

EXTERIOR - THEATRE MARQUEE - NIGHT

The name "PEE-WEE HERMAN" flashes in lights.

CUT TO:

INTERIOR - THEATRE - ANGLE ON AUDIENCE

They are mostly teenage girls, eagerly awaiting the concert. As the house lights dim, they squeal and scream.

CUT TO: BLACK

A spotlight appears, revealing Pee-wee on the stage. He begins to sing the opening bars of his hit song.

SFX: MUSIC: "THE GIRL ON THE TRAPEZE"

As the song kicks into uptempo, the stage lights come up full and Pee-wee goes into action.

The girls rush the stage, screaming. As Pee-wee works the crowd, the girls squeal and try to grab his clothes. A few faint. Pee-wee finishes the song to deafening applause.

CUT TO:

EXTERIOR - STAGE DOOR - NIGHT

The girls are crowded behind a police barricade. Pee-wee exits the stage door disguised as Abraham Lincoln.

TEEN #1

Look! It's Abe Lincoln!

The crowd screams.

TEEN #2

May I have your autograph, Mr. Lincoln?

Pee-wee signs her book - "Your pal, Abraham Lincoln"

TEEN #2

Oh, thank you so much. I am such a big fan of yours, Abraham.

PEE WEE

(in a deep voice)
Thank you. Thank you very much.

(CONTINUED)

to knowledge her and his beard

o the
s in

#3
Pee-wee!!!

arm

incoln outfit and begins to run.
the barricade and chases him.

, a
,

NIGHT

ot pursuit. Just as they get
ead of them. He turns down a side

rks it
lashes

ucks,
him

dead end. He turns around and
roaching. He looks up to the sky,
s off into the air. The girls
d happily wave goodbye.

d puts
budge.

e, watching the city below. As
Pee-wee leaves the city behind
d farm-dotted countryside.

ort in

it. He
alks over

DISSOLVE TO:

ROOM - DAYBREAK

a few
them
ickly

he is asleep.

ly rustic farmhouse bedroom.
edge of the bed. On the window
aking Pee-wee.

ed and turns on the radio, the
Pee-wee's place and goes back to

id with

ke.

ANNOUNCER (V.O.)

a good one, Betty.
bringing those
bits by. Oh, they

climbs
the
jin
they

(V.O.)
of buttermilk in

oom.

(CONTINUED)

CONTINUED:

PEE WEE
 Pee-wee Herman had a farm
 Ee-yi-ee-yi-oh And on his farm
 he had a pig Ee-yi-ee-yi-oh With
 an

VANCE
 Oink, oink!

PEE WEE
 Here, and an

VANCE
 Oink, oink!

PEE WEE
 There. Here an

VANCE
 Oink!

PEE WEE
 There an

VANCE
 Oink!

PEE WEE
 Everywhere an

VANCE
 Oink, oink!

PEE WEE
 Pee-wee Herman had a farm
 (Big finish)
 Eee-yii-eeee-yiii-oooohhhhh!
 (spoken)
 Ha ha!

Pee-wee does a wheelie and brings the tractor to a screeching halt.

He and Vance head for the barn. Pee-wee throws open the barn doors.

PEE WEE
 Come on, everybody. Wake up.
 Rise and shine!

INT - BARN

Each of the barn animals' stalls looks like a bedroom, complete with a human-style bed.

As the animals wake up, Pee-wee climbs a ladder to the hayloft. He picks up a pitchfork and tosses some hay into his wheelbarrow below.

He slides down a grain chute. As he wheels his wheelbarrow out of the barn, he passes the animals making their beds.

EXT - FARM

Pee-wee walks around the barn to the silo. He lifts a lever marked "CORN" and corn pours out of a little chute into his wheelbarrow. He does the same with levers marked "OATS" and "BARLEY".

Pee-wee walks over to an apple tree, climbs it, and tosses some apples into his wheelbarrow. He sees a nest of baby birds hungrily chirping at a worm sticking out of an apple.

PEE WEE

Haven't you been fed this morning?

Pee-wee reaches over, plucks the worm from the apple and puts it into his mouth. Grimacing, he hurriedly chews it and then spits a small amount into each bird's mouth. A moment later, he starts gagging.

CUT TO:

INT - BARN

Pee-wee takes a three-legged milking stool and sets it down next to a cow. He puts a milk can under the cow and begins to milk it.

The cow looks at Pee-wee and lets out an unhappy "moo."

PEE WEE

Oh, ha ha, I'm sorry. I'll warm them up for you.

Pee-wee rubs his hands together to warm them. He rubs them so hard sparks fly and ignite some straw beside him.

PEE WEE

(stamping out the fire)
Aaarggh!

(CONTINUED)

CONTINUED:

Pee-wee resumes milking and fills his bucket.

PEE WEE

Next!

A brown cow sidles up to Pee-wee. As he milks the cow, chocolate milk comes out! Pee-wee tastes some.

PEE WEE

Mmmmm.... chocolatey.

Pee-wee puts the cans of milk into his wheelbarrow and wheels it out of the barn. Vance is by his side.

EXT - FARM

Pee-wee dumps the contents of the wheelbarrow into the windmill, where it is ground.

He quickly runs around to the other side of the windmill, where the ground mixture pours out and into the wheelbarrow. He empties the mixture into a giant silver machine and flicks a switch. He adds the cans of milk as the machine noisily mixes the batter.

The batter pours out into small tin buckets carried by an assortment of farm animals.

CUT TO:

ANOTHER ANGLE

Two cows and a horse wearing chef hats are cooking the hotcakes on a large griddle.

CUT TO:

ANGLE ON PICNIC TABLE

Pee-wee places stacks on hotcakes on the table. The animals all look at him in anticipation.

PEE WEE

Oh, yeah!

EXT - FRONT OF HOUSE

Pee-wee runs to the porch and rings the dinner triangle.

(CONTINUED)

CONTINUED:

PEE-WEE
COME AND GEEEEETTTT IIIITTTT!!!

As Pee-wee tries to step off the porch, he is sideswiped by the other barnyard animals, stampeding to the picnic table from all areas of the farm.

ANGLE ON PICNIC TABLE

Pee-wee and Vance join the animals at the picnic table, and all happily eat breakfast.

The animals pass things to each other and behave as though they were sitting at a lunchroom counter.

DISSOLVE TO:

EXT - FARMHOUSE

ANGLE ON PEE WEE'S PLATE - He puts the last bite on his fork and eats it.

The animals lick the crumbs off the table and scatter to various parts of the farm.

CUT TO:

EXT - GREENHOUSE

Pee-wee pulls a ring of keys out of his pocket and unlocks the elaborate combination of padlocks on the greenhouse door. He opens the door and Vance scurries in ahead of him.

INT - GREENHOUSE

All the plants, fruits and vegetables growing inside are more than twice their normal size. Plants growing hydroponically hang from the ceiling.

PEE WEE
Good morning, everybody. My, we
look lush this morning!

The plants sway in response.

Pee-wee walks over to a lab table, on which are beakers, test tubes, assorted scientific equipment and rows of different types of plant food in glass jars.

