

ROGER RABBIT TWO

"The Toon Platoon"

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FIRST DRAFT

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1 EXT. RANDALL FARM - DAY

A long driveway leads to a two-story farmhouse in the distance. There is a barn, a few trees. We SEE a pick-up truck turning into the driveway; it's door reads W. FITCH -- FEED & GRAIN. The truck pulls to a stop halfway to the house, next to a field where a combine is chugging along, hitched to the rear of a tractor, reaping the last vestiges of the fall harvest. SUPERIMPOSE the TITLE: "KANSAS, 1941."

WILBUR FITCH

Fiftyish, a cheerful sort, rolls down his window and calls to

MICHAEL AND RYAN RANDALL

Corn-fed country youths, in their mid-teens. Michael is at the wheel of the tractor, his younger brother rides behind him, keeping an eye on the combine apparatus.

FITCH

Mornin'. This the Randall place,
ain't it?

MICHAEL

Yes, sir. My pa's in the house.

FITCH

Got you working bright and early,
does he?

RYAN

We don't mind, sir.

FITCH

(to himself)

Man's raising some fine boys.

2 INT. KITCHEN - DAY

Old-fashioned and cheerful. DORA RANDALL takes a freshly baked cake out of the oven and sets it on the window ledge to cool. Dora's husband EARL RANDALL leans next to the stove, lighting his pipe. Both are in their late forties.

EARL

Now, Ma, you knew this day was
gonna come.

DORA
Oh, it can wait a while longer.
Now help me with the frosting.

She starts mixing some frosting in a large bowl. We SEE a small boy's hand slowly reach inside the window sill.

EARL
Dora, we agreed when the boy
turned eighteen, that's when we'd
tell him. There's just no sense
putting it off.

DORA
There's no sense getting him all
upset, either.
(sees the hand)
Timmy!

She crosses to the window, smacks the hand away from the cake.

DORA (CONT'D)
You keep your sticky fingers off
that, young man! You'll be lucky
if you get a piece tonight!

TIMOTHY RANDALL, aged eight, enters through the screen door
next to the window, tending to his smarting wrist.

TIMOTHY
Aw, shoot. I don't wanna wait till
tonight, I'm tired of waiting!

DORA
Well, maybe when it's your
birthday you won't have to. But
this isn't your cake, it's your
brother's.
(looks around)
Where is he, anyway?

TIMOTHY
I dunno. He said something about
goin' out to the barn to milk the
mule.

Earl and Dora react, give each other an apprehensive look.

3 EXT. RANDALL FARM - DAY

Fitch's truck is parked by the barn; he's unloading a few bags
of feed. Suddenly we HEAR a panicked mule BRAYING at full
blast. Fitch turns to the barn just as

ROGER RABBIT

comes crashing through the side of the barn in a shower of splintered wood, wearing blue denim overalls, hurtling through the air like a cannonball. Fitch watches him, craning his head, as Roger sails over the main house, headed straight for

THE FIELD

Where the combine is making it's final pass. Roger lands head first directly behind the tractor's hitch, in the midst of some stalks of corn. He pulls his head out of the ground with a POP, shakes it, then his eyes bug out of their sockets as he sees

THE COMBINE BLADES

coming right at him. Roger tries to run, but gets caught up in the machine, and proceeds to get threshed, folded, spindled and mutilated as

FITCH

takes this all in, his face twisted in horror.

FITCH

Sweet Mother of Jesus!

Fitch grabs a first-aid kit from his truck. Michael shakes his head, shuts off the combine as:

ROGER

pokes his head up from the bowels of the machine.

ROGER RABBIT

Yes, sir, that'll get ya started in the morning!

ANOTHER ANGLE

Roger disengages himself from the machine as Earl and Dora step out to the porch.

ROGER RABBIT (CONT'D)

(calling out)

Hi, mom! Hi, dad!

EARL

You okay, son?

ROGER RABBIT

Nothing to fret about, Pater! I'm still in one piece, aren't I?

With this, Roger starts to fall, slice by slice as if he was a loaf of bread, onto the ground. Fitch stands there, in a stupor, drops his first aid kit on the ground. Roger's mother just shakes her head, mildly exasperated.

DORA

Oh, that boy...

4 EXT. RANDALL FARMHOUSE - NIGHT

The lights are on downstairs. We HEAR:

RANDALLS

(singing)

Happy birthday to you, happy
birthday to you...

5 INT. RANDALL DINING ROOM - NIGHT

Earl Dora, and their boys are sitting at the table. A cake sits in front of Roger, his face is illuminated by the eighteen candles sticking out of it.

RANDALLS

Happy birthday, dear Roger, happy
birthday to you!

ROGER RABBIT

(looking at it)

Oh, joy, carrot cake. I love
carrot cake. I love carrot
anything.

RYAN

Well, go on. Make a wish and blow
'em out.

DORA

(quick)

No, no, Ryan, we don't do that
anymore.

TIMOTHY

Come on, Roger, let 'er rip!

EARL

Timmy, no!

ROGER RABBIT

Here goes nothing!

Roger takes in a huge breath, his stomach swelling to the size of a weather balloon. His family dives under the table just as

ROGER

blows on the cake with an exhalation of such hurricane force that everything on the table, the cake included, is sent flying towards the wall on the other side of the room.

6 EXT. RANDALL FARMHOUSE - NIGHT

As the dining room window shatters and the cake flies through, hurtling through the air like a line drive at Wrigley Field.

7 EXT. KANSAS FARMLAND - NIGHT

As the cake continues it's journey, sailing through the sky towards:

8 EXT. FARM PORCH - NIGHT

An elderly couple are sitting on rockers, taking in some night air, as the cake sails past them, splattering on their front door. They react, calmly turn to each other.

ELDERLY MAN

Randall boy must be having another birthday.

9 INT. RANDALL LIVING ROOM - NIGHT

Small and cozy. Dora's needlepoints adorn the walls. Earl and Dora are standing next to the sofa as Roger enters.

ROGER RABBIT

Mater? Pater? You wanted to see me?

EARL

Sit down, Roger. We need to have us a little talk.

Roger does. Earl and Dora cross over to him.

EARL (CONT'D)

Son, have you ever noticed that you're just a might...different from the other kids at school?

ROGER RABBIT

No.

DORA

Well, like, remember the time you and Butch Cooper were playing at the rock quarry and all that dynamite went off in your face? Butchie went to the hospital but nothing happened to you.

ROGER RABBIT

Sure, because I take my vitamins, just like you tell me to.

DORA

(with difficulty)

Honey, you know we've always loved you like you were our very own, but...well, you're not.

EARL

We're not your real mom and dad.

(gestures to porch)

We found you right outside there in a little Easter basket, nearly eighteen years ago.

DORA

There was this real nice note stapled to your ear, sayin' how your mother loved you, but times were tough, and she figured we could give you a better life than she could.

ROGER RABBIT

But how could she desert me like that? It's inhuman!

EARL

I'm glad you brought that up, son.

10 EXT. RANDALL FARMHOUSE - NIGHT

There is a beat, then we HEAR Roger's voice.

ROGER RABBIT (O.S.)

A Toon?!

11 INT. FRONT HALL - NIGHT

As Roger bursts in from the living room, dashes around the first floor in a state of panic. Earl and Dora run in.

ROGER RABBIT

A Toon?! Me?! That's impossible!

DORA

Roger, calm down! Don't lose your head, blow your fuse, flip your lid!

EARL

Count to ten, ease up, take a Bromo!

ROGER RABBIT

It can't be! It's a cruel hoax, a hoodwink, a snow job!

He throws himself on the stairs. They cross over to him.

EARL

Son, listen to us...

ROGER RABBIT

I don't believe it, I can't believe it, I shan't believe it...
(looks up at them)
What's a Toon?

DORA

It's nothing bad, dear. It just means you're not quite the same species as most folks.

ROGER RABBIT

(realizing)
Now I know why all the guys at school stare at me in the shower.

EARL

We figured this'd be quite a jolt, Roger. You'll get by it in time, though, we know you will.

ROGER RABBIT

But this...this is terrible. A tragedy of epic portions.
(impassioned)
Who am I? What am I?

Earl grabs him by his ears, pulls him up to his face.

EARL

You're our oldest boy, that's what you are. It never mattered to me one lick where you came from... you're my son.

Roger reacts to this, looks at both of his parents, smiles, then slowly crosses over to the window.

ANGLE - ROGER

Looking out the window into the night. His father crosses up next to him.

ROGER RABBIT
I gotta find her, pa.

EARL
We know.

DORA
I guess you'd better have this,
then.

She crosses to the hall closet, takes out a large, gift-wrapped box, brings it over to Roger.

DORA (CONT'D)
Happy birthday, son.

ROGER RABBIT
For me?

Roger opens the box to REVEAL a pair of red overalls that we've seen before, along with a polka-dot bow tie.

ROGER RABBIT (CONT'D)
Oh, mater! My favorite color! And
I didn't even know I had a
favorite color!

DORA
It was gonna be your Sunday suit.
But if you're going out in the
world you should look your best,
don't you think?

Roger looks at her a moment, a tear welling in his eye, then hops into her arms. They hold each other for a moment, then he looks at both his parents, sniffing.

ROGER RABBIT
Remember when I was a baby, how
you could always get me to stop
crying?

Dora smiles at him, then WHACKS him on the head. We SEE stars circling. Earl grabs one of them and tickles Roger and he bursts into uncontrollable laughter.

ROGER RABBIT
 (hysterical)
 No! Stop! You're killing me! I'm
 dyin'! Please!!

12 EXT. RANDALL FARMHOUSE - NIGHT

As we PULL BACK through the window, we SEE Roger's parents as they continue to tickle him on the stairs.

13 EXT. RANDALL DRIVEWAY - DAY

Roger, dressed in his familiar red suit, walks down the driveway, waving to Earl, Dora and the kids, who are all standing on their porch. A handkerchief with all his belongings is tied to a stick that rests on his shoulder.

ROGER RABBIT
 ...and I'll write every Tuesday,
 and I'll call every Friday, and
 I'll write and call every Sunday,
 just like you said!

EARL
 Remember, son, you keep a good
 head on your shoulders and you'll
 be fine!

ROGER RABBIT
 (to himself)
 Or was it write every Friday and
 write and call every Monday. Maybe
 it was call every Tuesday, but
 don't write or call on every
 Saturday...

Roger's family gives him one last wave, heads into the house.

14 EXT. KANSAS ROAD - DAY - DRIVEBY

As a 1935 Ford coupe, somewhat worn and grimy, makes it's way past the farms and the cornfields.

15 INT. FORD - DAY - MOVING

On RICHIE DAVENPORT, twenty-four, good-looking, performing a Shakespearean monologue for no one in particular as he drives.

RICHIE
 For in that sleep of death what
 dreams may come, When we have
 shuffled off that mortal coil,
 Must give us pause. There's the
 respect that makes...that makes...
 that makes what...

Richie looks down and checks the text on the seat beside him.

RICHIE (CONT'D)
(finds it)
Calamity!

16 EXT. ROAD - DAY

Roger, at the end of his driveway, still waves, calls out to his now absent family.

ROGER RABBIT
And don't worry, some nice person
is bound to give me a--

WHAM!! Roger is creamed by the Ford. Both the car and the rabbit hurtle OUT OF FRAME. The hankie and the stick remain suspended in the air for a beat, then they fall to the ground.

17 INT. FORD - DAY - MOVING

Richie quickly looks up from his book, reacts to:

ANGLE - ROGER RABBIT

With his face plastered and distorted across the entire windshield.

ANGLE - RICHIE

Who screams in horror, and slams on the brakes.

18 EXT. FORD - DAY

The Ford fishtails to a stop, it's tires SQUEALING, and Roger bounces off the hood and disappears. Richie just sits there for a few beats, frozen, taking deep breaths, both hands gripping the wheel. Then Roger's head pops INTO FRAME right next to the driver's window, Richie jumps out of his skin, screams again.

ROGER RABBIT
Going my way?

19 INT. FORD - DAY - MOVING

Richie is behind the wheel. Roger sits in the passenger's seat.

RICHIE
I figured you for a dead duck back
there. I didn't think there were
any Toons around these parts.

ROGER RABBIT

Me, neither. By the way, I'm Roger.

RICHIE

Richard Davenport.

ROGER RABBIT

Nice to meet ya, Richie! See, I was left here by my mother. You haven't seen her, have you?

RICHIE

Sorry.

ROGER RABBIT

I have a picture of her. She left it in my Easter basket because she loved me, even though she forsook me.

Roger takes out a timeworn photograph, holds it out to Richie.

INSERT - PHOTOGRAPH

Of a group of about sixty rabbits, squeezed into a small photo. Standing beside them we SEE the bottom half of an adult Toon Rabbit, wearing a polka-dot dress. The rest of her is out of the picture.

ROGER RABBIT (CONT'D)

That's my mother. She's beautiful, isn't she?

RICHIE

Yeah, I guess.

Roger looks at the floor of the car, in front of his seat, SEES an eight-by-ten head shot of Richie. Underneath it there's a stack of another three hundred photos, all exactly the same. Roger rapidly flips through them and reacts.

ROGER RABBIT

Wow...your mother must really love you.

RICHIE

I'm an actor. At least I'm going to be. Just gimme a week in Hollywood.

ROGER RABBIT

Oh, is that where we're going?

RICHIE

(reacts, looks over)

We? Uh, hang on a minute, buddy.
I'll take you as far as the next
town, okay? No offense, but I--

ROGER RABBIT

(not listening)

Hey, here's another one.

At the bottom of the stack of Richie's eight-by-tens, Roger discovers one last photograph, wedged in between two pieces of dirty cardboard.

INSERT - PHOTOGRAPH

Of Richie, wearing a flight suit and goggles over his head, standing next to a P-47 fighter plane, smiling at the camera.

ROGER RABBIT (CONT'D)

Ohhh, you're a flyboy?

RICHIE

(sees photo, reacts)

Hey!

(snatches it away, in
a burst)

What I am or what I'm not is none
of your goddam business, you got
that? Like I need the goddam Air
Force Flight School, with their
chicken-shit rules and their hot-
shot instructors on your ass every
second! Throttle up, throttle
down, climb, climb!

(singing, bitterly)

Off we go, into the wild blue
yonder...

(back to Roger)

Who needs that?!

ROGER RABBIT

(somewhat nervous)

Uh, yeah. Right.

Roger slides gingerly to the far end of the seat, giving Richie an uncertain little smile.

RICHIE

(calms down a bit)

What I mean is, the flying was
great, I just couldn't take all
the B.S....so I quit.

Roger responds with another nervous, affirmative squeak, then just looks out the window as Richie continues to drive.

20 EXT. FORD - DAY - LONG SHOT

As the car continues west on a country road.

21 INT. FORD - DAY - MOVING

A little later. We are CLOSE on a now relaxed Roger, still looking at the scenery, and obliviously humming "Off We Go Into The Blue Yonder" to himself. CAMERA slowly PANS to Richie, who gives Roger a look, but restrains himself.

22 EXT. SIDE OF ROAD - DAY

Further down the highway. The Ford pulls off the pavement and stops on a stretch of dirt.

23 INT. FORD - DAY

Richie reaches across and opens the passenger door.

RICHIE

Well, good luck, pal.

ROGER RABBIT

But you said you were gonna take me to the next town.

RICHIE

(shrugs)

I did.

He points out the open passenger's door. Roger looks out at:

ROGER'S P.O.V.

A ramshackle little roadside gas station with a couple of dilapidated shacks on either side. An OLD MAN sits on a rocker in front of the station, whittling on a stick. A beat-up sign in the f.g. reads: VOIDVILLE, KAN. POP: 6.

RICHIE

See ya around.

ROGER RABBIT

But, Richie, my mother was going west when she left me. That's where you're going, and--

RICHIE

Hey, nothing personal, I just make better time alone. You'll get a ride real fast.

ROGER RABBIT

But, please. I'll be good. I won't say a word. I'll be quiet as a mouse, silent as a movie, mute as a--

RICHIE

(exasperated)

Look, maybe I'm not in the mood to drive two thousand miles with a talking ink blot!

Roger is a bit stunned and genuinely hurt.

ROGER RABBIT

Oh, yeah. I...guess I forgot. See ya.

Roger gets out of the car, reaches in the back for his hankie and stick, and starts walking, somewhat Chaplinesque, down the highway. Richie watches this for a few beats, sighs, and puts the car back in gear.

24 EXT. SIDE OF ROAD - DAY

As the Ford pulls alongside Roger, and Richie rolls down the passenger window, calls out to him as Roger continues to walk.

RICHIE

Hey, I'm a little wound up, that's all. I've been on the road three days straight.

ROGER RABBIT

(curt, keeps walking)

That's okay. Thanks for reminding me of my sub-humanity.

RICHIE

All right, I might as well take you to the next town.

ROGER RABBIT

That won't be necessary.

Richie stops on a small incline, puts the car in neutral, pulls on the emergency brake and gets out, blocking Roger's path.

RICHIE

Look -- I said I was sorry, so just get back in the goddam car!

ROGER RABBIT

(looks at him a beat)

You didn't say please.

RICHIE
(sighs, then relents)
Please.

Roger, in a split-second, dashes back to the Ford and hops in the driver's seat, like a little kid.

ROGER RABBIT
So can I drive? Huh? Can I? Can I?

RICHIE
No! Just move over, and look out the window, and shut up!

ROGER RABBIT
Yes, sir! Right away! Your wish is my command!

25 INT. FORD / EXT. ROAD - DAY

As Roger slides over on the seat. We SEE Richie through the windshield, walking to the car. Roger bumps into the emergency brake lever, it releases, the car starts to roll backwards down the hill. Richie reacts, starts to trot after it.

RICHIE
Hey! Hey, what're you doing?!

ROGER RABBIT
Nothing, just like you told me.
(a beat)
Why are you getting farther away?

RICHIE
Just hit the brake!

ROGER RABBIT
Yes, sir. On the double.
(looks around)
Incidentally, what's a brake?

Richie runs faster, more urgently as the Ford gathers speed.

RICHIE
(gesturing)
Down there! The big pedal on the right! Hit it, fast!

ROGER RABBIT
My right or your right?

The Ford flies backwards now, totally out of control.

RICHIE
Just hit something and stop the
goddam car!!

Roger glances out the rear window, realizes he's headed
straight for

THE GAS STATION

and, more specifically, the two pumps. He turns back to Richie.

ROGER RABBIT
Okey-dokey!

26 EXT. GAS STATION - DAY

As the Ford SLAMS into the two pumps, which triggers a gigantic
EXPLOSION. Richie reacts as

THE FORD - LONG SHOT

is hurled five hundred feet straight up into the air.

THE OLD MAN

at what's left of the station watches this, and stops whittling
to nonchalantly reach behind him and turn the "OPEN" sign on
the door around, so it now reads "CLOSED--SORRY WE MISSED YOU."

RICHIE

Just stands there, dazed, as it starts raining fenders, auto
parts, and all three hundred of his eight by ten glossies.
Finally Roger lands with a SPLAT a few feet in front of him,
holding on to the charred, twisted brake pedal.

ROGER RABBIT
I found it!

Richie gives him a look, walks over and kicks an auto part.

RICHIE
I can't believe this. I'm screwed,
in the goddam middle of nowhere!

ROGER RABBIT
Don't worry, Richie, it'll be
okay. We'll get to Hollywood
somehow.

Richie looks at Roger, considers a beat.

27 EXT. SIDE OF ROAD - DAY

It's deserted. We SEE a car approach, and just as it's ready to pass us, Roger is tossed up from a ditch onto the roadway. The car's tires SCREECH, it moves OUT OF FRAME. We HEAR a THUD.

28 EXT. HIGHWAY JUNCTION - DUSK

Many miles further down the road. The car slows, turns right onto another highway, then stops. The door opens and Richie emerges, followed by Roger, who's a little dazed.

DRIVER

(to Richie)

Hope you get another ride.

RICHIE

I wouldn't worry about it, sir.

29 INSERT - OVERHEAD MAP OF WESTERN USA

As we watch a line etching it's way across the western plains, the Rockies, and then the deserts. Every 100 miles or so the line stops, we HEAR a SCREECH of tires and a THUD, and the line resumes it's movement, finally ending at:

30 EXT. HOLLYWOOD BOULEVARD - DAY

CLOSE on a street sign, indicating the corner of Hollywood and Vine. WIDEN to REVEAL pre-war Hollywood, bustling, noisy, and not-quite-yet-so tawdry. A Dodge sedan pulls to the curb, the back door opens and Richie emerges, followed by a thoroughly senseless Roger, who staggers around on the curb, a number of bells and cuckoo clocks circling his ears.

