 BACK TO SCENE

Emma frowns, annoyed.

39 EXT. STREETS - DAWN

Zoom! The sleek, sporty black Jaguar SS100 burns down deserted streets. Inside is a bowler-hatted man --

JOHN STEED, late 30's. Handsome English gent, roguish looks, dandy's clothes. A Beau Brummel figure in a Savile Row suit, velvet collar, embroidered waistcoat.

A debonair Etonian, Steed oozes charm, wit and -- when he chooses to -- hard-edged, steely menace. He drives through --

40 LONDON (1999)

This is 'Avengersland': a parallel world painted by Rene Magritte, forever England. Bright pinks, greens and reds, an imperial city in final decadent bloom. White stucco buildings. Regency style in candy colors. A surreally 90's city like a hipper, edgier version of the 60's preserved in aspic, where --

Over the RADIO, a plummy voice:

ANNOUNCER (V.O.) (filtered)

... The War Office today approved military expenditure for the nation's new defense alert system. A spokesman said he would raise the matter at the forthcoming World Council of Ministers, but that a state of vigilance was still necessary in the uncertain climate.

As Steed turns into a mews, we realize that in this kinky, pop world, ordinary life does not intrude. No traffic. No extras. Nothing to spoil the view.
As the radio continues with a weather forecast, Steed --

EXT. STEED'S GARAGE - DAWN

Steed's car enters his garage -- Door closes as --

INT. STEED'S FLAT - DAWN

but the curtains are still drawn so the place is dark.
A large bachelor's den. Dark wood, leather armchairs ...
Steed enters his library from a concealed door --
Titles on wine and birdwatching. He clicks the door, goes to his drinks cabinet. Pours a brandy. Hears a noise ...

Instantly on guard. In his glass, sees a shadowy reflection move. Steed peers 'round a corner. Sees a silhouetted figure stand over his desk -- a burglar?
Steed sneaks up behind -- raises his umbrella, and --
Crack! Brings the umbrella down -- on the suspect's head. Who manages to dodge, swivel 'round, and --
Bam! Delivers an expert blow to Steed's stomach. A rapid exchange of blows. Steed recoils, about to jab the umbrella, when --
His assailant about to deliver a kick to his crotch -- Steed covers the area -- bam! a spiked heel hits his bowler -- as the curtains are drawn back, light floods in -- they freeze.
Steed knows his opponent: a lethal blonde in red leather.

STEED
Brenda -- ?

FROM ABOVE HIM
a voice --

MOTHER (O.S.)
Steed -- ?!

BACK TO SCENE
Steed swivels 'round to face -- upside down -- a man hanging like a bat from the ceiling inches before him --
Pommaded hair, fat, dandyish: MOTHER, head of secret services; hands of extendable metal hooks. And BRENDA, his beautiful leather-clad bodyguard. Who smiles seductively.

STEED
Mother. I thought you were burglars.

MOTHER
Brenda and I thought we'd drop in.

Mother suits action to the word, drops into his wheelchair.

BRENDA
See how you're getting on ...

STEED
Something in the wind?

Mother wheels himself from the study. Taps a barometer. It whirls around.

MOTHER
Weather's turning nasty.

STEED
You didn't come to talk about the weather, surely.

MOTHER
Oh yes I did. I want you to meet somebody.

(off Steed's look)
I expect you'll like her.

Brenda coolly files her nails. A flash of jealousy.

STEED
'Her'?

45 INT. EMMA'S FLAT (PRIMROSE HILL) - DAY 45

A groovy penthouse (a Lichtenstein come to life?). Bach PIANO MUSIC floats in the air.

Hands gliding over keys, Emma Peel plays with virtuoso skill. On the piano, a framed picture of her late husband. And a photo of Emma between Peter and Valentine.

A KNOCK. Emma gets up, goes to the door. The MUSIC KEEPS PLAYING, keys jumping up and down automatically, as --
AT DOOR

Emma flicks open a large automated eye. Peers thru. Opens

IN CORRIDOR

A MESSENGER (distinctive outfit) hands over a package tied in a bow.

MESSENGER

Dr. Peel?

EMMA

Thank you ... 

Emma shuts the door. Unties the bow, opens up. Finds an embossed card:

EMMA

(reads)

'Please answer the Telephone.' Emma looks: The phone sits there.

Just then ... RING-RING. Emma goes over, picks up the phone. A recorded message, an upper-class woman's voice:

WOMAN (V.O.)

(filtered)

Boodles Club, the Mall, 2:30 p.m. Mr. John Steed ... Boodles Club, the Mall, 2:30 p.m. Mr. John Steed ...

BEEP. The phone goes dead. Emma opens up the case. Unveils a brace of kippers. Puzzled, she holds up a fish.

EMMA

Kippers ...?

EXT. BOODLE'S CLUB (PALL MALL) - DAY

Near the Mall, outside white stucco buildings, a Lotus Elan pulls up and parks as a car conveniently leaves, cutting off another angry CAR. HONK! A dash clock says 2:15. Out gets --

-- Emma Peel, different attire. She climbs steps. On a brass plaque, "Boodles Gentlemen's Club." She goes in, passing --

-- an astonished uniformed commissionaire.

INT. BOODLES' LOBBY - CONTINUOUS ACTION

A PORTER approaches her, equally surprised.
PORTER
May I help you, madam ... 

EMMA
Mr. John Steed, please.

PORTER
I'm afraid that's impossible.

EMMA
Impossible?

The Porter points to a notice: "No non-members. No animals. No women."

PORTER
You are female?

EMMA
As you see.

PORTER
Then you can't come in.

EMMA
I have an appointment.

PORTER
No women. Not in Boodles. Not since 1922.

EMMA
Really -- what happened in 1922?

Bored, Emma breezes past, already inside the hall. Old mahogany, portraits of dead politicians, leather chairs. A male enclave.

The Porter rushes up to restrain her.

Hardly missing a step, Emma lays a gentle hand on his shoulder -- finds the nerve ends. The Porter winces and --

EMMA
Thank you so much. I can find Mr. Steed myself ...

-- collapses on the ground in agony. Emma ignores him. Pushes thru double doors, upstairs, statues of naked bronze warriors frown down on her, into

INT. BOODLES - TURKISH BATHS - DAY

Thru a cloud of steam in an oriental room.
Steed sits naked save for a towel. He hears a disturbance, thru the mist, sees--

Emma before him. Automatically, Steed dons his bowler and tips it in her direction.

    STEED
    Doctor Peel, I presume?

    EMMA
    And you must be Steed. Please don't get up.

He doesn't. **HISSING STEAM** between them as they study.

    STEED
    I was about to throw in the towel.

    EMMA
    I had a spot of bother at the door.

    STEED
    I shouldn't wonder. Not a woman inside Boodles since--

    EMMA
    1922. Why the kippers?

    STEED
    Red herring would have been too obvious, don't you think?

    EMMA
    (looks around)
    So what was all this--some sort of test?

    STEED
    Congratulations, you've penetrated a bastion of male privilege. I guessed you weren't a stickler for Tradition, doctor.

    EMMA
    Whereas you are.

    STEED
    Dyed in the wool. But I can admire someone who doesn't play by the rules.

    EMMA
    Rules are made to be broken.
STEED
Not by me. Play by the rules, Doctor, or the game is nothing.

EMMA
And just what is the game?

STEED
I say, this is all terribly formal. Must I go an calling you Dr. Peel?

EMMA
(re: the steamroom)
Under the circumstances, you may call me Mrs. Peel.

STEED
Much better.

EMMA
And now that we've settled the matter of honorifics, will you kindly explain why you wished me to meet you?

STEED
I didn't. Mother did.

EMMA
Mother?

Steed steps closer, smiling.

STEED
I expect you'll like him.

Off Emma's reaction --

51 EXT. THAMES RIVER (NEAR WHITEHALL) - DAY

CAR ROAR OVER. Down the embankment Parliament and Big Ben in b.g., the sleek Jaguar zooms at 60mph. Steed dodges traffic --

Wearing racing goggles, windscreen down --

Executes a nifty maneuver, swerves on a zebra crossing, scatters pedestrians, HONKING his HORN. Beside him, Emma is cool as a cucumber. Steed turns charmingly.

STEED
Tea time -- four o'clock. Mustn't be late.

(beat)
A word of warning. Don't take the macaroon. Mother's favorite.

Steed swerves down a narrow alleyway, into a secret car park entrance by the riverbank. He pulls up before a sign:

RIVER THAMES WATER AUTHORITY

No Admittance

At a control barrier Steed inserts a card. Emma sees a light flash up: "Security -- Top Priority Clearance Only." The barrier lifts. She looks again at Steed, reappraising him as Big Ben approaches four. The car disappears in darkness ...

LARGE WINDOW CURTAIN opens, revealing water! We are beneath the Thames -- garbage and fish float past a window of reinforced glass. An original Campbell's tomato soup can floats down as we WIDEN to reveal ...

INT. SECRET SERVICE HQ - UNDERWATER - DAY

Mother in his wheelchair, pulling the curtain cord.

MOTHER
That's better. I much prefer a womb with view, don't you, Mrs. Peel?

A delicate CLOCK on the mantel CHIMES FOUR.

Mother wheels himself forward and hooks onto the kettle.

MOTHER
Shall I be mother?

He pours, presiding like a fat spider at the center of a subterranean web, known as The Ministry: a vast bureaucracy in a labyrinth of tunnels.

Catches Emma's wandering lock

MOTHER
I expect you're wondering where you are.

An atmosphere of a gentleman's club reigns in the subterranean bureau -- Emma takes her tea ...

EMMA
Don't tell me: You're the shadow secret service.
You're so hushhush, even the legit secret service knows nothing about it. Am I right?

Bodyguard Brenda, a glam leather Moneypenny, wheels a trolley brimming with fancies over to Emma and Steed.

MOTHER
Close. We're so hush-hush, even we know nothing about it.
(before Emma can make sense of this)
Now let's see, there's coconut cake, date and walnut; I recommend the rum baba ...

EMMA
Hmmm ...

MOTHER
Looks like rain, Steed...

STEED
... Showers followed by sunny periods.

EMMA
(looks up from trolley)
We're not here to talk about the weather, surely.

MOTHER
Oh, yes we are.

BRENDA
(to Emma, cunning)
Macaroon?

Emma hesitates; takes a cake. About to take a bite, when --

Mother switches off lights. A screen drops, covering the water window as the mood changes from coziness to terror -- an ancient PROJECTOR RATTLES on ...

IN DARKNESS

Emma watches on the wall, an official Ministry film of macabre death tableaux in the English countryside:

MOTHER
We've had a series of bizarre weather reports. We kept them hush-hush and sent agents into the field for data. Case number one: April 14, 3:35 P.M., Special Agent Simkins
investigating mysterious fires in corn circles. A field outside the village of Little Snoring, one of the hottest days of the year. Trapped by a sudden blizzard. Found frozen to death in a giant ice cube -- like a mammoth in perma-frost.

(the picture changes)

Case two: Pilot Raymond Shaw, May 6, 11:28 A.M. Took off from a deserted airstrip near Stoke Poges, investigating bizarre atmospheric reports. A freak rainstorm downed him. Knocked unconscious by a flying fish, falling from 15,000 feet. Twenty-five inches of rain in eight minutes, over an area the size of a cricket pitch ...

(the picture changes)

... Case three: June 2, 5:43 P.M. Defense Chief Major Courtney. Remains discovered in a turnip field near Ashby de la Zouche. Our boffins recorded a sudden blast of heat. Scorched earth, temperature of 1000 degrees. Spontaneous combustion. Not much of him left ...

CLICK. The lights go back on. Emma notices - a new arrival: a tall, striking OLDER WOMAN; dark glasses.

MOTHER (CONT'D)
My number two. Special assignments. She's--

EMMA
Let me guess -- 'Father'?

FATHER
All happy families here, Mrs. Peel.

Father's dark glasses turn to Emma like a hawk. Runs her fingers over Emma's face. Gets the outline. Emma realizes --

EMMA
You're --

Blind ... Father smiles.

FATHER
God, you're quick.

MOTHER
Have a look at these, Mrs. Peel --
He passes 'round a box of evidence related to the screen events: Steed investigates a pair of black shoes and bowler; Emma, a fish. The shoes have agent Simkins' name in them ...

STEED
Ah ... From Trubshaw's. My shoemaker.

EMMA
(unimpressed)
A kipper. Or a red herring? What were they investigating?

FATHER
A series of bizarre shifts in local weather patterns ...

STEED
Global warming?

FATHER
Jungle plants in the Arctic? A lush English village transformed overnight into African scrubland? Blizzards in summer?

EMMA
How curious ...

MOTHER
Something strange is happening. And whoever knows about it doesn't want us to find out.

FATHER
(to Steed)
Your mission is simple. Find out how and why these agents died.

EMMA
I'm no spy -- where do I fit in?

MOTHER
Your research into climate engineering was state-of-the-art. Your experiments could have revolutionized our knowledge of global warming -- had they succeeded. We need your expertise.

STEED
Perhaps I'd better start calling you doctor again, Mrs. Peel --

Emma hesitates, unsure for the first time ...
EMMA
I'm not sure I'm ready to return to work.
I've been out of action for some time.
I'll consider your proposal. She gets up,
ready to go.

FATHER
One moment, Mrs. Peel. There's another
special reason we wanted you to join our
happy family; rather curious, actually...

Mother hits the lights. He flicks the video into slow-mo.
File thru image clarification, identikit sketches.

MOTHER
Eye witness reports. Strangers in the
area. One description tallied in all
three places. Recognize her?

Emma locks. On the screen comes -- Emma Peel. Steed reacts.

EMMA
Me, isn't it?

Emma stares at the screen: incredible. Like a twin sister.

FATHER
Think of it as special assignment, Mrs.
Peel. With a twist. You're our chief
suspect.

EMMA
You're saying I have no choice.

MOTHER
Father will be your controller. Steed
here will show you the ropes.

EMMA
(very arch)
Ropes?

INT. SECRET SERVICE HQ SHOOTING GALLERY

A life-size target of a man with blank face, bowler hat and
umbrella, flips up, and --

BLAM! BLAM! BLAM! BLAM! Is riddled with holes by

Emma, who works at reloading as
looking on, Mother with Steed.

STEED
Think she really killed those agents?

MOTHER
She may not know. Theory goes she may be very ill.

STEED
Amnesia?

MOTHER
Possibly. Split personality ...

STEED
Insane ... ?

MOTHER
Who knows? If Dr. Darling is right, you should watch out.

Why?

MOTHER
She may try to kill you.

Emma swiftly turns, aims, and --


STEED
Perhaps I ought to talk with Dr. Darling.

A gallery of portraits of Emma Peel projected on the wall based on Warhol's Jackie (1964) -- Poignant, inscrutable, fascinating, iconic -- blown up, dissected, analyzed. The swirling newspaper dots cover Mother and Steed like bubbles from a light show.

As DR. DARLING, head of the Ministry's Psychological Operations (Psy Ops) -- a kind of spy version of Timothy Leary, briefs them. In his thick dark glasses and beard,

Darling's obsessive interest in Emma adds a sinister air.
DR. DARLING
One key point: Mrs. Peel is a widow: she's obsessively devoted to the memory of her husband the scientist Peter Peel. You may find her a little ... remote.

Images of Peter Peel on the wall. Of Emma with him.

DR. DARLING
They were a team. Met at Cambridge. Working on a top secret research mission into weather conditions, code name The Prospero Project, when Peel died.

Steed looks meaningfully at Mother.

MOTHER

STEED
How come you took so much interest in her, Dr. Darling?

DR. DARLING
Her husband was one of ours.

STEED
(eyes Peel's photo, then Mother)
Peel? Did she know?

MOTHER
Still doesn't. Better safe than sorry. She was in a dangerous game, Steed. High stakes. She may prove to be a risk. If she is, there's only one solution. Termination.

STEED
Anyone particular in mind?

MOTHER
You.

OFF Steed's reaction. CLASHING BLADES OVER ...
Steed and Emma (new outfit), cross swords. Like everything else she does, Emma is a champion. Steed is hard put. Both fence attached to cables -- very high-tech dueling ...

Steed is in white; Emma (natch), in black ...yin and yang...

STEED
You're a lady of hidden talents, Mrs. Peel ...

Tic-tac ...