(CONTINUED)

CONTINUED:

Pee-wee puts on protective goggles and a lab coat and begins to mix the different types of plant food in a beaker.

PEE WEE

Breakfast is almost ready. Come on, Vance, let's see how this formula works.

Vance walks over wearing his own lab coat and goggles. Pee-wee measures a small amount of the solution into a watering can.

He and Vance walk over to a potted plant covered with flower buds. They pour some of the solution into the soil. The flowers bloom instantly, growing large and lush.

DISSOLVE TO:

Pee-wee and Vance mixing more ingredients in test tubes.

DISSOLVE TO:

Pee-wee and Vance looking something up in a book titled "Agriculture 101."

DISSOLVE TO:

Vance and Pee-wee pour some of the new mixture on a row of potted vegetables. They grow larger instantly.

VANCE

Splendid! I'm very satisfied with these results, Pee-wee.

PEE WEE

Me too, Vance. If we keep going at this rate, people will only have to buy one tomato a year.

VANCE

(indicating a plant)
We should be careful, Pee-wee. We don't want to end up with a low potassium level.

PEE WEE

Duh, Vance. You'd think I never went to agricultural junior college.

(CONTINUED)

CONTINUED: (2)

VANCE

Pee-wee, look at the time.
Shouldn't we be getting into town?

Pee-wee looks at the clock on the wall. It's five minutes before noon.

PEE WEE

Gosh, Vance, you're right. I
promised Winnie I'd be on time.

Pee-wee hurriedly takes off his goggles and coat and straightens up the lab table.

VANCE

For once.

PEE WEE

What?

VANCE

For lunch, I mean, for lunch.

CUT TO:

EXT - GREENHOUSE

Pee-wee quickly locks all the locks on the greenhouse door.

EXT - FARM

Pee-wee and Vance skip down the dirt road leading into town, disappearing in the distance.

DISSOLVE TO:

EXT - TOWN - MAIN STREET

It is a very small town straight out of the 1940's. Pee-wee and Vance pass JOE'S AUTO/TRACTOR REPAIR & BLACKSMITH. JOE, a burly old man, is pounding out a horseshoe over a fire.

PEE WEE

Hey, Joe, whaddy know?

Joe shoots Pee-wee a sour look and continues with his work.

(CONTINUED)

CONTINUED:

Pee-wee holds his ears.

PEE WEE

Ow... ow!

VANCE

What's the matter, Pee-wee?

PEE WEE

Joe sure can talk your ear off,
huh Vance?! Ha ha!

VANCE

Right on, dude.

Pee-wee and Vance continue walking, passing PEARL'S BAKERY. PEARL, an old woman, is sweeping in front of her shop.

PEE WEE

Hey, Pearl, how's my girl?

PEARL grimaces and sweeps a pile of dirt directly in Pee-wee's path. She turns around and walks back into her store. Pee-wee takes off his shoes and empties out a huge pile of dirt from each.

PEE WEE

Hey, Vance, wait up!

Pee-wee catches up with Vance.

VANCE

Hey, Pee-wee, let's race.

PEE WEE

Okay. On your mark, get set...

Pee-wee starts running.

PEE WEE

Go!!!

Running through town, they pass other townspeople, all of whom are elderly. Vance runs through some women's legs - they shriek and shoot them both dirty looks.

Racing ahead of Vance, Pee-wee looks over his shoulder and sees Vance far behind.

PEE WEE

Ha ha!

(CONTINUED)

CONTINUED: (2)

Vance shoots past Pee-wee like a bolt of lightning and reaches the white picket fence surrounding the small red schoolhouse.

VANCE
I win! I win!

PEE WEE
I let you win. Besides, you cheated. You've got more legs than me.

Pee-wee opens the gate and walks around to a slide, sandbox and small swing set in the schoolyard. He sees WINNIE, a pretty, wholesome small-town girl, sitting on a picnic blanket under a big elm tree reading a book. Five youngsters -- the only children who live in the town -- play kickball.

Pee-wee skips over to the picnic blanket and sits down.

PEE WEE
Hello, Winnie. Am I late?

WINNIE
Of course you're late, Pee-wee. But I forgive you.

PEE WEE
Oh, Winnie!

Pee-wee jumps on top of Winnie and kisses her as the two roll around the picnic blanket. Winnie pushes him off and sits up, pulling herself together.

WINNIE
Pee-wee, darling. The children...

The schoolkids are all sitting directly across from Pee-wee and Winnie, staring interestedly.

PEE WEE
Why don't you take a picture? It will last longer!

The kids all pull out little brownie instamatic cameras and start snapping photos.

PEE WEE
Aaarrrrghhhh! Paparazzi!

Pee-wee poses for the cameras.

(CONTINUED)

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(CONTINUED)

CONTINUED: (3)

WINNIE
 (interrupting)
 Pee-wee, really! Now, children!
 Mr. Herman and I would like to
 have a quiet lunch. Why don't
 you play with Vance?

CHILDREN
 Yes, Miss Johnson.

The children squeal and start chasing Vance around the building.

PEE WEE
 (stretching & putting
 his arm around her)
 Ahhhh... alone at last.

Winnie reaches into her picnic basket and pulls out lunch.

WINNIE
 I've made your favorite.

PEE WEE
 Mmmm... fried chicken?

WINNIE
 No.

PEE WEE
 Mmmm... hamburgers?

WINNIE
 No. Your favorite, Pee-wee.

PEE WEE
 Mmmm... cheese sandwich?

WINNIE
 No.

PEE WEE
 I know! Turkey a la king!

WINNIE
 No.

PEE WEE
 Vegetarian plate?

WINNIE
 No.

(CONTINUED)

CONTINUED: (4)

PEE WEE
Shepherd pie?

WINNIE
No.

PEE WEE
Olive loaf?

WINNIE
No.

PEE WEE
I can't think of anything else.
I give up.

Winnie unwraps the sandwich.

WINNIE
It's egg salad, darling:

PEE WEE
Egg salad. My favorite.

Pee-wee and Winnie both take a bite of their sandwich. It's clear from Pee-wee's expression that egg salad is not his favorite.

PEE WEE
(with his mouth full)
Mmmm... egg saladey.

Both eat their sandwiches silently for a moment, smiling at each other. When Winnie looks away for a moment, Pee-wee flicks his wrist sending his sandwich hurling through the sky out of sight. In fast motion he spits out the mouthful he's been chewing in fast motion onto the ground. When Winnie looks back, he's wiping his mouth with a napkin.

PEE WEE
Mmmm... that was delicious,
Winnie.

WINNIE
Thank you, Pee-wee. Would you
care for another?

PEE WEE
No thank you.

Pee-wee kneels behind Winnie as she continues taking tiny bites of her sandwich.

(CONTINUED)

CONTINUED: (5)

PEE WEE
Oh, Winnie, you have such
beautiful hair.

WINNIE
(blushing)
Thank you, Pee-wee.

Pee-wee extends his fingers to Winnie.

PEE WEE
May I?

WINNIE
Yes you may, Pee-wee.

Pee-wee uses his fingers as a comb, running them through
Winnie's hair.

WINNIE
That feels good.