RICHIE

(to driver)

And next time, watch where you're going!

The car pulls away. Richie picks up his suitcase.

RICHIE (CONT'D)

Nice trip, huh?

ROGER RABBIT

(still reeling)

Oh, yes, I enjoyed it enormously.

Roger shakes his head, clearing away the bells, then has a look around. The sidewalk is jammed with people, moving along at a hurried pace. Roger finds himself dodging out of their way.

ROGER RABBIT (CONT'D)
Wow. Now I know we're not in
Kansas.

RICHIE
Yeah, anyway...take care of--

Suddenly Roger sees a TOON, WILE E. COYOTE, in the middle of
the crowd, headed straight for him. He panics, jumps on Richie.

ROGER RABBIT
Yaaaah!

RICHIE
What're you doing!

ROGER RABBIT
What's that horrible thing?!

Richie turns, and they both watch Wile E. glance at a shopping
list in his hand, then turn into the entrance of an old
building, above whose doors we SEE a sign reading: "ACME
CORPORATION -- WORLD HEADQUARTERS."

RICHIE
Relax. That's another Toon. See?
There's lots of 'em.

We SEE the Boulevard again, and now notice, peppered amongst
the humans, a number of various TOON-TYPES.

ROGER RABBIT
Hey...
(turns to Richie)
Maybe I'll find my mother here.

A middle-aged couple passes, then stops and stares at Richie.
He realizes Roger is still embracing him, and shoves him away.

RICHIE
Will you just get off of me?!
(off Roger's look)
Look, you gotta find your mom, and
I got a lot of stuff to do, so I
guess this is so long. Good luck,
okay?

Richie starts walking, leaving a deflated Roger alone on the
sidewalk. He waves at Richie.

ROGER RABBIT
So long.

RICHIE
Right.

ROGER RABBIT
In fact, I think I'll start
looking right this minute.

RICHIE
(still walking)
Great, good idea.

ROGER RABBIT
And don't worry about me, I'll be
fine. Happy as a clam, calm as a
cucumber...
(trailing off)
Safe as a bug in a...rug.

Richie disappears into the crowd. Roger stands there, a little
frightened and unsure what to do. Then he takes his family
photograph out of his pocket and approaches a passer-by.

ROGER RABBIT
Scuse me. I'm looking for my
mother, have you seen her?
(to another)
Hello? Have you seen my mother?

The passers-by simply ignore him. He starts up the block,
continuing to question them. We SEE the famed jeweler's clock
at the corner of Hollywood and Wilcox, indicating that it's
nine sharp.

31 EXT. CITY BLOCK - DAY

Another clock hanging over a bank now reads two-thirty. Roger
comes around the corner, tired and depressed.

ROGER RABBIT
(to more passers-by)
You haven't seen my--
(they ignore him)
I guess you haven't.

He sighs, walks a few more steps. We HEAR VOICES on a radio,
coming through the open door of a barber shop.

RADIO ANNOUNCER (V.O.)
And now, Old Gold Cigarettes, the
brand more throat specialists
recommend, presents--
(with dramatic
emphasis)
Mr. Keene, Tracer of Lost Persons.

Roger stops, steps closer to listen.

RADIO ANNOUNCER (CONT'D)
 Each week at this time, Mr. Keene
 utilizes the latest methods of
 science and psychology to locate
 the missing, and bring loved ones
 together.

32 INT. BARBER SHOP - DAY

A BARBER is strapping his razor. A CUSTOMER sits in the chair,
 his face covered in hot towels as Roger runs in the door.

ROGER RABBIT
 Scuse me! That voice on the radio,
 where's that coming from?

BARBER
 (shrugs)
 I dunno. Beat it, will ya?

ROGER RABBIT
 But my mother! He can find her!

CUSTOMER
 (from under towel)
 Mutual Broadcasting Studios. Two
 blocks down.

ROGER RABBIT
 Oh, thank you, thank you!
 (hops on him, gives
 him a wet kiss)
 A thousand times thank you!

Roger runs out the door as the customer yanks off the towels
 and starts spitting to his right, disgusted. Only after he sits
 up again do we realize that it's EDDIE VALIANT.

EDDIE
 Toons...

We slowly PAN back to the radio. The show has just begun.

RADIO ACTOR (O.S.)
 I had just closed the McGee case,
 and I was headed home for good
 night's sleep. My door opened, and
 in walked the kind of woman you
 wouldn't mind staying awake for...

33 INT. MUTUAL RADIO STUDIOS - DAY

CLOSE on a sign, lit up, reading ON AIR. We slowly PAN, passing
 a director's booth full of people, as we HEAR SFX of a DOOR
 OPENING, then a familiar sultry VOICE.

JESSICA (O.S.)

Mr. Keene? My name is Victoria Van Cortland. You've got to help me.

RADIO ACTOR (O.S.)

How'm I doing so far?

JESSICA (O.S.)

I like a guy with a sense of humor.

On this, we REVEAL the two actors, standing in front of a microphone. A non-descript RADIO ACTOR reading the voice of Mr. Keene, and a humanoid toon, JESSICA KRUPNICK. It is a Jessica we know, but not quite as we remember her. Her voice is deep and quite seductive, but a somewhat drab outfit conceals her figure, she wears little make-up, her hair is up in a bun. She wears glasses as they read their scripts.

RADIO ACTOR

I made a mental note to learn some new jokes, then took her coat. I guess you could say she had a good figure, if 38-22-36 is what you figure is good.

JESSICA

It's my husband. He's disappeared. I can't believe he'd leave of his own accord.

RADIO ACTOR

As I was trying to figure that one out myself, the door slowly opened.

Jessica now does the SOUND EFFECT of a door creaking. It's a perfect simulation.

RADIO ACTOR (CONT'D)

I was too busy to notice the barrel of another kind of 38 pointing in our direction.

Jessica now reproduces the COCKING and FIRING of a gun.

RADIO ACTOR (CONT'D)

I pushed her down and ran out into the hall, tackling the guy just as he got to the water cooler.

Jessica now does GLASS SHATTERING, the GLUG-GLUG of WATER POURING out of a bottle, and finally a fist-fight, replete with PUNCHES and FURNITURE BREAKING. It's a tour-de-force.

ANGLE - BOOTH DOOR

As we HEAR the RECEPTIONIST'S muffled VOICE.

RECEPTIONIST (O.S.)

Hey, you! You can't go in there!

As the actor continues reading, Roger bursts into the studio, followed by the RECEPTIONIST, thirtyish. Roger runs up to the actor, not noticing Jessica.

RADIO ACTOR

I pinned him in the corner, and--

ROGER RABBIT

Mr. Keene? Can I have a moment of your time, a minute of your life, a scintilla of your schedule?

RADIO ACTOR

Who the hell is this schmuck?

(as he covers mike)

Oh, Jesus...

RECEPTIONIST

Will you please get out of here?!

ROGER RABBIT

But Mr. Keene can find my mother!

The radio said so!

OTTO GREEN, the station manager, enters. Mid-fifties, rotund, jolly-looking, with a shock of red, curly hair.

OTTO

What's going on in here?

RECEPTIONIST

I'm sorry, Mr. Green, he--

OTTO

(to director's booth)

Go to commercial! To commercial!

He points to the booth, running his finger across his throat. Jessica runs over to a corner, joining a trio of singers. She immediately does the sound effect of a COFFEE PERCOLATOR, then the girls chime in, SINGING the Maxwell House Coffee JINGLE. During this, people are frantically running around the booth, in and out of the studio, knocking things over as the receptionist and a security guard try to grab Roger.

ROGER RABBIT
 (into radio mike)
 Hello out there in radioland? I'm
 trying to find my mother.
 (takes it out)
 I've got a picture. See? She's--

Roger is tackled and knocked OUT OF FRAME by a phalanx of security people as the JINGLE continues.

34 EXT. MUTUAL RADIO STUDIOS - DAY

As two beefy security guards shove Roger into a revolving door inside the lobby. They give it a hefty shove and the door starts to spin wildly with Roger still trapped inside. It ejects him like a bullet and he SLAMS into a fire hydrant, just sits there for a beat, dazed.

JESSICA (O.S.)
 Excuse me. I think you dropped
 this?

Roger slowly turns and looks behind him. His eyes widen and his heart starts to pound through his overalls.

ROGER'S P.O.V. - JESSICA

At the door to the building, her glasses off now, holding up his photograph. All the other people, and the building itself, become a swirling, animated BLUR. All Roger can see is her. When she talks, her voice is amplified and distorted.

JESSICA (CONT'D)
 Are you all right?

As she crosses over to him, the b.g. comes back into FOCUS. She holds out the photograph.

JESSICA (CONT'D)
 This is yours, isn't it?

ROGER RABBIT
 (snapping to)
 My picture! Oh, thank you, thank
 you! I'll put it away as soon as
 my pocket stops pulpitating.

JESSICA
 Look, this is just a radio show.
 The only real person Mr. Keene
 finds every day is his bartender.
 (holds out her hand)
 Jessica. Jessica Krupnick.

ROGER RABBIT
(shakes)
Roger. Roger I don't know.

JESSICA
(glances at guards)
You'd better go on home before you
get in any more trouble.

ROGER RABBIT
I don't have one. Maybe I can stay
with you. I won't hog the covers,
I promise.

JESSICA
(a bit unsure)
Thanks, I'm afraid I already have
a roommate.
(considers a beat)
But I think my building has a
little place for rent in back.
Here's the address.

She takes out a pen, writes it on his ear.

JESSICA (CONT'D)
Well, see ya.

Roger just gazes at her as she walks away, stroking the ear
that she wrote on.

ROGER RABBIT
(dreamily)
Yeah...

35 EXT. OFFICE BUILDING / STREET - DAY

Richie, carrying a copy of Variety, arrives at an office who's
door reads "Benay and Stein Talent Agency." He checks his list,
has a quick look at himself in a plate-glass window, then opens
the door, just as another guy his age is being shoved out by a
cigar-chomping agent-type.

AGENT
Look, kid -- there's a thousand
good-looking guys just like you.
(indicates Richie)
Some not so good-looking. Give
yourself a break, go back to Ohio.

He slams the door in the guy's face. The guy starts up the
block, Richie crosses the agent's name off his list, then has
one more look at himself in the window.

RICHIE
What's he talkin' about?

Now Richie starts walking up the block, passing a line of armed forces recruiting stations. First the Army, then the Navy, and finally he stops in front of

AN AIR FORCE POSTER

It features a fighter plane, soaring out of the clouds. A logo underneath reads "Air Force -- The Sky's The Limit!" Richie just looks at it a moment, then the door opens and SGT. BOLINSKI, a burly guy in forties, comes out and puts an arm around Richie's shoulder. He is whistling "Off We Go Into The Wild Blue Yonder." Richie tenses a bit.

SGT. BOLINSKI
So, how about it, you wanna be a fighter jockey?

RICHIE
No thanks, Sarge.

SGT. BOLINSKI
Come on, buddy.
(points to poster)
That could be you up there.

RICHIE
I said no thanks. I got better things to do.

Bolinski reacts to this, takes his arm away.

SGT. BOLINSKI
Okay...it's just as well, kid. The Air Force is pretty particular about who we take.

RICHIE
Yeah. I hear you gotta be either a fruit or an asswipe.

SGT. BOLINSKI
You mean like those guys?

Richie turns, reacts. We SEE three rather large, uniformed Air Force Cadets standing at the doorway, glaring at him. Richie offers a weak smile.

36 EXT. RABBIT PUNCH LOUNGE - DAY

A neon sign hangs over the door. There's a caricature of a smiling rabbit, wearing a sailor's cap and boxing gloves. TILT DOWN to REVEAL the window, decorated with nautical trappings. A small cardboard sign in the bottom of the window reads "NO TOONS." A beat, then Roger bursts out of the door and races up the block, followed by three large, uniformed Navy sailors, in hot pursuit. He's holding his photograph.

ROGER RABBIT

(calls back to them)

I said my mother had a nice tail,
not yours!

37 EXT. NEARBY STREET - DAY

Richie sprints up another block, with the three Air Force thugs right on his tail. He crosses the street, dodging cars, finally hopping over the hood of one, and tears around a corner.

38 EXT. STREET - DAY

Where Roger continues his flight from the sailors, swerving back and forth, then ducking into

A CROWDED RED CAR

which starts to move, right after the sailors get on board after him. We HEAR Roger's voice from inside the car as it moves down the block.

ROGER RABBIT (O.S.)

Pardon me, scuse me, pardon,
please, oops, coming through...

The Red Car stops again and Roger bursts out of the back door. He races up the block and turns into an alley. A moment, then Richie runs around the corner, looks over his shoulder at the Air Force guys about a half-block behind him, then ducks into the same alley.

39 EXT. ALLEY - DAY

As Richie continues to run. He glances back, and now sees:

THE SAILORS

running towards him. Totally baffled, he whacks his head with his hand, then turns around again to see the Air Force guys running in as well. Richie runs even faster now, takes a left, runs a bit more, then realizes he's headed straight for

A DEAD END

He goes to the end, looks around. It's hopeless. Then he HEARS:

ROGER RABBIT (O.S.)
(from above him)
Richie! Hey, Richie!

Richie looks up. Roger is on the ledge of a fire escape, one story above. A ladder leads from the ground up to him.

RICHIE
What're you doing here?!

ROGER RABBIT
Come on up, hurry!

RICHIE'S P.O.V.

Looking directly up at Roger. We SEE Richie tense up again.

RICHIE
Forget it. That's...that's the
coward's way.

The inter-branch contingent runs around the corner, stops. They see their respective quarries trapped at the end, smile and casually start walking towards them.

ROGER RABBIT
Richie, come on!

RICHIE
I can't, Roger.

ROGER RABBIT
But you'll get murtalized! They'll
destroy, disrupt and degender you!

RICHIE
I can't, I told you!

ROGER RABBIT
But it's only--

RICHIE
(cuts him off, a
burst)
I'm scared of heights, okay?!
I get three feet off the ground
and I faint! I didn't quit Flight
School, I washed out!

Roger reacts to this as a hand comes INTO FRAME and spins
Richie around. The three Air Force guys are right there.

AIR FORCE GUY
So...which one of us is the
asswipe and which one's the fruit?

The last thing Richie SEES is the biggest guy's fist.

40 INT. APARTMENT - DAY

It's small, with windows on either side of the living room. The blinds are drawn. We are CLOSE on Richie, lying on a sofa, with a cut on the bridge of his nose. His shirt is rumpled and torn. He slowly opens his eyes, reacts to

WENDY ROWAN

Twenty-two and pretty. She leans over him, gently dabbing his wound with a damp washcloth.

WENDY
Hi. How're you feeling?

RICHIE
(confused)
Okay, I guess. Who are you?

WENDY
Wendy Rowan. I'm Jessica's
roommate. We live down the hall.
(indicates room)
How do you like your new place?

RICHIE
Huh?

WENDY
Your friend Roger rented it for
the two of you.

RICHIE
(sits up)
What?!

WENDY
Easy, easy. You know, you're
lucky. Not that many places take
Toons.

RICHIE
(gets to his feet)
Hey, I don't give a flying frig
what they take. All I know is...
(suddenly tense)
What floor are we on?

WENDY

First.

RICHIE

(quickly recovering)
Yeah, well, anyway, that dumb
rabbit's been nothing but bad luck
since the day I hit him. And who
the hell is Jessica?

WENDY

(looks at him a beat)
I was wondering why anyone would
want to beat the crap out of such
a nice-looking guy. Now I know.

Richie reacts as the door swings open and Roger enters, with a
couple of grocery bags.

ROGER RABBIT

Hi, roomie!
(a groan from Richie)
Oh, still feeling a little
bruised, battered and bewildered?
Well, I've got the perfect thing.
(opening the bag)
You just mix a little ammonia with
some thumb tacks. It really hits
the spot.

RICHIE

(turns to Wendy)
I'm supposed to live with that?

ROGER RABBIT

And I got everything else we need.
(takes out items)
Soap, Q-Tips, his and his towels.
Oh, and I wanna show you some
swatches for the new curtains.

RICHIE

(to himself)
Why couldn't I have been blown up
with the car.

WENDY

If I were you I'd be thanking him.
It's a real nice apartment. It
just needs a little light.

She opens the blinds on the right to REVEAL a half-open window
looking out to an ordinary street, with apartment buildings,
cars, palm trees, etc.

WENDY (CONT'D)

See? You get a lot of sun in the morning.

(crosses to other side of room)

And you'll have a hard time finding another place, especially one this cheap.

She's at the other side now. She casually pulls open the blinds. Suddenly a giant TOON FLY, about the size of a basketball, buzzes through the open window.

RICHIE

(startled)

Look out!!

WENDY

(matter-of-fact)

Damn flies.

She shoos the fly out the window. Richie and Roger cross over.

THEIR P.O.V. - TOONTOWN

As colorful and animated as ever. Toon buildings, Toon cars in the street, not to mention the Toons themselves, walking, crawling and flying in every direction. Roger is dazzled.

ROGER RABBIT

What is that?

WENDY

(shrugs)

Toontown. We're right next to it. Why do you think the rent's so low?

ROGER RABBIT

(building excitement)

This is it. She's out there somewhere. Now I know I'll find her!

(turns to them, grandly)

I'll be back with my mother, or my name isn't Roger...

(considers a beat)

...Rabbit!!

Roger hops out the window and runs up the Toon street, taking it all in. Wendy watches this, smiling, then closes the window.

WENDY

He's a sweet little guy.

RICHIE

Yeah.
(gesturing to latch)
Now lock it.

41 EXT. APARTMENT / STREET - DAY

Later that day. Richie exits the building, still wearing the same torn, rumpled clothes. He looks around, starts walking up the street as Wendy comes out the door with a grocery list.

WENDY

Hi, there.

RICHIE

(stops, turns back)
Hi.

WENDY

(surveying him)
Well, I guess if you've found a
look that works, keep it.

RICHIE

Right now it's the only one I got.

WENDY

Oh. There's a men's shop next to
the market.
(indicates list)
I'm picking up a few things.

She starts walking down the block. Richie considers a beat,
then catches up to her.

RICHIE

Look, I'm sorry about before. It's
been a rough couple of days.

WENDY

Roger told me you're breaking into
the movies. I've been trying since
March.

RICHIE

Yeah? You're an actress?

WENDY

What do you mean? You can't tell?
(off his look)
That's okay, no one else can,
either.

RICHIE

Actually, you look a lot like
Carole Lombard. And you're just as
snotty.

WENDY

(complimented)

You think so?

RICHIE

Scout's honor.

WENDY

Anyway, Jessica promised she'd get
me a job on one of her radio
shows. You know, screaming or
something.

RICHIE

You pretty good at that?

Just as a couple pass them, Wendy lets out a blood-curdling
SCREAM. Traffic SQUEALS to a halt, Richie and the couple react
with a start. Richie quickly covers her mouth with his hand.

RICHIE (CONT'D)

(to the couple)

She doesn't get out much.

42 INT. FOOD MARKET - DAY

Wendy is at the check-out stand, unloading a cart full of
groceries. The cashier, DORIS, a pleasant middle-aged woman, is
ringing up her purchases. There are a number of TOONS in here,
doing their weekly shopping.

WENDY

Forty cents a pound for hamburger?
You're killing me, Doris.

DORIS

We're lucky we can get it all,
honey. That war in Europe? I read
everything's rationed over there.

During their conversation, the ROAD RUNNER approaches, carrying
two boxes of bird seed. He looks around.

DORIS (CONT'D)

(points, casual)

Express lane's open.

ROAD RUNNER

Beep-Beep!

The road runner zips away, leaving a small cloud of smoke, as an enormous matronly HIPPO enters, taps Doris on the shoulder.

HIPPO
Diet section?

DORIS
End of aisle seven.

The hippo starts down an aisle, Doris shakes her head.

DORIS (CONT'D)
There's more of 'em every day.

WENDY
Come on, Doris. I think it's kinda nice, everybody mixing together.

DORIS
Hey, don't get me wrong, I don't mind a few coming in.

We HEAR a CRASH from the back of the store. Without missing a beat, Doris picks up her public-address mike.

DORIS (CONT'D)
(into mike)
Clean-up on aisle seven.
(back to Wendy)
The thing is, they start pushing all the regular people out and pretty soon the whole place goes Toon. That's what happened next door with the men's shop.

An apprehensive look from Wendy.

43 INT. MEN'S SHOP - DAY

CLOSE on Richie's face staring at a mirror. We HEAR:

FOGHORN LEGHORN (O.S.)
Son, I say son, you look like a million bucks. I'm telling ya, that thing suits you.