EMMA
I've no intention of hiding them ...

Tic-tac ...

STEED
Scientist ...
(tic-tac)
... marksman ...
(tic-tac)
... swordsman ...
(tic-tac)
... To what do you attribute your overachievements?


EMMA
My father always wanted a boy.

STEED
Really? I fail to see the connection.

EMMA
I had a feeling you would. Touche!

She lunges; her foil tips right into the heart on Steed's chest. BUZZ! Steed removes his mask; holds her foil tip.

STEED
I take your point.

Emma takes off her mask.

EMMA
Do you?
STEED
Yes indeed. I need protection.

60 EXT. SIGN - DAY

"Trubshaw's of Jermyn Street, since 1756." Steed's Jag parked in front -- of course there's a space. Getting out:

EMMA
I thought we were on our way.

STEED
Oh, absolutely, but Trubshaw's a man worth meeting. No point setting out half shod.

EMMA
(dry)
Or half cocked.

61 CLOSEUP - TRUBSHAW

slips Steed's hand-made shoes an. The "lasts" shapes of shoes beside him -- bear Steed's name.

STEED
I couldn't agree more. Thank you, Trubshaw.

TRUBSHAW
(significantly)
Very good, Mr. Steed.

WIDEN to reveal:

62 INT. TRUBSHAW'S GENTLEMEN'S SHOP - DAY

A bull moose's antlers. A horned rhino. A Leopard. A tiger. Then next to them, in a wall of hunting trophies Emma paces impatiently beneath them. Shop assistants attend in tails and wing-collars, very old school tie. Steed emerges helped into a new flashy waistcoat ...

EMMA
(gags at the waistcoat)
Steed, we really must be --

STEED
(relishing his shoes)
Ahh. Perfect fit. The luxury of a hand-made shoe. As unique as a face or a fingerprint. Or should I say DNA?
Eyes watching Emma and Steed rise ...

EMMA
You can but I wish you wouldn't ...

STEED
Thank you, Trubshaw ...

A youngish man -- in black polo neck, Beatle-cut mop, pouting lips, smart suit, druggy high-pitched giggle. BAILEY, a cocky, cool psychopath. He watches Steed and Emma leave ...

... and saunters after them ... CAR ROAR OVER.

as the Jag races through them, heading for the country.

EMMA (V.O.)
That place is so absurd, so out of date ...

STEED (V.O.)
Do you really think so?

Another car follows them ... as they pass Buckingham Palace, now painted pink and guarded by female grenadiers ...

SIGN
reading: "Scotland" with an arrow, as Steed and Emma zoom past in the Jag ...

STEED (V.O.)
Press that button, would you? Tea?

opens, revealing a tea service: a samovar of tea, feeding into a pre-warmed pot, pouring into two china cups ...

WIDEN to reveal:

Emma, reacts, pours from the samovar ...

STEED
Sorry. Didn't mean to interrupt your flow of oratory ...
Steed's JAG BACKFIRES again as at the beginning ...

EMMA
You know what I mean. This car -- and you. Nobody walks around like that. Milk?

STEED
Not all Tradition is bad, Mrs. Peel. No thank you.

She hands over a cup.

EMMA
But why? What's the point?

STEED
A Gentleman has to have a code. This is part of mine. A uniform. Think of it as my suit of shining armor.

EMMA
And I suppose you're the knight.

STEED
The most unpredictable piece on the board. And always ready to protect his queen.

EMMA
That's predictable. When I find a queen in need of protection I'll let you know.

Steed looks in the mirror. Behind them, a car. Tailing?

STEED
I'm hoping you will.

He puts his foot down. Zoom ...

68 EXT. COUNTRYSIDE - DAY
Towards picturesque Scotland. The JAG ROARS by - then the other car ...

69 INT. JAG - DAY
Emma consults a list, reads --

EMMA
Sir August Merryweather ... why are we seeing him first?
STEED
As per mother's instructions.

EMMA
Do we always follow Mother's instructions?

STEED
For a man in my position --

EMMA
Just what is your position, if you don't mind my asking. How did a stuffed shirt like you get into this line of work?

STEED
(smiles)
They call me in when they've reached a dead end. Freelance. Like yourself.

EMMA
I have no choice. Why should you risk your life?

STEED
After our fencing match, I was rather hoping you would do the risking. More tea?

EMMA
No thanks.

STEED
I meant me.

Emma takes in Steed's evasive answers. Sighing, she pours.

EXT. HIGHLANDS - DAY

The Jag winds around Loch Ness, followed by the car.

STEED (V.O.)
According to Mother, Sir August owns half of the Highlands. A millionaire. Former head of Special Projects at the Ministry. Now ...

EMMA (V.O.)
An eccentric recluse?
STEED
Not so much eccentric. More barking mad.
He has a wife called June. And a daughter
somewhere -- Julie.

EMMA
June, July ... August?

STEED
The family does seem to be somewhat
meteorologically inclined.

EMMA
Any other vices?

STEED
All of a piece, really. A fanatical
weatherman. Chairman of BROLLY.
(off her look)
British Royal Organisation For Lasting
Liquid Years. Thinks British weather has
been tampered with by ... aliens.

Emma takes this in.

EMMA
So ... I distract him while you snoop
around? How?

STEED
Small talk. Try the weather.

EXT. HUGE COUNTRY HOUSE - DAY
Steed and Emma speed up to the huge open main gates
Signs: "Private: No Admittance." Guards in hunting gear and
plus fours, with loaded rifles. They start up the drive ...
Several peacocks on the lawn fan open their beautiful tails.
One of them, a mechanical peacock whose thousand eyes CLICK
with the WHIR of a CAMERA ...
The other car pulls in behind. Inside, reveal Bailey watching
them.

INT. MANOR HOUSE CORRIDOR - DAY
On a tartan carpet, a SCOTTIE BARKS furiously at a set of
EXPIRING BAGPIPES on the floor. PAN UP to reveal:
A BUTLER leading Emma down the corridor --

-- where she admires the eccentric fixtures, pausing to note a large teddy bear outfit with tartan trimmings instead of the usual suit of armor.

EMMA
Original ...

BUTLER
This way, miss ...

EMMA
Missus ...

He opens the double doors, admitting Emma into

INT. A LARGE ROOM

of semi-tropical climate. Jungle plants, parakeets, snakes. Walls lined with display cabinets and bell jars: stuffed birds, butterflies, spiders. A thermometer reads:

100 degrees with high humidity. The Butler leaves.

Emma fans herself. Nobody in the roam. But hears a sound of RAINFALL from a smoked glass conservatory.

EMMA
Sir August ... ? Sir August ... ?

VOICE (O.S.)
Eh? In here!

Emma follows the SOUND, steps cautiously forward.

INT. CONSERVATORY

beneath a sprinkler system of torrential rain, an old man splashes in bizarre rubber togs. Emma stays cool.

EMMA
I've come to apply for membership in Brolly --

SIR AUGUST
(shouts above the tempest)
You don't get rain like you used to in England. A good shower that's the ticket. Stiffens resolve, puckers the spirit, quells the namby-pamby in a man.
SIR AUGUST steps out of the shower and wind machine. A belted rubber macintosh, flippers, goggles. He starts to disrobe, the NOISE DIES DOWN --

EMMA
I so agree. How did you acquire a taste for it?

SIR AUGUST
Out in India. So character-forming for the British. Not the heat. Good Lord, no. The rain, dash it. A good monsoon. Fifteen inches overnight. A whole week of lovely rain. I remember one summer in Jaipur ... 

Sir August removes his goggles, recognizes her.

SIR AUGUST
You

EMMA
Have we met?

SIR AUGUST
You mean you don't recall??

Before Emma can reply, the door opens...

SIR AUGUST
Ah, Lady June ...

Emma's attention switches to LADY JUNE, a buxom lady in a sou'wester and galoshes, who wheels in a tray of scones.

LADY JUNE
Dear August. Loves his showers. Like a baby.
   (beat)
Scones, Mrs. Peel?

EMMA
Thank you, Lady -- June ...

Emma sees Sir August gazing wistfully out of the window, which is rapidly darkening ...

SIR AUGUST
Ah, beautiful. Just as he promised.

EMMA
Promised? Who promised?
SIR AUGUST
There, look!

Emma looks, sees rain start to pitter-patter on the windows. Emma exchanges looks with June as the rain starts pouring.

SIR AUGUST
Imagine being caught out in a blow like that!

EXT. MOORLAND - DAY

THUNDER and lightning -- Steed is caught out in it; puts up his umbrella; wanders over the brow of a hill, past a big sign: "No Trespassers." Rains more. And more. Turns to a tempest, as --

STEED
I say, this is a bit much.

Lashed by rain ' Steed carries on to the brow of the hill. He looks over, peers through the mist at --

A deep purple cloud. Mushrooming towards him.

Steed can't escape it. It envelops him. Starts to blink. Cough. Footsteps less sure. Surrounded by thick purple haze

Steed stumbles and falls

Down a hill. Tumbles to the bottom. He knocks his head on a rock. Steed blinks, shakes his head. Eyes refocus. He sees

UNDULATING SAND DUNES

Sun shining down on yellow sand, a barren vista. Dead trees. Suddenly Steed's in the Sahara. A heat haze shimmers.

Steed blinks, thinks he's dreaming when he sees ...

IN DISTANCE - RED PHONE BOX

Steed heads towards it. The PHONE BOX seems further away. Like an optical illusion. Then hears RINGING.


He arrives at the phone box. Opens the door. Steed picks up the RINGING PHONE, listens to --

A SCRATCHY ORCHESTRAL RECORDING of "The Merry Widow."
STEED
'The Merry Widow'...?

Over the MUSIC, a strange --

VOICE (V.O.)
(filtered)
... Hello ... Hello? ... Who the hell...?
Who is this? ... You must leave the test
area. I repeat, leave the area ... Help
is on the way ...

CLICK. The line goes dead. Steed is baffled. Steps out,
sees --

ON HORIZON
79 a shimmering heat haze. A figure on a camel moving towards
them. Steed watches amazed, as the camel pads closer ...

The mirage arrives. The rider dismounts. A woman in yashmak
and veils. She draws closer. Drops the veils to reveal --

Emma Peel. In her black leather catsuit.

STEED
Mrs. Peel. Good of you to drop by. And I
see you're wearing your - riding outfit?

Emma moves closer. Steed smiles at her. Emma closer and --
chop! -- gives a kung-fu jab to the throat, a kick to the
balls, a jab to the stomach. As Steed lies on the ground --

STEED
Manners, Mrs. Peel.

Emma takes out a .38 GUN, points at his heart, FIRES --

BLAM! BLAM! BLAM! BLAM! FOUR SHOTS --

EMMA'S POV
80 -- The bullets strike his chest. Round his heart. Steed
slumps back on the sands. Eyes close ...

EMMA
81 moves over him. Drops a small toy snowshaker into his curled
fingers. Blows a good-bye kiss.
82 STEED'S POV

The sun. Clouds roll by. The camel peers down at him.

FADE TO BLACK.

Sound of CLACKING ... 

FADE IN:

83 INT. SECRET SERVICE HOSPITAL - DAY

A hospital ward. Empty apart from one bed. A nurse (Brenda in her red leather), her spiked heels clacking on the floor, brings over a cup of tea to Steed in a hospital bed. Who wakes, surprised to see Emma. Peering over him. Very nonchalant. Eating his grapes.

STEED
Ah, Brenda ...
(as she leaves)
Mrs. Peel?

EMMA
You should be dead. How do you feel?

STEED
(eyes her)
Strange.

EMMA
You were very lucky. Four shots to the heart. I found you after I slipped away from Sir August. Mother brought you here. Not me you should thank.

STEED
I wasn't about to.

EMMA
I mean your man Trubshaw. Your bullet-proof waistcoat. I thought you were just overdressed.

STEED
I might say the same.

84 FROM GALLERY

Mother with Dr. Darling taking notes. Emma looks up at them. Drops to a whisper. But they both are wearing headphones.
EMMA
Mother and Dr. Darling have me under observation. They think I tried to kill you.

STEED
Why should they think that?

EMMA
You told them. You said I arrived on a camel, shot you four times. Left you for dead.

STEED
Frankly that's how I remember it.

EMMA
But that's absurd. I may not be over-fond of you, Steed, but it's not my style.

STEED
Perhaps your memory plays tricks, Mrs. Peel.

EMMA
(conceding)
That's possible. Sir August was convinced he'd met me before. But I'd never met him. Another odd thing. When it rained, he said it was just as someone had promised.

STEED
Did he say who?

EMMA
No. But he must know. Incidentally, my double left you with this.

Emma shows Steed the toy snow scene. A winter wonderland snow scene. He looks puzzlingly at it. On its underneath. "The Wonderland Corporation," followed by --

STEED
An invitation. To a 'formal picnic'...?

EMMA
Did you say formal? I must dress.
The sporty Jag pulls up outside a tall, swanky building. Steed gets out, opens her door. Irritated, Emma steps out of the car, clad in her leather suit --

hitting the street. PAN UP TO Steed, admiring --

STEED
I must say, you look more your old self --

EMMA
You mean my other self ...

STEED
Either way ... may I ask: why you dress in that fashion?

EMMA
I should have thought that was obvious ...

(off his smirk)
I'm in mourning.

She moves off. Stay on his poker face.

STEED
I can't wait to see afternoon.

He joins her; they survey the building.

EMMA
Where's the picnic?

They look up to --

A boardroom suite, overlooking London. Lights twinkling --

Around a conference table. Twelve TEDDY BEARS. Each six feet tall. Ridiculous and sinister. In pink, turquoise, brown, black, white, green. Furry, giant paws and ears, swivel eyes. One teddy sports a familiar tartan ...

On the table, children's party food: jellies, hundreds and thousands, birthday cakes. And wrapped presents before each.

Each bear has a name-badge: Bobby, Bobo, Bruno, Bibi, Betty, Binky etc. pinned to their fur.

A distinctively chilling voice, eerily familiar and seductive, which ECHOES through our story --

VOICE (V.O.)
(filtered)
Ladies, gentlemen and bears ...

The teddy bears look round. Can't hear who's talking.

VOICE (V.O.)
(filtered)
Today is history. The first day of the future. I welcome you to the first general meeting of the Wonderland Corporation, now allied with our colleagues from Brolly ...

Murmurs of congratulations amongst the bears ...

VOICE (V.O.)
(filtered)
You have all given time, money and expertise to achieve our goal. But we are reaching a new phase of our operation. From today, many of you will no longer be needed. I have to warn you ...

Dismay from the teddy bears. As a CUCKOO CLOCK RINGS OUT, ..... A cuckoo. The first sign of spring, and ... A cuckoo in our nest. Our organization is no longer secret. Agents are investigating us. Their names are John Steed and Emma Peel. I believe we have a traitor among us ... perhaps more than one ...

Uproar from the teddy bears. Shouts of "Who?" (*PS: One of the Teddys is a giant rabbit who seems especially alarmed).

VOICE (V.O.)
(filtered)
That remains to be seen. When we find the traitors, they will be dealt with severely.

TEDDY BEAR #L
These agents. Where are they?
VOICE (V.O.)
(filtered)
Here. In this building. By our estimate, they will enter this room in thirty-five point five seconds precisely ...

Panic. The bears scramble to go, bumping into each other.

VOICE (V.O.)
(filtered)
I am sorry the party is over. But we shall meet again. To each of you a gift. A token of my appreciation.

In front of the teddy bears, each one receives a present wrapped up in paper with a pink and silver bow.

The tartan teddy opens his up: A snow scene. Anxious moans.

INT. BUILDING - NIGHT

UP and inside fire staircase, Emma and Steed run up -- Open the door to the conference room. The CUCKOO RINGS on their entry. To FIND an empty room. Only the party detritus plus little teddy bears sitting where formerly the big ones sat; the teddy bear picnic MUSIC PLAYING again OVER ...

One snow shaker left. Steed picks it up: Inside it:

TINY EMMA PEEL

in black leather.

STEED (O.S.)
For you, Mrs. Peel.

BACK TO SCENE

Emma stares at it. Turns it over: an address.

EMMA
Another invitation. 38 Marlborough Terrace ...

INT. EMBASSY (BELGRAVIA) - NIGHT

Inside number 38, a deserted Eastern bloc embassy. A dilapidated hammer and sickle tapestry in tatters. Old spy techno-junk lies discarded in elegant living rooms.