On the second pass through her hair, Pee-wee's hand gets
caught in a snag, pulling Winnie's head with it.

WINNIE
Ow!

Pee-wee tries to extricate his hand from the snarl.

WINNIE
Ow, ow, ow, ow!!!!

Pee-wee finally loosens his hand, leaving the snarled hair
standing straight out from Winnie's head.

Pee-wee lays his head in Winnie's lap as she continues
eating her sandwich.

PEE WEE
Boy, the clouds sure do look
beautiful, don't they, Winnie?

As the two silently gaze upward, a glob of egg salad falls
from Winnie's sandwich onto Pee-wee's face. He reacts
and rolls his face onto her dress to wipe it off.

PEE WEE
(pointing to a cloud)
Look! That cloud looks like an
Indian riding a buffalo.

(CONTINUED)

CONTINUED: (6)

WINNIE

Which one?

PEE WEE

That one right there. And look!
That one looks like a train going
into a tunnel. You can see that,
can't you?

WINNIE

No, not really.

Winnie finishes her sandwich.

WINNIE

Now. How about some dessert?

Pee-wee jumps on top of Winnie -- they roll around on the
picnic blanket. Winnie pulls herself up and straightens
herself out.

WINNIE

Oh, goodness, where does the time
go? (CALLING) Children!
Children!

Winnie walks to the schoolhouse steps and rings the
schoolbell. The children are nowhere in sight.

Pee-wee and Winnie walk around the schoolhouse, startling
the children, who are hurriedly putting on their clothes.
Winnie gasps.

CHILD #1

We were just playing nudist
colony, Miss Johnson.

WINNIE

Well, it's time to stop playing.
Recess is over.

KIDS

Awwwww.

The kids continue putting on their clothes as they all
walk around to the front of the school.

PEE WEE

Well, I guess I better be going.
Vance! Vance?!

CUT TO:

CONTINUED:

MACE
 Sounds like you've got some tent
 mending to do in two spots,
 Pee-wee.

PEE WEE
 I think I get your drift, Mace.
 Thanks.

CUT TO:

65

EXT - SCHOOLHOUSE - DAY

65

Vance and Pee-wee race up to the front of the schoolhouse.

BOTH
 I win! I win!... tie... you owe
 me a coke!

The schoolbell rings and the children exit onto the
 schoolyard. They give Pee-wee the cold shoulder.

PEE WEE
 Hello, children... hello... good
 afternoon...

CHILD #1
 We don't want to play with you
 anymore.

OTHER KIDS
 Yeah.

CHILD #2
 But we still want to play with
 your pig.

OTHER KIDS
 Yeah.

VANCE
 (muttering to himself)
 I'm the luckiest pig in the world.

They chase Vance around the schoolhouse as Winnie emerges.

PEE WEE
 Hello, Winnie.

WINNIE
 Hello, Pee-wee. I wasn't
 expecting you for lunch today.

(CONTINUED)

CONTINUED:

PEE WEE

Yeah, I know. But I wanted to talk to you about yesterday. I'm really sorry, Winnie...

WINNIE

Well, I must admit I was a little... stunned. But, it's alright, Pee-wee. I completely understand. It had to happen sooner or later. You're a man... she's Italian.

PEE WEE

Gosh, Winnie, you're taking this really great! I thought you'd never speak to me again.

WINNIE

Of course I'll speak to you... but our engagement is off.

PEE WEE

Gee, Winnie.

WINNIE

You're free to see whoever you want of course.

PEE WEE

Really? Well, if you think that's best.

WINNIE

I do, Pee-wee.

The Piccolapupula Brothers come tumbling onto the lawn.

WINNIE

Good afternoon, boys. You'll have to excuse me now, Pee-wee. My lunch dates have arrived.

Pee-wee reacts as the Piccolapupula Brothers tumble happily after Winnie.

DISSOLVE TO:

EXT - COUNTRY ROAD

Pee-wee and Vance are walking home.

(CONTINUED)

CONTINUED:

PEE WEE

Oh, she probably doesn't want to talk to me.

Winnie notices Pee-wee and walks over to him.

WINNIE

Hi, Pee-wee.

PEE WEE

Hi, Winnie. Boy, that was really spectacular.

WINNIE

Thanks Pee-wee. That means a lot to me.

PEE WEE

Really? I'm glad you feel that way.

WINNIE

Well, I'm glad you feel that way.

PEE WEE

I guess we still like each other a lot.

WINNIE

I still like you.

PEE WEE

And I still like you. Ha ha. Boy, what a day! Things sure have worked out great for both of us.

WINNIE

Breaking up with you was the best thing that ever happened to me. I've never felt so alive since we broke up. I've never felt so beautiful, so free, so sure of myself...

PEE WEE

(interrupting her)

Okay, Winnie. I get your point.

They stand awkwardly for a moment. Pee-wee extends his hand.

PEE WEE

Friends?

(CONTINUED)

CONTINUED: (3)

WINNIE
 (interrupting)
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 have a quiet lunch. Why don't
 you play with Vance?

CHILDREN
 Yes, Miss Johnson.

The children squeal and start chasing Vance around the building.

PEE WEE
 (stretching & putting
 his arm around her)
 Ahhhh... alone at last.

Winnie reaches into her picnic basket and pulls out lunch.

WINNIE
 I've made your favorite.

PEE WEE
 Mmmmm... fried chicken?

WINNIE
 No.

PEE WEE
 Mmmmm... hamburgers?

WINNIE
 No. Your favorite, Pee-wee.

PEE WEE
 Mmmmm... cheese sandwich?

WINNIE
 No.

PEE WEE
 I know! Turkey a la king!

WINNIE
 No.

PEE WEE
 Vegetarian plate?

WINNIE
 No.

(CONTINUED)

CONTINUED: (4)

PEE WEE
Shepherd pie?

WINNIE
No.

PEE WEE
Olive loaf?

WINNIE
No.

PEE WEE
I can't think of anything else.
I give up.

Winnie unwraps the sandwich.

WINNIE
It's egg salad, darling.

PEE WEE
Egg salad. My favorite.

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PEE WEE
(with his mouth full)
Mmmmm... egg saladey.

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PEE WEE
Mmmmm... that was delicious,
Winnie.

WINNIE
Thank you, Pee-wee. Would you
care for another?

PEE WEE
No thank you.

Pee-wee kneels behind Winnie as she continues taking tiny bites of her sandwich.

(CONTINUED)

CONTINUED: (5)

PEE WEE
Oh, Winnie, you have such
beautiful hair.

WINNIE
(blushing)
Thank you, Pee-wee.

Pee-wee extends his fingers to Winnie.

PEE WEE
May I?

WINNIE
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Pee-wee uses his fingers as a comb, running them through
Winnie's hair.

WINNIE
That feels good.

On the second pass through her hair, Pee-wee's hand gets
caught in a snag, pulling Winnie's head with it.

WINNIE
Ow!

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WINNIE
Ow, ow, ow, ow!!!!

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standing straight out from Winnie's head.

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eating her sandwich.

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beautiful, don't they, Winnie?

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from Winnie's sandwich onto Pee-wee's face. He reacts
and rolls his face onto her dress to wipe it off.