PULL BACK to REVEAL Richie, standing in front of a full-length mirror, wearing a gaudy, animated plaid Toon suit, replete with huge lapels, a loud shirt and a polka dot tie. The proprietor, FOGHORN LEGHORN, stands next to him with a measuring tape around his neck, and at Richie's feet we see DROOPY DOG, in a little tailor's coat, pinning his cuffs. There's a RADIO playing music in the corner.

FOGHORN LEGHORN (CONT'D)
 Get it? Suits you? That's a joke, son. I keep pitching 'em and you keep missing 'em.

RICHIE
 Look, this isn't quite what I had in mind.

FOGHORN LEGHORN
 Nonsense, boy. You'll tear up the town in that thing. It's a real head-turner.

(sotto to Droopy)
 I know I'd turn my head.

DROOPY DOG
 I'm going to take your inseam, sir.

Droopy whisks his measuring tape up Richie's pants leg. Richie reacts with a flinch.

DROOPY DOG (CONT'D)
 I haven't lost one yet, sir.

ANGLE - WENDY

Who enters with her grocery bags, takes one look at Richie and bursts out laughing. Richie turns to her. He'd like to shoot her a glare, but instead he finds himself smiling at her. After a few beats Wendy stops giggling and smiles back. We slowly PAN to the radio playing in the corner and HEAR:

RADIO ACTOR (O.S.)
 Now, you see what happened when you tried to get those two McGuffy boys next door to stop fighting?

JESSICA (O.S.)
 (as a little girl)
 Yes, Grandpa, they dipped my pigtails in the mud.

44 INT. RADIO STUDIO - DAY

Jessica and another RADIO ACTOR, an older man, read scripts in front of a mike. Jessica imitates the voice of a small child.

RADIO ACTOR (O.S.)
 Just remember, missy, it's always best to stay right in your own back yard, and not get tangled up in other people's problems.

JESSICA (O.S.)

You're right, Grandpa. From now on I'll mind my own business. It doesn't matter if the trouble's next door, or down the street, or...or even on some other continent.

RADIO ACTOR

That's my girl!

We HEAR ORGAN MUSIC, and another ANNOUNCER steps to the mike.

ANNOUNCER

This concludes another chapter of "Life With Gramps."

The ON AIR light goes off, the actors start dispersing as Jessica, a bit confused, has a look at her script.

45 INT. OTTO'S OFFICE - DAY

Comfortable and roomy. A nameplate on the desk reads OTTO GREEN--STATION MANAGER. Otto is sitting there, tinkering with a metal box. There are dials, levers and an antenna extending from the top. On the desk we SEE a small model biplane, with an antenna on it's tail. Jessica knocks and enters.

JESSICA

I'm sorry to bother you, Mr.--

OTTO

Grab a look at this, dollcakes.

(she crosses over)

It's a little hobby of mine. You see? You control that little plane with radio waves, just like the kind that carry that gorgeous voice of yours. Watch this.

He picks up the box, crosses and opens the window, then pushes a couple of buttons. The plane's tiny electric motor starts, emitting a high-pitched WHIRRING sound.

OTTO (CONT'D)

Clear for take-off!.

He works a few levers. The plane spins around on the desk a few times, then careens into the phone and tumbles to the floor.

OTTO (CONT'D)

(shrugs, jovial)

Oh, well, took Edison two years
for the light bulb.

(shuts off box)

What can I do for you, Toots?

JESSICA

Oh, it's about "Life With Gramps."

OTTO

Yeah, real home-spun stuff. Gives
me a lump right here.

JESSICA

Yes, but the scripts seem kind
of...strange, don't you think?

OTTO

Honey, when you read 'em, they're
nothing but great.

JESSICA

It's just, with that war in
Europe, all these lines about how
we should mind our own business
and stay on our own continent, and
yesterday when Gramps was teaching
Billy to drive, how neutral was
always the best gear...

OTTO

Sweetheart! You're thinking too
much. It's just a radio show.

(leads her to door)

Now, you go on home and rest that
pretty little voice of yours.

(pinches her cheek)

You're the best, doll. I got big
plans for you.

JESSICA

(flattered)

Thanks, Mr. Green.

OTTO

(opens door)

We're goin' all the way, you and
me. Right to the top!

Jessica smiles, exits. Otto smiles after her, starts tinkering
with the box again.

OTTO (CONT'D)

What a gal. Top notch.

46 EXT. APARTMENT BUILDING - NIGHT - ESTABLISHING

47 INT. JESSICA & WENDY'S APARTMENT - NIGHT

Jessica and Wendy are in their bedroom. Jessica is zipping up her roommate's dress. Jessica has changed, too, but her outfit is still quite conservative.

JESSICA

Well?

WENDY

Well...he's kinda cute.

(turns to Jessica)

Well?

JESSICA

Well...he's okay. He's kinda funny.

WENDY

Look, he can't be any worse than that moose you were dating.

JESSICA

Oh, he wasn't that bad. At least I had a place to hang my coat.

They crack up at this, and continue getting dressed, giggling together.

48 INT. RICHIE & ROGER'S APARTMENT - NIGHT

Richie stands in front of the bedroom mirror, buttoning up his shirt. He calls to Roger through the bathroom door.

RICHIE

Shake a leg, Roger. The movie starts at eight-thirty.

ROGER RABBIT (O.S.)

(through door)

I'm not going.

RICHIE

(combing his hair)

Look, Wendy set this whole thing up with her roommate, and if you don't go, nobody's gonna go.

ROGER RABBIT (O.S.)
 Fine. I have a very full schedule
 anyway. I have to get up early to
 look for my mother. And besides
 I'm waxing my ears and brushing my
 tooth, and also I'm naked.

RICHIE
 (sighs)
 Come on, Roger.

ROGER RABBIT (O.S.)
 I'm sorry, but on this point I'm
 immovable and unprobable. I don't
 have time for some stupid date
 with some stupid girl.

RICHIE
 Wendy says she likes you.

ANGLE - BATHROOM DOOR

It slowly opens to REVEAL Roger, who's fully dressed and all
 spruced up. The tuft of hair between his ears is parted in the
 middle and slicked down with Vitalis.

ROGER RABBIT
 (hopeful)
 You think so?

49 EXT. MOVIE THEATER - NIGHT

We are CLOSE on the theater's marquee. The main attraction is
 "Wuthering Heights," under this title in smaller letters is
 "Flyboys of the Pacific." We TILT DOWN to the box office, where
 we SEE a couple buying a ticket. They step away to REVEAL
 another sign, reading TOONS IN BALCONY ONLY.

50 INT. MOVIE THEATER - NIGHT

We SEE a scene from a DISNEY CARTOON, featuring MICKEY MOUSE,
 doing battle with a pair of errant squirrels. We HEAR LAUGHTER,
 lots of it, from the first row all the way back to

THE BALCONY

Where, seated in the first row, we SEE Roger, on the aisle,
 laughing his head off. PAN RIGHT to Jessica and Wendy, also
 laughing, then finally a terrified Richie, staring down at the
 main floor below, clutching the armrests. Wendy turns to him,
 nudges his arm, indicates the screen as if to say, "funny,
 huh?" Richie forces a weak laugh.

51 INT. MOVIE THEATER - NIGHT

"Wuthering Heights" is now in progress. Cathy and Heathcliff are romping in the heather. She leads him up the hill and they share a kiss.

ANGLE - BALCONY

Richie is growing increasingly uncomfortable. Roger has been watching the romance unfold on the screen. Across the aisle he sees a teenager faking a yawn, putting his extended arm around his date, who cuddles up to him. Roger considers this, steals a look over at Jessica, then yawns, extends his right arm and slowly slides it behind Jessica's seat.

WIDEN TO INCLUDE

the four of them, as well as a rather prissy looking WOMAN, fortyish, who sits on the other side of Richie. After a few beats Roger's arm appears from behind a seat. Unfortunately, he's overshot his mark, and puts his arm around the woman's shoulder. She quickly turns to Richie, who's already on the verge of panic, and SLAPS his face.

RICHIE

(cracking)

Yaaaaah!!

People react as Richie leaps up, barges towards the aisle.

RICHIE (CONT'D)

Scuse me, I'm...I gotta go.

52 EXT. MOVIE THEATER - NIGHT

Richie is sitting on the curb, his hands at his sides, taking a few deep breaths. Wendy comes outside, walks over to him.

WENDY

Are you okay?

RICHIE

Yeah. I...just wanted to grab some popcorn.

WENDY

Oh.

(a beat)

The snack bar's inside.

(another beat)

I don't think they deliver.

RICHIE

Look, the thing is, I have kind of a problem with heights.

WENDY

(indicates marquee)

We sure picked a great movie then,
didn't we?

(a beat)

A big problem or a little problem?

RICHIE

Oh, hey, there's nothing to it,
nothing at all.

(gets up)

It's only screwed up my whole
life.

53 INT. RED CAR - NIGHT - MOVING

Richie sits in the back row, looking out the window as the Red
Car makes it's way up the street. Wendy sits next to him.

RICHIE

The other pilots said he could do
things with a plane that nobody
else could. It was like, when he
got into the cockpit he just
became a part of it. In one summer
he shot down nineteen German
fighters.

WENDY

Wow. I guess that's good.

RICHIE

He married a nurse stationed in
England and I was born at the
base. It's perfect, right? I even
came into the world at a goddam
airport.

(a beat)

He went down over France a few
weeks later.

WENDY

I'm sorry.

(a beat, gently)

Richie, there's no law that says
you have to follow in his
footsteps. You can do anything you
want, you can be just as good.

RICHIE

(turns to her)

Don't you get it? It is what I want. I wanted to fly before I could walk, and I can't even sit in a balcony.

(looks out window again)

I guess that's why I came to Hollywood. If I couldn't be a hero for real, maybe I could do it in the movies. That's the trick out here, isn't it? Making a sissy look good?

WENDY

I don't think you're a sissy. I think you're a real nice guy.

RICHIE

(gets up)

Well, that's what you get for thinking.

(crosses away)

I'm gonna walk.

Richie hops off the Red Car, leaving Wendy alone.

54 EXT. STREET - NIGHT

As Richie starts walking up the block. The Red Car keeps moving to REVEAL Roger and Jessica, sitting on the back bumper, along with a few other Toons.

55 EXT. RED CAR - NIGHT - MOVING

An awkward beat as neither of them is quite sure what to say.

JESSICA

So...did you like the movie?

ROGER RABBIT

Oh, yes, I especially enjoyed the part where Heathcliff ran up the hill and got his head stuck in that bee-hive.

JESSICA

Roger, I think you're mixing it up a little with the Mickey Mouse cartoon.

ROGER RABBIT
(summons courage)
You know, I don't see why you're
not in the movies.

He quickly turns away, a bit embarrassed by his boldness.

JESSICA
(shyly)
Oh, I could never do anything like
that. I mean, look at me.

ROGER RABBIT
Okay.

He gazes at her, she becomes a little self-conscious, but after
a while she finds herself gazing at him as well.

ANOTHER ANGLE

They continue gazing at each other, sitting amongst the other
Toons, as the Red Car disappears into the night.

56 EXT. PARAMOUNT STUDIO GATE - DAY

The gate is bustling; cars, people moving in and out. A nicely
dressed Richie approaches, holding some script pages in one
hand. He practices, reading to himself as he passes a fiftyish
GUARD, who stands next to a small kiosk.

RICHIE
(reading to himself)
I'm scared, Father Feeny, I'm so
scared. I'm scared, Father Feeny,
I'm so scared.

GUARD
Hey, Clark Gable, you going
someplace?

RICHIE
I'm reading for a part.

GUARD
Name?

RICHIE
Dick Dunne.
(a beat, hopeful)
You like it?

GUARD

Yeah, it's great. Say hello to Irene.

(checks clipboard)

Casting. Building Seventeen.

57 EXT. STUDIO LOT - DAY

Richie walks past a few sound stages, practicing his line with increasing distortion.

RICHIE

I'm scared, Father Feeny, I'm so scared!

He continues on, passing single-story numbered buildings, marked WARDROBE, MUSIC, etc., finally stopping at a larger, stucco building. He looks over at a wall, sees:

A SIGN

which reads BLDG. 17 - CASTING. An arrow points ominously upward. Richie reacts, then slowly looks up.

RICKETY WOODEN STAIRS

on the side of the building snake up four flights. At the top we SEE a door with the CASTING shingle hung over it.

RICHIE

just stares at it in disbelief. A moment, then a ten-year-old GIRL, carrying a script, comes up behind him, followed by her MOTHER, a woman of forty.

LITTLE GIRL

(brightly)

Scuse me, Mister!

The girl bounds effortlessly up the stairs. Her mom follows.

MOTHER

One step at a time, young lady!

Richie reacts to this, takes a deep breath, then begins his climb. He makes his way to the first landing with relative ease, pauses a moment, then continues.

ANOTHER ANGLE

As Richie approaches the second landing, step by step. He's almost there. Suddenly two MEN hurry down the stairs.

FIRST MAN

Scuse us, buddy.

The men go to Richie's right, forcing him to the outward side of the stairway. He can't help but look out--and then down.

RICHIE'S P.O.V.

The ground below him blurs, then seems to rise up toward him.

RICHIE

throws himself back against the wall, his arms stretched out, frozen in panic.

ANGLE - CASTING DOOR

As an exasperated CASTING DIRECTOR in his forties leads a young actor out the door.

CASTING DIRECTOR

Look, I'm sorry, but you're just not it. I'm looking for somebody who can play scared, show some goddam fear!

(to himself)

Guy's gotta be out there somewhere.

(looks down, sees the quivering Richie)

Kid, you here for the prison part?

RICHIE

(glued to wall)

Yes, I am!

CASTING DIRECTOR

Think you can show me some real terror?

RICHIE

I believe so, sir!

CASTING DIRECTOR

Okay, gimme the line.

RICHIE

(terrified, but subdued)

I'm scared, Father Feeny, I'm so scared.

CASTING DIRECTOR

Bigger.

RICHIE
I'm scared, Father Feeny, I'm so
scared!

CASTING DIRECTOR
Bigger!

RICHIE
(letting it all out)
I'm scared, Father Feeny! I'm
shittin' in my pants I'm so
friggin' scared!!

The Casting Director reacts, seemingly impressed.

58 INT. APARTMENT - NIGHT

The door swings open and Richie enters, filled with excitement.

RICHIE
I got it!
(slams door)
I got it! This is it, whooo-ee!

ANGLE - ROGER

Standing by the small dinette table, wearing a little apron,
his arms crossed. The table is set, a meal sits on it.

RICHIE (CONT'D)
I got it, Roger. I got the part.
It's only one line, but once they
see my stuff, I'm in like Flynn!

ROGER RABBIT
(glaring at him)
You're late. Dinner was at six.

RICHIE
Oh, yeah, I got hung up at the
studio. Wardrobe, stuff like that.

ROGER RABBIT
I see. Well, it's cold now,
anyway. I might as well throw it
in the garbage.
(starts to clear)
I don't even know why I bother.
Skimping and saving, trying to
prepare a decent meal for my loved
ones...

RICHIE
Roger...

ROGER RABBIT
(getting upset)
I even made your favorite dish...
spaghetti and mothballs!

RICHIE
Meatballs.

ROGER RABBIT
Oh, sure, criticize! It's all you
can do!

Roger buries his head in his hands, sniffing. A beat.

RICHIE
No luck today, huh?

ROGER RABBIT
(his back to him)
I'm never gonna find her, Richie.

RICHIE
Hey, you've only been looking a
few days.

ROGER RABBIT
No, my search is over. Fini,
Kaput, Sayonara, th-th-th-that's
all, folks.

RICHIE
Come on, Roger. You know your
mom's out there somewhere.
(Roger looks up at
him)
You can't just give up. You gotta
keep trying...stick with it...keep
your ears to the grindstone.

Richie realizes he's caught Roger's speech pattern, as does
Roger. They smile at each other.

ROGER RABBIT
Thanks, Richie.

RICHIE
(starts for door)
Sure. Look, I gotta get to bed, I
have a six o'clock call.

ROGER RABBIT

Not to worry, I'll make sure you
get a perfect night of slumber.
I'll plump your pillow, warm your
milk, count your sheep, fluff
your--

RICHIE

(stops at door)

Aw, geez...

(turns back to him)

I sleep like a stiff. I'll never
wake up without an alarm clock.

ROGER RABBIT

(dashing out door)

Say no more, roomie! I'll be back
with one in the tick of a tock!

59 INT. BEDROOM - NIGHT

CLOSE on Roger, asleep, snoring. We slowly PAN to Richie, also asleep, then to the bedside table, upon which we SEE an TOON ALARM CLOCK, which has evidently been purchased in Toontown. It has the standard twin bells, along with a small double door underneath the hands. A moment, then the minute hand hits the hour. It's five A.M. The doors swing open and TWEETY BIRD emerges, with a small hammer. He strikes the BELLS. This has no effect on Richie, who continues sleeping. Tweety gives him a look, goes back into the clock and emerges as a ONE-MAN BAND. He PLAYS a John Philip Sousa march. Still nothing.

TWEETY BIRD

(a bit miffed)

So, he wants to pway hawdball.

Tweety exits inside the clock again, this time returning with a giant stick of Toon dynamite. He strikes a match on the bedpost and lights the fuse.

60 EXT. TOONTOWN STREET - DAWN

In the b.g. we SEE Richie and Roger's real building. The sun is rising. A rooster crows, followed shortly by a huge EXPLOSION. There's a burst of light inside their window, then:

ROGER RABBIT (O.S.)

Rise and shine!

61 EXT. APARTMENT BUILDING - DAY

The front door opens and Richie emerges, still in a state of shock. He starts down the sidewalk, as Wendy appears in her living room window. She raps on the glass, opens it.

WENDY

Hiya, stranger. Don't tell me you're going to church.

RICHIE

Studio. I got a part. They're shooting on the weekends.

WENDY

Hey, congratulations. Jessica got me one, too. I'm screaming on "Life With Gramps" today.

RICHIE

Yeah? That's great.

WENDY

(as awkward beat)

Listen, about the other night...

RICHIE

Forget it. It's no big deal.

WENDY

If you want I could make us some dinner later. You must be getting tired of spaghetti and mothballs.

RICHIE

I don't know, this could go kinda late.

WENDY

I can wait.

RICHIE

Maybe some other time.

He starts walking down the sidewalk.

WENDY

Hey, what's the deal here? You liked me fine before. Look, I'm sorry I found out your big, dark secret!

RICHIE

Let's drop it, okay?

WENDY
 (calling out now)
 I'll tell you one of mine and
 we'll be even! Spiders, I'm afraid
 of spiders!
 (nothing from Richie)
 I can't spell! I shoplifted once!
 (and finally)
 I wore falsies to the prom!
 (a passer-by stops,
 they exchange looks)
 Well, I did.

62 EXT. PARAMOUNT STUDIOS GATE - DAY

People are arriving for work. The guard sits in the kiosk,
 opening his morning paper as Richie passes him on his way in.

GUARD
 Hey, you're back.

RICHIE
 Yeah, I got the part.

GUARD
 Congratulations. Stage thirteen.
 (points to calendar
 on the wall)
 Remember this date, kid. You're
 first day in show biz.

RICHIE
 (looks at calendar)
 November eighteenth?

Richie shakes his head and walks away. The guard reacts, turns
 to the calendar.

GUARD
 Smart ass.

The guard tears away a few pages on the calendar, to REVEAL the
 true date: December Seventh, 1941.

63 EXT. HOLLYWOOD STREET - DAY

A crowded sidewalk in front of a greasy spoon. A sign on the
 window reads "Mom's Coffee Shop." After a beat the door opens
 and Roger, holding his photograph, is thrown out by a huge,
 tatooed COOK, wearing a greasy apron over his tee-shirt.

ROGER RABBIT
 I just wanted to know who Mom was!

COOK

I'm Mom!

He slams the door. Roger sighs, carefully picks up his picture, then sits on the curb, depressed.

ROGER'S P.O.V.

A truck, parked across the street. Its trailer is high enough so we can see the bottom halves of the people walking behind it. We SEE a large pair of Toon rabbit feet, and a polka-dot dress, moving with the crowd.

ROGER

reacts, looks at his photograph. It's the same dress. He looks back up at the feet, waiting for them to clear the truck.

ANGLE - ACROSS THE STREET

The side of the truck reads "Buena Vista Room Partitions--We Divide and Conquer." A couple of delivery guys emerge from the back of the open truck and carry a large room divider down the sidewalk, continuing to conceal the top half of the pedestrian.

ANGLE - ROGER

Who dashes across the street, skirting a number of cars. The angry drivers ad lib "Goddam Toon!" and "Go Back to Toontown!" Roger looks down the block. We SEE a pair of rabbit ears in the distance, sticking up in the middle of a sea of people making their way down the sidewalk.