Steed and Emma open the door, rush inside.
They search for clues. A cigar left in an ashtray. Steed picks it up with distaste. Then moves over to the wine rack, picks up a vintage bottle of champagne --

    STEED
    (admiringly)
    Hm ... A Veuve-Cliquot '56 ...
    (then puzzled)
    But he bites the end of his Monte Cristos ...
    (frowning)
    Clearly, we're dealing with a maniac.

Meanwhile, Emma goes into the --

92 NEXT ROOM - EMMA'S POV

where she sees a blob of BUBBLING GUNK, like radioactive chewing gum. A few pieces of charred clothing tell us this was once a man in a teddy bear outfit.

93 BACK TO SCENE

Steed enters behind her, examines the gunk.

    STEED

    EMMA
    How on earth can you tell?

Steed holds up the inside of a battered shoe: the name.

    STEED
    Elementary, Mrs. Peel. Trubshaw isn't the only shoemaker still practicing his trade ...

    EMMA
    Very good, Steed ...

A MEWLING SOUND.

    EMMA
    What's that?

Leaving Steed to ponder the remains, Emma goes into

94 ANOTHER ROOM

Dark. Switches on the light. And gasps.
looks up as Emma emerges with — A Leopard cub. Steed raises his brolly.

STEED
What on earth?

EMMA
Any ideas?

STEED
Well, he was a fellow of the Royal Zoological Society ...

EMMA
Is that written in his shoe?

STEED
(smug)
Common knowledge, Mrs. Peel ...

EMMA
(shrugs)
She had this in her mouth. There, there...

Cooing to the cub, Emma tosses to Steed -- another snowshaker. Inside -- another address: 84 Cadogan Place.

STEED
Not again. There's got to be another way to go about this.

EXT. CADOGAN PLACE APARTMENT BUILDING (KNIGHTSBRIDGE) - NIGHT

Down a sheer wall Emma Peel abseils with rope and crampons. Before gliding through an open French window --

INT. KNIGHTSBRIDGE FLAT - NIGHT


INT. STEED'S JAG - NIGHT

Steed feeds a carton of milk to the leopard, who is a handful ... licking, pawing him ...
STEED

Now, now ...
(sings)
'I can't give you anything but love, baby...'

99 INT. KNIGHTSBRIDGE FLAT - NIGHT

Emma searching ...

100 OUTSIDE FLAT DOOR

a key in lock. Door opens. Silence.

101 INSIDE - EMMA

finds a snowshaker. About to look underneath. Hears a NOISE. Looks up, in front of her in the mirror, sees -A giant teddy behind her. Ready to strike --

Emma swivels 'round, a fluid balletic motion, and --

Bam! A kick to the teddy's stomach. Then off balance, Emma hurls him over her shoulder, darts in to pin the teddy to the ground as --

The teddy grabs Emma's legs, flings her off balance. She falls. Teddy grabs a military sabre from the wall, and Woosh! Slices through air at Emma's head. She ducks. The sabre skims her hair. Emma grabs another sabre; the fight is on!

Emma counterattacks. Slashes with the sabre and the teddy's head goes flying off! Jesus. The torso stands unsteadily.

Emma's eyes widen as:

A man's head emerges from the teddy torso.

Emma's so surprised, he can slug her ... 

Emma's out.

102 INT. STEED'S JAG - NIGHT

so is Steed and the Leopard -- both asleep. A little milk dribbles down Steed's chin ...

103 INT. KNIGHTSBRIDGE FLAT - NIGHT

The man goes to the other room. Starts to take off the rest of his teddy costume. Throws clothes into a suitcase.
The PHONE. Terrified, the Man picks it up ... The voice ... 

VOICE (V.O.)
(filtered)
Naughty teddy ... 

MAN
No! You can't ... 

VOICE (V.O.)
(filtered)
Ask not for whom the telephone rings, it rings for thee ... 

MAN
But I've got rid of her. She's ... 

VOICE (V.O.)
(filtered)
Go to the window ... To the window. 

Teddy moves to the open window. Sudden PAIN. LIGHTNING. 

Teddy looks up in terror as a purple cloud releases another BOLT. Direct hit. The teddy slumps to the ground. Soggy, waterlogged, very dead. Kinda like the other guy ... 

104 IN OTHER ROOM 

Meanwhile Emma wakes up. Turns the corner. Towards the other room, sees dead Teddy. Reads the label on his suitcase ... 

EMMA
Major D'Arcy ... ? 

105 OVER HER SHOULDER

from the window behind her like a spider on glass appears another "Emma" -- 

-- let's call her Bad Emma -- coming straight for Emma. She makes a NOISE. Emma turns just in time to see. 

EMMA
Well, well. If it isn't me ... 

Emma starts towards her double, who hesitates, then turns, leaping out the window ... she wears the same black catsuit. 

The real Emma rushes, follows her "double" Clambers outside to rappel up the line to
EXT. ROOFTOPS - NIGHT

Emma looks. Beneath a starlit sky criss-crossed by wires, a rooftop maze of buildings, flanked by giant gargoyles -- goblins, lions, griffins -- over twinkling lights ...

Emma searches the roof -- no sign, only shadows. Then turns a corner to see --

Above the city, fairy lights on the rooftops of Harrods, lit by a million bulbs ... giant neon signs ...

Several floors below, Emma sees the streets. A twinge of vertigo. Then she looks up, hears a NOISE -- From:

BEHIND GARGOYLE

she sees her "double" run. Emma gives chase.

Hot pursuit. Over rooftops. 'Round wires. PAST neon signs high over the city ...

Emma follows. Gains on the "double," who --

Pushes faster. Gliding between rooftop buildings. Dodging, weaving. But Emma gains more. Sleek limbs, muscular, perfect body machine, until --

EMMA'S POV

as she sees her "double" leap over a yawning chasm. And stumble on the other side for a footing.

BACK TO SCENE

as Emma's adrenaline surges. She cannot stop, she --

Jumps! Hangs in the air. Limbs pushing out for the edge. And only just, she lands perfectly, gaining, closing, until --

ON NEXT ROOFTOP

Emma gains up close. A final burst of acceleration. Then without warning, her "double" --

Turns, Emma catches up, and --

Wham! Wham! A kick -- a chop to Emma's body -- double scissorkick -- Emma reacts swiftly, surges into overdrive --

In a lightning-fast kung fu duel -- CRACK OF BONE -- CRUNCH OF BLOWS -- a flurry of kicks as Emma --
Lands on her back. The "double" attacks. Emma retaliates --

Kicks up her leg -- flings the "double" over her head she lands awkwardly -- a METALLIC CRUNCH in a blow to her head -- but picks herself up without pausing

And vanishes into the rooftop maze.

111 AGAINST SKYLINE

Emma stands. Looks. She's lost her "double." She stands alone, silhouetted against the night sky.

Caught in the moonlight. Above sparks of neon. Daunting, muscular, poised for action, as --

Ears listening to distant noises. SWOOSHING TRAFFIC. FLUTTER of BIRD WING. HUM of WIND through wires. Then an AUDIBLE SNAP --

112 EMMA'S POV - HIGH ANGLE

above her a SPAM as a STEEL CABLE WIRE of an aerial is snapped. Slowly wound tightly 'round, bent back, coiled, ready to spring --

113 BACK TO SCENE - EMMA

looks 'round. Sees nothing, hears the sound of the WHIPLASH coming seconds before --

Through the air --

114 EMMA'S POV

a flashing line like a bolt of lightning, but cannot move quickly enough as --

115 BACK TO SCENE

as a cable wire whips across, coils 'round Emma, lashing her tight, crushing air from her, as the wire --

Sweeps Emma off her feet, whiplashes her back like a spring, hoists her and dangles her over the city. She looks down.

A long way.

Emma grabs hold of the wire, which pulls her back. She drops down to the rooftop ... 

Slithers down the roof. Slips --
OVER LEDGE

Emma hangs on with fingertips.

Overlooking city with 100-foot neon sign above her:

ADVERTISEMENT

for "Wonderland Weather" with: a repeated loop of a 100-foot high bikini-clad "Emma" throwing head back in holiday fun --

Sign: "COMING SOON -- THE NATURAL BEAUTY OF WONDERLAND WEATHER."

BACK TO SCENE

Emma hangs on, looks up, stares at "herself." The surreal repetition of the loop. Overlooking the whole city.

Dizzy, Emma threatens to pass out. Just when from --

ABOVE HER

an unseen hand from Bad Emma winds down --

Another CABLE for her to hold. It uncoils down past the windows, telltale SPARKS flare up as it hits metal --

Emma tries to grab for it. Misses, then grabs hold, and -- a LIVE CABLE -- a thousand VOLTS surge through her body --

-- A shock, Emma plummets DOWN TO --

STRIPED AWNING

on a lower ledge. She hangs precariously. Catching her breath. About to redouble her efforts. When beside her from a --

BALCONY WINDOW

an umbrella extended. Steed reaches out, reels Emma in. They are back in Teddy's flat ... Emma collapses in Steed's arms. He helps her up -- hands her a phone.

STEED
For you, Mrs. Peel.

EMMA
Thanks ...
(dry)
I see what you mean about letting me do the risking ... Hello? It's Sir August.
SIR AUGUST (V.O.)
(filtered)
Mrs. Peel ... Come quickly. Brolly's been betrayed! I'll tell you everything ...
The weather's getting worse and worse ...
they're after me ... coming for me ...
come quickly!

CLICK.

EMMA
Sir August...?
(to Steed)
What now?

STEED
Ask Mother.

Sound OVER:  RING-RING.

122 INT. MANOR HOUSE (SCOTLAND) - DAY

Sir August gripped with terror, stares at the PHONE. The scotty DOG BARKS. Finally, Sir August answers.

SIR AUGUST
Mrs. Peel -- ?

VOICE (V.O.)
(filtered)
Ask not for whom the telephone rings ...

SIR AUGUST
No, please! I beg you ...

VOICE (V.O.)
(filtered)
Walk over to the window ...

SIR AUGUST
Let it be rain, please let it be --

VOICE (V.O.)
(filtered)
Stay by the window. By the window.

Mesmerized, Sir August goes to the window. Looks -- Lady June arrives, too late.

123 OUTSIDE

a purple cloud of cyclone-force rages towards him. A luminous glow. Then a LIGHTNING STRIKE. And --
BOOM! An EXPLOSION BLASTS the WINDOWS. A WIND rushes in ...

FATHER (V.O.)
Emergency alert ...

124 EXT. WHITEHALL STREETS - DAY

PAST obscure imperial statues a tiny micro Messerschmidt bubble car tootles down deserted streets.

FATHER (V.O.)
A cyclone hit Banffshire last night. Completely unpredicted ...

125 INSIDE CAR

EMMA
Where's Mother?

FATHER
Mobile HQ. In a blue funk. Can't take chances. I'm looking after things while he's hiding out ...

Father drives like a maniac. She senses their unease.

FATHER (CONT'D)
You're probably wondering how I can drive 'blind.' Simple. A new prototype from the boys in X division. Micro-sensors in the system read signals and road information. Converts the info into miles per hour. Ultra-sensitive. Ultra-smart.

Father jumps a red light. CARS SCREECH together in a huge pile-up. Not that smart. Steed holds onto his hat.

STEED
We know one thing. That suspect was not Mrs. Peel.

FATHER
So you say ...

EMMA
You don't believe him?

FATHER
It's Mother you have to convince. He's very agitated. Wait here.

Father SCREECHES to a halt on Holland Park Avenue
Steed and Emma get out. Father takes off ...  

**EMMA**

But

**STEED**

Don't bother. Here's a bus ...  

A red London number 22 bus drives up. As it arrives, in a conductor's cap is -- the bodyguard, Brenda.

**BRENDA**

Fares, please.

---

**126 INT. BUS - DAY**

Steed and Emma board the bus. Destination: Not In Service. They pay Brenda, the conductor. Go upstairs.

**127 UPSTAIRS**

is Mother's temporary mobile HQ. He squats in a corner. Metal hooks on electronic panels. Now paranoid. Suspicious. All the upper windows have been blacked out.

**MOTHER**

Welcome to mobile H.Q. Weather's turning quite nasty. Sir August was blown to smithereens. Along with half of Banffshire. The Ministry's worried.

**EMMA**

He tried to warn us ...  

**STEED**

We had a lead to Wonderland Weather but we got there too late. Someone tipped them off ...

**MOTHER**

Too late anyway. Today's escapade was only for starters. This is no ordinary weather. It's manmade. A kind of weather bomb.

**STEED**

Impossible.

**EMMA**

Not quite. This is my field.

**STEED**

Is there anything that isn't?
EMMA
(ignores)
The Prospero Project was started by my husband. It was an early attempt to solve the problems of global warming. In theory, climate engineering is entirely feasible. We thought of injecting a chemical cocktail into the atmosphere by laser and satellite. A 'quick fix'...

STEED
Filling in mother nature's blind spots ...

EMMA
Exactly. There'd been earlier attempts to pump carbon dioxide into deep sea. Propane gas mostly. In small quantities it captures chlorine. Protects the ozone layer. But it proved impractical. Too bulky ...

STEED
But if someone miniaturized the process...

EMMA
That's what we were working on.

STEED
Sounds as if someone's hijacked your research.

MOTHER
Would it be possible to use it for military purposes?

EMMA
Directed by laser. Bounced by satellite. Quite possible.

STEED
Where would they aim for?

Mother thinks, gets out of his wheelchair; takes a turn about the bus, sits down again. No one pays any attention.

MOTHER
London. The World Council of Ministers meets soon on global defence. If you can control the weather, you control the world.
EMMA

After the cold war ...

STEED

The hot and cold war ...

Sign "Grand Opening Soon." WIDEN to reveal ...

128  EXT. WONDERLAND WEATHER OFFICES - DAY

Steed looks around, picks the lock ... hi-tech style ...

129  INT. WONDERLAND WEATHER OFFICES - DAY

A kind of space-age travel agency. Steed enters.

At the reception desk, the receptionist has her back turned.
Steed sneaks in, moves behind a screen, overhears --

A man -- Bailey -- giving orders to the receptionist

BAILEY

New orders. The penultimate phase. Now fully operational ...

Steed moves away from them, pushes a set of double doors open, arrives inside --

130  INT. WONDERLAND OFFICE - DISPLAY - DAY

A long corridor surrounded by a presentation of --

Virtual reality weather: clouds, sunny vistas, lush meadows, desert. And slogans:


Steed reacts; the model is the same as Emma on the big neon sign near Harrods ...

Steed finds a desk. Inspects papers. Sees a postcard of a large stately home. He pockets it. Then looks 'round to see --

Bailey before him. We recognize him as the young dandy trailing Steed. Neither gives away the other.

BAILEY

We're not yet open for business, I'm afraid.
STEED
Shame. I was recommended. By a friend.

BAILEY
Really?

STEED
Sir August Merryweather? I was looking for something relaxing. Say, a Tuscan hillside in June?

BAILEY
Normally, we'd be eager to oblige --

STEED
Seriously?

BAILEY
Of course. Natural weather delivered to your door on demand. Down your phoneline. For limited periods.

STEED
You don't say. How real does it feel?

BAILEY
As real as you wish. Hot or cold. Humid or dry. Anything you like. Within reason.

STEED
There are limits?

BAILEY
The technology is brand new. Soon it will be more powerful. We anticipate a huge demand. Leave us your number. We'll be in touch.

STEED
No need. I'll call again.

Steed raises his bowler. Bailey watches him go.

EXT. WONDERLAND OFFICES - STREET - DAY

Steed emerges, stares at his postcard -- the stately home and:

"Headquarters, Wonderland Weather, Ltd." as --

EMMA (V.O.)
My car. I'll drive.
EXT. COUNTRY ROADS - DAY

Emma's LOTUS ELAN WHIZZES BY...

STEED (V.O.)
A day in the country...

INT. LOTUS - DAY

EMMA
Three agents killed by bad weather...

STEED
... And by you, Mrs. Peel...

EMMA
(ignores)
Then a mad millionaire. Head of a secret defense establishment. A group of eccentrics obsessed by weather...

STEED
... And by you, Mrs. Peel. Everything points to you. No sisters? No undiscovered twin?