PEE WEE
(pointing to a cloud)
Look! That cloud looks like an
Indian riding a buffalo.

(CONTINUED)

CONTINUED: (6)

WINNIE

Which one?

PEE WEE

That one right there. And look!
That one looks like a train going
into a tunnel. You can see that,
can't you?

WINNIE

No, not really.

Winnie finishes her sandwich.

WINNIE

Now. How about some dessert?

Pee-wee jumps on top of Winnie -- they roll around on the
picnic blanket. Winnie pulls herself up and straightens
herself out.

WINNIE

Oh, goodness, where does the time
go? (CALLING) Children!
Children!

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schoolbell. The children are nowhere in sight.

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colony, Miss Johnson.

WINNIE

Well, it's time to stop playing.
Recess is over.

KIDS

Awwwww.

The kids continue putting on their clothes as they all
walk around to the front of the school.

PEE WEE

Well, I guess I better be going.
Vance! Vance?!

CUT TO:

INT -- SCHOOLROOM

Vance is reading a book. When he hears Pee-wee call, he scurries out of the building.

EXT -- SCHOOLHOUSE

WINNIE

Will I see you tomorrow, Pee-wee?

PEE WEE

Of course, dearest. Until then!

Winnie and the kids go into the school. Pee-wee and Vance skip off.

VANCE

So, how was lunch?

PEE WEE

Great! Let's go get something to eat.

VANCE

On your mark... get set...

Pee-wee and Vance both start running before "go."

CUT TO:

EXT - GENERAL STORE

Pee-wee and Vance run through the front door.

INT - GENERAL STORE

It's a classic smalltown general store. Two old women, MRS. HAYNES and MRS. DILL, are browsing; two old men, OTIS and DEKE are playing checkers on a pickle barrel; and the owner, an old man wearing a long white apron, MR. RYAN, is waiting on the women.

As Pee-wee and Vance burst through the door, everyone in the store stops and stares at them.

MR RYAN

If I told you once, I told you a hundred times. I don't want you runnin' round my store, Pee-wee Herman.

(CONTINUED)

CONTINUED:

PEE WEE

I'm sorry, Mr. Ryan. I'm just so hungry and I guess I couldn't wait to sample one of those delicious cheese sandwiches of yours. Would you mind making me one?

MRS DILL

We were here first, weren't we Mr. Ryan? I'm afraid you'll just have to wait.

MRS HAYNES

And I'm sure Mr. Ryan isn't going to serve you at all as long as you've got that pig in here, isn't that right, Mr. Ryan?

MR RYAN

That's right, Nadine. No pigs allowed.

MRS DILL & MRS HAYNES

Well, I should say not.

PEE WEE

Oh, good afternoon, Mrs. Dill. Good afternoon, Mrs. Haynes. I'm so awfully hungry. I'm sure you beautiful ladies wouldn't mind letting me go ahead of you.

MRS DILL

Well, we most certainly would mind.

MRS HAYNES

I should say so. First come first serve, isn't that the way you always heard it, Mr. Ryan?

MR RYAN

It sure is, first come first serve.

PEE WEE

Alright! Alright! I'll wait.

He walks over to a magazine rack and picks up a magazine.

(CONTINUED)

CONTINUED: (2)

MR RYAN

I hope you're planning to buy that magazine, Pee-wee. This ain't no library.

MRS HAYNES & MRS DILL

I should say not.

One of the men at the pickle barrel speaks up.

OTIS

Hey, Mr. Ryan.

MR RYAN

Yes, Otis?

OTIS

The pig's still here.

All stare at Pee-wee.

Vance snorts and exits haughtily. The ladies shop in slow motion.

MRS DILL

Now, let me see, have you got any of that lovely Korean lace?

MR RYAN

Just got some in.

Mr. Ryan slowly pulls down some fabric samples. The ladies study them.

MRS HAYNES

Oh, this is pretty.

MRS DILL

Uh, hum.

MRS HAYNES

(turning to another sample)

This would make a nice doily, don't you think, Mae?

MRS DILL

Mmmm....

ANGLE ON PEE WEE -- he's about to explode.

(CONTINUED)

CONTINUED: (3)

MRS HAYNES

Oh, what about this for the china cabinet?

MRS DILL

Mmmm... maybe...

PEE WEE

(Breaking down)

All I want is a measly sandwich!!!
I very nicely explained I was
starving. I'm starving!!!
PLEASE!!!

Everyone in the store harumphs. Mr. Ryan slams his samples down on the counter.

MR RYAN

I'm sorry, ladies. I guess you'll just have to wait. You remember that no one is as important in this community as Pee-wee Herman.

He goes to the sandwich counter and angrily slaps a sandwich together while he's talking.

MR RYAN

All you other shoppers will just have to play second fiddle to Pee-wee. I guess that's just the way things are around here. My only purpose in life is to serve Pee-wee Herman and everything else comes second. (HE HANDS PEE WEE THE SANDWICH) There! There's your sandwich! (WITH MOCK SERVITUDE) Is there anything else I can do for you, Pee-wee?

PEE WEE

Well, I would like a pickle if it wouldn't be too much trouble.

Mr. Ryan explodes and heads for the pickle barrel.

MR RYAN

No! No trouble at all Pee-wee!

He knocks the checker game off the pickle barrel.

(CONTINUED)

CONTINUED: (4)

MR RYAN (CONT)
 I'm sorry, Otis! I'm sorry, Deke!
 Game's over! PEE WEE HERMAN WANTS
 A PICKLE!!!

Otis and Deke jump up from the table, Mae and Nadine shriek and harumph. They all surround Pee-wee. Mr. Ryan holds the pickle in Pee-wee's face.

MR RYAN
 There! There's your darn pickle!
 Are you happy now?

They all stare angrily at Pee-wee.

PEE WEE
 Uh... yes... thank you everybody!

CLETUS COLE, the county agent, bursts into the store.

MR RYAN
 Cletus! What brings you all the way from Porterville?

CLETUS
 Better get home folks. Smiley, better board up the store.

MR RYAN
 What's up?

CLETUS
 Storm's comin'. Looks like it's headin' your way pretty fast.

PEE WEE
 Gosh. I better go warn Winnie, I mean, Miss Johnson.

CLETUS
 I'll go warn them at the school. You better get out to your farm right away and see those animals of yours are taken care of. Rest of you folks, get on home.

Cletus exits. The other people in the store hurriedly start to leave as Mr. Ryan closes the inside shutters.

CUT TO:

EXT - STREET

Otis gets into his pickup truck.

PEE WEE
Otis, could you give me and Vance
a ride?

OTIS
I don't have no room.

Otis drives off in his empty truck. Pee-wee runs over
to Deke, who is also getting into a truck.

PEE WEE
Deke, could you give Vance and
me a ride?

DEKE
No!

Deke drives off.

PEE WEE
Come on, Vance, we better hurry.

Vance and Pee-wee run down the road as the wind kicks up.

DISSOLVE TO:

EXT - FARM

As Pee-wee and Vance arrive back at the farm, they have
to scream to be heard above the wind.