64 EXT. STREET - DAY

As Roger struggles to catch up. A large part of the crowd, with the ears in it's midst, turns a corner. Roger dodges his way in and out of the traffic, trying to get closer.

65 EXT. BUS STOP - DAY

Roger tears around the corner, just in time to SEE the crowd he was following alighting onto a bus. He catches up, only to have it drive away, leaving Roger wheezing in it's exhaust fumes. Undaunted, he runs after it as it rumbles down the block.

66 INT. SOUND STAGE - DAY

Dozens of technicians, grips, etc., are preparing for Richie's scene. The prison set comprises a corridor and several jail cells. At the end of the corridor there is small room with an electric chair. Richie sits on the bottom of a bunk bed, in prison garb, getting a final touch-up from the MAKE-UP WOMAN as the DIRECTOR, a middle-aged, harried type, hovers over him.

DIRECTOR

All right, you're sitting on the bed and Father Feeny walks by. He says, "how's it going, kid," you say your line. And remember, it's death row. You're scared.

RICHIE

Yes, sir.

DIRECTOR

(walking away)

Okay, let's do this!

The Director crosses back towards his chair, then reacts as a phalanx of smartly dressed STUDIO EXECUTIVES approaches, headed by MR. GREENBLATT, an imposing-looking man in his fifties.

DIRECTOR (CONT'D)

(a bit flustered)

Mr. Greenblatt! What an unexpected pleasure!

RICHIE

Who's that guy?

MAKE-UP WOMAN

The head of the studio. That's what happens when you're two weeks behind schedule.

Richie reacts. This is his big chance and he knows it.

67 EXT. PARAMOUNT STUDIOS GATE - DAY

The bus pulls up in front, letting off the bulk of it's passengers. Roger runs around the corner at the end of the block, SEES the dozens of people filing through the gate. He runs after them, passing the guard, who's busy giving directions to a delivery truck.

ANGLE - FAVORING BUS

Roger runs through the gate and the bus starts moving. As it pulls away we SEE the pair of ears appear in the back window.

68 EXT. PARAMOUNT LOT - DAY

Cars, trucks, carts and people going in every direction. Roger runs up to the commissary entrance, looking everywhere for the ears. He turns around, spots:

A WARDROBE CART

Making it's way towards a sound stage in the distance. Whoever's pushing the cart is hidden on the other side of the prison costumes that hang on it, but suddenly we SEE a glimpse of a blue and yellow polka-dot dress, fluttering in the breeze. The cart moves through the large side door of the stage, and Roger bolts in after it, just as the huge door slides closed.

69 INT. SOUND STAGE - DAY

Richie closes his eyes, takes a breath, excited, expectant. We HEAR a BUZZER and the ASSISTANT DIRECTOR starts barking orders.

ASSISTANT DIRECTOR
Quiet on the set, we are rolling!
No walking, no talking!

ANGLE - CORNER OF STAGE

Where we find Roger, who looks around, craning his neck, finally spotting the wardrobe cart near the set. He catches another glimpse of the dress, starts running for it.

CAMERA ASSISTANT
(snaps his clapper)
Mark!

SOUND MAN
Speed!

DIRECTOR
Action!

And the scene begins. Extras move up and down the prison corridor. An ACTOR, playing FATHER FEENY, stops at different cells, greets other characters.

FATHER FEENY
Hey, Spike...hiya, Mick.

He passes Richie's cell and turns to him.

FATHER FEENY
How's it going, kid.

Richie looks up, takes in a breath, ready to speak, just as

ROGER

races up to the cart and, filled with jubilation, pulls the costumes that hang on it apart.

ROGER RABBIT
Mother!

The costumes separate to REVEAL who's wearing the dress--an older WARDROBE WOMAN, quite human, and scared out of her wits.

WARDROBE WOMAN

(screams)

Eeeek!!

ROGER RABBIT

(also screams)

Eeeek!!

RICHIE

is frozen, with the line right on the edge of his tongue.

ROGER

panics, turns on his heels and starts running, tripping on a cable and landing on a camera dolly, which zips him right into the middle of the set. He grabs the boom mike, the BOOM MAN reacts and tries to pull it out of the way, only Roger clings to it as it sails around in a full circle. People duck out of the way as Roger lets go and crashes head-first into a set of prison bars. He thrashes around, but his head is wedged, and in trying to get free he rips a whole set of the metal bars out of the wall, and starts backpedalling, out of control. He runs into two light poles, and drops onto the electric chair. One spotlight falls on his head, the other one falls onto the bars, sending sparks flying and SHOCKING Roger, who quivers and SMOKES from the jolt, still sitting on the chair. The shock catches the rear of his pants on fire and he flies about twenty feet off the ground, then hits the ground running again, the light still on his head and the tail of his overalls in flames.

THE STUDIO EXECUTIVES

and the director follow all of this, and the cameraman shoots all of this. They crane their heads as

ROGER

his head covered and trailing black smoke, runs up one wall of the huge sound stage, runs halfway across the ceiling on a catwalk, collides with a technician, bounces off him, gets tangled in some cable, falls and proceeds to swing the length of the stage, letting out a panicked, Tarzan-type YELP. On the upward swing he smashes into the ceiling again and now falls straight down, landing with a O.S. CRASH directly onto

THE JAIL SET

Where, on the CUT, we find his feet sticking up and out of the twisted cot and mattress that he landed on, directly across from Richie's. Richie sits, still frozen, as if he was still about to deliver his line. Everyone else just stands there, dumbstruck. Finally Greenblatt turns to one of his minions.

GREENBLATT

Does Disney know about this guy?

(his aide shrugs)

If not, we just found ourselves a star. Sign him up.

ANOTHER ANGLE

The Director crosses to the jail cell, leans over Roger's feet.

DIRECTOR

Congratulations. Go over to Building One for your contract.

(turns to crew)

Okay, that's a wrap here, let's move to the cell riot scene in the back lot!

RICHIE

A wrap? What do you mean, a wrap?
I didn't even say my--

DIRECTOR

Sorry, kid, the set's a wreck.
We'll probably cut the scene anyway. Maybe next time.

(indicates Roger)

Funny guy. Should be a big star.

The Director walks away. Richie turns to Roger, who has managed to extricate his head from what's left of the metal cot.

ROGER RABBIT

Richie! So? How'd it go?

70 EXT. SOUND STAGE - DAY

The door is pushed open and Roger bursts out, with a crazed Richie right on his tail.

ROGER RABBIT

(running hard)

But I thought I saw my mother!

RICHIE

Dead! I want you dead!

ROGER RABBIT
Can't we discuss this like two
human beings?!

RICHIE
Yeah, after I kill you!

71 EXT. MOVIE SET - DAY

A western gunfight is being filmed. Cowboys and Indians are shooting at each other at a covered wagon round-up as Roger races by, with Richie in pursuit, prompting looks from technicians and actors.

72 INT. STUDIO COMMISSARY - DAY

As Roger pulls open the door and runs in. Richie follows him into the dining area, where Roger arrives at a large round table. Richie stops at the other end.

RICHIE
You Toon son of a bitch! I'm gonna
turn you inside out!

ROGER RABBIT
I can do that for you!

Roger moves a bit to his right, then his left, and Richie does, too. They continue maneuvering for a few beats.

RICHIE
Would you stand still, for
Chrissakes!?

ROGER RABBIT
But, Richie, I didn't mean to
wreck your career, I swear it!

RICHIE
I don't care. I want you!

ROGER RABBIT
Exactly how do you mean that?
(off his look)
Richie, listen to me. I just want
to say one thing, and then you can
do whatever you want.

Richie gives him a look, then calms down a little.

RICHIE
Okay, what?

ROGER RABBIT

When I'm a big star, I'll get you
your line back.

Without missing a beat, Richie leaps across the table, grabbing Roger by the throat. The table collapses and the two of them end up on the ground. Richie pins Roger beneath him and begins to strangle him, whacking his head on the floor.

ROGER RABBIT (CONT'D)

(his voice strangled)

Aaah! No! Stop it, Richie, you're
killing me!

RICHIE

(keeps choking him)

Really?

ROGER RABBIT

(regular voice)

No, but you seem to be enjoying
yourself.

Richie stops, exasperated.

RICHIE

Great. I'm trying to kick the crap
out of a Toon.

WAITER

(passing by)

Yeah, why don't you save it for
the Japs.

Richie reacts, looks around, and realizes that the tables are deserted. There are unfinished meals, cigarettes still burning in ashtrays. Over in the corner we SEE a large group of people crowded around a radio speaker on the wall.

ANOTHER ANGLE

As Richie and Roger cross over to the corner. The mood is grim and what they HEAR explains why.

RADIO ANNOUNCER (V.O.)

Initial reports place the size of
the first wave of Japanese bombers
at three hundred planes, the
second wave one hundred and fifty.
Casualty reports from Pearl Harbor
are sporadic, however, from the
reports of widespread destruction,
no one here appears optimistic...

A YOUNG GUY, about Richie's age, turns to him as the report continues.

YOUNG GUY

Guess we're in it now, aren't we?

73 EXT. STUDIO COMMISSARY - DAY

People start filing out the door. Richie walks towards the front gate with a few guys who are about his age, and Roger, who tags along behind him.

ROGER RABBIT

So, how about it? We gonna sign up, ship out? If we go to boot camp I take a 17, triple E.

Richie stops, turns to him, speaks quietly.

RICHIE

I'm going back to the apartment to pack my things. After that I don't ever want to see you again.

Richie continues walking, leaving Roger standing alone.

74 INT. MUTUAL RADIO STUDIOS - DAY

A NEWS ANNOUNCER sits in a booth, reading wire copy as we SEE people filing up and down the corridor through the glass behind him. After a beat Jessica and Wendy pass.

NEWS ANNOUNCER

(into mike)

Tomorrow at nine A.M., the President will address a joint session of Congress. Meanwhile, draft boards from coast to coast report a deluge of enlistees...

75 INT. OTTO'S OFFICE - DAY

Otto is sitting at his desk, talking on the phone as Jessica knocks and enters. Wendy follows her in.

OTTO

(into phone)

Yeah, the station's gonna help organize a blood drive, a scrap metal drive, and any other kind of drive to drive these two-bit gangsters back under Mount Fuji!

(looks up, grins)

Oh, glad you're here, girls.

(into phone)

Lemme get back to ya.

(hangs up)

You know, this stinkin' war changes everything. It's not just the Japs, we're gonna lock horns with the Krauts, too.

JESSICA

I know, we've been listening all morning. Mr. Green, I just want you to know, we'll do anything we can for the war effort.

WENDY

I could scream some more.

They both give Wendy a look. She shakes her head, wishes she could jump out the window.

OTTO

Glad to hear it, Toots. By the way, don't bother packing, we're taking care of it.

Jessica and Wendy exchange looks.

JESSICA

Excuse me?

OTTO

See, the way I look at it, girls, we're in for one hell of a tussle. It's gonna be rough going at first, but I know if everyone just pulls together, and with a little help from the guy upstairs, we'll win this thing...

During this, Otto proceeds to reach up and slide what we now realize is a hairpiece off his head. As he does, he slips into a GERMAN ACCENT, and takes a Luger from his desk drawer.

OTTO (CONT'D)

...and grind our enemies into the face of the earth.

76 EXT. BROADCAST CENTER - DAY

Jessica and Otto, who's wearing his hairpiece again, emerge from the building, and walk to a dark sedan parked on the curb. Roger appears from around the corner, calls out to her.

ROGER RABBIT

Jessica!

He starts running towards her. She turns to him, pauses a beat, then continues for the car as Roger gets closer.

ROGER RABBIT

Jessie! It's me!

OTTO

(to Jessica)

Get in the car, doll.

Roger gets there as Otto slams the door and the sedan pulls out, running over Roger's feet. The car speeds off down the block, and Roger starts running after it.

77 EXT. SEDAN - DAY - MOVING

We SEE Jessica, through the rear window, as she slowly turns around.

JESSICA'S P.O.V. - ROGER

Running after the car in the middle of the street, calling out her name, then fading into the distance.

78 PATHE NEWSREEL - BLACK-AND-WHITE FOOTAGE

We HEAR the classic, energetic VOICE of a NEWSREEL ANNOUNCER.

NEWSREEL ANNOUNCER

We're on the move in Europe!

We SEE a montage of battle footage from World War Two, featuring Artillery units shelling and Infantry units engaged in ground combat as the announcer continues.

NEWSREEL ANNOUNCER (CONT'D)

Eighteen months after declaring war on the Axis machine, the Allies have a firm foothold on the occupied continent. The fighting rages for weeks in the Italian seaport of Naples, where U.S. and British troops weather some of the fiercest battles of the war. Now, the drive northward begins. Here's a couple of our boys, showing the Germans "what for," Howitzer-style. Let 'em have it, guys!

We see a shot of President Roosevelt, waving to reporters...

NEWSREEL ANNOUNCER (CONT'D)

While FDR prepares for his upcoming pow-wow with world leaders in Malta, across the Potomac the Army tests one of it's latest weapons at a remote field in Quantico, Virginia.

...and now a shot of several high-ranking military officers standing next to an arsenal of cannons, guns, bazookas and mortars, all manned by soldiers in full combat gear. Then the camera PANS LEFT to REVEAL GOOFY, wearing fatigues, standing in front of a concrete cinder-block wall, waving at the soldiers.

GOOFY

Well, how're you all doin'!

NEWSREEL ANNOUNCER

Yes, now we've got Toon power! A G.I. who doesn't get tired, doesn't get hungry, and who won't ever say die...because he can't!

The soldiers all raise their weapons and take aim at Goofy, who's eyes bulge out of his head.

GOOFY

Oh, no!!

Goofy is BLASTED by an onslaught of firepower, the EXPLOSIONS shaking the camera. After several seconds of blasting, the smoke clears to reveal Goofy, standing there intact, with nothing left of the wall, save for the cut-out of his shape directly behind him.

NEWSREEL ANNOUNCER

Ouch! That'd send most of us to bed with a headache, but not this Private! Welcome aboard, dogface!

We now see an enormous room in the basement of the Pentagon. We PAN across a series of testing booths.

NEWSREEL ANNOUNCER (CONT'D)

Meanwhile, at a research facility in the just-completed Pentagon, exhaustive tests are conducted to make sure these Toons really "have what it takes."

We see an "Endurance Test" booth, where CHIP AND DALE are running inside a giant exercise wheel. Then an "Intelligence Test" booth, where PLUTO struggles to fit pegs into holes, then an "Allergy Test" booth, where SNEEZY is sitting on a chair as a doctor in a white coat holds up various objects, which all make him sneeze, and finally a "Stress Test" booth, where we find DONALD DUCK, in a rage, screaming and sputtering at more doctors from inside a plastic cubicle.

NEWSREEL ANNOUNCER (CONT'D)

Whoa, take it easy, fella, they haven't even started yet!

We now see footage of a TOON INDUCTION CENTER, where a line of some of our favorite Toons, still wearing their civvies, are saying goodbye to their girls. MICKEY MOUSE getting a kiss from MINNIE, PORKY PIG getting bussed by PETUNIA, etc.

NEWSREEL ANNOUNCER (CONT'D)

Toons everywhere are getting the call from Uncle Sam. That's right, son, you're in the Army now! Don't worry, girls, they'll be back!

And finally a line of more Toons, now wearing G.I. fatigues and carrying dufflebags, walking up the ramp of a troop ship.

NEWSREEL ANNOUNCER (CONT'D)

But first it's off to Europe, where our Toon Platoon gets ready to take on the Nazi juggernaut. You can bet they'll make those Krauts sour!

Donald Duck is the last one in line, he turns and starts ranting at the CAMERA as the group disappears into the ship.

NEWSREEL ANNOUNCER (CONT'D)

And don't forget to duck, Donald!

79 EXT. ARTILLERY EMPLACEMENT - DAY

We're in Italy, at the front lines. A row of HOWITZERS FIRE, each one creating a huge BLAST. Their crews reload as we PULL BACK to REVEAL a valley beneath them. We can SEE shells exploding around German emplacements on the opposite ridge.

80 EXT. OPERATIONS TENT - DAY

We HEAR the sounds of SHELLS EXPLODING in the distance. The tent, which is the Command Center, is bustling with activity. A RADIO MAN, near the tent, is barking into a field phone.

RADIO MAN

Fox Leader to Able-Fox five, Fox Leader to Able-Fix five! We're gonna be on the move here, stand by for the word!

COLONEL DEWITT, fiftyish and all business, barges out of the tent, followed by LIEUTENANT MAHAFFEY, in his thirties.

COLONEL DEWITT

Then as soon as the 61st Division clears out that ridge, we send the 23rd and 35th Light Armor through the valley. If we get through to Prossedi we can cut that Jerry supply line right down the middle.

LIEUTENANT MAHAFFEY

Sir, the 61st has never seen action. You sure they can handle this?

COLONEL DEWITT

You bet your butt they can, Lieutenant! I have total confidence in those boys.

RADIO MAN

(into radio, in b.g.)
Fox Leader...what? Talk it up, you're not reading here!

COLONEL DEWITT

Mark my words, son, that unit is going to change the face of the--

RADIO MAN

Colonel?

COLONEL DEWITT

What!

RADIO MAN
You'd better get out to the ridge,
Colonel.

81 EXT. RIDGE / VALLEY - DAY

The Artillery Units continue to FIRE. A jeep pulls up, Dewitt and Mahaffey hop out and approach an ARTILLERY OFFICER, who's been looking out at the valley through binoculars.

ARTILLERY OFFICER
This may not be working out, sir.

He points to the ridge. Dewitt steps up to it, looks out at
THE PROSEDI VALLEY

where, in the distance, we SEE dozens of tiny figures, darting about the open field in a ridiculously haphazard fashion.

COLONEL DEWITT
They're supposed to be engaging
the Krauts on the far ridge! What
the hell are they doing?

ARTILLERY OFFICER
I believe they're frolicking, sir.

Dewitt grabs the binoculars, looks through them.

DEWITT'S P.O.V. - THROUGH BINOCULARS

Where we SEE the Division of crazed Toons, INCLUDING:

DAFFY DUCK

taunting the German Artillery as shells EXPLODE all around him.

DAFFY DUCK
Missed me! Who-hoo, who-hoo!
(a shell hits nearby)
Oh, so you wanna play rough, huh?

He whips out a hand grenade, sticks it in his mouth, jerks it out and hurls it, only to realize that he's thrown the pin while the real grenade is still in his teeth.

DAFFY DUCK (CONT'D)
Mother...

YOSEMITE SAM

who runs by as Daffy EXPLODES, waving his blazing six-shooters over his head, shooting at everything and everybody.

YOSEMITE SAM
I'm the rootinest-tootinest,
outlaw these shnitzel-stuffin'
polecats ever laid eyes on!!

THE TASMANIAN DEVIL

Who we first see tearing around as a cyclone, sucking in more German shells before they hit the ground. It stops spinning to reveal him clutching a handful of the shells. He gobbles them all up, then rubs his stomach. Then he EXPLODES, inflating to twenty times his size, then quickly returning to normal. Embarrassed, he daintily puts his hand over his mouth.

TASMANIAN DEVIL
Pardon...

BACK TO SCENE

As Dewitt and Mahaffey watch them, nonplussed.

LIEUTENANT MAHAFFEY
My God. They're loony Toons!

COLONEL DEWITT
They didn't do this in training,
goddamit!

ARTILLERY OFFICER
They don't seem to want to hurt
anybody for real, sir.

COLONEL DEWITT
Well, that's just great. Okay,
let's scrub this. Get me Colonel
Trumbull on the horn.
(walks back to jeep)
And get rid of those freaks!

82 EXT. TRENCH - DAY

The left flank. We HEAR ARTILLERY and machine-gun FIRE. We PAN across a line of young G.I.'s, crouched in the trench.

FIRST G.I.
We supposed to sit here all day?

SECOND G.I.
I dunno. Sarge says we're waiting
for new orders.

THIRD G.I.
I wish I could stand up and get
some sleep.

SERGEANT DUNGAN, a burly guy around forty, hops in the trench.

SERGEANT DUNGAN
We just got the word from Fox
Leader, we're moving out.

FIRST G.I.
Into the valley, Sarge?

SERGEANT DUNGAN
No, the sixty-first screwed up
royal. Now we gotta swing north
and take that hill.

RICHIE (O.S.)
Hill?!

Private Richie Davenport pokes his head up from the end of the trench.

RICHIE (CONT'D)
What hill?!

The Sergeant points, and Richie reacts to:

MOUNT ALBA

A towering, snow-capped peak in the distance.

RICHIE (CONT'D)
(panicked)
But I was told we were going to
take the valley. We always take
the valleys!