EMMA
Not that I know of. Explanation?

STEED
According to Dr. Darling, you're a psychopathic personality with schizophrenic delusions, suffering from recurring amnesia based on traumatic repression, leading to outbursts of anti-social and violent behavior. Q.E.D.

Steed lets it sink in. Emma looks a little hurt.

EMMA
Is that what you think?

STEED
Oh, well...
(beat)
Just my type, Mrs. Peel.

EXT. COUNTRY LANES - SEVERAL ANGLES - DAY

The Lotus races 'round blind corners. Hairpin bends. Across a train at a level crossing, which just misses them --
INT. LOTUS - DAY

Emma sees Steed hold on for dear life. She smirks --

STEED
Do you always drive this fast?

EMMA
Have I trespassed on a male prerogative?
(before his reply)
We're being followed. I saw him at Trubshaw's ...

Steed looks into the mirror, sees a car behind them. Pulling up, trying to catch up. Emma glances in the mirror, and --

EMMA
Hold on ...

Puts foot down. ZOOM. Extra ACCELERATION. Steed's head pinned back to his seat. Emma's hair tossed in the wind.

EXT. COUNTRY LANES - DAY

The Lotus twisting and turning. The car behind always catches up. Emma tries to shake it. Gears up. Mach force. Over crossroads. Shaking 'round corners, as ...

before Emma pushes foot down. Further ACCELERATION. The car behind struggles to keep up. Emma coasts ahead, turns a corner --

And suddenly sees in front of her --

HUGE TRUCK

crossing directly in their path!

STEED
Turn!

EMMA
swerves, plunging the car into a haystack, where it is completely hidden as --

TRUCK
clears in time for the following car, which keeps going.
as Steed emerges, brushing off straw. An old lady on a bicycle with a basket appears ...

OLD LADY
Are you alright, young man?

STEED
I think so, thank you so much ... A SQUEAL of TIRES as -

The following car swerves back, stops and Bailey emerges, gun drawn as Steed and the Old Lady react ...

BAILEY
(relishing)
Reach for the sky, pardner. Steed raises his hands.

OLD LADY
Oh, dear --

To Steed's surprise, she pulls an Uzi from her basket and BANGBANGBANGBANG -- ! SPRAYS BULLETS into Bailey, who crumples, gun spinning along the tarmac. Cute and sweetlooking, the Old Lady is unfazed.

OLD LADY
Cocky little bastard. I hope he was a baddy.

STEED
I feel sure of it.

OLD LADY
I'm Alice. Mother said you'd be on your way. Mrs. Peel with you?

STEED
(looks around)
She was ... 

They start pulling away hay from the haystack ...

OLD LADY
You with Mother or Father?

STEED
Both, actually.
OLD LADY
Good. Glad to see they're together at last. They don't get along. Promotion. Top job. Most unfair. Quite a fuss at the Ministry.

STEED
(not paying attention)
You don't say.
(mumbles)
Like looking for a needle in a ...

142 INSIDE HAYSTACK
Coughing. Then Emma, sputtering straw as Steed's face appears. He tries to conceal his relief at seeing her.

STEED
What, Lady Disdain? Are you yet breathing?

EMMA
Barely.

STEED
You will let me know if you find that queen who's in need of protection, won't you? He pulls her out. She's annoyed.

143 OUTSIDE HAYSTACK
Emma brushes herself off; pulls off a piece of straw.

EMMA
(holding it ruefully)
This must be the last straw.

STEED
(takes one off her back)
Here's the one that broke the camel's back.

EMMA
Someone didn't want us to get to the party.

STEED
I expect we'll have to gatecrash.

OLD LADY
I may be able to help you.
EXT. STATELY HOME FROM POSTCARD - DAY

comes to life. Steed, Emma and the Old Lady survey ...

STEED
(checks postcard)
Wonderland Weather Ltd.

OLD LADY
This way ...

EXT. HALLUCINOGEN HALL - GROTTO AND MAZE - DAY

On a lawn, a peacock flares its thousand eye tail. A MECHANICAL CLICK, its eyes conceal hidden cameras, recording Emma, Steed and the Old Lady, who've landed inside the walled grounds. They move stealthily forward, unaware ...

OLD LADY
Over here ...

The Old Lady waves them on. They enter a tunnel into

MAZE

Tall hedges surround Steed and Emma and the Old Lady on all sides. They follow the path, slopes, round, curves, turns into hairpin bends and U-turns. At first intrigued ...

Then perplexed. Emma leads the way, Steed following. The Old Lady slips OUT OF VIEW. Steed stops to pick a rose, puts it in his lapel. Emma rushes ahead.

EMMA
Aha ... Yes ... It's clear now. A trapezoid shape, dictated by twin diagonal paths and a single curving path. A late Seventeenth Century design, originally for King William of Orange, copied... Ah ...

Steed sees Emma slip 'round a corner. He pursues her. Glimpses her. Then loses her. Another glimpse. Sees her thru hedges, then seemingly --

Thru the other side of the hedge. In two places at once.

STEED
... Mrs. Peel? I think I'm seeing double again.
Out of sight, Emma rushes on. Around her, the hedges grow taller. She seems to grow smaller. Emma begins to realize things are not what they seem. As she pushes her way thru --

FROM ABOVE
the maze as a formal pattern. Three tiny figures dart round.

DISSOLVE THRU TO:

INT. HALLUCINOGEN HALL - CONTROL ROOM - DAY
A pattern on a screen. The lines of the maze reformulated as abstract lines. Steed, Emma and the Old Lady as three flashing dots. Someone, somewhere is watching them. Laughter, then a familiar voice --

VOICE (O.S.)
Now this is more like it ...

EXT. MAZE - DAY
Steed searches for an exit.

ANOTHER PART OF MAZE
Emma sees a statue of a Butler. Which springs to life. Summons Emma. She follows down a path strewn with leaves. As Emma steps on the leaves, she --
Falls down -- a giant rabbit hole.

INT. RABBIT HOLE
Emma spins through darkness, like Alice in Wonderland ...

EMMA
Steed ... !

STEED (V.O.)
Mrs. Peel ... ?

EXT. MAZE - DAY
The identical face of Emma on a marble statue, as --
Steed studies the classical statue ...

STEED
Mrs. Peel ... ? Steed hears a noise, turns to see --
Emma walking towards him. She picks the rose from his lapel, slowly coils an arm around his neck. Pulls Steed towards her, closes her eyes -- kisses him full an the mouth.

**STEED**

Mrs. Peel ... !

(more kiss)

Mrs. Peel ...

The kiss ends. Steed recovers his composure, lips coated with her lipstick. His tongue traces his lips; smarts ...

**STEED**

Your lipstick ...

Poison. He goes dizzy. Steed collapses to the ground.

153 **INT. HALLUCINOGEN HALL - DAY**

Inside the house, a grand hall. Deserted. A cobweb hangs from ceiling. A velvet curtain tattered and torn.

Emma.

A CUCKOO CLOCK RINGS the hour. Ahead, the real Emma sees --

A giant staircase. There on the stairs -- a glass eye.

She picks it up. Puts it in a pocket. Emma goes --

154 **UPSTAIRS**

Sees a series of family portraits an the staircase. One of herself in ornate aristocratic regalia.

155 **LONG CORRIDOR UPSTAIRS**

Rooms on either side. Emma goes down the hall, pushes doors.

156 **INSIDE ROOMS**

A mad child's collections of ... toys... rocking horses ... train sets ... ventriloquists' dummies... and ...

Butterflies ... scarabs ... beetles ... glass eyes, staring at her from the blackness ...

Then Emma turns into a whole room of ...

Snow shakers ... A wall of them in glass cabinets like insect specimens or fossils. Emma picks up one snow scene.

She shakes it.
EXT. HOUSE

as if in response, a storm gathers. Shadowy clouds roll in.

IN MAZE

A drop of rain starts to fall. Steed's eyes flicker open.

STEED
(re: rain)
Not again.

He rises, looks down, reacts --

Alice, the Old Lady, lies near him in the maze, her neck snapped... Steed kneels, next to her in the rain

OLD LADY
It's a trap. Tell Mother, beware. Tell Father.

She dies in his arms.

Wind picks up, too.

Steed looks about, frowning with discouragement --

INT. HALLUCINOGEN HALL - PLAYROOM - DAY

THUNDER and lightning outside. Inside the room of snow shakers, a CHILDHOOD TUNE PLAYS. Emma shakes the snow scene. The weather seems to grow darker.

FROM BEHIND

Emma hears the unmistakable chilling voice:

VOICE (V.O.)
I wouldn't shake that too hard. The weather might turn nasty.

From the shadows ... a man. A silhouette. Behind a distorting lens. His shape and face unclear. Emma puts down the shaker.

EMMA
Quite a collection.

VOICE (V.O.)
A true collector grows more obsessive as the years pass.

Outside the big window the weather is turning nasty ...

EMMA
Your voice -- it's so familiar ...

VOICE (V.O.)
We have met ...

From the shadows, a man moves out, revealing: Peter Peel, Emma's husband! THUNDER.

EMMA
Peter ... ?

Instinctively Emma moves towards him. A long pause.

EMMA
I must be dreaming ...

Emma pulls back. Before she can turn, Peter takes her hand, places it over his heart. BA-BOOM, BA-BOOM, BA-BOOM ...

PETER
Listen... Very much alive.

Peter touches her hand. Emma looks into his eyes. Intrigued but alarmed, disbelief. Peter raises her hand to his lips.

PETER
Darling, it's me...

Emma shudders, battles with herself.

EMMA
Peter ...

Emma is tempted, yet filled with terror.

161 CLOSEUP - EMMA'S EYES

Inside her pupil --

FLASH CUTS TO:

162 MEMORY FLashes

His face as he kissed her -- his ring on her finger -- the visor cracking -- the glass obscuring his face.
EMMA
Impossible ... how?

Peter smiles disarmingly. As if the answer was obvious.

PETER
For you ... all for you ... 

Peter comes over, folds her in his arms. Takes her head between his hands. Emma leans over to him, about to kiss him, both closing their eyes, until --

Lips parted. Before they kiss, Emma pulls back --

PETER
Don't be afraid, darling.

She turns, runs to the door. Like a trapped bird. She tries the door -- locked. Another door -- locked. A window -- locked.

PETER
Don't run away. I forgive you, Emma. I know you left me. But I still love you. Do you still have my ring? I need it.

Peter grabs hold of Emma. She pulls away. Emma sees his face before her, pleading with her. Seductive yet nightmarish.

As if hallucinating, Emma runs away, towards --

The big window overlooking the gardens. She runs, leaps, and in SLOW MOTION --

Crashes thru the GLASS, shards and splinters SHATTERING all 'round her, as she --

EXT. HALLUCINOGEN HALL - WINDOW - DAY

somersaults through the window down to the ground. Lands with a THUD on the wet ground. Looks up to see --

Steed above her, the STORM RAGING.

EMMA
Steed!

She struggles to her feet, comes towards him, upset.
STEED
Oh, no. First time, shame on you. Third time, shame on me. He slugs her and the SCREEN GOES BLACK.

DR. DARLING (V.O.)
Diagnosis confirmed. Mrs. Peel is suffering from delusions and hallucinations. An extreme personality disorder. She imagines her husband Peter Peel has come back to her ...

CLOSE ON Emma's face.

DR. DARLING (V.O.)
A classic syndrome, to overcome her subconscious guilt at her other crimes. We've attached her to the dreamscape machine. We'll soon see what her unconscious looks like...

Emma's eyes flicker...

Steed comes INTO FOCUS, sitting by Emma's bed. This time he's eating her grapes ...

Emma looks around ... Everything blurs. A STEADY PULSE DRONE. Tugs at leather straps. No use. WIDEN to reveal Emma strapped to a special couch --

Her head surrounded by a plastic dome, terminals and wires leading out into a Dreamscape machine. Drowsy, disoriented.

EMMA
Where am I?

STEED
The Winslow Home for Retired Lepidoptorists. I'm so sorry I struck you, Mrs. Peel. Please forgive me. I thought you were someone else ...

EMMA
Was I?

STEED
(no smile)
I expect that's for you to know and me to find out ...

EMMA
It was Peter -- I saw him ...
Drugged, Emma's eyes drop. FOCUS CHANGES TO --

A giant spiral HYPNODISC WHIRRS, creating trippy black and white zig zag op-art effects a la Bridget Riley.

She blinks.

DISSOLVE TO:

Steed is gone. Dr. Darling leans over her. Emma stares at the hypnodisc. Closes her eyes.

Thousand REMs per sec -- a tiny chip next to her eyes, transmitting out via wires to --

A "Dreamscape" apparatus like a liquid TV screen flicks thru random images from Emma's unconscious. Peter Peel -- Teddy Bears -- post card views -- childhood snaps --

Dr. Darling furls his hand over Emma's, his fingers resting upon her ring. During the interrogation, he soothingly strokes her hand -- tries to remove the ring without arousing her suspicion. Pulls gently on it.

In his wheelchair, Mother sits beside Steed.

MOTHER
This man -- did you see him?

STEED
No. Her husband, she says. Alice tried to warn us. A trap. Tell Mother beware. Tell Father That's all.

Dr. Darling leans forward to interrogate Emma.
He looks and sounds sinister. From a corner of her eye, she sees -- a clip of keys hanging from his pocket.

**DR. DARLING**
I want you to say the first thing that comes into your head when I say these words. Do you understand ... ?
(as she nods)
Blue ...

**EMMA**
... bottle ...

**DR. DARLING**
Red ...

**EMMA**
... head ...

**DR. DARLING**
White ...

**EMMA**
Knight ...

**DR. DARLING**
Black...

**EMMA**
... death ...

**DR. DARLING**
Love...

**EMMA**
... death ...

Steed watching, listening ...

**DR. DARLING**
Flower ...

**EMMA**
... power ...

The exchange speeds up. Unknown to Dr. Darling, Emma picks his keys; unlocks her straps.
Nature ...

... preserve...

Secret ...

... love...

Hope...

... love ...

Fear ...

... love ...

Peter ...

As Emma talks, the "Dreamscape" plucks images from her unconscious in trippy psychedelic rush: faces -- colors -- patterns flash past.

... Piper picked a peck of pickled peppers how many pecks of pickled peppers did Peter Peel -- ?

CLOSEUP - EMMA

Quietly unclicks a lock. She stops in mid-gabble.

How long have I been here?

Three days.

Emma unlocks her straps. Sits Up. Woozy.

Do you get paid by the hour?
Dr. Darling is shocked, indignant. Emma rips wires from her body. The "Dreamscape" machine winds down. Up in the gallery --

BAM -- ! Mother bashes his metal cane on the railings

MOTHER
(filtered)
You are here under observation, Mrs. Peel. You must answer Dr. Darling's questions. Pushes Dr. Darling aside.

EMMA
I resign.

MOTHER
(filtered)
You need treatment, Mrs. Peel. You can't resign.

EMMA
Watch me.

Emma staggers. Mother looks at Steed. Who snaps himself out of staring at the hypnodisc.

Emma heads for the airlock door marked:

"ANTI-GRAVITY CHAMBER -- NO ADMITTANCE"

MOTHER
Don't open that, Mrs. Peel! Fat chance ... she goes in ...

175 INT. ANTI-GRAVITY CHAMBER

Emma floats in the air, as Mother, Dr. Darling and Steed all follow. And float helplessly, turning around madly. Trying to gain on Emma. Mother's wheelchair, Steed's umbrella and bowler, all tumble thru the air as Steed tries to reach the "OFF" switch

EMMA
(choosing)
What are you trying to do to me?

MOTHER
(flailing)
We want to help...!

EMMA
I thought I was a widow. My husband ... the only man I ever loved ... is dead.
EMMA (CONT'D)
For the rest of my life I have to live with that.

MOTHER
The death of Peter Peel was a great loss. To us all ...

EMMA
To you ... ?

Mother looks at Emma. He's let the cat out the bag. Steed finds the "OFF" switch. They all tumble to the floor, Mother landing perfectly in his wheelchair,

Steed effortlessly catching his hat and umbrella. He moves to Mother --

STEED
I think you owe Mrs. Peel an explanation ...

Steed stares Mother out. Who delivers his revelations.

MOTHER
Peter Peel was a first class agent. A senior operative. 'X' department Special operations. He was engaged in top secret research. Top priority. Government approved.