PEE WEE
Vance! Get the animals into the
storm shelter!

Vance heads for the barn as Pee-wee runs off toward the
greenhouse.

EXT - GREENHOUSE

Pee-wee fights the wind to close the many storm windows
on the greenhouse.

Heading for the house, he passes Vance leading the animals
to the storm shelter.

(CONTINUED)

CONTINUED:

PEE WEE
 (still shouting above
 the wind)
 Hurry, Vance. Get everyone down
 below!

VANCE
 What about you, Pee-wee?!

PEE WEE
 Don't worry about me. I'll be
 okay!!

CUT TO:

INT - HOUSE

Pee-wee runs through the house closing the shutters.

INT - BEDROOM

As Pee-wee closes the bedroom shutter, it flies in and hits him on the head. He falls back on his bed. When he gets up, a bump shaped like the Paramount mountain forms on his head, stars circling around it.

PEE WEE
 Ow!!!

CUT TO:

EXT - HOUSE

Pee-wee runs to the storm shelter and grabs hold of the door. Hanging on for dear life, his body flies in the wind until he finally pulls open the door and climbs inside.

INT - STORM SHELTER

Pee-wee calms the frightened animals as he lights a couple of lanterns.

PEE WEE
 Come on now, everybody. There's
 nothing to be scared of. It's
 just a storm. We're safe down
 here. I know! Let's take
 advantage of this special time
 together. Let's have a party!!

(CONTINUED)

CONTINUED:

He cranks up an old victrola. An old record plays.

DISSOLVE TO:

The animals, wearing party hats, are dancing with Pee-wee. A giant thud against the ground above knocks the needle off the victrola. The party stops.

PEE WEE

Listen...

VANCE

It sounds like the storm has subsided.

The animals make noises in agreement.

PEE WEE

Let's check it out!

He cautiously opens the storm door. A lion growls in his face. Pee-wee slams the door shut.

PEE WEE

I must have post-storm trauma.
I thought I saw a lion out there.
Ha ha! That's impossible!

He opens the storm door again. The lion is gone.

See? No lion! Ha ha.

Pee-wee climbs up the steps and the animals follow.

EXT - FARM

Scanning his property, Pee-wee can't believe his eyes: people are running frantically around several overturned vehicles, spilled-out equipment, and a few animal cages laying on their sides. The farm is littered with debris.

Pee-wee hears a strange noise and sees two elephants. Suddenly it dawns on him -- it's a circus!

He feels something tug on his leg, looks down, and sees a distraught midget, ANDY.

ANDY

Don't just stand there. Help!
Come on!

(CONTINUED)

CONTINUED:

Pee-wee follows him to an overturned circus wagon. A man is pinned underneath it and OTTO, the circus strong man dressed in a leopard skin, tries to lift it. Pee-wee picks up the other end of the wagon and together they lift it easily.

ANDY rushes over to the injured man, MACE MONTANA.

ANDY
You okay, boss?

MACE
Well, my shins are banged up pretty bad, I think my ribs are all broken, and it feels like I probably punctured a major organ, Andy. But I'm circus! Come on. We got work to do! (TO THE STRONG MAN) Otto, get a couple of roustabouts and set these wagons straight.

OTTO
Ya boss!

Otto runs off.

MACE
Andy, you get over to the cookwagon and see that everybody's alright.

ANDY
Right Mace.

Andy runs off in another direction.

MACE
Is this your farm, kid?

PEE WEE
Uh-huh. I'm Pee-wee Herman.

Mace extends his hand.

MACE
Mace Montana, manager of the Cabrini Circus.

PEE WEE
Pleased to meet you, Mace.

A clown, SNOWBALL, runs up to them in hysterics.

(CONTINUED)

CONTINUED: (2)

SNOWBALL

Mace you gotta do something. I can't get to the first aid supplies and people are hurt, Mace. Animals are loose everywhere, our equipment's in shambles, we're ruined... ruined...

Mace slugs him.

MACE

Pull yourself together, Snowball.

PEE WEE

I've got a first aid kit in the house, Mace.

MACE

Well, get goin' kid.

Pee-wee runs toward the house. Mace gives Snowball a couple more slugs and runs off in another direction.

As Pee-wee runs to the house he passes the fat lady, EDDIE, trying to squeeze out the window of her overturned wagon. Andy tugs on her arms.

EDDIE

Pull! Pull!

As Pee-wee continues on, he passes other signs of the wreckage - roustabouts helping injured circus performers, animals roaming around, and women dragging costumes out of the duck pond.

A beautiful woman, GINA, runs smack into Pee-wee, knocking him over. She extends a hand to help him up.

GINA

Oh, I'm sorry. Are you hurt?

PEE WEE

No, I'm okay.

She flashes him a radiant smile and runs off. Pee-wee stares after her for a moment, taken aback by her beauty.

He sees an elephant helping Otto and a few roustabouts lifting a giant overturned tank. A mermaid flops around inside.

(CONTINUED)

CONTINUED: (3)

ROUSTABOUT
You got a hose around here?

Pee-wee quickly brings him the hose and the roustabout starts filling the tank with water. Pee-wee runs into the house.

INT - HOUSE

Pee-wee runs over to a kitchen cabinet and pulls out his toy doctor kit. He opens the door to leave and sees a ferocious looking lion blocking his path.

PEE WEE
Excuse me...

The lion growls.

PEE WEE
Excuse me please, kitty...

The lion growls and reaches for Pee-wee with his paw. Pee-wee takes a few steps to one side. The lion counters and slowly backs Pee-wee to the wall.

CUT TO:

LION'S POV -- Pee-wee changes into a giant T-bone steak.

CUT TO:

Lion growls, salivates and licks his lips.

CUT TO:

EXT - FARM

Mace is putting some monkeys back into their cage.

MACE
Up you go, Jo-Jo.

OSCAR, the lion tamer, runs up.

OSCAR
Boss! We've rounded up all the animals. Except for Sheba. We can't find her anywhere.

SFX: They hear a lion roar from the house.

(CONTINUED)

CONTINUED:

MACE

Oh my god...

Mace, Oscar and other circus people run to the house. They stop short as Sheba steps out onto the porch. Pee-wee follows.

PEE WEE

(talking baby-talk)

Yes you are a pretty kitty...

He kisses Sheba and fluffs her fur.

PEE WEE

Who's that fluffy kitty?

Sheba purrs.

OSCAR

I'll take her from here. (HE
CRACKS HIS WHIP) Sheba!!

Sheba growls and paws ferociously at Oscar.

PEE WEE

Sheba! Come on, kitty.

Sheba trots alongside Pee-wee to her cage. She steps in and Pee-wee closes the door behind her.

PEE WEE

There you go!

CLOSEUP on Pee-wee's face, just outside the cage.

PEE WEE

You like me, huh?

Sheba lunges and snarls. Everyone laughs.

MACE

Hey, kid, you're alright. You've got circus in your blood.

PEE WEE

(checking himself out)

I do? Ha ha.

ANDY

Hey, Mace. Where's Midge?

MACE

Isn't she in the wagon?

(CONTINUED)

CONTINUED: (2)

ANDY

No, boss. I haven't seen her.