SERGEANT DUNGAN
The Jerrys are swarming all over
it, kid. They got six Battalions
and over a hundred cannons.

RICHIE
I don't mind.
(off their reactions)
Look, I just think that once
you've decided on a plan of
action, you should--

SERGEANT DUNGAN
(cuts him off)
Baker Company, Charlie Company,
let's move out!!

The soldiers leap out of the trench and start running. Richie grabs his rifle, cusses to himself and follows them.

83 EXT. MOUNTAIN TRAIL - DAY

A thin path winds it's way along the steep face of the mountain. We continue to HEAR ARTILLERY FIRE. A moment, then a G.I. comes INTO FRAME, his back against the granite wall, sidestepping his way up the pass. He is followed by two more G.I.'s, then the Sergeant, with their backs against the wall. Next comes Richie, only his face is against the wall.

84 EXT. FOOT BRIDGE - DAY

Rickety and fragile. It hangs over a ravine, several hundred feet below. Richie's Company arrives at the far end. Richie takes one look at it and freezes.

SERGEANT

Okay, girls, one at a time. Let's go, let's go!

FIRST G.I.

Across this thing? It looks like it's strung up with spaghetti.

Suddenly we HEAR MACHINE-GUN FIRE. A few bullets ricochet nearby and they dive for cover.

SERGEANT

Does that answer your question?!
Move it!

Dungan jumps on the bridge as a few of the soldiers return FIRE with their M-16's. They quickly move across, Richie closes his eyes and moves with them, only he crawls so slowly that the entire Company passes him by. Soon they're all on the other side, the Sergeant turns and reacts. Richie is only a third of the way across, frozen. The MACHINE-GUN FIRE intensifies.

SERGEANT DUNGAN

Davenport!

RICHIE

Present, sir!

SERGEANT DUNGAN

What the hell're you doing?!

RICHIE

It's okay, sir! Go on without me, I'll be fine!

SERGEANT DUNGAN

Just get your ass over here!

RICHIE

I can't!

FIRST G.I.
 (returning fire)
 Sarge, they're all over us!

SERGEANT
 (turns, barks)
 Epstein, let's get him!
 (starts back across
 bridge)
 Goddamit...

The two soldiers move back across the bridge, as the other G.I.'s crouch low, trapped there, trying to return FIRE.

85 EXT. DIRT ROAD - DAY

As a line of troops trudge along, on their way to Prossedi. Richie's unit has bivouacked near the side of the road, relaxing and trying to cook a hot meal. Richie has just finished packing up his gear. The First G.I. steps up to him. We HEAR the song "I'll Be Seeing You" on a b.g. RADIO.

FIRST G.I.
 Hey, cheer up. I'd sell my sister
 to get outta here.

RICHIE
 (half-hearted)
 Yeah.
 (picks up gear)
 See ya.

Richie starts walking, passes the rest of his unit, most of whom choose to ignore him. He arrives at the side of road as a caravan of covered supply trucks passes. Sergeant Dungan flags one of them down. The driver is CORPORAL CHAPIN, thirtyish.

SERGEANT DUNGAN
 (to Chapin)
 You headed south? This guy needs a
 lift.

CHAPIN
 Hop in, buddy.

Richie hesitates, turns to Dungan.

RICHIE
 Sarge, I swear, I wasn't scared of
 the--

SERGEANT DUNGAN
 Forget it, kid.

Richie gets into the truck. We FOLLOW Dungan as he walks back to his company, heating up their K-Rations over a makeshift fire. A few are listening, somewhat amused, to the portable RADIO, sitting next to their field phone. The Sergeant passes.

 SERGEANT DUNGAN
Hey, can that Nazi crap.

 SECOND G.I.
But Sarge, it's the only station
we get.
 (points to radio)
And that sexy broad's coming on.

 SERGEANT DUNGAN
Try not to let her wash what's
left of your brain, Drabinsky.

The Sarge crosses away as a few guys chuckle at Drabinsky. The song finishes and we HEAR a familiar sultry VOICE.

 JESSICA (V.O.)
That was "I'll Be Seeing You,"
going out to all you cute guys in
the Ninth Regiment. This is Axis
Annie, hoping you'll be seeing
your loved ones back home very
soon. After all, isn't home where
you'd rather be right now?

86 INT. SUPPLY TRUCK - DAY - MOVING

Richie sits next to Chapin, as the truck bumps along the dirt road. He's just looking out the window, depressed.

 CHAPIN
So what happened, you get wounded
or something?

 RICHIE
Yeah, or something. They're
shipping me to some supply depot
outside Naples.

 CHAPIN
You goin' to the same place as the
fruitcake brigade?

 RICHIE
The fruitcake brigade?

CHAPIN

Yeah, I guess they figure if they can't fight, they can scrub toilets and peel potatoes.

(gesturing)

That's who we got in all these trucks.

RICHIE

Huh?

Suddenly, the truck ahead of them hits a large shell crater in the road. It bounces off the ground and expells one of it's occupants through the camouflaged tarp in the back.

CORPORAL CHAPIN

hits the brakes, but it's too late. We HEAR a THUD, the two men react as we SEE

ROGER RABBIT

who is now, once again, plastered across the entire windshield.

SCHULTZ

(screams)

Yaaaah!

ROGER RABBIT

Richie!

87 EXT. SUPPLY TRUCK - DAY - LONG SHOT

As the truck rolls along in the middle of the caravan, we SEE Roger, still draped on the hood, and HEAR Richie, his voice trailing off into the distance.

RICHIE (O.S.)

Dammit! Dammit, God-damn it, dammit...!

88 EXT. NAPLES SUPPLY BASE - DAY

A supply center servicing the thousands of troops on the front lines, now fifty miles away. A sign at the front gate reads FIFTH ARMY SUPPLY DEPOT. We SEE a couple of C-47 cargo planes on final approach as the caravan of trucks move towards the front gate, and HEAR a truckload of Toons, singing:

TOONS (O.S.)

Sixty-eight bottles of beer on the wall, sixty-eight bottles of beer, if one of those bottles should happen to fall...

89 INT. SUPPLY TRUCK - DAY - MOVING

Roger sits inbetween Richie and Chapin, wearing ill-fitting fatigues and a helmet, which flatten his ears against his back. Richie looks out the window, trying very hard not to listen.

ROGER RABBIT

(rambling on)

Anyway, I tried to join up right away, but they wouldn't take me, so I starred in a few movies. You should try it sometime, it's fun.

We SEE Richie, trying to restrain himself.

90 EXT. SUPPLY TRUCK - DAY - DRIVEBY

As it moves through to the gate and away from us, we continue to HEAR Roger droning on.

ROGER RABBIT (O.S.)

But then we got drafted. At long last, I got a chance to do my duty, damn my torpedoes, hoist my petard...

91 EXT. BARRACKS AREA - DAY

The barrack buildings are spartan, made out of corrugated tin. CORPORAL DEWEY, about twenty, stands by the back of the supply truck as several Toons hop out over the tailgate, one by one. He's reading last names from a list on a clipboard.

CORPORAL DEWEY

Woodpecker, W., Mouse, M., Pig, P., you're in Barracks Six!
Feline, B., Rabbit, R., Turtle, S., Davenport, R., Barracks Seven!

Richie crosses over as Dewey continues.

CORPORAL DEWEY (CONT'D)

Moose, B., Dwarf, S., Dwarf, G., Dwarf, D.,--

RICHIE

Hey, buddy, I'm not bunking with these things.

CORPORAL DEWEY

I'll bet you're Davenport.

(re: list)

That's what this says, so that's what you do.

RICHIE

Yeah, well, who the hell's in charge here?

CORPORAL DEWEY

(hands him clipboard)

You are.

(off his look)

Here're the assignments. Have fun, General.

He chuckles a bit and walks away Richie sighs, looks down at the clipboard and takes over.

RICHIE

(listless)

Okay, Dwarf, G., Dwarf, B., Hound, H., oh, screw it. Everybody just get out of the damn truck. I'll post your barracks over here.

Richie walks over and hangs the clipboard on a nail on the front of a barracks as we SEE the tail of a small plane, gingerly backing out over the tailgate of the truck. Then the right wing, then the left; presently PEE WEE, a polite and extremely timid Toon biplane, gets off and walks over to him.

PEE WEE

Excuse me. Where do I sleep?

RICHIE

(irritable)

I don't know. You're a plane. You stay outside.

PEE WEE

Yes, sir. Thank you, sir.

CORPORAL DEWEY

I'm not a sir. And what're you doing riding on the truck?

PEE WEE

(sheepish)

I'm afraid to fly.

The plane walks away on it's wheels as Richie just shakes his head, not quite believing his fate.

92 INT. BARRACKS - DAY

A cramped room with four cots and a single bulb hanging from the ceiling. SWIFTY TURTLE, one of the bunkmates, is methodically making up his bed. Swifty is pleasant but a bit slow on the uptake, with a voice and demeanor reminiscent of Mortimer Snerd. Richie is unloading his gear on his bunk as Roger walks around him, excited.

ROGER RABBIT

Isn't this the bee's knees,
roomie? Just like old times!

(nothing from Richie)

I fluffed up your pillow, just the
way you like it. I would've warmed
up your milk, but it isn't bedtime
yet, and even if it was I don't
have any milk, but if I did I'd--

RICHIE

(subdued)

Just be quiet, okay, Roger?

ROGER RABBIT

Why so glum, chum? We got some
swell bunkmates. There's this real
hep cat named Blackie, and that's
Swifty over there.

SWIFTY TURTLE

It's, uh, nice to meet ya, Richie.

ROGER RABBIT

Swifty, show him all the swell
stuff you got under your shell!

SWIFTY TURTLE

(bashful)

Ohhh, nope, nope, nope, not gonna
do it, nope, nope.

ROGER RABBIT

Come on, it'll be fun!

RICHIE

(a burst)

Hey, I don't care about his goddam
shell, I don't care if he's got a
floating crap game in there!

ROGER RABBIT

(reacts)

But, Richie...

SWIFTY TURTLE

(ploddingly)

Uh, Roger, I think, uh, perhaps,
maybe Richie, uh, would like to
be--

RICHIE

Left alone, is that what you
mean?! Not bugged, unmolested,
left to his own devices?!

Richie storms out as Roger reacts and Swifty considers.

SWIFTY TURTLE

(after a beat)

Nope, that's not it.

93 EXT. BARRACKS - DAY

Richie exits, slamming the screen door. Corporal Dewey and a couple of other G.I.'s are passing in front of the barracks.

CORPORAL DEWEY

(to Richie)

Hey, Napoleon Nutcake. Soon as you
get your freaks unpacked we got
about six tons of Idaho spuds to
peel.

Richie glares at Dewey, who chuckles and keeps walking.

BLACKIE CAT (O.S.)

Psst.

Richie turns. BLACKIE CAT, a roguish Brooklyn Toon feline,
leans against the wall of the barracks, chewing on a toothpick.
Blackie speaks with a pronounced Brooklyn accent.

BLACKIE CAT (CONT'D)

My card.

He hands Richie a business card which reads "BLACKIE F. CAT,
PATHS CROSSED, FIFTY SIMOLEONS."

RICHIE

What about it?

Richie looks up. Blackie is gone. He turns to see Dewey walking
towards the base PX. After a beat Blackie emerges from behind
another barracks and blithely skips in front of Dewey, crossing
his path. Instantly hundreds of raw potatoes come showering
INTO FRAME from out of nowhere, creaming Dewey on the head and
burying him up to his shoulders. Dewey looks up, totally
confused. Richie reacts to this, Blackie casually strolls by.

BLACKIE CAT
Just so the day ain't a total
loss.

94 EXT. SUPPLY BASE - DAY - VARIOUS

We see the Toon Platoon, engaged in a number of menial chores.

A TOON

runs another Toon up a flagpole so he can polish the top as
Richie, standing at the bottom, makes a check on his clipboard.

SEVERAL TOONS

including Pee Wee the plane, are washing grime off a real one,
using DUMBO to hose it down.

THE TASMANIAN DEVIL

has a paintbrush in each hand. He dips them in two cans of
green and yellow paint, a tank drives up and the Tasmanian
Devil turns into a cyclone, moving all over the tank and then
pulling away again to reveal it freshly camouflaged.

TWO SOLDIERS

stand in a field as a few Toons, dangling from parachutes, land
around them. A moment, then a toon SPLATS face down on the
ground in front of them, an unopened parachute still on it's
back. One of the soldiers stamps "DUD" on the unopened chute.

95 EXT. BARRACKS AREA - DAY

Richie stands outside of the base PX with a canvas sack. A
number of excited Toons are crowded around him as he takes
letters from the sack, reads the names on the envelopes.

RICHIE
Coyote! Hound! Le Pew!

Richie continues calling names, handing out letters.

96 EXT. BARRACKS AREA - DAY

A few minutes later. Roger is the only one left in front of
Richie, who holds up one more letter. Roger looks hopeful.

RICHIE
(reads envelope)
Gonzales!

SPEEDY GONZALES races INTO FRAME, snatches his letter and zips
OUT OF FRAME as Richie folds up the sack.

RICHIE
(to Roger)
Sorry. That's it.

Roger is crestfallen. A tear wells up in his eye, and he slowly trudges away. Richie sighs, catches up, and they walk together.

ROGER RABBIT
Not only do I not a have a mother
not to write to me, I don't even
have a true love not to write to
me.

RICHIE
If it makes you feel any better, I
didn't get one, either.

ROGER RABBIT
It's time to wake up and smell the
carrot juice. She's gone, Richie.
She threw me over that day, and
shipped out to Shangri-la with
that big-shot boss of hers.
(sniffling)
She's sitting under the apple tree
with someone else but me...

RICHIE
Come on, Roger. Look, maybe
Jessica's been busy. Maybe she
doesn't have time to write.

ROGER RABBIT
You really think so?

RICHIE
Sure. I mean, I bet she's working
all day in a factory someplace,
helping with the war effort.

97 EXT. CHATEAU - DAY

A huge, converted chateau on the outskirts of Berlin. A stone wall encircles the entire property. There are a half-dozen radio antennas on the roof, and the main antenna, several hundred feet high, is nearby and surrounded by barbed wire. Two flags bearing swastikas are suspended over the front wall. The main gate is guarded by Nazi storm troopers, checking vehicles as they pass. We HEAR Jessica's sultry voice as a SONG FADES.

JESSICA (O.S.)

I'm back, fellahs. Oh, and I heard about that nasty weather you've been having. Wouldn't you rather be sitting home in a hot bath right now, with someone like me? You wash my back, I'll wash yours.

98 INT. CHATEAU BALLROOM - DAY

Which has been converted into a large military communications center. We SEE transceivers, teletypes, phones, desks, German soldiers moving about. We PAN to a corner to REVEAL Jessica, sitting in small booth, reading copy into a mike with another swastika attached to it. A red light near the mike is on.

JESSICA

Even a big, strong man like you needs a little tender loving care. And while you're out in the mud and cold, your leaders are sunning themselves down in Malta. I wonder if they care about you as much as I do. This is Axis Annie, sending you another warm melody.

A SONG starts and the red light goes off. She crumples the paper she was reading from, looks up as a door opens and a smiling Otto enters the booth, giving her polite applause.

JESSICA (CONT'D)

God, I hate you for this.

OTTO

Oh, no. I thought you were finally beginning to enjoy your stay with us. You know, Jessie, it's not unusual for kidnap victims to develop a fondness for their captors.

(puts a hand on her shoulder)

Sometimes even a bit of affection.

Jessica slaps him. Otto restrains himself as we HEAR an ominous GROWL from outside the door.

OTTO (CONT'D)

It's all right, Bambi, Thumper. She was just being playful.

We SEE the head of a huge, jet-black TOON PANTHER slide it's head through the door. It enters, followed by it's mate. Their red eyes glow as they GROWL at Jessica. Otto smiles again.

OTTO (CONT'D)
I did love that movie.

99 INT. CORRIDOR - DAY

As Otto, along with the Toon panthers and a couple of Nazi soldiers, leads Jessica down a corridor.

JESSICA
Forget it, Mr. Gruenwald, or
whatever your name is. I'm through
with this.

OTTO
Now, now, Jessie.
(holds it up)
We'd like you to spend some time
going over the script for
tomorrow's broadcast. I think it's
especially demoralizing.

JESSICA
I told you, I'm not reading your
Nazi trash anymore. I don't care
what you do to me.

They stop at a door at the end of the corridor.

OTTO
With you being of the Toon
persuasion, there's very little I
can do to you.
(nods to soldier)
Fortunately, that doesn't apply to
your friend.

The soldier opens the door to REVEAL Wendy, sitting on a bed,
looking out at them. Jessica reacts, Otto smiles at her and she
takes the script.

100 EXT. CHATEAU GROUNDS - DAY

As a pair of hands move INTO FRAME and place a miniature model
building on the grass. PULL BACK to REVEAL two GERMAN SOLDIERS,
in the middle of a large field, placing a few tiny human
figurines in front of the model.

101 INT. JESSICA & WENDY'S QUARTERS - DAY

A comfortable room in the chateau overlooking a the grounds.
There is a door leading to a bathroom in the corner. Wendy is
lying on her bed, reading Jessica's script as Jessica looks out
the window at the activity in the field beyond the courtyard.

JESSICA
What's going on out there?

WENDY
(not listening)
I can't believe this crap they
make you read.

JESSICA
I have to. Otto keeps saying he'll
do something to you.

WENDY
(still reading)
Let him try, I'll kick him in his
Nazi nuts.

JESSICA
(embarrassed)
Wendy!

WENDY
(interest piqued)
Jess, listen to this.
(reading script)
"Our heartfelt condolences go out
to Eleanor today. Did you hear,
boys? Her hubby and his two pals
had a real blast at their little
get-together, courtesy of Axis
Annie. Music isn't the only thing
we send over our air waves.
(turns to her)
What's that supposed to mean?

JESSICA
(reacts)
Oh, my God. The Malta Conference.

WENDY
What?

JESSICA
I read stuff about it on my show.
Roosevelt, Churchill, Stalin,
they're all going to be there
together. He's going to try and
kill them, Wendy!

WENDY
(shrugs)
What's he gonna do, send a bomb
through the radio?

Suddenly we HEAR the high-pitched WHINE of a small engine, which gets louder and louder. Wendy reacts, crosses to the window and they look out together.

THEIR P.O.V.

As we SEE a small model plane, about twelve inches long, zipping over the courtyard. When it gets over the field it quickly climbs to an altitude of two hundred feet, then turns downward again, heading straight for

THE MODEL BUILDING

Where it impacts with a tiny EXPLOSION, destroying the model building and scattering the figurines. We HEAR APPLAUSE and cheers from the soldiers standing at the edge of the field.

ANOTHER ANGLE

Jessica and Wendy react, then Otto walks around the corner, carrying a small radio control box. He sees them, smiles.

OTTO

Hello, ladies! As you can see,
Jessie, I still have my little
hobby.

102 INT. MESS HALL - DAY

A group of G.I.'s are waiting in line with their trays. They pass in front of the cook, who ladels out corn beef hash onto their plates. PAN to the dining room, where the tables are filled with soldiers eating their lunch. We SEE Richie, sitting with two other guys, MENIN and MARKS. On the other side of the room the Toons are in their separate line. They pass in front of their cook, a Toon bulldog, but instead of holding their plates out they hold them up, like catcher's mitts, and the bulldog slings a helping at them, which splats on the plate.

ANGLE - RICHIE

Finishing his lunch, as a wing comes INTO FRAME, taps his shoulder. He turns around. Pee Wee is standing there.

PEE WEE

Excuse me. It's raining out.

RICHIE

(shrugs)

Okay.

PEE WEE

My wing struts might rust.

MENIN

So what if they do? Ain't you the one who's scared to fly?

RICHIE

(to Pee Wee)

You can wait over there till it stops, okay?

Pee Wee nods at him, starts walking to the corner.

MARKS

(to Menin)

Wanna see a happy landing?

Marks sticks out his leg and trips Pee Wee's wheel. He crashes nose-first into the floor. The Toons react as some of the human soldiers laugh it up.

MENIN

Have a nice flight, ace?

Pee Wee gets up. His propellor is bent and crumpled. Richie crosses to Marks as we HEAR angry rumbling from the Toons.

RICHIE

(to Toons)

All right, settle down! It's over.
Go on, eat your lunch.

(to Marks)

That was a real cheap shot.

MENIN

You hear this, guys? We ticked off chicken little.

Marks rises, crosses right up to Richie's face.

MARKS

You were too yellow to fight when it counted, whacko. You wanna start something down here?

BLACKIE CAT

You want I should cross a few paths, boss?

The Toons start RUMBLING again, ready for action.