EMMA
The Institute ... the funding ...

MOTHER
A cover ... for us.
(beat)
I'm sorry...

A turning moment for Emma. A life lived on a lie.

EMMA
So all that time. Our work, our research was for you ... for this? And the accident --

DARLING
It was no accident.

EMMA
The official investigation ... 

MOTHER
... was written by me.
(beat)
MOTHER (CONT'D)
It was sabotage, Mrs. Peel. Deadly serious.

Emma walks over to him.

EMMA
Who?

MOTHER
Quite frankly ... it could have been you.

Silence. Emma looks away, shocked. Steed intervenes

STEED
You're accusing Mrs. Peel of killing her own husband?

MOTHER
Her husband suspected someone very close to the operation. On the day he died, he was setting a test. To prove to himself -- to us that his wife was beyond suspicion. He had to be certain. He said he was going to give Mrs. Peel something ...

Emma keeps staring at Mother, fingers her diamond ring.

MOTHER
... I want you to remember. Did Peter give you anything on that day?

CLOSEUP - EMMA touches her ring.

BACK TO SCENE
Emma looks up at Mother. A barefaced lie.

EMMA
No.

Steed notices Emma touch her ring nervously.

DR. DARLING
He said if it vanished, he'd know it was you who betrayed him. He took a huge risk. The ultimate test.

EMMA
So I'm still ...
MOTHER
Under suspicion. Everyone died in the explosion, Mrs. Peel. You were the only survivor ...

Mother waits. Emma turns round. Looks fiercely at him. Mother shifts uneasily as Emma walks past him to the airlock.

MOTHER
This is an official matter, Mrs. Peel. No need to take it personally. Where are you going?

EMMA
To find out who killed my husband.

MOTHER
The doors and walls are monitored, Mrs. Peel. This is a very secure establishment.

EMMA
So am I.

Emma pushes open the doors. Walks out. Down a corridor. Dr. Darling grabs Mother, as he exits with Steed --

DR. DARLING
She must remain here. She's highly dangerous.

IN HALL - CONTINUOUS ACTION
Mother exits with Steed; they watch Emma going ...

MOTHER
Pity. I was growing fond of Mrs. Peel. Unfortunately --

STEED
Guilty until proven innocent?

MOTHER
Mother and Father know best.

Mother wheels himself off. Then stops; over his shoulder:

MOTHER
Something quick. Nothing too ... messy.

ON Steed. CAR ROAR over as --
179  EXT. COUNTRYSIDE CLINIC – DAY

Emma drives a hot-wired Morris Minor out the open gates of the manor house, past a sign which reads:

"WINSLOW HOME FOR RETIRED LEPIDOPTORISTS" (BUTTERFLY LOGO)

In the b.g., a couple of old-timers race around with butterfly nets as Steed's jag pulls past them in hot pursuit.

180  EXT. COUNTRYSIDE – DAY

Emma speeds down lanes ...

Followed at a safe distance by Steed in his SS100.

181  INT. STEED'S JAG – DAY

Steed looks: a bleep on his radar screen tracks the --

182  CLOSEUP – CONCEALED MICRO-BUG – INTERCUT

on Emma's shoulder as she drives ...

183  EXT. LANES – DAY

The cars whiz past ...

184  INT. STEED'S JAG – DAY

Keeping an eye on his radar and the road, Steed switches on the radio. The weather forecast:

    RADIO ANNOUNCER (V.O.)
    (filtered)
    '... Sunny intervals leading to sudden storms and gale warnings for all areas. (as he frowns)
    ... Outbursts of rain, scattered hailstorms and freezing fog greeted the World Council of Ministers as they arrived in London for their conference ...'

Emma drives into a churchyard. Steed follows her ...

185  INT. COUNTRY CHURCH – DAY

A medieval country church. Sunlight streams through stained glass, illuminining Emma as Steed watches her lay --

A red rose by an altar tomb: an ornate mausoleum two hands clasped in a pose of eternal sleep: Peter Peel.
Emma pauses, as in the b.g., choirboys sing hymn practice. Steed watches Emma move away, toward the door. He drops a hymn book. Emma swivels round -- sees Steed.

EMMA
You followed me.

STEED
Orders.

EMMA
To kill me?

STEED
(fractional pause)
Nothing personal.

Emma smiles. Then turns, and -- Runs! Steed follows Emma through a door to --

186 INT. CHURCH BELL TOWER - DAY

Steed enters, glimpses --

Emma above. He follows her. Hears her footsteps. Trip-trapping up the spiral staircase. Steed listens, follows.

187 UP BELLTOWER

From below, Steed hears a BELL RING. A FLUTTER of BIRDS. As debris falls down -- Steed runs up stairs, reaches --

188 EXT. BELLTOWER TOP - DAY

BELL still RINGING. At the top, a sheer drop. Steed edges closer to the ledge. Looks. A long way down.

From behind --

EMMA
A long way down.

Steed swivels. Sees Emma blocking his path. Cool menace. Steed steps away from the edge, Emma circles him.

STEED
Careful. You might fall.

Emma steps to the edge. Steed freezes. Emma locks down. Feet resting on the ledge. Rocking to and fro ...

EMMA
I could save you the trouble.
STEED
No trouble.

EMMA
Because you always obey orders ...

STEED
Always.
(pause)
Except ...

Steed nears her. Emma pushes herself right to the edge.

EMMA
Yes ... ?

STEED
... when I don't. It comes down to one thing, Mrs. Peel. Trust.

Steed reaches out for her. Holds out his hand.

EMMA
And do you trust me?

STEED
I could be convinced, if ... I knew who poisoned me in the maze. That kiss ...

EMMA
It wasn't me; you have my word.

Steed snatches her from the edge, holds her in his arms.

STEED
I need proof.

Emma thinks. Looks at him. Deadly serious. Their eyes lock. She hesitates, then pecks him on the cheek.

STEED
It was longer. On the lips.

Emma hesitates. Then a kiss on the lips. Longer. But not much. Steed grabs her hand, pulls her back.

STEED
Much longer. Approximately ... fifteen seconds.

Emma harumphs, exasperated. Moves closer to him.
EMMA
... Ready?

Steed nods. Emma leans forward. A full kiss. At first reticent... Emma looks at her watch. Counts seconds...

EMMA
... Four ... seven ... ni-...

Then ... forgets. Warmer, more relenting. Edging towards passionate. They stay embracing for fifteen seconds...

EMMA
(aroused)
Mmm ... what are you doing?

STEED
Keeping a stiff upper lip?

EMMA
Is that all?

The kiss continues couple of seconds longer. Before Emma withdraws. With an effort, she regains her composure. A long silence.

EMMA
So I'm in the clear?

Steed savors the kiss. No reply. His smile says it all.

EMMA
But you did suspect me.

STEED
Not for a moment.

EMMA
You're playing games.

STEED
Aren't we all, Mrs. Peel?

EMMA
I thought you played by the rules.

STEED
I thought you didn't.

EMMA
I'm playing to win.
STEEDE
Winning isn't everything.

EMMA
Please don't tell me it's how you play the game.

STEEDE
(smiles; stands aside)
After you -- Mrs. Peel ...

Steed motions down the stairs. It's close to the edge.

EMMA
No, after you.

STEEDE
(back to square one)
You don't trust me?

EMMA
As far as you trust me.

Emma motions. Steed goes down, passes close to the edge, and swivels round nervously. Emma reads his thoughts.

EMMA
When it happens, Steed, you'll be the first to know ...

With this comforting thought, Steed descends first.

EXT. CHURCH TOWER - DAY

As Steed and Emma exit from the tower, they see --

A tranquil village scene. Choirboys walk out from the church. Nearby in the deserted village street. A red PHONE BOX. Which ...

RING-RING ... Starts to RING.

EMMA
Who could that be?

A ROLL of THUNDER. Steed looks up: a clear sky. He's puzzled. Suddenly suspicious. As Emma moves to the phone.

STEEDE
No -- don't answer it ...
He pulls her back. Emma looks at him.

STEED
That's it. The phones trigger the explosions --

RING-RING ... Another ROLL of THUNDER. Steed connects the two as -- an angelic CHOIRBOY walks towards the phone ...

RING-RING ... A LOUDER ROLL of THUNDER. As the Choirboy nears the PHONE, Steed shouts --

STEED
Don't -- don't answer it -- !

190 CLOSEUP - PHONE
RING-RING -- the PHONE in the f.g. as the choirboy closes in, opens the door --

191 INSIDE PHONE BOX
The door shuts. Noise muffled. The Choirboy can't hear Steed and Emma's shouted warnings, as he lifts his hand up, and --

192 OUTSIDE
Steed sees him reach out, warns the vicar and choirboys.

STEED
Get down -- get down -- it's going to explode -- !

Steed and Emma, all the choirboys hit the dirt, as

193 INSIDE PHONE BOX
The Choirboy grabs the phone, and lifts it up, and Silence.

No explosion. A few seconds pass. Steed and everyone are down on the ground. As they see --

194 FROM PHONE BOX
-- the Choirboy leaves the phone hanging. He gets out, scans the crowd. Then walks calmly over to Steed, who's still prone.

CHOIRBOY
It's your mother.
The vicar and choirboys look on sympathecally, as --

Steed dusts himself off. Emma and everyone gets up. Steed goes to the phone box, takes the call.

STEED
Mother? How did you find me?

His expression changes as he listens. Emma goes to the phone box as Steed rings off. He emerges from the box.

STEED (CONT'D)
I told Mother I took care of you.

EMMA
You lied.

STEED
I equivocated. But you're not their big worry at present. It's Dr. Darling: he's disappeared ...

OFF Emma's reaction to this news --

195 INT. HALLUCINOGEN HALL - DAY

Inside the upper room, in front of a mirror --

With his back turned to us. Dr. Darling holds something in his hand, and waits as --

196 DOWN LONG HALL

Bad "Emma" walks over. She stands in front of him.

Blank expression. Dr. Darling hardly even looks up. With her hair up, we recognize on her neck a tattoo: Z424.

DR. DARLING
We are in the final phase. I shall require you to be especially obedient. There must be no failures.

197 CLOSEUP - IN HIS HANDS - SNOWSHAKER

which he grips tightly. As --

198 IN MIRROR

a metamorphosis. His features melt and bubble, a mask of plastic surgery and it's slipping around like Michael Jackson's face under kleig lights. He adjusts it, then ...
Shakes the snowshaker ...

199 EXT. COUNTRYSIDE - DAY

THUNDER as the sky darkens -- PAN DOWN to reveal:

Steed's Jag, zooming through country lanes. Rain starts.

200 INT. JAG - DAY

Steed driving, winces with the drizzle.

STEED
Drat. Someone wants to implicate you in this affair, Mrs. Peel. Any idea who?

EMMA
No idea who. No idea why ...

STEED
(thinks)
Teddy bears, cuckoo clocks, toys All children's things ... 

EMMA
... Or grown-ups, who still like to be children.

STEED
Quite. Any childhood friends? Enemies?

EMMA
Not to speak of. Peter and I were both loners. There was nobody.

Steed thinks; sighs.

STEED
Very well. I have a friend who might be of assistance. He's at the Ministry. We'd better be careful.

EMMA
I'm a wanted woman, I know ...

201 INT. MINISTRY CORRIDORS - DAY

Through a door marked "Information & Counter Espionage" --

-- walks Steed with another man in identical clothes: dapper Savile Row suit, umbrella and bowler. Which is Emma Peel, in disguise. Steed furtively checks passers-by.
STEED
His name's Jones. 'Invisible' Jones.

EMMA
Why's he called 'Invisible'?

STEED
You'll find out.

At a door marked "Information -- Col. I. Jones." Steed knocks, opens the door for her.

EMMA
Aren't you coming?

STEED
I'll catch you up. Don't worry; he's expecting you.

Emma goes in as Steed walks down the corridor.

202 INT. MINISTRY OFFICE - DAY

A room full of archives and files. Emma walks through tall corridors, stacks of cabinets full of old paper.

Dusty, musty and mildewing. Long forgotten. Nobody there. Suddenly Emma hears --

FOOTSTEPS.

She follows them. Round stacks, round corners. The FOOTSTEPS get LOUDER. She's closing in. The FOOTSTEPS get LOUDER, until up ahead of her --

A filing cabinet drawer opens up. On its own.

Emma watches as a file pops up, floats through air. The drawer slams shut. Still nobody there. Emma follows the file to a --

Desk. Emma watches as -- the chair swivels round. The file pages open up. Then the phone lifts up by itself, a voice:

INVISIBLE JONES (V.O.)
Tell Miss Proudfoot, no calls.
(beat)
Colonel Jones at your service, Mrs. Peel.
Just a moment --

Emma looks ahead of her. To the chair. As --
A desk drawer opens up, a pipe is whisked through the air, a
match is struck. The pipe lights; smoke belches forth.

    INVISIBLE JONES (V.O.)
    Talk to the pipe, Mrs. Peel. That usually
    helps. Don't worry about me being
    invisible. Other than that I'm perfectly
    normal.

    EMMA
    I see.

    INVISIBLE JONES (V.O.)
    Or rather, you don't. Learnt the tricks
    in camouflage. Till this accident made a
    prang of things. How can I help you, Mrs.
    Peel?

203 INT. MINISTRY - ANOTHER OFFICE

Steed on the phone.

    STEED
    I say, Trubshaw, Steed here ...
    Barometer's falling fast. Mrs. Peel and I
    find ourselves in need of foul weather
    gear.
    (beat)
    Yes, I'd say gentlemen's snuff for
    starters. And then --

204 INT. INVISIBLE JONES' OFFICE

File pages flip through the air as Jones goes through them.

    INVISIBLE JONES (V.O.)
    Ah, here we are. Steed asked me to play a
    hunch: Valentine Peel.

    EMMA
    Peter's brother? But --

    INVISIBLE JONES (V.O.)
    Half-brother to be precise.

Emma is surprised.

    INVISIBLE JONES (V.O.)
    Now let's see ... Eton, Cambridge ...
    research into robotics and plastics.
    Overtaken by Peter's work on the physics
    of climate change ...
EMMA
I know all this.

INVISIBLE JONES (V.O.)
Do you also know that during your final experiment, your halfbrother-in-law was under surveillance?

EMMA
Surveillance? By whom?

INVISIBLE JONES (V.O.)
Father. She gave him an 'all clear' after a security test by Dr. Darling.

EMMA
Who's now vanished.

INVISIBLE JONES (V.O.)
Makes two of us.

EMMA
Are you suggesting that Dr. Darling and Valentine were somehow in this together? But that's absurd.

Steed enters behind them on the run --

STEED
We must hurry, Mrs. Peel ...

EMMA
Hurry? What for? I'm just now --

STEED
You didn't tell her?

INVISIBLE JONES (V.O.)
(testy)
I was getting to it.

EMMA
Getting to what?

INVISIBLE JONES (V.O.)
The World Council of Ministers meets tomorrow to convene the new global defense initiative --

EMMA
I fail to see --
STEED
There's a reception this evening. Colonel Jones thinks it advisable we attend.

EMMA
Have we been invited?

INVISIBLE JONES (V.O.)
(poker-voiced)
Under the circumstances Mother didn't see fit, but I think I can get you in ...

EMMA
(surveys her male outfit)
Well, I can't possibly go like this.

STEED
I had a feeling. That's why we're in a hurry ...

Steed proffers an arm to Emma.

STEED
May I have the honor, Mrs. Peel?

She decides, takes his arm.

EMMA
You may, Mr. Steed.

The A-team is born. Steed and Emma tip their hats to Jones.

EXT. LONDON STREETS - SEVERAL ANGLES - NIGHT

Troops rushing in to take up defense positions. Searchlights pierce the cloudy sky. A protective ring of hardware surrounds the hall.

INT. MOTHER'S 22 BUS (AKA INSIDE MOBILE HQ) - NIGHT

At the controls, Brenda looks on. She hands a bag of jelly babies to Mother. Who picks out his favorites, as he gives a briefing to Father and others, sitting in passenger seats --

ORDERS BARKED OUTSIDE as --

MOTHER
Inside that hall are some of the Most powerful figures in the world. Tight security. Our only option.
FATHER
I'll see to it personally.