MACE

Midge! Midge! Has anybody seen my wife?

The crowd reacts, adlibbing negative responses.

MACE

Oh my god. Come on! Fan out, everybody. I want you to cover every inch of this farm until we find her. Get moving!

The group fans out. Gina takes Mace's arm.

GINA

Don't worry, Mace. We'll find her.

Mace breaks away and begins to look for her.

MACE

Midge! Midge!

CUT TO:

EXT - BARN

GINA

Mace! I found her. She's over here.

Mace and the others run over to Gina.

MACE

Midge! Midge! Oh, thank god you're alright, darling.

MIDGE

Oh, Mace.

From the edge of the crowd, Pee-wee cranes his neck to see what's happening. MIDGE is the tiniest woman in the world. She stands in the palm of Mace's hand.

MACE

Pee-wee, this is my wife Midge. Midge, this is Pee-wee Herman. He runs this place, and he's been helping us out.

(CONTINUED)

CONTINUED:

Pee-wee strains to be nonchalant.

PEE WEE
Oh, it was no big deal, I mean,
uh, hello, Midge... I used to know
someone named Midge when I was
little, I mean, uh, small world,
huh? I mean...

MIDGE
Nice to meet you, kid.

Pee-wee extends his hand awkwardly.

PEE WEE
Likewise, Midge.

Mace puts Midge in his pocket.

MACE
Okay, everybody, listen up. We've
had a bad day. We've lost a
couple of wagons, the tent's
banged up pretty bad and so are
a few of us...

The crowd murmurs in agreement.

MACE (CONT)
But we've had bad days before,
right?

CROWD
Right!

MACE
But we got through em, right?

CROWD
Right!

MACE
And why'd we get through em?

CROWD
Because we're circus!

MACE
Right. And we're gonna get
through this one, too. The show
must go on.

(CONTINUED)

CONTINUED: (2)

PEE WEE

Look, Mace, you can stay here if you need a couple of weeks to get ready.

Mace and the crowd laugh.

MACE

A couple of weeks? Our show goes on tonight. (TO PEOPLE IN CROWD) Joe, can you jerryrig some of that rigging?

JOE

I think so, Mace.

MACE

Brenda, how's that leg? Can you go on?

BRENDA

I'm okay, Mace. But I don't think Jimmy's up to it.

DUKE THE DOG-FACE BOY steps forward.

DUKE

I know the act, Mace. I'll go on for Jimmy.

MACE

That's the spirit, Duke.

WOMAN

I can get the costumes ready.

ROUSTABOUT

I'll get the generator back in action boss.

MACE

How are the animals, Oscar?

OSCAR

They'll be okay once they settle down, boss.

MACE

Allright then, everybody. What are we going to do?

CROWD

We're gonna put on a show!

(CONTINUED)

CONTINUED: (3)

MACE

That's right. Because we're part of the greatest show business tradition in the world. And what's that?

CROWD

The circus!!!

CUT TO:

EXT - FARM - LATE AFTERNOON

A dilapidated circus parade is assembled on Pee-wee's farm. Mace stands in his full ringmaster regalia on the front wagon. Pee-wee sits beside him.

MACE

Let's move out!

DISSOLVE TO:

EXT - COUNTRY ROAD

The circus parade valiantly makes its way into town, some performers and animals on foot, some in circus wagons, and some in trucks, all happily chattering and singing as they go.

CUT TO:

EXT - TOWN MAIN STREET - SUNSET

The parade reaches the edge of main street against the backdrop of a beautiful sunset. The street is empty.

Mace stands on top of his wagon, pulls a baton out of his jacket and starts to lead the four-piece brass band in a lively circus tune.

The townspeople angrily emerge from their shops, covering their ears. Mace slows his conducting and the band peters out to an off-key finish.

JOE

What's all this racket?

MR RYAN

What do you people want around here?

(CONTINUED)

CONTINUED:

MACE
 (stepping down from his
 wagon)
 We don't want anything, sir. I'm
 Mace Montana, manager of the
 Cabrini Circus.

Mace extends his hand; Mr. Ryan won't shake it.

MRS DILL
 Circus?! Why, I never!

MACE
 We're here to give you the
 greatest darn show you've ever
 seen.

MR RYAN
 Well, we don't want it.

MRS HAYNES
 I should say not!

PEARL
 And at the dinner hour. The nerve
 of you people!

The townspeople harumph indignantly.

MACE
 Please, everybody. We've worked
 awful hard to get the show ready
 for you nice folks.

MR RYAN
 Save your smooth talkin', Mr.
 Wyoming. We told you. We don't
 want no circus here. And you show
 folk ain't welcome in this town.
 Are they?

The crowd adlibs negative replies.

MRS DILL
 Look! There's Pee-wee Herman.

MRS HAYNES
 Oh, I could have told you that
he'd be behind something like
 this.

PEE WEE
 Hello.

(CONTINUED)

CONTINUED: (2)

MR RYAN

Now, young fellah, you better just take all this junk and get out of our town before we get you out.

MACE

We don't want no trouble, mister.
(TO CIRCUS PEOPLE) Come on, everybody, let's get these wagons turned around.

CUT TO:

EXT - ROAD - NIGHT

The circus parade makes its way back to the farm. A dejected Mace sits beside Pee-wee in the lead wagon.

MACE

I just don't know what to make of it, kid.

PEE WEE

What do you mean, Mace?

MACE

Well, Pee-wee, when folks don't want a circus, the world just doesn't make much sense... You know, I'm a guy who's spent my whole life taking the world's frown and tryin' to turn it into a smile... Funny, for the first time I don't feel like that's worth doing anymore...

WEASEL, a roustabout, rides up alongside their wagon.

WEASEL

Hey, boss, everybody wants to know where we're heading. Are we moving on tonight?

MACE

I don't know, Weasel.

WEASEL

You gotta tell them something, Mace.

(CONTINUED)

CONTINUED:

PEE WEE

I have an idea. Why don't you all stay on my farm for a little while? It sounds like you could use a little vacation.

Mace and Weasel react as though they've never heard the word before.

MACE

Vacation? (HE LAUGHS) Weasel, tell everybody... we're... going on vacation...

CUT TO:

EXT - FARM - DAYBREAK

A rooster crows.

WIDEN TO REVEAL -- an elephant trumpeting in reply.

CUT TO:

INT - BEDROOM

Vance sleeps at the foot of the bed. A giraffe sticks his head in the window and licks Pee-wee's face. Pee-wee smiles, opens his eyes, and reacts. He gets out of bed and opens the door to the bathroom.

INT - BATHROOM

ZELDA, THE BEARDED LADY, is shaving and trimming her beard. Pee-wee reacts and closes the door. He notices a long line of circus people waiting to use the bathroom.

CUT TO:

EXT - HOUSE

Pee-wee steps out onto the front porch fully dressed. The circus has made itself at home on his farm.

Mace walks over to Pee-wee.

MACE

Morning, Pee-wee.

(CONTINUED)

CONTINUED:

PEE WEE
Morning, Mace.

MACE
Everybody's fed and watered...
except for you. Midge made a
little something for you.