RICHIE

(to Toons)

I said shut up! You guys keep to your side of the room, that's an order! I don't want anybody touching this guy!

(a beat)

Except me.

And with that he punches Marks in the stomach, sending him reeling to the floor. The Toons CHEER, Marks scrambles to his feet and leaps on Richie. They start pounding the crap out of each other, as the humans CHEER on Marks and the Toons CHEER on Richie. Two M.P.'s run in, try to break it up and instead get decked themselves as the brawl and the CHEERING continue.

103 INT. STOCKADE - DAY

As the two M.P.'s open the door to a cell and toss a barely conscious Richie inside. He's had the crap kicked out of him.

104 INT. BARRACKS - NIGHT

Swiftly Turtle and Blackie Cat are sitting at a small card table. A portable radio sits on one of the cots, playing MUSIC. Swiftly finishes shuffling the cards, ever so slowly. Blackie waits, drumming his paw on the table. Swiftly begins dealing.

SWIFTY TURTLE

One for you, one for me...

Swiftly continues at such a torpid pace that Blackie, in the course of five seconds, gets up, knits a sweater, puts it on, goes out and returns with a copy of "War and Peace," which he finishes reading before Swiftly is on the third card.

ANGLE - ROGER

On his bunk, writing a letter. As he writes we HEAR his voice.

ROGER RABBIT

And today wasn't such a good day, either, dearest. Richie's been incinerated. I mean incarcerated. Plus the food stinks, everybody hates us, and you're probably not even reading this.

(sniffling)

Why won't you answer me? Oh, Jessica, I miss you so much. There's only one place I long to be.

JESSICA (O.S.)

Here in My Arms...

ROGER RABBIT
(still writing)
I was thinking more of your lap...

JESSICA (O.S.)
Another sweet song from your best
girl here at Radio Berlin.

ANOTHER ANGLE

As Roger's head pops up INTO FRAME, with his ears springing to attention. As Jessica's VOICE continues, the ears form the shape of a heart.

JESSICA (O.S.)
I'll bet you'd like to be home in
somebody's arms tonight.

ROGER RABBIT
Jessica! It's you! I found you!

JESSICA (O.S.)
Maybe your Generals will come to
their senses and stop making you
fight a war that you can't win.

ROGER RABBIT
That's my girl, my Jessica!
(grabs Blackie's
radio, talks to it)
I knew you would've written if you
could. You're just a victim of
circumference. Are you okay in
there? What've they done to you?

JESSICA (O.S.)
Now how about another tune...

ROGER RABBIT
There is no other Toon, Jessie,
there's only me!

JESSICA
..."I'll Wait For You."

ROGER RABBIT
I'm coming!!

He races out the door as Swifty continues dealing to Blackie.

SWIFTY TURTLE
Four for you, four for me...

105 EXT. BARRACKS AREA - NIGHT - LONG SHOT

As the tiny figure of Roger runs out the door and races around the entire area, up to different buildings, yelling.

ROGER RABBIT

I found her, Richie! I found her!

106 INT. RICHIE'S CELL - NIGHT

CLOSE on Richie, his face still showing signs of the fight, asleep on a dingy bunk in his cell. After a beat we HEAR:

ROGER RABBIT (O.S.)

Richie!

(a beat)

Richie!

(a beat)

Richie, wake up!

Richie gets up, rubs his eyes, looks up at his cell window, about six feet off the ground. We SEE Roger's face appear and then disappear as he bounces up and down outside the jail.

RICHIE

Roger?

ROGER RABBIT

It's Jessica!

(comes back up)

We've gotta help her!

(comes back up)

She's in trouble!

RICHIE

What're you talking about?

ROGER RABBIT

I'll tell ya on the next bounce.

Richie grabs Roger by the ears and yanks him into the cell.

ROGER RABBIT (CONT'D)

(looks around)

Oh my heavens, I'm doing time.

RICHIE

What the hell's going on?

ROGER RABBIT

I just heard Jessica on the radio!
The Nazis took her to Germany and
they're making her say bad things!
We've gotta go save her!

RICHIE

Look, I don't know if this is just a bad dream, but in case you haven't noticed I'm in jail, I'm not going anywhere.

ROGER RABBIT

Hang on, I think I can reach the key.

He sticks his arm through the cell bars and extends it.

107 INT. STOCKADE HALLWAY - NIGHT

Roger's hand comes around the corner, slides along the wall and continues down the hallway.

108 INT. STOCKADE OFFICE - NIGHT

An M.P. reads his copy of Stars and Stripes as Roger's hand extends into the room, feels around the wall a bit, finds the keychain hanging on the wall, grabs it and pulls it out.

109 INT. RICHIE'S CELL - NIGHT

As Roger pulls the keychain back into the cell.

ROGER RABBIT

Here you go.

RICHIE

(reacts)

What're you trying to do, get me shot?!

ROGER RABBIT

You gotta help me, Richie! We gotta save Jessica!

RICHIE

(smacks keys away)

Hey, take a look at me. You think I'm some kind of hero? Ask around! I'm the loser, the guy with the yellow streak!

ROGER RABBIT

That's not true, I know it isn't!

RICHIE

Just get away from me, pain in the
ass, no wonder your mother left
you!

(Roger reacts, Richie
calms down a bit)

Go on. Get back to the barracks.

ROGER RABBIT

I'm going to go get her, Richie.
(climbs up to window)

I know we've had our ups and
downs, but when push came to
shove, which was a lot, we always
stood by each other. Remember?

Richie just lies down on the cot, turning away from Roger.

ROGER RABBIT (CONT'D)

It's getting cold out. You should
use your blanket.

Roger crawls out the cell window, leaving Richie alone.

110 EXT. SUPPLY BASE GATE - NIGHT

A GUARD sits in the gatehouse, sipping on his cup of coffee.
After a beat we SEE headlights as a vehicle pulls up on the
right to exit the base. The guard slides open the door, sees:

A JEEP

With two soldiers in front and one in back. Only these three
wear ill-fitting rain gear and helmets, totally obscuring their
bodies and faces. The one in back is barely two feet tall.

GUARD

What's the deal? Where're you guys
headed?

ROGER RABBIT

(at wheel)
Secret mission.

GUARD

Huh?

ROGER RABBIT

You know, top secret? Classified?
None of your bee-eye bee's wax?

GUARD

(looks at Swifty in
back seat)
What's his problem?

BLACKIE CAT
Shell shock.

GUARD
Hey, what the hell is this, what's
going on?

He reaches down, pulls off Roger's helmet.

GUARD (CONT'D)
You're a Toon! You can't drive
this!

ROGER RABBIT
(floors it)
Oh, yes, I can!

The jeep lurches forward and crashes through the gate. Roger promptly loses control and swerves into some empty oil drums. The three Toons are thrown out of the jeep as we HEAR the GUARD blow on his whistle, call out to some others.

GUARD (O.S.)
Hey, we got some AWOL's!
(blows whistle)
Hold it right there!

BLACKIE CAT
I told you we shoulda swiped a
tank!

Roger and Blackie grab Swifty and they start running down the road as we HEAR more WHISTLES, and the voices of more GUARDS and M.P.'s, SHOUTING at them to stop. A pair of HEADLIGHTS are coming up behind them, fast.

ROGER RABBIT
Jeepers! It's a jeep!

BLACKIE CAT
Hit the dirt!

They dive into a ditch on the side of the road.

111 EXT. DITCH - NIGHT

The three of them huddle, keeping low as the HEADLIGHTS approach. We HEAR guard's VOICES, more WHISTLING from the base. The jeep swerves towards the ditch, screeches to a halt, it's HEADLIGHTS shining right on them. They look at each other, realizing it's all over, and slowly rise. A FIGURE gets out of the jeep, moves in front of the headlights.

RICHIE

You wanna get your Toon asses in here? We got a lot of ground to cover.

ROGER RABBIT

Richie!

The three Toons, and the one human, pile into the jeep and it speeds off into the night.

112 EXT. BACK ROAD - DAY

A deserted little dirt road, away from the main thoroughfares. The jeep comes around a corner with it's four occupants inside. Richie pulls off the road and down into an embankment.

113 EXT. SIDE OF ROAD - DAY

As Richie and the three Toons cover the jeep with branches and shrubs to camouflage it.

ROGER RABBIT

But, Richie, what are we doing?

RICHIE

We're going behind enemy lines, stupe. You think we can drive this thing?

ROGER RABBIT

But, Richie...

RICHIE

And will you stop saying that?!

ROGER RABBIT

B...Bu...B...

RICHIE

(to Blackie)

Come on, hurry up.

BLACKIE CAT

I'm comin', I'm comin'.

They continue to cover the jeep. A beat, then we SEE Roger, standing there, barely able to contain himself.

ROGER RABBIT

B...Bu...B...

RICHIE

All right, go ahead!

ROGER RABBIT
 (in a burst)
 But, Richie!! Without the jeep,
 how're we gonna get to Berlin and
 save Jessica?

114 EXT. COUNTRY ROAD - DAY

A caravan of German military vehicles makes its way up a narrow two-lane highway. Supply trucks, a troop transport, and finally an open staff car, lagging behind the rest of the group. We SEE a small ditch by the side of the road.

115 INT. STAFF CAR - DAY - MOVING

Occupied by the DRIVER, a young soldier, and a Nazi LIEUTENANT in the back seat. The driver checks his watch, talks in GERMAN.

DRIVER
 We should be in Gotteburg by
 nightfall, sir.

LIEUTENANT
 Fine.
 (closes his eyes)
 Wake me up if we win the war.

The driver turns, nods to him, then looks ahead again, just as:

HIS P.O.V. -- A RABBIT

is tossed up from a ditch, landing on the road right in front of him. The driver panics, slams on his brakes. We HEAR a THUD.

116 EXT. SIDE OF ROAD - DAY

On the CUT, we SEE Roger, sailing through the air into the distance, as the out-of-control staff car swerves from side to side, then careens off the road.

117 EXT. STAFF CAR - DAY - MOVING

Only Richie is at the wheel this time, buttoning up his new Nazi uniform as the Swifty and Blackie sit in the back seat. Roger sits in front, still a bit dazed, with a few bells circling his head.

ROGER RABBIT
 What do we do when we get to
 Berlin, Richie?

BLACKIE CAT
 I say we blast 'em.

RICHIE
Pipe down. I'm trying to think.

118 EXT. SIDE OF ROAD - DAY - DRIVEBY

As the staff car whizzes by, we PAN to a small sign that reads
BERLIN - 187 KMS. We HEAR their VOICES.

ROGER RABBIT (O.S.)
Swiftly! Show Richie all the neat
stuff you got under your shell!

RICHIE (O.S.)
Would you guys just shut up?

SWIFTY TURTLE (O.S.)
Uh...are we there yet?

119 EXT. CHATEAU - DAY - ESTABLISHING

120 INT. OTTO'S OFFICE - DAY

Massive, with elegant gilded furnishings. Otto is sitting at
his desk. His aide-de-camp, CORPORAL GOTTFRIED, is in the
corner, next to a cart, upon which we see some fresh cuts of
meat. Gottfried tosses some into the air, and Otto's Toon
Panthers leap INTO FRAME and grab it in their jaws. One turns
to him, GROWLING for more.

GOTTFRIED
(in German)
Enough for today.
(more growls)
Oh, little kitty, still hungry?
(holds it up,
teasing)
Come on. Up, kitty. Do a trick.

With a massive SWIPE of it's huge paw, the Panther grabs the
meat, and in the process he slashes Gottfried's entire arm,
leaving it shredded and covered with blood. He SCREAMS with
pain, running to the door. Otto does not even look up.

OTTO
Now, Thumper, play nice.

The door opens and a soldier leads Wendy inside. She reacts as
Gottfried runs out, SCREAMING in pain.

OTTO (CONT'D)
Ah, Miss Rowan. Come in, come in.
(as they do)
Would you care for a drink?

WENDY

Sure, it'll give me something to throw in your face.

OTTO

That's it? I got a slap from your friend.

(gets up)

You know, she's becoming rather uncooperative. I do hope she hasn't forgotten the gravity of your situation.

A young TECHNICIAN in a white jacket enters.

TECHNICIAN

(in German)

We're ready to test the frequency, Herr Gruenwald.

OTTO

Thank you.

Otto crosses to the corner, Wendy watches as he pulls some keys from a chain on his belt. He opens a thick door on the wall to reveal a radio control panel, bigger and more sophisticated than the box he had earlier. He starts tinkering with the controls as he talks.

OTTO (CONT'D)

(as he works)

You know, I first studied radio guidance technology as a student at Cal Tech. They used to have a such a nice foreign exchange program.

As Otto talks, he opens a sliding door on the control panel, where we SEE a numeric keypad. He presses a few numbers.

OTTO (CONT'D)

Imagine striking a target hundreds of miles away, simply by punching a few geographic coordinates into a transmitter. I guess I liked the idea of being able to do something naughty and not get caught.

He finishes, then inserts a second key into the panel and turns it. Two lights above the keypad change from red to green. He closes the doors, turns back to Wendy.

OTTO (CONT'D)

Talk to your friend, Wendy.
Explain how important it is for
her to continue her work here.

WENDY

Piss off, tubby. She's through
spreading your pinhead propaganda.
(getting worked up)
And by the way, I saw that stupid
little plane of yours. You can
send it anywhere you want, it
couldn't even blow my nose.

OTTO

That's true. It wouldn't do a
great deal of damage, would it?
(Wendy nods, smugly)
We assume, of course, that this
one will.

He steps to his window, draws open the large curtain to REVEAL:

WENDY'S P.O.V.

Outside Otto's office, being worked on by technicians and
guarded by soldiers, we SEE a monstrous cousin of one of the
Nazi's infamous V-2 unmanned rockets, on an angled platform.
It's thirty feet long, with radio guidance antennas protruding
from it's fuselage and a swastika on it's tail. Wendy reacts,
stunned. Otto turns to her, smiles.

OTTO

Ain't she a honey?

121 EXT. FRONT GATE - DAY

Two Storm Troopers are patrolling the gate at the front of the
chateau. A motorcycle with a sidecar pulls up.

MOTORCYCLE DRIVER

(holds up pass, in
German)

Papers for Herr Gruenwald.

The soldiers wave him through, then a small lorry pulls up.

LORRY DRIVER

(holds up pass, in
German)

Meat delivery for the kitchen.

The soldiers wave him through. Another beat, then the squad car
pulls up with Richie alone at the wheel.

RICHIE

(waves, in English)

Hi. I'm here to rescue Jessica Krupnick?

(off their looks)

Listen, could you guys get a little closer together?

FIRST STORM TROOPER

(in German)

What? Who are you?

RICHIE

(gestures)

Just a little closer, okay?

The soldiers exchange looks, slide their rifles off their shoulders. They approach Richie, stepping closer together.

SECOND STORM TROOPER

(in German)

Show your pass, immediately!

RICHIE

That's perfect. Thanks.

Blackie Cat appears from behind the staff car, casually prances in front of them. Instantly a sofa falls INTO FRAME from out of nowhere, landing right on top of the storm troopers. Roger pops up from the back seat, he and Richie hop out and start dragging the unconscious soldiers behind the gate house.

122 EXT. CHATEAU GROUNDS - DAY

Richie and the three Toons are concealed behind some bushes, about a hundred feet from the main house. We SEE ten soldiers, and a number of Toon Panthers, patrolling the front entrance.

RICHIE

We'll never make it past those jokers, that's for sure.

ROGER RABBIT

But, Ri--

Richie slaps his hand over Roger's mouth to stifle him, then looks over at the far side of the chateau. We SEE the meat truck parked next to the kitchen entrance. Some soldiers are helping the driver carry in sides of beef, some venison, etc.

123 INT. KITCHEN - DAY

A large, industrial facility. We see a couple of cooks, chopping vegetables as the soldiers continue lugging in a few more sides of meat.

ANGLE - THE FREEZER

Another COOK stands by the door to the walk-in freezer, checking items off on his pad as the men pass in front of him.

COOK
(in German)
Venison.
(as another passes)
Beef.
(as another passes)
Beef.

Now Richie approaches, still wearing his Nazi uniform, and carrying a seemingly dead rabbit, with his clothes off, dangling upside down from a pole. They pass the cook.

COOK (CONT'D)
(checking it off)
Rabbit.

ANOTHER ANGLE

Another cook has a small side of beef on a counter already. He lifts a massive cleaver and WHACKS it, splitting it in two.

ANGLE - ROGER

Upside down, reacts to this with a little YELP as Richie carries him into the freezer. The cook looks around, shrugs.

124 INT. CORRIDOR - DAY

As Richie quickly turns a corner, SEES a number of soldiers and civilians, also in the hallway. He slows down and strolls casually. A moment, then a soldier comes around the opposite corner, escorting Wendy. Wendy and Richie see each other, react with shock, then quickly cover it up as they pass. Richie walks a few more steps, smoothly turns on his heels and follows her.

125 INT. JESSICA & WENDY'S QUARTERS - DAY

The soldier, PRIVATE KOENIG, unlocks the door and escorts Wendy inside. He is about to exit when she takes his arm, smiles and taps his breast pocket. He takes out a pack of cigarettes, offers her one. She holds his hands up to help her light it, gently steers his back to the door, allowing Richie to sneak in and duck behind the couch.

WENDY
(in English, sweetly)
Thanks for the light, you dumb
shithead.

PRIVATE KOENIG
(in German, enamored)
My pleasure, kitten.

Private Koenig smiles, gives her a wink and exits, locking the door. Wendy quickly moves to the couch as Richie gets up.

RICHIE
What the hell're you doing here?

WENDY
Jeez, I knew you had some personal problems, but I didn't think you'd join the S.S.!

RICHIE
(looks around)
Where's Jessica? We gotta get you guys out of this place.

WENDY
We can't! They're gonna bomb the Malta Conference!

RICHIE
What?

WENDY
Roosevelt, Churchill, Stalin! The guy who runs this place is about to blow 'em all up!

RICHIE
(throws up his arms)
Oh, great, that's all I need.

WENDY
(paces, takes nervous drags on cigarette)
We gotta stop him, Richie. He's got this big rocket and he controls it with radio waves and he's gonna launch it tomorrow and God, I don't even smoke.

She coughs and stubs out the cigarette.

RICHIE
Okay, look -- let's just all get out of here, we'll find a phone, call the cops, and they'll tell Roosevelt.

WENDY

(glares at him)

That's just like you, isn't it?
Run like hell whenever you have to
face a problem!

RICHIE

Hey, I just drove five hundred
miles with a car full of paint
samples to rescue you, not get
dumped on!

WENDY

You didn't even know I was here!

RICHIE

I knew you were gonna say that!

WENDY

(realizes)

The keys. We gotta get the keys.

(off his look)

There's this big control panel in
his office. If we can yank out the
wires, or smash it or something,
they won't be able to launch the
rocket on time.

RICHIE

Okay, fine. Where're the keys?

WENDY

Chained to his belt.

RICHIE

Oh, a chain, terrific. So how do
we get 'em, by asking nice?

WENDY

I don't know. We just gotta figure
out some way of getting his pants
off.

At this, we HEAR SINGING from the bathroom.

JESSICA (O.S.)

(singing to herself)

You had plenty of money back in
'22, you let other woman make a
fool of you, why don't you get me
some money, too...

The bathroom door opens and Jessica enters, wearing a terrycloth bathrobe, her hair wrapped in a towel. She sees Richie, reacts with a start, and modestly pulls the collar closer around her neck. Wendy looks at her, considers for a couple of beats.

126 EXT. BERLIN STREET - NIGHT

The street is deserted, save for a couple of pedestrians. We slowly PAN across a row of shop windows. First a drugstore, where we see a display of various cosmetics. From behind the display a TOON CAT PAW reaches in and snatches some lipstick and mascara. Continue the PAN to a shoe store window, where a TOON TURTLE FOOT snatches a pair of high-heels. Continue the PAN to a women's clothing store, where the cat paw appears again, reaching in and examining a row of dresses on mannequins. First a matronly-looking blouse and skirt, then a somewhat severe-looking business ensemble, and finally a slinky, low-cut red dress we've seen before. The paw gives a so-so gesticulation to no one in particular. We HEAR:

BLACKIE CAT (O.S.)

Ahh, better'n nuttin'.

The paw begins to pull the mannequin back behind the display.

127 INT. JESSICA & WENDY'S QUARTERS - NIGHT

CLOSE on Jessica, as Wendy helps her put on a false eyelash. Richie is standing by the sofa, and Blackie is next to the window, pulling Swifty through the bars and helping him remove the high-heel shoes from inside his shell. Jessica still wears her robe and her hair is pinned up.

WENDY

Now remember, you don't have do anything with him. You just have to get his trousers off.