Brenda glances over at Father's imperturbable face. As --

207 EXT. PALACE (WESTMINSTER) - NIGHT

Wind picking up. Outside the grand palace hall for the reception of the World Council of Ministers, guards stand on duty. Barriers, flashing lights. Nobody gets past, except --

208 INT. PALACE (WESTMINSTER) - NIGHT

Up in the gallery, Steed and Emma enter through a secret passage behind a painting. He with bowler and umbrella. She in black leather and boots. They find themselves in a niche and freeze, very close to one another. Steed sniffs ... 

STEED
What's that you're wearing?

EMMA
It's called Black Leather.

STEED
Intoxicating. Here, have one of these.

He fumbles with a bulging jacket pocket

EMMA
What is it?

STEED
Limpet bomb. Small, very compact. From Trubshaw's.

EMMA
(hocks it on belt)
When all this is over, we simply must get you out of that suit.

STEED
You first.

EMMA
Shall we?

She leads the way through marble halls, arched galleries, red velvet carpets, glittering chandeliers. From the hall, a SPEECH ECHOES:
MINISTER (V.O.)
... In the uncertain climate that threatens this global initiative, no magic umbrella can shield us.

Steed checks out his own.

MINISTER (V.O.)
Only our own vigilance. Security and stability are our watchwords.

APPLAUSE.

Steed pauses, offers Emma a small silver box. Inside...

EMMA
Trubshaw again? What now?

STEED
Snuff.
(off Emma's lock)
I must insist you try some.

Steed takes some; Emma follows his example. Weird. Does it make you high? They walk on, open doors to --

209 INT. PALACE HALLWAY - NIGHT
An empty gallery. Steed and Emma peer down at a --

210 MARBLE HALLWAY
A black and white floor. Butlers move across like surreal chess pieces. Otherwise, empty. A chamber ensemble plays "The Merry Widow" waltz, which floats through empty halls.

STEED
They're playing your song, Mrs. Peel.

EMMA
(annoyed)
'The Merry Widow?' I might have known. Where's the reception?

They move cautiously forward as

211 EXT. LONDON STREETS - NIGHT
Outside, snow begins to fall. Trees and buildings shimmer under a light layer of white. A Christmassy glow --

Even troops play with snowflakes, until --
The wind rises. The snow falls harder.

INT. PALACE - NIGHT

Down in the hallway, Steed and Emma search for the Ministers. They head down a corridor, then hear a NOISE. They hide behind pillars. As --

Butlers walk past in military file, carrying elaborate displays of lobster and meats. Steed steals --

A chicken leg. Nibbles on it. Suddenly another door opens -- Emma hides. Steed looks up to see -- Father "staring" at him.

STEED
Oh, hello ...

FATHER
We want Mrs. Peel.

STEED
Dead, I'm afraid.

Emma in hiding, listens as --

FATHER (O.S.)
You disobeyed an order, Steed. Mrs. Peel is dangerous; she cannot be trusted.

Emma looks out the window behind her; eyes widen ... back to --

STEED (O.S.)
I think she can.
(beat)
Can you?

Emma is deeply affected by Steed's choice.

Father's face, meantime, has turned to stone.

FATHER
I shall summon security.

She turns, almost walks into the door as she slips away.

Emma returns as the ALARM is raised --
STEED
Bad news. Father's looking for you. Where are those bloody ministers?

EMMA
Have a look at this.

She leads him to the window: sure enough -- heavy snow.

Steed reacts, eyes wide.

STEED
It's almost May, for heaven sake.

214 EXT. LONDON STREETS - NIGHT

The blizzard rages through streets --

Now impassable. Snow drifts block roads. White mountains of snow start to climb up shop fronts. And amid the sky --

Filled with snowflakes, up round the roofs, a purple cloud descends on unsuspecting troops --

215 INT. PALACE - NIGHT

Steed returns, rushes across the marble halls --

To Emma. But up ahead, sees --

216 STEED'S POV - FROM WINDOWS

A purple fog seeping into the hallway, billowing through the corridors as --

217 INT. PALACE ANTEROOM - NIGHT

Inside an anteroom, like a Roman arena -- marble pillars, red carpet, golden walls, ceiling murals --

The World Council ministers assemble: slick pin-striped suits or African robes, Chinese Mao-suits, Indian Nehru-jackets, all distinguished men and women, surrounded by --

Fussing officials, minor dignitaries, and butlers, bowing and weaving a web of diplomatic protocol, interrupted by --

218 CENTER OF HALL

The sight of Emma Peel in black leather.

She strides into the room. Picks a glass of champagne from a passing butler. All stare, Emma raises her glass --
EMMA
Gentlemen, ladies. Forgive the breach of protocol. An emergency --

From the hallway -- BOOM -- ! The door bursts open, Emma is blown over by the blast as the purple cloud races inside.

219 SEVERAL ANGLES

as the smoke furls around the ministers, they choke, fall.

From the doors -- Steed leaps in, gives Emma another snort of snuff --

STEED
Quick --it'll protect you --

Emma inhales. Now immune to the gas, Steed and Emma hear -- CRASH -- ! They see -- through thick cloud -a mysterious man in a white lab coat, wearing a gas mask, leading a group of butlers, all in gas masks -- heads like black flies -- in formation round the ministers, helpless on the floor. A kidnapping --

The man and butlers haul away several ministers, and --

Escape from the rear doors. The butlers form a guard to protect the man.

Steed and Emma run after them. More butlers pursue.

220 EXT. PALACE - NIGHT

As troops roll helplessly in the snow-covered purple haze, the butlers load the ministers onto waiting choppers as --

221 INT. MOTHER'S HQ - CONTINUOUS ACTION

Mother, Brenda, et al choke on purple smoke in the bus ... 

222 INT. PALACE HALLWAY - NIGHT

Behind pillars, Steed and Emma hide as --

Butlers in gas masks patrol the halls. A butler passes them without noticing. They try to emerge. But another patrols --

Steed trips the butler with his umbrella, then chops him down on the ground. He rises but Emma kicks him into as --

Behind them Steed sees the lab-coated man escape up the stairs, protected by a posse of butlers. He shouts --
STEED
After him, Mrs. Peel!
A whole posse of butlers then advances. Steed faces them.

STEED
Go -- !

Emma hesitates. Then turns, heads for an ornate dual shaft elevator. She bangs the button, gets inside, doors shut, as the BULLETS from MACHINE-GUNNING gas-masked butlers strike the brass door as --

Steed whips his rapier from his umbrella and duels with the butlers. To give Emma time, he uses every trick and prop at his disposal, plus, brute force to --

Kick, chop, punch, and impale them into submission, as --

EXT. ELEVATOR (UPPER FLOORS) - CONTINUOUS ACTION

The posse of butlers fan out on to keep pace with Emma. They head upstairs, pressing elevator "CALL" buttons on every floor, as --

INSIDE ELEVATOR

Emma waits inside. Until she reaches --

EXT. ELEVATOR (2ND FLOOR) - CONTINUOUS ACTION

Doors open. A HAIL of BULLETS hit the lift as Emma hides to one side until the doors close.

INT. ELEVATOR - CONTINUOUS ACTION

Emma sighs with relief. COOL HUM as the ELEVATOR rises.

ON STAIRS - MEANWHILE

Steed gaining on the butlers, heading for the stairs, as --

INT. ELEVATOR - CONTINUOUS ACTION

At the next floor, the doors open --

Two butlers rush inside. BLAM -- ! Emma cuts one in the throat with an elbow punch, then --

Punches -- kicks -- stabs the other butler, a more brutish type, who recovers enough to grab Emma by the throat.
She chokes, breaks his stranglehold, swerves him round, gains a nelson hold on his arms and throat --

And a knee in his back in time for --

PING! The BELL RINGS at --

3rd floor where --

Emma spins her captive butler round, in time to face --

Whoomph! a blast of fire from --

A flamethrower launched in the hall.

Aaargh --! The butler gets fried, but --

229 EXT. ELEVATOR (3RD FLOOR) - CONTINUOUS ACTION

Shields Emma from the worst of the blast. She hurls him clear of the doors, which --

230 INT. ELEVATORS - CONTINUOUS ACTION

Slam shut. COOL HUM ... 

231 EXT. PALACE MAIN FLOOR - CONTINUOUS ACTION

Steed continues his one-sided duel with the other butlers, skewering madly, trying to get upstairs to help Emma...

232 INT. ELEVATOR - CONTINUOUS ACTION


Waiting, until ...

233 EXT. ELEVATOR (4TH FLOOR) - CONTINUOUS ACTION

The doors open. A grenade is hurled inside the doors, it rolls to one corner, Emma dives to the other side, then --

Scrambles for the grenade. Picks it up. It slips out of her hands. Scrambles more. It slips out ...

Just beyond the elevator doors. Which start to shut. Emma leans out a foot, kicks the grenade towards the butlers, and --

As her elevator doors close --
BOOM -- ! It EXPLODES among the butlers, one of whom --

Rushes to --

234 ELEVATOR (5TH FLOOR) - CONTINUOUS ACTION

Where he waits for the elevator. Removes pin. Grenade ready. The light PINGS. Doors open. About to throw it inside, when --

235 BUTLER'S POV

No Emma.

236 BACK TO SCENE

The butler hesitates. Looks inside. Still no Emma? He wonders what to do, and --

The doors shut; he jams his foot. The doors open again. He moves in --

237 INT. ELEVATOR - CONTINUOUS ACTION

-- and looks round. Nobody there. Until, as we --

PULL BACK UP to reveal -- FROM ABOVE, spread-eagled like an X on the elevator roof, limbs flexed against the walls is --

Emma, who -- drops down and --

Scissors the butler's head between her legs.

The grenade rolls free ...

Emma twists around, grabs his ears, and --

Sits on his face. Buries his head in her crotch. A muffled sound from the guy, until --

Emma scissor kicks, breaking his neck. She drags --

238 EXT. ELEVATOR (67H FLOOR) - CONTINUOUS ACTION

His head out. Leaving his neck between the doors. So as she leaps out, heads up for the stairs, the elevators doors.

SLAM! And -- BOOM! His GRENADE rocks the elevator, which

239 INT. ELEVATOR SHAFT - ABOVE AND BELOW - CONTINUOUS ACTION

Breaks from its ropes, and --
Plummets down the elevator shaft, shaking the building as it crashes --

INT. PALACE STAIRS - CONTINUOUS ACTION

Everything shakes with the impact of the elevator as Steed battles his way up, step by step, throwing gas-masked butlers over his shoulder as he struggles...

INT. PALACE ATTIC - NIGHT

Up the winding staircase, at the top, a skylight, which --

Flips open. The man leaps out, throwing back inside a smoke grenade, and locks the skylight. As the grenade --

INT. NARROW STAIRCASE

BOOM! explodes in the narrow staircase, fills it with purple smoke. Emma rushes thru smoke, choking. She gets to the skylight, tries to open it -- locked.

A moment's panic. Then Emma -- punches a hole in the glass, flicks the switch, flips the skylight up, and --

Emerges into the night air. Snowflakes tumble around her.

EXT. ROOFTOP - HELIPAD - NIGHT

Blades whirling. Amid the blizzard, the man ready to escape in a super-fab streamlined whirly chopper ...

Another assassin attacks Emma, pins her on her back, overlooking the city. Stands up before her --

Emma held back over gargoyle, over now snow white city ... Knees assassin in balls. Flicks him backwards ...

As his body hurtles down into the snow-covered streets, Emma rushes forward.

But too late: sees --

The chopper -- about to take off.

FROM INSIDE CHOPPER

The gas-masked MAN in the white lab coat:

MAN

Goodbye, Mrs. Peel!
EXT. ROOFTOP

The chopper rises slowly.

Emma looks. A fifteen foot leap ... Impossible.

FROM INSIDE CHOPPER

A farewell wave from the gas-masked man.

CLOSEUP - EMMA

contemplating the jump, beneath falling snowflakes, as the distance grows.

EMMA'S POV

The rope/chain ladder coils into the chopper's belly.

INT. CHOPPER - NIGHT

Above London rooftops, after dark --

The man (still wears gas mask) the Pilot, CO-PILOT and a Butler (ditto). From the chopper, a giddy look down thru a glass command module. A fairy tale, snow white city.

OVER the RADIO, interference. A changing of stations. Then a CRACKLY broadcast of "The Merry Widow."

As the WALTZ serenades them high above the city --

a KNOCKING from outside on the door --

Surprised reactions. The Butler opens the door, sees --

Emma hanging onto the helicopter struts. The Butler is too dumbstruck to say anything.

EMMA

(shouts, re: the gas mask)

Anyone ever tell you you look like a housefly?

Emma grabs his epauletted shoulder, yanks him up, flicks him out --

The Butler is jerked out -- flies into the open air. Emma watches him fall ...

EMMA

Anyone else need a lift?
The white-coated Man moves forward, but Emma is out, slamming the door, still clinging ... 

MAN
(to Pilot; intercom)
Can't you throw her off?

The Pilot nods, works controls, the chopper dips as --

Blam -- ! a kinky leather boot crashes --

Into the Pilot's face as Emma kicks in the GLASS from the front of the chopper, SMASHES so the Pilots can't see -- a sudden rush of cold air --

The INSTRUMENT PANELS WHIRR round as the Pilots struggle for control --

VOICE (V.O.)
(intercom)
Where'd she go?

250 EXT. CHOPPER TOP - CONTINUOUS ACTION - NIGHT

with the blades whirling directly over her head, Emma crawls over the top of the chopper and lets herself down the other side as London's lights twinkle beneath ... 

As the Co-Pilot pokes his head out of the cockpit --

Emma grabs him with one hand, hoists him up into the air --

The Co-Pilot dangles over the city. Grabs Emma. Slithers back onto the cockpit. Pistol whips her. Emma crunches back onto the metal. Blades whirring close!

The co-Pilot peers into her eyes from inside the gas mask --

CO-PILOT
Happy landings, Mrs. Peel.

He raises his hand, ready to hit her again, Emma yanks him up, where his head gets sliced off by the blades -- body and head fall away separately ... 

As Emma reacts, her legs are grabbed from below and the white-coated Man pulls her down the side of the chopper --

Emma falls, but manages a flying handhold, hangs onto the chain wire below the chopper. As --
The Pilot and his passenger zoom at low level over buildings. Trying to dislodge Emma ...

Thru the blizzard, zooming down streets, landmark buildings looming up topped in snow, feet up ... shinnying up the chain wire ...

"THE MERRY WIDOW WALTZ," no longer heard as old record or ensemble arrangement but enormous, for FULL ORCHESTRA ...

grimly hoists herself up along the struts again, hand over hand, coming up to the cockpit from behind --

With a sudden movement, she yanks the Pilot out from behind and he goes flying towards eternity on his own.

The chopper out of control as the white-coated Man is left to fly it himself ...

"THE MERRY WIDOW" BOOMS, the chopper lurches, spinning round -- up and down, over spiraling corkscrews, an insane waltz ...

The white-coated Man gets control ...

Zig-zags down a narrow street, trying to smash Emma into sides of windows.

as Emma bounces of buildings, holding on for dear life ...

The chopper dips down, dragging Emma through icy water ...

Up ahead ... Tower Bridge ... twin peaks ... a firework display going on ... rockets and lights in the sky thru snowflakes ...
Emma sees the bridge coming, reaches down and --

CLOSEUP SHOT

Detaches her pocket limpet bomb and lobs it into the chopper cockpit.

HER POV

The bridge looms up, chopper rising to cross it as Emma leaps onto the bridge!

INT. CHOPPER - CONTINUOUS ACTION - NIGHT

The Man sees the bomb ...

Also flings himself onto the bridge as --

Against b.g. of the fireworks display --

WIDE ANGLE - TOWER BRIDGE - CONTINUOUS ACTION - NIGHT

BOOM! -- the CHOPPER EXPLODES. Ball of flames. The crowd roars in appreciation ... great fireworks!

EXT. TOP OF TOWER BRIDGE WALKWAY - CONTINUOUS ACTION - NIGHT

Emma picks herself up, sees the Man in the white lab coat and runs for him.

He runs too -- towards --

ANOTHER CHOPPER

which unloads a rope ladder as Emma puts on every ounce of steam ... 

The Man reaches for the dangling ladder --

but --

CLOSEUP - ON HIS FOOT

stuck, wedged between narrow battlements.