Mace hands Pee-wee a tiny doll-sized plate of breakfast.
Pee-wee eats it in one bite.

PEE WEE
Mmmmm... thanks, Mace. I guess
I better not go swimming for an
hour. Ha ha.

They walk past the vegetable garden where an elephant
waters the vegetables with his trunk. Pee-wee reacts.

MACE
This is quite a place you've got
here, Pee-wee. Everybody
appreciates you letting us stay.

PEE WEE
Don't mention it, Mace. It's my
pleasure.

As they pass the orchard, four acrobats, the PICCOLAPUPULA
BROTHERS, are picking fruit. One jumps from another's
shoulders onto a teeterboard, sending another flying
through the air onto the shoulders of his partner, forming
a 3-man totem. The top man picks some fruit and throws
it to the guy on the ground, who juggles it and throws
it into a basket.

MACE
Those are the Piccolapupulas --
Dino, Antonio, Giancarlo and Paolo
-- the greatest acrobats in the
world.

PEE WEE
Sure looks like fun.

The Piccolapupulas call to him.

DINO
Hey, Pee-wee, come here.

PEE WEE
Okay!

(CONTINUED)

CONTINUED: (2)

Dino stands Pee-wee on one side of the teeterboard as Paolo jumps onto the other side sending Pee-wee flying into the air. He lands on top of Antonio's shoulders. Pee-wee tosses some fruit into the basket.

PAOLO
(signaling the others)
Hup!!

They break their formation, tumbling as they hit the ground. Pee-wee lands with a thud.

ANTONIO
You're a natural, Pee-wee.

GIANCARLO
How'd you like it?

PEE WEE
I like going up better than coming down.

MACE
Who doesn't, Pee-wee? Who doesn't?

They all laugh.

Mace and Pee-wee walk toward the barn, where a trapeze rig is set up. Gina is gracefully practicing her act.

PEE WEE
Hey, that's the girl that bumped into me yesterday.

MACE
Oh, so you've already met.

PEE WEE
Well, not exactly.

MACE
Come on then. She's our star attraction.

PEE WEE
(bashfully)
No, uh, that's okay. She looks busy.

MACE
Come on, Pee-wee. She doesn't bite... Gina!

(CONTINUED)

CONTINUED: (3)

GINA
What is it, Mace?

MACE
I don't think you and Pee-wee have
had a proper introduction. Gina,
Pee-wee, Pee-wee, Gina.

She hangs on the trapeze from her knees with her head at
Pee-wee's eye level. She extends her hand to Pee-wee.

GINA
We meet again, no?

PEE WEE
No. I mean yes. I mean...

GINA
Well, hello.

PEE WEE
Hello.

GINA
I love your farm. It is so
beautiful.

PEE WEE
So are you...

GINA
(laughing)
Oh, Pee-wee, you are sweet.

PEE WEE
I know you are, but what am I?

She giggles and pulls Pee-wee up on the trapeze with her,
flipping him over the bar and depositing him back on the
ground. Exhilarated, he skips off after Mace.

Vance runs by them, chased by ZSA ZSA the hippo.

MACE
Looks like Zsa Zsa's taken a shine
to your pig, Pee-wee.

PEE WEE
Yeah. Ha ha.

They pass Pee-wee's cows grazing alongside giraffes.

(CONTINUED)

CONTINUED: (4)

A short distance away is a circus cannon. "DELL, THE HUMAN CANNONBALL" is painted on the outside of the cannon. Dell is inside, his arms and head protruding. Andy hands him a helmet.

DELL
(calling to Mace)
Hey, Mace. Watch your back!

Mace and Pee-wee stop.

DELL (CONT)
I'm going out to give the boys
a hand. Bombs away, Andy!

Dell disappears into the cannon and Andy lights the fuse. There is a loud explosion and Dell flies out of the cannon, landing on a haystack in the distance. He stands up, brushes himself off and gives them the "thumbs up" sign. Mace and Pee-wee laugh and continue walking.

PEE WEE
Wow! That looks like a fun job.

MACE
Being a human cannonball's more
than a job, Pee-wee. It's a
career.

PEE WEE
I'm on my way to a career in
agriculture. I hope to be the
next George Washington Carver.
Do you know who George Washington
Carver is Mace?

MACE
Yes I do. He was the first
president of the United States.

PEE WEE
No, he was a scientist. His
research as an agricultural
chemist revolutionized farming.
He was the father of the peanut.
He discovered over 300 uses for
it -- instant coffee, soap and
ink... to name a few.

MACE
And don't forget he chopped down
the cherry tree.

(CONTINUED)

CONTINUED: (5)

Pee-wee reacts.

They arrive at the Greenhouse and Pee-wee unlocks the door and opens it.

PEE WEE

Come on in, Mace. I want to show you something.

INT - GREENHOUSE

PEE WEE

Planty, huh Mace?

Mace looks at the unusual plants in amazement.

MACE

What is all this?

PEE WEE

The future, Mace. The experiments I'm doing here will make the world of tomorrow a better place to live. A world where no one will be hungry, and people will live in peace. A world... full of giant watermelons.

MACE

Amazing.

PEE WEE

I'd like to show you something else, Mace. But it's top secret. You'll have to give me your word that this is between you and me.

MACE

Alright.

PEE WEE

Then repeat after me. I, Mace Montana...

MACE

I Mace Montana...

PEE WEE

Do solemnly swear...

MACE

Do solemnly swear...

(CONTINUED)

CONTINUED:

PEE WEE
That I will never tell anyone...

MACE
That I will never tell anyone...

PEE WEE
What I am about to see.

MACE
What I am about to see.

Pee-wee walks over to a cheesecloth curtain and pulls it back, revealing a small tree with hot dogs growing on it.

PEE WEE
I call this the hot dog tree.
Because, well... it's a hot dog tree!

MACE
I've never seen anything like it.
Why, you've got ideas here that nobody's ever had before, Pee-wee.
Really big ideas... I need one of those.

PEE WEE
Help yourself, but don't spoil your lunch, ha ha.

MACE
No, not a hot dog. I need a big idea. Something brand new. An idea so big and new it'll knock people off their feet. That'll bring a spark back to the Cabrini Circus... I've got some thinking to do. Thanks, Pee-wee.

Mace exits.

DISSOLVE TO:

A FEW HOURS LATER

Pee-wee is removing his lab coat.

PEE WEE
(to plants)
See you later, everybody.

(CONTINUED)

CONTINUED: (2)

The plants sway in response.

CUT TO:

EXT - GREENHOUSE

Pee-wee closes the door and locks the padlock. Gina walks by.

PEE WEE

Hello, Gina. Where are you going?

GINA

I'm just walking, Pee-wee. It's such a beautiful place I want to see it all.

PEE WEE

Well, uh, Gina, can I walk with you. I mean, may I walk with you?

GINA

Come.

Pee-wee and Gina walk off together.

DISSOLVE TO:

EXT - FIELD

Gina and Pee-wee walking through a field of wildflowers.

GINA

Oh, Pee-wee, look.

Pee-wee's horses are learning a routine from the circus horses. They finish the routine and bow. Gina and Pee-wee applaud.