JESSICA

But you're the pretty one. Why don't you go?

WENDY

Cause he likes you. He keeps making passes, doesn't he?

JESSICA

Oh, he's just having fun with me. Besides, I couldn't seduce anybody.

WENDY
Of course you can.
(turns to them)
Don't you guys think she's
attractive?

RICHIE
(feigning sincerity)
Oh, sure. Absolutely.

SWIFTY TURTLE
Oh, yup, yup, yup, yup.

BLACKIE CAT
Yeah, I'd give her a tumble.

WENDY
Just try on the dress, okay?
(a look from Jessica)
Come on, Jess. You can do this, I
know you can.

JESSICA
(sighs)
Okay, okay...

Wendy gets her up and they cross to the dressing screen.

WENDY
Just think Veronica Lake.
Remember, if you think sexy,
you'll be sexy.

Jessica moves behind the screen, and the rest of the group
gathers next to the sofa.

BLACKIE CAT
I hope we got a plan B.

RICHIE
(hushed)
Shut up!

ANGLE - THE SCREEN

It is of an opaque material, so we can SEE Jessica's
silhouette. She removes the pins from her hair, it tumbles down
onto her shoulders.

JESSICA
I'm telling you, this is a
complete waste of time...

She slips out of her bathrobe. It drops to the floor to reveal the now-legendary figure. The dress slinks up to the top of the screen and disappears.

JESSICA (CONT'D)

You guys better not laugh, okay?

ANGLE - THE GROUP

Just watching this, agape. Even Wendy. After a beat Swifty falls backwards, rocking back and forth on his shell.

128 INT. ANTEROOM - NIGHT

Outside Otto's office. There is wood panelling, as well as a small fireplace. Corporal Gottfried is sitting at a desk, struggling to type a memo. His entire arm is bandaged where the Toon Panther lacerated it. He's wearing spectacles, slowly pecking out words with his good hand. We HEAR a door open, and Jessica's voluptuous shadow moves across the wall. It passes the fireplace and the dead embers inside burst back into flames. The shadow continues along the wall, stops in front of:

CORPORAL GOTTFRIED

Who is now covered by her shadow. He slowly looks up, reacts, his glasses lenses shatter and he immediately resumes typing again, one-handed, at a hundred and twenty words a minute.

129 INT. OTTO'S OFFICE - NIGHT

Otto is sitting at his desk, jotting some notes. His two Toon Panthers are sitting on either side of the desk, in their usual protective stance. The intercom BUZZES.

OTTO

(into intercom)

Yavol?

YOUNG SOLDIER

(through intercom)

F-F-F-Frau K-K-K-Krupnick...

OTTO

(in German)

Send her in.

He looks back down, resumes writing. The double doors swing open, to REVEAL a backlit Jessica.

OTTO (CONT'D)

Ah, Miss--

(looks up, reacts)

K-K-K-Krupnick...

ANGLE - JESSICA

Who steps into the light, revealing her in all her glory. She saunters across the room. The Toon Panthers take one look at her and their lower jaws drop to the floor. Otto sits there, dumbstruck, then tries to regain his composure.

OTTO

My, this is an unexpected pleasure.

JESSICA

They're usually the best kind.

OTTO

Can I...get you a drink?

JESSICA

(glances over)

You'd better hurry, your ice is melting.

Otto tries to remain nonchalant, steps to the bar, where we SEE the ice bucket, boiling over. He inserts the ice tongs, pulling out nothing but hot water, obliviously placing it into a glass.

OTTO

So, my dear, what brings you by?

Jessica strolls over, stands right in front of him.

JESSICA

I came to help you launch your rocket.

Otto reacts. The high-ball glass SHATTERS in his hand.

130 INT. JESSICA AND WENDY'S QUARTERS - NIGHT

Wendy is pacing by the sofa. Richie is looking out the window towards Otto's office on the other side of the courtyard.

WENDY

Well?

RICHIE

I can't see. The windows are all steamed up.

WENDY

Oh, God, this was a stupid idea. She's such a sweet little kid and we sent her in with that viper.

RICHIE
Relax. It's gonna work.

Suddenly we HEAR loud KNOCKING on the door.

KOENIG'S VOICE
(in German)
Time to eat!

RICHIE
(looking at door)
Who the hell is that?

WENDY
It's just dinner.

As the door is unlocked, Richie quickly moves next to it, so he is hidden from view when it opens. Private Koenig enters, carrying a large pewter tray, with a covered platter on it. He sets it on a table next to the sofa, takes a small carnation that is sitting on it and crosses to Wendy, smiling.

PRIVATE KOENIG
(in German)
A flower for a flower.

WENDY
Ohhh...
(looks up at him,
romantic)
Take a hike, you repulsive little
Hun.

Koenig smiles again, thinking he's scored big. He gives her another wink and exits, closing the door to reveal Richie.

WENDY (CONT'D)
We have a thing going.

RICHIE
You get room service?
(crosses to tray)
Not half bad.

Richie pulls the cover off the tray. We SEE Roger, surrounded by garnish and hunched over with an apple in his mouth. He shouts, his voice muffled by the apple.

ROGER RABBIT
Richie!

RICHIE
(shocked)
Jesus!

WENDY
Roger, it's you!

Roger pops up now, still undressed, but surrounded by garnish from the waist down. He pulls the apple out of his mouth.

ROGER RABBIT
(dramatically)
Yes, I have arrived at last to retrieve my buttercup from the clutches of evil, the sea of despair, the valley of Rudy...
(looks around)
Is she available?

WENDY
She's not here right now, Roger.

ROGER RABBIT
What do you mean? Where is she?

Richie and Wendy exchange an apprehensive look.

WENDY
She's...doing something for her country.

RICHIE
We'll tell you, if you promise not to get upset.

ROGER RABBIT
Me? Upset? Unhinged? Upheaved?

RICHIE
Promise, Roger.

ROGER RABBIT
Go ahead. I'm quite serene.

RICHIE
She's seducing a Nazi.

Roger tenses up, attempts to restrain himself.

ROGER RABBIT
(squeaking)
Mmmmmmm.....

131 INT. OTTO'S OFFICE - NIGHT

We are CLOSE on a portrait of Hitler, hanging above Otto's fireplace. As we TILT DOWN we see the flames inside of it crackling. PAN RIGHT to REVEAL a leather wing chair, upon which we SEE Otto's jacket, and Jessica's shoes. We HEAR soft MUSIC on a PHONOGRAPH, and then VOICES.

JESSICA (O.S.)

Oooh, Otto...you know just what to do.

OTTO (O.S.)

This isn't the first time I've played this little game, my dear.

JESSICA (O.S.)

Why do I get the feeling you're about to jump me?

OTTO (O.S.)

Because I am.

PAN to REVEAL the two of them playing checkers at Otto's desk. Otto's shirt sleeves are rolled up, his keys are hanging off his belt. Otto completes his triple jump, capturing several of Jessica's pieces.

JESSICA

I like a man who takes charge.

OTTO

I like a woman who surrenders.
Of course, I like anything that surrenders.

He chuckles at his feeble joke, crosses to her and holds out his hand, slowly pulling her up from her chair.

JESSICA

So, what game do you have in mind now?

They start to dance. CAMERA FOLLOWS them as they slowly move across the room. They pass in front of the leaded-glass window, where we SEE, distorted in one of the small panes, Roger's face. As they dance by him, his eyes turn red with jealousy.

OTTO

I'm so pleased you've had this
change of heart. Grinding other
nations under the heel of your
boot is meaningless, if there's no
one to come home to at night...

(pulls her close)

That could be you.

JESSICA

Ouch!

(off his look)

You're poking me.

OTTO

I am?

(glancing down)

Oh, it's just the silly keys on my
belt.

JESSICA

I can take care of that...

She starts to undo his buckle.

ANGLE - FIREPLACE

We SEE Roger's face, hanging upside down from inside the
chimney, glaring into the room.

ANOTHER ANGLE

As Jessica slides the belt off Otto's waist. She tosses it onto
the leather chair, turns back to him.

JESSICA

That was fun, wasn't it?

CLOSE - JESSICA

We SEE now that she has the keys in her hand. A worked-up Otto
doesn't see her slide them into her dress.

OTTO

(can take no more)

Enough of this. I must have you.

(grabs her)

Here! Now!

Jessica tries to pull away, reverting to her modest demeanor.

JESSICA

Mr. Green, no. Stop it! Please!

ANOTHER ANGLE

As Hitler's portrait SPLITS OPEN and a still naked Roger bursts into the room.

ROGER RABBIT
Unhand her, you Bavarian Bounder!

JESSICA
Roger!

OTTO
Who is this...thing?!

Roger stands there, covering his crotch area with his hands.

ROGER RABBIT
Thought you could get away with
ravaging my Rapunzel, eh? Over my
dead, exposed body!
(to Jessica)
Don't worry, crumbcake. He won't
lay another finger on your
pristine person.
(reacts negatively to
her new appearance)
Eww, what'd you do to yourself?

OTTO
(turns to door)
Guards! Bambi! Thumper!

The doors swing open and the Toon Panthers charge in. Roger reacts with panic as the Panthers leap towards them. He pulls Jessica to the floor and the Panthers fly overhead, crashing into the side of the desk. Roger and Jessica race out the door, passing some SOLDIERS on their way in.

OTTO
Stop them! Schnell, schnell!

132 INT. CORRIDORS - NIGHT

As Roger and Jessica race down a hallway, being pursued by Toon Panthers and Storm Troopers. We FOLLOW them for a beat as they run, in mid-conversation.

ROGER RABBIT
And that dress, quite frankly,
it's not very flattering.

ANOTHER ANGLE

As they come around a corner, run to the end of the hall, stopping outside the door to Wendy and Jessica's quarters.

JESSICA
(pounds on door)
Wendy? Wendy!

WENDY (O.S.)
Jess! Are you okay?

RICHIE (O.S.)
Come on, get us out of here!

ROGER RABBIT
No problem, roomie! Leave it to me!

JESSICA
Hurry, Roger!

In an instant, Roger runs back the length of the hall, then charges forward again at lightning speed, then SLAMS into the door, which doesn't budge. He slides off it, flat as a pancake. Jessica blows on the door and it falls open. Richie and Wendy run out as Roger scrambles to his feet and storm troopers and Toon Panthers come running around the corner.

WENDY
This way!

The four of them disappear around the corner as a KLAXON ALARM begins to sound.

133 INT. CHATEAU BALLROOM - NIGHT

As the group bursts through a door and races into the huge communications center. Richie overturns some transceivers and teletype machines, he succeeds in tripping up a few of their pursuers, but now other doors open and more storm troopers and Toon panthers race inside. The group is driven towards the corner, ending up in:

THE RADIO BOOTH

where Jessica does her broadcasts. An ENGINEER is airing a SONG, "Rum and Coca Cola," on Radio Berlin. Richie smacks into him, sending him to the ground and knocking the phonograph needle off the record. The two start grappling as

ROGER - CLOSE

grabs the radio mike and shouts into it.

ROGER RABBIT

Hello? Can anyone help us? The
Lone Ranger? The Green Hornet?
Mary Worth? If there's anyone out
there I just wanna say--

Roger is cut off as a hand moves INTO FRAME and squeezes him
around the throat. Roger GAGS, his eyes bug out. PULL BACK to
REVEAL Otto, flanked by soldiers and Toon Panthers. Richie,
Wendy and Jessica are all being held at gunpoint.

OTTO

There's no one who can help you
now...

He reaches down and gently puts the phonograph needle back on
the record. We HEAR "Rum and Coca Cola" again.

134 EXT. BARRACKS - NIGHT

As the SONG continues, only now we HEAR it through a radio,
which sits on a window sill. We TILT DOWN to REVEAL Pee Wee,
the Toon plane, who's obviously heard all this. He's nervously
biting the end of his wing, not quite sure what to do.

135 EXT. CHATEAU COURTYARD - DAY

Mid-morning. We SEE white, puffy clouds in the sky. Roger--
wearing his overalls again--and Jessica are being held in a
corner of the yard, surrounded by Toon Panthers and two Storm
Troopers. Richie and Wendy are backed up against a wall as some
more soldiers, carrying rifles, line up in front of them. The
soldiers, in neat procession, stop and hold up their rifles.

ROGER RABBIT

(after a beat)

Somehow I feel this is all my
fault.

Otto emerges from the chateau, crosses into the courtyard.

OTTO

Good morning, people. I'd love to
stay and enjoy this, but it
appears your President arrived in
Malta a few hours early. Looks
like we launch before lunch.

RICHIE

Hey, look--this whole thing was my
idea. You don't have to shoot her.

ROGER RABBIT

Yeah, shoot me instead, I love
being shot! I live for it!

OTTO

I'm sure you do. Unfortunately,
you two will have to settle for
watching your human friends die.

(looks up at sky)

They say it's supposed to rain
tonight.

(to Richie and Wendy)

But I don't suppose that would
concern you.

RICHIE

You have got to be the biggest
turd I've ever met.

Otto is clearly enraged by this. He turns to SERGEANT GELBER,
the leader of the firing squad.

OTTO

(in German)

Finish them. Now.

He walks inside the chateau. Jessica bows her head, seemingly
in defeat, as Roger turns to her.

ROGER RABBIT

Mother of Mercy. Is this the end
of Richie?

(nothing from
Jessica)

Don't hang your head, my barely-
clad cupcake. I'll think of
something.

ANGLE - ON JESSICA

With her head bowed, only now we SEE why. She is looking down
at Otto's keys, still nestled securely in the top of her dress.

ANOTHER ANGLE

The soldiers ready their weapons as Richie and Wendy steel
themselves. A tearful Private Koenig approaches with
a colorful silk blindfold. He hands it to Wendy.

PRIVATE KOENIG

(in broken English)

This I make for you, Wendy.

He crosses away, weeping. Wendy is touched.

WENDY

Gee, now I kinda feel bad about
the way I treated him.

RICHIE

Hey, we're not exactly getting the red carpet ourselves!

WENDY

Oh, I'm sorry for showing some human feelings, I know that's not your style!

RICHIE

Don't start with me - !

They are interrupted as Sergeant Gelber pointedly CLEARS HIS THROAT, then orders his men in GERMAN to load their weapons.

SERGEANT GELBER

Load!

The soldiers SNAP bullets into the chambers.

RICHIE

Nuts. I never got to ride the Cyclone on Coney Island, I never got to see the Grand Canyon...

WENDY

Geez, you're breaking my heart.

RICHIE

...and I never got to kiss you.

A reaction from Wendy as Gelber continues.

SERGEANT GELBER

Ready!

They raise their weapons. We HEAR the sound of a DRUM ROLLING. The assemblage reacts, then realizes the sound is caused by Roger's knees knocking together. He's chewing his fingernails, which flutter to the ground.

SERGEANT GELBER

Aim!

The soldiers take aim. Richie and Wendy close their eyes, as:

BLACKIE CAT

saunters around the corner. Gelber watches this, a bit confused, as Blackie struts in front of the soldiers and:

FLOWER POTS

Dozens of them, big and small, fall INTO FRAME, knocking the soldiers out as:

OTTO

runs out of the chateau, in a frenzy, points to Jessica.

OTTO

The keys! She's got the keys!

Richie charges towards the group as Jessica is grabbed by the two Storm Troopers. One of them raises his rifle towards Richie, who kicks it away and dives on him. They start fighting, more soldiers run around the corner and start FIRING, as Roger and Blackie jump on some Toon Panthers and begin slamming their heads together.

BLACKIE CAT

(as they fight)

I woulda been here sooner, but we were checkin' out broads.

136 EXT. CHATEAU GROUNDS - DAY

As the contingent of storm troopers guarding the V-2 rocket HEAR the GUNFIRE and quickly run towards the other side of the chateau.

137 EXT. CHATEAU COURTYARD - DAY

Jessica struggles to get free from the soldiers. Otto runs over, reaches for Jessica's dress as Blackie reacts, quickly runs back and forth in front of the group and

SMALL APPLIANCES

by the dozen, quickly fall INTO FRAME, knocking the entire group, Richie and Otto included, to the ground. Jessica makes a break for it, starts to run and Wendy runs with her. Richie scrambles to his feet, ducks GUNFIRE and winds his way towards

THE CARRIAGE HOUSE

where he runs inside one of the garage doors. We HEAR KLAXON ALARMS now, and more groups of soldiers begin emptying out of the chateau. Otto starts running after Wendy and Jessica.

OTTO

(to soldiers, in
German)

Get her! We can't launch without
the keys!

ROGER AND BLACKIE

continue duking it out with the other Panthers, avoiding their jaws and beanning them with the flower pots.

ANGLE - MACHINE-GUN TOWER

Two frustrated GUNNERS FIRE at Roger and Blackie to no avail.

FIRST GUNNER

(in German)

Look at this! Nothing happens!

SECOND GUNNER

They get me so crazy!

They stop FIRING as more Toon Panthers race out of the front door, Bambi and Thumper included. Roger and Blackie are now clearly overpowered. The Panthers corner the two of them against a wall, ready to tear them apart. The gunners look on.

FIRST GUNNER

(smiles at his mate)

Fight fire with fire, yes?

At this, we HEAR the DRONE of approaching aircraft engines. The two gunners look at each other, and then up.

THEIR P.O.V. - AN AIR FORCE C-47

Just above the horizon, rising up over the tops of the trees. The cargo plane is heading straight for them.

FIRST GUNNER

Gott in Himmel...

138 EXT. AIR FORCE CARGO PLANE - DAY - MOVING

As it sails along, a few hundred feet off the ground.

139 INT. COCKPIT - DAY

Where we find DROOPY DOG, behind the controls.

DROOPY DOG

(into intercom mike)

Thank you for flying with us today. Watch your step, please.

140 EXT. AIR FORCE CARGO PLANE - DAY

As the cargo door opens and the entire Division of Toons begin leaping out, one after the other, minus parachutes. The last Toon to appear is a frightened and reluctant Toon plane, Pee Wee, the only one wearing a parachute. He holds his nose with his wings and jumps out.

141 EXT. COURTYARD - DAY

As it begins RAINING TOONS. All of our favorites, Donald and Daffy Duck, Mickey Mouse, Goofy, Pluto, etc., all of whom pile into the fray. A few of them use Goofy as a battering ram, knocking over the machine gun tower. Others start bashing Nazi Toon Panthers. We SEE some Panthers end up dangling in trees, we SEE one get thrown through a wall, his twisted body leaving the shape of a swastika. The melee continues as:

RICHIE

bursts through another one of the carriage house doors, driving a Nazi half-track with a machine gun on it's bed. He plows into the group, dodging more GUNFIRE, Roger and Blackie hop on and they race out into the open field as more half-tracks, driven by Nazi soldiers, emerge from the carriage house in pursuit. One of the half-tracks has a cannon on it's bed.

142 INT. HALF-TRACK - DAY - MOVING

Richie swerves back and forth, dodging GUNFIRE from the half-tracks in pursuit. Roger sits next to him as Blackie mans the machine gun, starts FIRING behind them.

BLACKIE CAT

Come on, ya Bozos, gimme your best shot!

A shell EXPLODES three feet away. When the smoke clears Blackie's head is gone. After a beat it pops out of his neck.

BLACKIE CAT (CONT'D)

Not bad.

ROGER RABBIT

(looks over his
shoulder)

Richie, they're gaining!

RICHIE

Take the wheel!

ROGER RABBIT

But I've only driven backwards!

Another shell EXPLODES in front of them. Richie swerves hard to the left, and the half-track starts tipping over.

143 EXT. FIELD - DAY

As the half-track rolls on its side, spilling Richie, Roger and Blackie to the ground. They scramble behind it for cover. The half-tracks are two hundred yards away, moving up fast. Dozens of storm troopers are advancing behind them.

RICHIE

Oh, Jesus...

ROGER RABBIT

We're done for! The last round up,
the final curtain, the end of--

Suddenly we HEAR:

SWIFTY TURTLE (O.S.)

(singing ponderously)

I'm bringing home a baby
bumblebee, won't my daddy be so
proud of me...

ANGLE - SWIFTY

Slowly ambling across the field, moving towards them.

ROGER RABBIT

Swiftly!

SWIFTY TURTLE

Uh, what's all the hubbub, bub?

The half-tracks are a hundred yards away. More GUNFIRE.

ROGER RABBIT

Swiftly! Show Richie all the swell
stuff you got under your shell!

SWIFTY TURTLE

Oh, nope, nope, nope, he doesn't
wanna see all that dumb junk.

ROGER RABBIT

It's not dumb, it's neat!

SWIFTY TURTLE

Well, okay...