BACK TO SCENE

The Man looks at his shoe, at Emma charging towards him, at the rope ladder. He pulls his foot out of his shoe and grabs the ladder, sailing off in the second chopper,

leaving Emma panting behind. She's soaked, frozen, gasping for breath, bending over, when she sees --
CLOSEUP - SHOE

Emma pulls it from its wedge, looks at the inside: -- "Trubshaw's of Jermyn Street."

STEED (V.O.)
I thought it was Cinderella who lost her slipper ...

INT. TRUBSHAW'S - DAWN

On Jermyn Street, snow lies waist high. BLARING SIRENS. Searchlights. PA announcements urge citizens to stay indoors ... PULL BACK to reveal a fire glows, a CLOCK TICKS calmly. Emma sits with her shoe, surrounded by a pile of shoes. Steed & Trubshaw beside her.

EMMA
This time the shoe's on the other foot. You said a hand-made shoe was as good as a photo-fit or D.N.A.? Well, all we have to do is find the shoe that fits ...

TRUBSHAW
It should be easy. A Trubshaw client has his shoes delivered personally. The Ministry should be able to confirm our delivery.

STEED
I'll be back ...

EMMA
Where are you going?

STEED
Laying in supplies, Mrs. Peel weather may get very nasty and I've no umbrella ...

EMMA
You needn't bother. I can't drag you further into this. After all, I am still the chief suspect.

STEED
No bother. Mother and Father think I've joined you. I might as well.

EMMA
But --
(comes back)
Oh, and by the way, I think it's about time you got rid of that chip on your shoulder.

EMMA
If you'd been through what I have, you wouldn't --

Steed reaches and pulls off the micro-bug from her shoulder.

STEED
A microtag. One of Mother's little toys. There you are. Free at last.

He tips his bowler off her surprised reaction.

INT. TRUBSHAW'S BASEMENT - CONTINUOUS ACTION
An armory. Steed stands before racks of umbrellas, displayed like ceremonial swords -- ivory handles, duck handles, you name it ... Steed hefts a few, as picky as a Samurai ...

UPSTAIRS - HOURS LATER
Emma surrounded by a mountain of shoes. Triumphantly, she holds up a pair of shoe lasts.

EMMA
Prince Charming, I presume. Your name is ...

CLOSE ON WORN PAPER LABEL
with the name: DARLING.

EMMA
Oh my God ...

INT. TRUBSHAW'S - DOWNSTAIRS - CONTINUOUS ACTION
Steed selects his umbrella and we FOLLOW UP TO:

INT. TRUBSHAW'S - UPSTAIRS - DAY
He sees only Trubshaw.

STEED
Where's Mrs. Peel?
TRUBSHAW
She just left, sir. In a hurry.

STEED
What?

TRUBSHAW
She said you'd understand.

275  ON STEED

Worried.

VOICE (V.O.)
Ah, here we are ...

276  CLOSEUP - PIP PUFFING IN MID-AIR

WIDEN to reveal:

277  INT. MINISTRY ARCHIVES - DAY

Inside the archives, among leather volumes. A file goes through the air, passed to Emma ... As she reads. A map is opened across a desk from her.

INVISIBLE JONES (V.O.)
'X' marks the spot. The shoes were delivered to ... an island in Hyde Park. Surrounded by the Serpentine. On the site of a former Ministry installation...

EMMA
... and now?

INVISIBLE JONES (V.O.)
Privately owned by ...

EMMA
Let me guess: Wonderland Weather.

INVISIBLE JONES (V.O.)
Very good, Mrs. Peel ...

EMMA
I shall need a small plane.

INVISIBLE JONES (V.O.)
You're not venturing alone, surely.
EMMA  
I'm going to find out who killed my husband. Will you take these documents to Steed?

INVISIBLE JONES (V.O.)  
Of course.

278 ON EMMA

EMMA  
Tell him I said ... goodbye.

279 INT. SECRET SERVICE HQ - DAY

below the Thames as at the beginning.


BRENDA  
Steed for you.

Mother grabs the phone, furious.

MOTHER  
Where's Mrs. Peel?

He signals frantically for Father to trace the call, but being blind, Father just sits there.

STEED (V.O.)  
(filtered)  
I was hoping you could tell me.

MOTHER  
You're getting yourself into terrible trouble, my son. Weather's turning very nasty -- and so am I.

STEED (V.O.)  
(filtered)  
I'm going to follow up on a hunch of my own. If I'm right, Mrs. Peel is innocent and you have a mole.

MOTHER  
(filtered)  
(grabs mirror;  
searches his face)  
Where?
STEED (V.O.)
(filtered)
In your operation.

MOTHER
I'm warning you for the last time, Steed: whoever's behind all this, looks like Mrs. Peel, walks like Mrs. Peel and kills like Mrs. Peel.

CLICK. The line goes dead.

CLOSE ON MOTHER
Furious.

MOTHER
Steed??
(to Father)
Find Mrs. Peel.

Brenda smiles at the thought. Father rises, grim.

EXT. SKY - DAY
Through mist, an ultralight plane zooms down -- From the plane, Emma leaps in parachute ... Down, down, down through the mist ...

Over parkland, the parachute floats down ... To an island in the middle of the Serpentine river.

EXT. ISLAND (HYDE PARK) - DAY
Emma lands, buries her parachute. Walks towards a thick jungle, then a stream. Emma hops across on water lilies until she reaches land again. Where a peacock fans its tail of a thousand eyes. A CLICK of CAMERAS.

In the midst of the jungle, Emma sees --

HER POV
A red phone box. Emma frowns in recognition; goes inside. Picks up the phone. Presses "Button B", and --

The floor goes down. Emma goes down with it, into --

INT. HYDE PARK UNDERGROUND HQ
Formerly a Ministry installation. The "elevator" stops. Remembering, as from a dream, Emma steps out into --
A GUARD patrols. Emma pushes herself against a wall. The wall gives way to flip round, and Emma swivels into --

INT. TOTALLY DARK CHAMBER

The door locks behind. Alone, Emma stands warily.

From nowhere, a chilling, disembodied voice. Intimate. Seductive.

VOICE (V.O.)
Congratulations, Mrs. Peel. You have been a worthy opponent. You have tracked us down. You are within an ace of winning.

EMMA
This isn't a game.

VOICE (V.O.)
Quite right, but we still make the rules.

EMMA
Rules are made to be broken.

VOICE (V.O.)
People, too.

EMMA
Then who wins?

VOICE
You and I. Together. But first you must confront your greatest enemy. Who could that be, Mrs. Peel? The answer is obvious ...

Suddenly lights! Emma is in a hall of mirrors.

VOICE (V.O.)
Yourself.

In every direction Emma turns, a thousand reflections of herself stare back at her, splintered into fragments as Emma spins, freaked and confused by the multiple images.

Emma turns into herself -- only herself drapes arms around her and kisses her on the lips.

Bad Emma -- whose eyes stare into Emma's startled ones as Emma pulls her mouth away, staggers back; realizes too late.
The hallucinogenic lip poison. Emma crumples to her knees as --

287 EMMA'S POV

Sees "herself" above her, before she -- falls unconscious.

288 EXT. COUNTRY ROADS - DAY

Steed's Jag races, skids in bad weather.

289 INT. CAR

Behind the wheel Steed, his face grim, concentrates on the slippery road. On the seat next to him the snow shaker with little Emma inside --

DISSOLVE TO:

290 INT. UNDERGROUND H.Q.

As if in a dream, Emma awakes captive inside a bizarre cage: A life size snow shaker. Emma "swims" in viscous air, suspended like a mermaid. Thru glass she sees --

A face peering in: Father.

FATHER
(filtered)
Emma in Wonderland. Welcome, Mrs. Peel.
(filtered)
We've been expecting you. We hope you'll enjoy your stay with us. Decontamination is almost complete.

EMMA
Decontamination -- ?

FATHER
And you've a new wardrobe. He does want you to look attractive.
(beat)
He tells me you're very beautiful.

Emma pounds the glass in frustration.

FATHER
Relax, Mrs. Peel. We're hundreds of feet below ground. The Ministry made it impregnable. No one can save you.

291 EXT. SPIRES OF ETON COLLEGE - EVENING

as Steed drives towards it ...
292 INT. UNDERGROUND HQ - DINING ROOM

Bathed in candlelight. A romantic supper for two ...

A door opens, admitting -- Emma. Dressed, coiffed, super-glamorous. She locks around, sees another door. In search of escape she hastens to open it, only to reveal --

A giant rabbit -- the one we saw at the Teddy Bear meeting.

Emma gasps in surprise, moves back into the room as he advances, removing the head -- it's Dr. Darling!!!

DR. DARLING
Emma, my dear. How lovely you look.

He steps out of the rest of his costume ...

EMMA
Would that I could say the same.

DR. DARLING
Ah, but you haven't see the real me. Watch closely ...

He pulls at his face, which bubbles and collapses as he walks towards her --

Emma's horrified expression, eyes widening as --

Dr. Darling turns into ... Peter!

EMMA
Peter ...

PETER
Darling Emma --

EMMA
It was you ... all the time?

PETER
Not really. Not quite. I'm afraid you still don't see ...

Again he claws at his face, pulling, twisting ...

Emma winces at the sight, her eyes popping out of her head.

It's Valentine!

TEACHER (V.O.)
Valentine Peel ...
beneath Gothic turrets pupils in top hats and tails.

OLD TEACHER (V.O.)
Yes, I remember him quite well ...

PULL BACK THROUGH windows to reveal: Steed and an OLD TEACHER in the beautiful library.

OLD TEACHER
This is where he used to spend his days. We have an old photograph somewhere ...

He's flipping through yearbooks, then shows Steed --

CLOSEUP - PHOTO
of Valentine Peel on stage, in wizard's garb. Made up as an old man ...

BACK TO SCENE

TEACHER
Absolute wizard with makeup. His favorite roll from Shakespeare. Prospero ...

STEED
'The Prospero Project...'

TEACHER
... From The Tempest. A banished duke, ousted by his brother, marooned on a magic island. Who controlled the weather.

CLOSEUP - STEED
grim.

STEED
'O Brave New World that hath such people in it.'

BACK TO DINNER TABLE
Emma frozen, sinks into a chair, staring ...

EMMA
You.

VALENTINE
Darling Emma -- yes, we: the true genius behind the Prospero Project ...
He walks around the dinner table as he talks ...

EMMA
But you died -- in the explosion ...

298 FLASHBACK - CLOSE ON HAND IN WHITE GLOVE
Twisting the dial. PAN UP the arm to reveal Valentine.

VALENTINE (V.O.)
Oh, no. I arranged the explosion.

299 BACK TO PRESENT

VALENTINE
A slight miscalculation -- my face was burned beyond recognition. Fortunately my research into plastics came in handy ...

EMMA
(stunned)
Dr. Darling, Peter ... all you ...

VALENTINE
An unholy trinity ...

EMMA
(stands)
You killed my husband.

VALENTINE
For starters. Of course I had to kill the Teddy Bears, as well ...

EMMA
Too many cooks --

VALENTINE
Spoil the majority shareholders. In Wonderland Weather. I planned everything, even the Ministry recruiting you ...

EMMA
But I found you. All the clues led me here ...

VALENTINE
Of course. I planned that, too.

EMMA
But -- why?
You disappoint me, Emma. Can't you guess?
(moves toward her)
For you. It was all for you ...

(cold)
'Our revels now are ended.'

Oh, no, Emma. They've only just begun ...

The phone hangs in the air -- with the smoking pipe.

The shoes were delivered to an island in the Serpentine - former Ministry installation ... she said to tell you goodbye. What?

I said it's not goodbye yet. Listen, I'm going to need some help. In a hurry ...

Think of this as your second wedding feast ...

I'm already married ...

Come, come, you're a widow -- a most attractive widow. Now I think of it, we'll need a bridesmaid. Here.


My latest model. A compound of plastics and sensor chips. A big improvement on the old X404s. The poor thing is quite fond of me. Emma, say hello to Emma.
BAD EMMA HISSES, a strange mix of STATIC and FEEDBACK.

VALENTINE
You know, I believe she's actually jealous.

EMMA
Valentine, listen to me ...

VALENTINE
Right, bridesmaid. Now what have I left out? Oh, yes, I know: the ring.

EMMA
(covers her hand)
Ring?

He stands very near her -- she's terrified -- then:

VALENTINE
How silly of me -- let me make you comfortable first ...

As he advances, ZOOM IN EXTREME CLOSEUP Emma's eye

DISSOLVE TO:

303 INT. ISLAND (HYDE PARK) - NIGHT

Another ball, WIDEN to reveal, from the lake, an odd eight foot high plastic ball emerges -- The ball lands on the shore. From the inside, a zip peels away the plastic layer to reveal --

Steed, like an urban dandy in suit and bowler. A rose in his lapel. He steps out, and, poking with his umbrella --

Deflates the inflatable plastic submarine. Steed heads off -- CAMERA EYES the peacock swivel towards him, as he heads into the jungle where he sees the --

304 RED PHONEBOX

Steed picks up the phone. Presses all the buttons until he hits "Button B." As the floor lowers, his eyes widen in surprise ...

305 SARCOPHAGUS

carved in Emma's likeness. Lowered from the ceiling hydraulically into --
as Valentine descends spiral steps to join it.

Valentine opens the coffin to reveal Emma strapped within.

VALENTINE
That's better. I say, isn't this where you came in? It's impenetrable, by the way ... 

EMMA
You're mad.

VALENTINE
Entirely. On the other hand (he advances towards her, smiling)
Mad people get things done. Let me show you --

Steed stealing down a corridor and --

hides, as a posse of guards rushes past, alerted by the peacock cameras. He waits till they pass, then reaches out his umbrella, and --

Nabs Father around the neck who was feeling her way after them. Brings her down.

FATHER
Steed

STEED
How did you guess?

FATHER
You reek of Mrs. Peel's Black Leather ...

STEED
It was you who gave Valentine Peel his security clearance ... you're the mole who betrayed the Ministry.

FATHER
Mother betrayed me. She was going to replace me with a younger Father. Errand boy that's all I was. 'Find Steed...'
STEED
Well, you found me. Have a sniff of this, why don't you? Careful, the scent can be overpowering ...

Holding Father securely, Steed forces her nose into his rose boutonniere, squeezes the rubber tube, sprays a Mist. Father passes out. Steed rises, locks around.

Sees --

A grille and removes it, climbs in and replaces it before the guards return. He turns and --

308 INT. DUCTS - CONTINUOUS ACTION

308

309 INT. TORTURE CHAMBER

Emma's coffin, standing on end, like the Iron Maiden faces a wall of TV monitors as Valentine explains.

VALENTINE
People expect weather to be free. They're used to it. I call that a denial of freedom. No freedom of choice. An abuse of human rights. They buy water, electricity, gas. Why shouldn't they be able to buy their own weather if they want to? If they have a little incentive ...

Emma reacts -- also Steed (unseen) behind her.

EMMA
Such as?

VALENTINE
Destruction of their local weather systems. I can zap a thousand Chernobyls into the air.

EMMA
The result would be ...

VALENTINE
Frostbite or sunburn ... on a massive scale. You've seen a few samples...

EMMA
Then what's stopping you?

VALENTINE
One very small thing. A diamond 'cyclone' chip. A thousand times more information on a fraction of the size. If I possess that, my powers would be unlimited. My dear half-brother was developing it. But he suspected sabotage. He gave the chip to ... you, 'Mrs.' Peel. I want you. But also your ring.

Valentine takes her by the hand. Kisses --

VALENTINE (CONT'D)
A diamond. In the light, a patterned imprint. ZOOM IN -- a complex fractal equation of circuits.

EMMA
How Wagnerian ... Do you mean to say you've waited all these years because you couldn't create a chip on your own? That would have amused Peter.

VALENTINE
Speaking of Peter, there's more good news: You won't even have to change your last name. You'll always be Mrs. Peel.

EMMA
What are my choices?

VALENTINE
Choices?

EMMA
I'll never marry you.
Valentine is philosophical. He spins the sarcophagus on an axis, lying it flat -- Emma lying in her coffin as he looks down at her --

**VALENTINE**

One out of two isn't bad. I'll keep you alive, darling Emma. In a year or five, you may change your mind. If you're still in it.

Valentine presses a button. From the ceiling -- a surgical laser. Moves down to within inches of her face.