RICHIE

Roger, I don't give a good goddam
how neat it--

WIDEN

As Swifty opens the back of his shell and out pops three giant HOWITZER CANNONS, a battery of MACHINE-GUNS, an AMERICAN FLAG, and a huge PHONOGRAPH which immediately begins playing "Stars and Stripes Forever" as Swifty launches a titanic barrage of firepower against the advancing Nazis. We SEE dozens of shells EXPLODING everywhere. The awesome fusillade annihilates the approaching half-tracks, and then some. When it's all over Swifty's massive ordnance zips back into his shell as quickly as it came out. A stunned Richie just stares at him.

RICHIE
(after a beat)
That's pretty neat.

SWIFTY TURTLE
Uh...yup.

144 EXT. CHATEAU GROUNDS - DAY

We FOLLOW Jessica and Wendy, on the run from Otto and his Storm Troopers. We HEAR GUNFIRE in the b.g. They race past a large transmitting shack, then the base of the radio tower, then after another twenty feet, they pull up short.

A STONE WALL

With barbed wire across the top, looms ahead of them.

JESSICA
Oh, God, Wendy. Where do we go?

WENDY
I don't know.

Then Wendy looks up, considers a beat.

145 EXT. COURTYARD - DAY

As Richie and Roger run to the corner of the carriage house. They stop and react, looking around.

THEIR P.O.V.

The ground is littered with German soldiers. The ones that aren't unconscious are being roped up rodeo-style by our Toons. Donald, Daffy, Goofy et al take on all charging Toon Panthers, beaming them assembly-line style and swinging them around by their tails, then tossing them into the air. We FOLLOW one of the Panthers as it lands on top of a veritable mountain of knocked-out Nazi Toons, piled one on top of another.

ANOTHER ANGLE

As Richie and Roger run into the courtyard.

RICHIE
(calling out)
Wendy! Jessica!
(looks around)
What happened to 'em?

ROGER RABBIT
Wait here, I'll check the house!

Roger runs into the chateau. We SEE his head appear in a third story window, then a second later in a ground floor window, then in a second story window, etc.

ROGER RABBIT (CONT'D)
(in window, waving)
Not in here!
(from another)
No luck!
(from another)
These drapes have got to go.

RICHIE
(waves him down)
Just come on!

146 EXT. CHATEAU GROUNDS - DAY

As Richie and Roger come from around a corner of the chateau, run past the same transmitting shack that Wendy and Jessica passed, then stop and see the wall.

RICHIE
Dammit! Where are they!

ROGER RABBIT
Richie! I see them, I see them!

RICHIE
Where?

ROGER RABBIT
(points up)
There!

Richie reacts, slowly looks up, sees:

THE MAIN RADIO TOWER

It's four hundred feet high. About halfway up we SEE some small figures making their way up the maintenance ladder, which leads to a platform on top.

147 EXT. RADIO TOWER - DAY

On Jessica and Wendy, climbing the ladder as fast as they can. Jessica looks down and reacts. Two storm troopers, followed by Otto, are after them, fifty feet below.

148 EXT. CHATEAU GROUNDS - DAY

Richie still stands there, looking up.

RICHIE

Of course...

ROGER RABBIT

Let's go, Richie!

(runs, stops, turns
back)

Richie! Come on!

RICHIE

I can't.

ROGER RABBIT

(crosses back to him)

But Wendy and Jessica are up there, in moral danger!

RICHIE

(a burst)

I can't, Roger! God damn it, you know I can't!

ROGER RABBIT

Remember what you told me once?
How you can never give up? How you
gotta stick with it, keep your
ears to the grindstone? Remember?

Richie agonizes. He stands there for a long beat, then turns on his heels and runs away.

ROGER RABBIT (CONT'D)

(deflated)

Richie...

(then calling up
towards the tower)

I'm coming, my imperiled petunia!

Roger winds his way through the barbed wire at the base of the tower, and scrambles up the ladder.

149 EXT. TOWER PLATFORM - DAY

A ten-feet-square area just below the top of the tower. The platform is empty, save for a few loose two-by-fours and some spools of transmitting cable. A large red light BLINKS on and off to alert low-flying aircraft. Wendy's hand appears at the edge. She hoists herself onto the platform, then Jessica's head pops up. She begins to climb onto the platform when:

ANGLE - JESSICA'S LEG

As a hand reaches INTO FRAME and grabs her ankle. REVEAL one of the storm troopers, right beneath her, trying to pull her down.

JESSICA
Look out! A plane!

Jessica does a SOUND EFFECT, imitating the sound of a FIGHTER PLANE ENGINE, then MACHINE-GUN FIRE. The soldier panics, lets go of her and spins around. There's nothing there, but when he turns back again Jessica kicks him in the face, then scurries up on the platform. The soldier clutches his face, bleeding, as the second soldier comes up behind him, trying to get by.

OTTO
(below them, in
German)
Keep moving, damn you!

STORM TROOPER
She kicked me! I can't see!

Otto grabs the soldiers, one at a time, and yanks them off the ladder. They both fall towards the ground, SCREAMING.

OTTO
Worthless slackers!

150 EXT. RADIO TOWER - DAY

On Roger, about halfway to the top.

ROGER RABBIT
I'm almost there, buttercup!
Hang on!

151 EXT. TOWER PLATFORM - DAY

As Otto climbs onto the platform. Blood trickles from a wound on his head. Wendy and Jessica move to the other side.

OTTO
Remember what I told you, Jessie?
Right to the top.

WENDY
Just back off, Attila!

OTTO
All I want are the keys, Jessica.
I'll let you both go, I promise.

WENDY
Forget it! The only place that
rocket's going is right up your--

OTTO
(red-lining)
Give me the keys!

Otto lunges forward. Jessica dodges him and moves to the other side of the platform. He goes for her again, she pulls the keys out of her dress and tosses them to Wendy. Otto turns, goes for Wendy, who tosses them back to Jessica. Otto screams now, out of control, dives for Jessica again, tackling her feet. Jessica loses her balance, starts to fall.

WENDY
Jessie - !

Jessica tosses the keys back to Wendy just as she falls off the platform, grabbing the edge and holding on.

152 EXT. RADIO TOWER - DAY

As Roger, still climbing, sees Jessica hanging off the edge.

ROGER RABBIT
(eyes bugging out)
Jessica - !!

153 EXT. TOWER PLATFORM - DAY

Otto backs Wendy to the edge. She moves to the left, then the right, and so does he. Then she tries to scramble between his legs, and they fall to the platform together. He pins her, and finally pries the keys from her left hand.

OTTO
Now wasn't that easy?

Otto grabs a loose two-by-four and SMASHES the blinking light, right next to them. Shards of red glass fall to the platform. He grabs the largest one; it's edge is jagged and sharp.

WENDY
(pinned, struggling)
You said you'd let us go!

OTTO
(American accent)
April Fools, Toots!

He grabs her hair, slams her head down on the platform, then moves the piece of jagged red glass towards her throat. She tries to hold it back with all her strength. When it's a few inches away, we HEAR the SOUND of a second FIGHTER PLANE ENGINE. Otto just smiles.

OTTO (CONT'D)
I'm afraid that will only work
once, Miss Krupnick.

With all his strength, Otto plunges the shard of glass downwards. The ENGINE becomes LOUDER, and then:

PEE WEE, THE TOON PLANE

streaks out of the clouds, heading directly INTO CAMERA. As it zooms by, we SEE a determined Richie at the controls.

154 INT. TOON PLANE - DAY - MOVING

From behind Richie's shoulder, we SEE the platform as Richie and Pee Wee hurtle towards it.

155 EXT. TOWER PLATFORM - DAY

The shard of red glass touches Wendy's throat, the ENGINE NOISE reaches it's peak and Otto turns to see:

RICHIE AND PEE WEE

Just as Pee Wee's left wing becomes a fist. He draws it back and SMACKS Otto in the face as he flies by, knocking him ten feet in the air and sending him plummeting towards the ground.

156 EXT. RADIO TOWER - DAY

On Roger, almost to the top, yelling at Jessica.

ROGER RABBIT
Hang on, pear blossom! Almost
there, sugar cane!
(to Otto, who plunges
by him)
Nice meeting you.
(back to Jessica)
I'm coming, creme de menthe!

157 EXT. CHATEAU GROUNDS - DAY

As Otto plummets to the ground, landing in the thick maze of barbed wire surrounding the tower.

158 EXT. TOWER PLATFORM - DAY

As an elated Wendy pulls Jessica back onto the platform.

WENDY

We did it, Jessie! We did it!

JESSICA

What happened?

WENDY

(on cloud nine)

Richie happened!

They both turn, just as:

RICHIE AND PEE WEE

fly by the tower. Richie gives them a victorious salute and a thumbs-up, then Pee Wee does the same.

159 EXT. CHATEAU GROUNDS - DAY

By the base of the tower. Wendy, Jessica and Roger wait on the ground as Richie lands Pee Wee and taxis to a stop. He hops out of the cockpit, crosses to Pee Wee's nose, gives it a pat.

RICHIE

Nice flyin', pal.

PEE WEE

(proudly)

Well, sure. I'm a plane, aren't I?

ROGER RABBIT (O.S.)

Richie!

Richie turns. Roger, Wendy and Jessica are all running towards him. He starts running for them, too, and they all collide with each other, joyfully falling and rolling around on the grass.

ROGER RABBIT

I knew you'd come through, Richie,
I knew it!

RICHIE

You all right?

WENDY
 (nods, then:)
 Okay, wise guy, you a big enough
 hero now?

They gaze at each other a beat, then embrace. We SEE Wendy's face as she holds him, then her expression changes.

WENDY (CONT'D)
 Richie? Richie!

Richie lets go of her, and the groups turns, reacts.

ANGLE - BASE OF RADIO TOWER

Where Otto landed. The thick barbed wire is pressed down, but Otto is no longer there. A trail of blood on the concrete, and then on the grass, leads to the chateau.

RICHIE
 Oh, no...

160 INT. OTTO'S OFFICE - DAY

We are CLOSE on the control panel as a bloodied hand reaches INTO FRAME with one of keys, inserts it into a slot on the panel, and turns it.

161 EXT. CHATEAU GROUNDS - DAY

We HEAR the high-pitched SHRIEK of a rocket engine, and the V-2 ROARS off of it's platform and soars into the sky, quickly gaining altitude as our group reacts in horror.

ROGER RABBIT
 Holy Moly! FDR's gonna be RIP!

RICHIE
 Not if we catch it, he won't. Come on!

Richie and Roger start running for Pee Wee. Then they stop, both turn back again, and with synchronized precision, grab their respective girls, lean them backwards and kiss them passionately, then run for the Toon plane again.

162 EXT. COURTYARD - DAY

The Toons in the courtyard watch the rocket's flight, a bit confused, as a door to the chateau opens and Otto staggers out. His clothes are in shreds and he is soaked in blood.

OTTO
 (watching rocket)
 Yes! Go, you beautiful baby!

He staggers into the courtyard, addresses the Toons.

OTTO (CONT'D)

Did you see it? Did you see how it
soars? I did that! Me!

(delirious)

This will win the war! The Iron
Cross, that's what I'll get! I'll
be the Fuhrer's hand-picked--

Otto's mad rambling is silenced as a STEINWAY GRAND drops INTO
FRAME and crushes him. We HOLD as the piano chords RESONATE for
a few beats.

WIDEN

to REVEAL Blackie, who has just finished crossing Otto's path.
He casually strolls over to Swifty.

BLACKIE CAT

Guy was gettin' on my nerves.

SWIFTY TURTLE

Uh, yup.

163 EXT. CHATEAU GROUNDS - DAY

Richie jumps into Pee Wee's cockpit. Roger climbs into the
passenger's seat behind him. Without missing a beat, Pee Wee
ROARS directly upwards so quickly that Roger's ears just stay
behind as the plane hurtles OUT OF FRAME. A beat, then the ears
zip OUT OF FRAME as well.

164 EXT. SKIES OVER GERMANY - DAY

As we FOLLOW the rocket's flight for a few beats, then PAN to
REVEAL the Toon plane, racing after it.

165 INT. TOON PLANE - DAY - MOVING

Richie watches the rocket as he gains altitude. Pee Wee's
engine continues to ROAR.

PEE WEE

Sir? Sir, I don't think I was
drawn to go this fast!

RICHIE

Hang in there, buddy! God, Roger,
look at that thing move.

We SEE Roger now, in the passenger's seat, his face several shades of green, his cheeks puffed out. Richie guns the throttle, Pee Wee gives it all he's got, and a queasy Roger slides off the seat and disappears inside the plane.

166 EXT. SKIES OVER GERMANY - DAY - VARIOUS

The rocket, on radio control, slowly glides to the left. Richie follows it. Now it climbs, Richie does the same. The Toon plane is now level with the V-2, five hundred yards to it's right. Suddenly the rocket's afterburner kicks in, and with a deep ROAR it accelerates. The Toon plane starts to fall behind.

RICHIE

Come on, get the lead out, we're gonna lose it!

PEE WEE

I'm flying as fast as I can!

RICHIE

(over the din)

No, you're not! A split-S! It's an aerobatic maneuver, a power dive on your back! My father used to do it all the time!

PEE WEE

What about you?

RICHIE

(steeling himself)

If he could, so can I.

Richie pulls back on the stick, and a terrified Pee Wee zips up OUT OF FRAME again.

WIDEN

As Richie quickly gains altitude, does a double barrel-roll, then flips Pee Wee over on his back, diving straight down. Pee Wee reacts, strained to the limit. We slowly see his tail and the tips of his wings begin to BLUR.

ANOTHER ANGLE - MOVING

As the Toon plane slowly moves INTO FRAME, upside down, flying like a bat out of hell. We FOLLOW it for a beat, then the rocket slowly moves INTO FRAME, from the opposite side, underneath it. After a few beats they're right on top of it.

CLOSE ON UPSIDE-DOWN COCKPIT

As Richie struggles to maintain control of the speeding Toon plane. A moment, then Roger's hand sticks down from beneath his seat, then Roger pulls his body out. He's nauseated, dizzy, completely out of it.

ROGER RABBIT

Thanks for the lift, mister, I'll walk to the curb from here.

RICHIE

What?!

Roger hoists himself out of the seat, not realizing he's upside down, ends up dangling by one hand from the plane. After a beat he falls and lands directly on the rocket. It's afterburner kicks in again, and it glides to the left and speeds away.

RICHIE (CONT'D)

(screaming)

Roger!

167 EXT. ROCKET - DAY - MOVING

As Roger stands on top of it, relieved and quite oblivious.

ROGER RABBIT

Nice to be back on good ol' terra firmness.

(strolls to front of rocket, singing)

I was walking through the park one day, in the merry merry month of--

(looks down, panics)

Mayday! Mayday!

Roger's eyes bug out of his head and his feet start flying underneath him as he tries to get away. He runs like crazy, the rocket begins to spin underneath him like a log on a river. He runs faster, the rocket spins more wildly.

WIDEN

As the rocket veers out of control, starts flying up, then down, then from side to side as Roger keeps running, SCREAMING at the top of his lungs. The rocket now disappears over the horizon.

168 EXT. TERRACE IN MALTA - DAY

We SEE the backs of three tall chairs, and the heads of three men sitting in them, and the blue Mediterranean beyond them in the distance. A WAITER steps over to the chair with a tray.

FIRST WAITER
Your lemonade, Mr. President.

ROOSEVELT
Thank you, Richard.

He takes his drink as we SEE the distant white vapor trail of a rocket in the sky over the Mediterranean. The trail circles around a few times, does a loop-the-loop, and finally EXPLODES in a distant flash of yellow and orange, it's pieces fluttering to the earth and briefly forming the letters "EAT AT JOE'S."

ROOSEVELT
Did you see that?

CHURCHILL
See what, dear boy?

STALIN
I see nothing.

ROOSEVELT
I swear I just...oh well. Shall we get to work, Gentlemen?

169 EXT. HOLLYWOOD BOULEVARD - DAY

As a ticker-tape parade passes the Hollywood-Roosevelt. The sidewalks are lined with scores of ecstatic people, CHEERING America's biggest heroes since Lindbergh. Maybe even bigger. We SEE two convertibles, and a flatbed truck carrying Blackie, Swifty, Pee Wee and the rest of the Toons.

RICHIE AND ROGER

are first, sitting in the back of a convertible, waving to the crowd as they are showered with confetti and ticker-tape.

THE TOONS

are second, hoisting Pee Wee on their shoulders as the crowd continues to CHEER wildly. Then:

JESSICA AND WENDY

pass, in another convertible, but on seeing this car, the throngs CEASE CHEERING and simply gape with astonishment at Jessica. Their mouths hang open and their heads all slowly follow the convertible as it passes.

170 EXT. GRAUMAN'S CHINESE THEATER - DAY

We are CLOSE on Richie, standing in front of a microphone on a platform which has been decorated with red, white and blue banners. The Toon VIP's sit on the right side, a number of local dignitaries sit on the left, and Wendy, Jessica and Roger are behind him. We SEE Earl and Dora here, too, sitting in the front row near Roger. The three human Randall boys are decked out in their Sunday best--all wearing bow ties exactly like Roger's. Richie is addressing the crowd, which stretches back an entire city block. The platform they're all on is about fifteen feet off the ground, giving Richie a less intense, but still formidable, tinge of anxiety.

RICHIE

(through the mike)

It's funny, being a hero isn't all that it's cracked up to be. In fact, I wish I was down there with you. Or actually, down anywhere.

(a beat)

Besides, I guess I'm not that sure what a hero really is. But I know what a friend is. It's someone who believes in you even when you stop believing in yourself. I ran over somebody like that in Kansas one morning. He and I...well, that was a pretty good day for me.

He turns to Roger, smiles, then goes and sits down as the crowd starts to CHEER. Roger reacts, a bit tearful, crosses to the mike. He looks out at the CHEERING crowd, then turns back to Jessica, blows her a kiss. It misses and lands on the mayor's cheek. Jessica takes it off and puts it on hers. The CHEERS die down. He takes out a stack of pages from his pocket, begins to read his prepared speech. We hear his voice ECHO in the crowd.

ROGER RABBIT

Today...I consider myself...the luckiest Toon on the face of the earth.

(more cheers, then)

Who would've thought that an abandoned bundle of joy from the wheatfields of Kansas...

171 INT. TOONTOWN APARTMENT - DAY

A Toon living room. A RADIO is on in the corner. We SEE A pair of Toon rabbit ears pop INTO FRAME as Roger's voice continues.

ROGER RABBIT (CONT'D) (O.S.)
would grow up to get the medal
 of honor and a four-pic-pac, not
 to mention a key to the city of
 Hollywood...and Glendale, Burbank,
 San Bernadino, Blythe...

172 EXT. GRAUMAN'S CHINESE THEATER - DAY

As Roger continues to address the crowd. It's later. A lot later. The pages he's read from are now piled up around him, burying him up to his waist. We SEE several people either asleep on the platform, or struggling to stay awake.

ROGER RABBIT
 (reading)
 ...Valpariso, Chile, Papua, New
 Guinea, East Papua, New Guinea...

ANGLE - FEET IN CROWD

As Toon rabbit's feet and a familiar dress quickly move through the crowd.

ROGER RABBIT (CONT'D)
 ...Luanda, Angola, Trenton, New
 Jersey...

Then Roger looks up, stops reading. He SEES a pair of Toon rabbit ears, winding their way towards the front of the crowd. Richie, who has been dozing on and off, looks up and sees them, too. He gets up from his seat and crosses to the front of the platform, looks on with Roger as:

THE CROWD

slowly parts to REVEAL another TOON RABBIT, who looks exactly like Roger, save for a little rouge on her cheeks, a small pill-box hat and the polka-dot dress.

ROGER

just looks down at her a beat. Richie gently prods him and Roger slowly steps off the platform and moves towards her.

ANOTHER ANGLE

From the waist down, as the two pairs of feet come together.

ROGER AND HIS MOTHER

stare at each other for a moment, tears filling their eyes.

ROGER'S MOTHER

Son?

ROGER RABBIT

Mater? Mama mia? Progenitor?

(a beat)

Mom?

Her ears extend towards him, wrapping around his head and slowly pulling him towards her. They embrace. Roger holds her tightly as she cries, gently stroking the back of her head with his ears. Richie, Wendy and Jessica look down at them, smiling and holding each other.

ANOTHER ANGLE

As Roger and his mother slowly pull apart.

ROGER RABBIT

Oh, mom, I'm so happy.

(considers a beat)

But what about my father?

His mother, still sobbing, gestures over to:

THE THEATER

where we SEE, leaning against the box office, BUGS BUNNY, who takes this all in, casually munching on a carrot. After a beat he turns INTO CAMERA and smiles.

BUGS BUNNY

Ain't I a stinker?

FADE OUTTHE END