**VALENTINE**

This little toy gave me back my face. It can replace yours. What do you think? Medusa? Madame Defarge? Maggie Thatcher?

He marks an imaginary line round Emma's face.

An **ALARM BELL RINGS**. Emma reacts.

**FATHER (V.O.)**

Dr. Darling, this is Father. We have an intruder. I repeat --

Valentine switches off the PA.

**VALENTINE**

Ah. That will be Steed. He followed you. Please excuse me. I have work to do. My most spectacular performance. A ballet of clouds. It was made for you. I want to give you a heart, Emma. I want all of London to see it. And now with this ... (flourishes ring) They will.

(leans close)
And for an encore: the biggest cyclone in history will wipe the City from the face of the earth. (winks) Shape of things to come, my darling.

He stuffs a gag into Emma's mouth and closes the coffin on her muffled protests. Darkness.

Immediately, Steed tries to force his way through the grille. No such luck.

**STEED**

Blast. What to do? Mrs. Peel!
He doesn't dare say her name too loud -- and there's no
telling if she could hear him in that thing, anyway.

He turns around in the tunnel -- heads the other way.

312 EXT. SKY OVER LONDON - NIGHT

Moonlight night. Dark clouds approach like an army,
spreading shadows.

313 INSIDE CLOUDS

MOISTURE SPITS and CRACKLES, static energy waiting to explode ...

In the sky -- clouds join together like a genie from a lamp,
forming -- over the city -- a strange dark sensuous figure,
half human, half dreamlike.

That stalks the city....

314 INT. DUCTS - CONTINUOUS ACTION

Steed crawling. A rat runs over him ...

STEED
The things I do for England ...

Pitch dark, then --

Emma's coffin is opened and we see Bad Emma, looking down.

Bad Emma stares at her human double -- Emma: who looks
imploringly at her to undo the gag. Bad Emma removes it,
she --

Runs a finger down Emma's body, inside a hole torn in the
Fascinated.

EMMA
You must let me go ...

Bad Emma listens. Gently lays her head on Emma's breast,
listens to -- the HEARTBEAT. Ba-boom. Ba-boom ...

EMMA
Don't you understand? If he has me, he'll
have no use for you ... he'll destroy
you ... 

The words jolt Bad Emma back, remembering her mission. She
goes to the laser, aims it at Emma's face!
EMMA (CONT'D)

No...

Bad Emma hesitates, looks strangely human as --

315 ANOTHER PART OF UNDERGROUND H.Q.

The grille pops off and Steed emerges where the guards are waiting for him --

STEED

Oh, dear.

No escape. He takes off his bowler -- deftly removes a strip from its brim, aims it at the guards, and --

Hurls it ...

316 CLOSEUP - BOWLER (IN FLIGHT)

A glinting razor's edge, which --

Swoosh --! Slices into the closest guard before returning, like a boomerang to Steed. He taps twice hard steel as ...

317 OTHER GUARDS

run towards him, Steed swivels gracefully and - slams the bowler in their faces, a sartorial knuckleduster -- wham --! One drops -- Bam --! The other collapses, slump to the ground. Steed stoops down, picks up his hat, sees --

A dent in its steel top. For the first time, Steed loses his cool. Genuine rage.

STEED

Someone's going to pay for this.

Stepping over the nearest body, Steed moves on his way, as --

318 CLOSEUP - VALENTINE

places a ring inside a control module filled with identical-looking diamond chips ...

WIDEN to reveal ...

319 INT. CONTROL ROOM - NIGHT

Masses of dials and switches. (Off to one side, on a wall, a rack of rapiers ...) Valentine hits a switch ...
VALENTINE
Start the countdown. Action stations.
Five minutes ...

The countdown starts, red digitals going backwards --

Colorized computer screens map out hostile weather fronts.

A COMPUTERIZED VOICE STARTS to COUNT. The CLOCK TICKS.

Father enters behind him.

FATHER
Congratulations. The clouds are on course ...

VALENTINE
To explode. London will be ashes.

FATHER
Not yet! They haven't heard our terms ... !

Father tries to hit the switch. Valentine yanks her off.

VALENTINE
Are you insane? Stop the program and you activate the auto-destruct!

FATHER
But all those people -- !

Valentine strikes her hard --

VALENTINE
My cloud ballet! My cyclone!

Father slides to the floor. Valentine ignores her. Concentrates on the control panel red lights, as --

320 EXT. PARLIAMENT SQUARE - NIGHT 320

Up in the sky, more white clouds --

Darken into boiling black. They move and billow. Bubbling with gases and energy. Swirling with motion, a life of their own.

FROM river, a scarlet fog floats upwards. It gains mass and weight, slowly forming as it rolls --
THROUGH CITY STREETS
then RISES ABOVE them -- into a weird pulsating red shape.
A love heart.

CLOSEUP - DIGITAL READOUTS
Whirling backwards ...

INT. MOTHER'S UNDERWATER HQ - CONTINUOUS ACTION
Mother at the controls. RINGS the ALARM. Panic stations as --
SIRENS BLARE. WARNINGS RING OUT OVER TV and RADIO --

MOTHER
Dense cloud formation moving south-west.
On course for the center of the city. A fog floating in from the river. The prediction is ... unstable chemical reaction. Enforce the curfew ... Emergency stand by ... !

EXT. SKY OVER BUCKINGHAM PALACE - NIGHT
Bad storm clouds advance over London ... black and furious.

OVER CITY - SEVERAL ANGLES
As shadows in a whirl of chemical matter. An airborne CYCLONE of BELCHING static ELECTRICITY. The black shape now --

Forming a sensuous female shape. Like a dream wisp of ... Emma Peel with an hourglass figure. While --

FROM RIVER
The heart-shaped cloud seems to -- move towards the black genie shape -- trying to connect, to form the cyclone ... 

EXT. LONDON STREETS - SEVERAL ANGLES - NIGHT
Action stations. AIR RAID SIRENS ...
Like a re-run Blitz. Streets now eerily empty and dark. Through deserted streets --

Troops race to positions in gas masks. Searchlights illuminate clouds. Worried faces watch the skies, as --
CLOSEUP - DIGITAL NUMBERS

Fly ...

INT. HI-TECH TORTURE CHAMBER - DAY

Chaos on all TV monitors as ...

Valentine hastens down the spiral steps and opens Emma's coffin. What will he find?? Emma's there, still gagged. Looks asleep.

VALENTINE

My dear.

(pulls the gag:

kisses her)

I wouldn't want you to miss the grand finale ...

Emma opens her eyes. Valentine looks down at her, until -- a tell-tale sign: Z424.

Bad Emma is unmistakable. He strikes her -- yanks her out of the coffin.

VALENTINE

Find her. Kill her ...

He races back upstairs as ...

INT. UNDERGROUND HYDE PARK - HQ CATWALKS - CONTINUOUS ACTION

Emma makes her way through the labyrinthine superstructure of the place, crawling high on a girder over some BURBLING LIQUID below. She hears NOISE IN the DISTANCE. Suddenly --

INT. UNDERGROUND HQ - STEED - CONTINUOUS ACTION

Steed battles more guards! No time to lose.

Wham -- ! Bam -- ! Now moving with deadly earnest, Steed downs all oncomers, closing in on --

INT. UNDERGROUND CONTROL ROOM - CONTINUOUS ACTION

Steed rushes in, BOLTS the AIRLOCK behind. Pounding on door.

He sees the timer racing backwards -- stands over the controls, trying to figure out how to stop the program.

Looks for the chip -- amongst all the rest it's like trying to find a contact lens in water.
opens behind. Valentine emerges, drops the HATCH COVER with a THUD. Steed whirls.

VALENTINE
John Steed.

STEED
Valentine Peel. I see you've gone back to using your original face.

VALENTINE
The last one you'll ever see.

STEED
Perish the thought.

Valentine fulls forth a rapier from the wall.

VALENTINE
Did they tell you at Eton that I was fencing champion, too?

Steed unsheathes his umbrella, revealing ditto.

STEED
They said you were a very naughty boy.

The fight is on as the numbers grow smaller!

VALENTINE
You're better than I expected.

STEED
I was at Harrow ...

VALENTINE
But did they teach you this?

Valentine whacks the blade off Steed's umbrella handle. Laughs. A diminished phallic symbol. Steed, dumbfounded.

Valentine advances towards Steed --

Who points the umbrella at him.

STEED
Bang-bang ... you're dead.
VALENTINE
You wish.

He moves to close in, when ...

CLOSEUP - FLASH OF LIGHT

from the muzzle, as a BULLET ZIPS out, and --

VALENTINE
recoils. Blood streams from his shoulder. He looks up, devastated. Steed blows smoke away from the muzzle.

STEED
One shot -- for emergencies.

VALENTINE
(clutches wound)
That's not playing by the rules.

STEED
(echoes Emma!)
Rules are made to be broken.

VALENTINE
(pulls his own gun)
If you say so.

STEED
I do.

He FIRES again. To the heart. Valentine spins to the floor.

VALENTINE
You said ... one shot.

STEED
Did I? My mistake.

Steed turns to the console, tries to figure out how to stop the countdown, when behind the hatch opens again, revealing Emma. Valentine pulls her up, grabs her as hostage --

VALENTINE
I wouldn't do that, if I were you.

Steed turns.

STEED
Mrs. Peel -- !
Valentine has Emma, a knife to her throat, stands over the hatch.

VALENTINE
Bullet-proof waistcoats -- just the thing. I get mine from Trubshaw's. We'll be off now, won't we, darling?
(to Steed)
We wouldn't want to miss the fireworks. Figure it out if you can, Steed ...

337 DOWN HATCH
Valentine drags Emma, bolting the hatch.

338 ON STEED
He's torn briefly, but there are thousands of lives at stake; Steed goes to the control module and starts pulling out chips, looking ...

339 EXT. LONDON - CONTINUOUS ACTION - NIGHT
The biggest cyclone you've ever seen starts slowly whirling above the city, gathering momentum ...

340 NUMBERS
going down, down, down, as ...

341 INT. CATWALKS - CONTINUOUS ACTION
Valentine drags Emma backwards ...

342 EXT. LONDON - CONTINUOUS ACTION - NIGHT
The cyclone picking up force ...

343 CLOSEUP - STEED'S HANDS
pull up a chip. The red numbers freeze. WIDEN to reveal...

344 INT. CONTROL ROOM - CONTINUOUS ACTION
The SIRENS CEASE. Steed allows himself a smile of relief.

345 EXT. LONDON - CONTINUOUS ACTION - NIGHT
The giant cyclone begins to break apart ...

346 SEVERAL ANGLES - DYING STORM
Troops pulling off gas masks as ...

Steed sees the breakup of the cyclone ...

Then -- behind him -- an ominous CLICK-CLICKING as the PROGRAM reconfigures. A DIFFERENT ALARM BUZZER SOUNDS and the words:

"AUTO-DESTRUCT, 3 MINUTES"

A different set of numbers start running backwards ...

STEED
You must be joking ...

Valentine, dragging Emma, reacts to the new ALARMS.

VALENTINE
Fool ...

In his hesitation, Emma suddenly makes her move. A struggle -- Emma takes a bad fall down a landing below. Ugly THUD. Dead.

STEED
That will do.

He's materialized across the girder from Valentine. Who pulls his revolver.

VALENTINE
Aren't you forgetting about something?

STEED
You are, and it's behind you.

VALENTINE
Come, come. You don't really expect me to fall for --

Bad Emma's arms go 'round Valentine in a lethal embrace.

VALENTINE
Let go, you ... idiot ...
Uh uh. She holds him in a vice-like grip. Hugging Valentine.

STEED
I think she really likes you ... Where's Mrs. Peel?

VALENTINE
Ugh ...

As the life is squeezed out of him, Bad Emma finally smiles. Cradled together, she chokes Valentine, who gasps for breath, as --

One last desperate move on his part and Bad Emma tumbles backwards, Valentine locked in her arms in a dying embrace.

They fall into the mists and liquid below.

Steed almost falls himself as he grabs a beam for support. Looks down, sees ...

350 EMMA
Dead.

351 CLOSEUP - RING
Slips it onto her finger and ...

352 BACK TO SCENE
Kisses her. A chaste kiss on the lips. But with the force and passion of a lover. He closes his eyes, looks away in grief. The ALARM STILL SOUNDS but Steed doesn't give a damn.

Behind, Emma opens her eyes. As if revived by the kiss. Or the ring. Looks up at him.
EMMA

Steed?

Steed looks back at her -- surprise, delight.

STEED

Mrs. Peel?

EMMA

What kept you?

STEED

The plot.

(realizing)

Hello, we must be going ...

CLOSEUP - AUTO-DESTRUCT NUMBERS

Racing backwards as ...

SEVERAL ANGLES

Steed pulls Emma through the catwalks and corridors of Valentine's Labyrinth ...

MORE NUMBERS

racing to zero, nothing to stop them ...

INT. TORTURE CHAMBER - CONTINUOUS ACTION

Steed and Emma race in -- she sees the sarcophagus.

EMMA

Quick!

Emma scrambles in and Steed leaps on top of her, bringing down the lid as ...

SEVERAL ANGLES

3-2-1 -- and a BLAST like a nuclear EXPLOSION -- as the Underground HQ is fragmented to smithereens -- Emma's "coffin" goes flying ... as the SCREEN WHITES OUT.

EXT. ALBERT BRIDGE - NIGHT

Beneath the clear moonlight, all bulbs on -- like Xmas.

BELOW

it floats the coffin -- which opens, revealing ...
Steed and Emma, squashed together, gasping for breath.

**STEED**
'The owl and the pussycat went to sea -'

**EMMA**
'... in a beautiful pea green boat...'

**AVESTEED**
A fine night, Mrs. Peel ...

**EMMA**
Still a bit chilly ...

**STEED**
English weather. You know, after all we've been through, I should say we deserve a long holiday ...

**EMMA**
Have you any place in mind?

**STEED**
As a matter of fact I have ...

The coffin drifts downstream in the moonlight.

**SLOW DISSOLVE TO:**

360 **EXT. SIBERIAN ICE FIELDS - DAY**

A few weeks later. Across snowy wastes, a pack of Huskies drag a sled behind them, WHIP CRACKED by a --

Frozen fur-clad Siberian peasant. As he turns a corner, dogs stumble from ice and snow into --

361 **SAND**

The peasant stops, stares.

362 **AHEAD OF HIM**

Sun beats down. A tropical beach. A warm sea. A butler, Trubshaw. POPS a CHAMPAGNE CORK. From a tent, he brings two glasses down the beach to

363 **TWO DIVAN-STYLE DECK CHAIRS**

Where Steed and Emma toast in the sun. Steed in a smoking jacket, Emma in a bikini.
EMMA
I don't recall Siberia being this warm, Steed.

STEED
It's the latest thing, Mrs. Peel.

EMMA
Our little paradise -- just made for two?

STEED
(looks; frowns)
Not quite.

On cue from the water, Mother emerges, snorkeling in his wheelchair contraption -- with Brenda. He waves to --

STEED
Our chaperon.

EMMA
Pity your mother came, too ... 

Steed seems peeved that his chance to be alone with EMMA is spoiled. Trubshaw pours glasses of champagne.

STEED
Still a little warm, Trubshaw. Is this the '28? A little more ice, I think ...

Trubshaw trots off dutifully. A large ice bucket appears. Mother moves in. Absorbed by Emma, now his new protegee.

MOTHER
About your next assignment, Mrs. Peel ...

EMMA
Next assignment?

Steed gives his champagne to the Siberian peasant. He presses a switch -- an umbrella shoots up between them, opens up, twirls.

PULL BACK to reveal the strip of beach, like a tiny bubble of tropical weather. Against a Siberian b.g. of snow. As we WIDEN we REVEAL a giant glass bubble, hearing --

EMMA (V.O.)
Ah ... sun tan lotion. Any shops nearby?

STEED (V.O.)
Must be. Trubshaw's busy. I'll send Mother ...
PULL BACK to reveal no shop for miles around.

    MOTHER (V.O.)
    Ahem. As I was saying, perhaps another
    macaroon ...

    EMMA (V.O.)
    Thank you, Steed.

    STEED (V.O.)
    Thank you, Mrs. Peel.

Behind the umbrella -- LAUGHTER. CHINK of GLASSES.

FADE OUT.

THE END