DISSOLVE TO:

EXT - WATERFALL

A beautiful waterfall runs over some rocks into a natural pool. Pee-wee and Gina arrive running breathlessly.

GINA

Come on, Pee-wee.

(CONTINUED)

CONTINUED:

Gina runs to the top of the waterfall, with Pee-wee close behind.

PEE WEE
Be careful, Gina. What are you
doing?

GINA
Watch me.

Gina throws off her robe, revealing a swimsuit-style costume. She jumps off the top of the waterfall, beautifully executing a complicated somersault dive.

GINA
(calling up to him)
Come, Pee-wee.

Standing at the edge of the waterfall, Pee-wee holds his nose.

PEE WEE
Here I come! The human...

He jumps off.

PEE WEE
Cannonball!

He lands in the water with a giant splash.

CUT TO:

INT - PEARLS BAKERY

Pearl stands behind the counter. She hears a voice.

VOICE
Excuse me, maam.

She looks over the counter but doesn't see anybody.

VOICE
Maam...

She looks over the counter again, craning her neck. She feels something tug on her skirt, looks down and sees Andy.

PEARL
Aahhh! Aahhh!

(CONTINUED)

CONTINUED:

She grabs a broom and starts to shoo Andy out of the shop.

PEARL
Shoo! Shoo, you little demon,
shoo!

She closes the front door, pulls down the shade and puts up a "CLOSED" sign.

CUT TO:

EXT - JOE'S BLACKSMITH AND AUTO REPAIR SHOP

Snowball and Clownie walk over to JOE.

JOE
That's the puniest damn horse I've
ever seen.

The clowns mime laughter.

JOE
Well, what do you want?

The clowns act out putting on shoes, indicating they want the pony shoed.

JOE
Oh, you want him shoed, do ya?
Well, it'll cost you extra.

The clowns pull out their empty pockets and mime crying.

JOE
Money up front.

They give him some money. While Joe works, the clowns get in his way, mimicking him.

JOE
You two better get out of my way
before one of you gets a sizzling
hot andiron where you wouldn't
want it.

Clownie jumps into Snowball's arms, then they both jump into Joe's arms.

(CONTINUED)

CONTINUED:

JOE

Ah, take your trade elsewhere.
I'm not wastin' my time fooling
around with you two... and get
this oversized dog out of here...

The clowns leave, miming weeping.

JOE

Damn, I hate clowns...

CUT TO:

INT - DINER

Zelda the Bearded Lady, Midge, and Duke the Dogface Boy sit on one side of a booth tapping their fingers on the table. Eddie the Fat Lady takes up the other side. The COOK and WAITRESS ignore them.

EDDIE

(shoving saltines in
her mouth)

I don't know what it is. I just
can't seem to keep the weight on.

MIDGE

You look swell to me, Eddie.

ZELDA

Hey! Can we get some service here
or what?!

COOK

(to the waitress)

Did you hear something, Bunny?

BUNNY

No, I didn't hear anything.

DUKE

I'm gonna take a bite out of that
broad's bazoo if she doesn't get
over here.

MIDGE

Down, Duke. Don't work yourself
into a lather. Come on, let's
get out of here everybody.

As they leave, the cook runs over to the door, locks it
and flips over a "CLOSED" sign.

CUT TO:

INT - GENERAL STORE

Mrs. Dill, Mrs. Haynes, Deke, Otis and Mr. Ryan stare coldly at the Piccolapupula Brothers.

DINO
We need some supplies.

MR RYAN
Oh you do, do ya?

PAOLO
(reading from a shopping
list)
25 pounds of oatmeal...

MR RYAN
We don't have any oatmeal.

PAOLO
40 yards of twine...

MR RYAN
We're all out of twine.

PAOLO
25 gallons of orange juice...

MR RYAN
Out of it.

The Piccolapupula Brothers start getting angry.

PAOLO
30 cans of tomato soup...

MR RYAN
We don't carry soup.

GIANCARLO
(indicating a shelf full
of soup)
Then what's all this?

MR RYAN
Sorry we're closed.

The brothers stand there dumbfounded.

MR RYAN
Come on, get. Don't you people
speak English?

Dino moves toward Mr. Ryan threateningly.

(CONTINUED)

CONTINUED:

ANTONIO

Easy, Dino. Come on, let's go.

As they leave, the customers all "tsk" disapprovingly at them. Mr. Ryan slams the door and turns over the "CLOSED" sign.

CUT TO:

EXT - GENERAL STORE

All the circus people in town have gathered outside the store.

ZELDA

(to the Piccolapupulas)

I guess you boys got the welcome wagon treatment too.

Everybody grumbles.

Winnie approaches the general store.

ANTONIO

Don't bother, lady. They're closed.

WINNIE

Closed? At 3:15?

GIANCARLO

Well, closed to us anyway.

WINNIE

Oh, dear. You mustn't mind Mr. Ryan. He's a bit on the straightlaced side, I'm afraid. Here, why don't you give me your shopping list and I'll go in for you.

MIDGE

Gee, that'd be swell.

Paolo hands Winnie the list and some money. He holds her hand for a moment and Winnie blushes.

GIANCARLO

Come on, let's get out of sight.

When the circus people have hidden, Winnie knocks on the door. Mr. Ryan opens it angrily.

(CONTINUED)

CONTINUED:

MR RYAN
I thought I told you we're
closed... Oh, hello Miss Winnie.
Excuse me, maam. I thought you
were those infernal circus freaks.

WINNIE
Goodness, no.

CUT TO:

EXT - GENERAL STORE

Winnie exits with a huge wheelbarrow overflowing with
supplies.

WINNIE
That ought to do it for today.
Thank you, Mr. Ryan.

CUT TO:

INT - GENERAL STORE

MRS. DILL
My what an appetite on that girl.

MRS HAYNES
And such a bitsy figure.

Mrs. Dill indicates vomiting with her finger and both
ladies nod knowingly and tsk.

CUT TO:

EXT - GENERAL STORE

The circus people come out from where they were hiding.

MIDGE
Gee, thanks a million, honey.

The Piccolapupula Brothers and the others juggle and toss
the supplies into the wagon.

MIDGE
Say, what's your name, cookie?

WINNIE
Winnie. Winnie Johnson.

(CONTINUED)

CONTINUED:

MIDGE
Pleased to meet you Winnie. I'm
Midge Montana. (INDICATING
OTHERS) That's Zelda, Eddie,
Andy, Snowball, Clownie, Duke and
the Piccolapupula Brothers.

The Brothers form a line in front of Winnie, bowing as
they introduce themselves.

PAOLO
I'm Paolo.

GIANCARLO
I'm Giancarlo.

DINO
I'm Dino.

ANTONIO
And I'm Antonio.

WINNIE
Well, I'm very pleased to meet
all of you, I'm sure.

PAOLO
Perhaps our paths will cross
again. We are staying at Pee-wee
Herman's farm.

WINNIE
You are? Well, what a
coincidence. I was just on my
way out to Pee-wee's. He missed
our lunch today and I wanted to
bring him his egg salad sandwich.

PICCOLAPUPULA BROTHERS
Mmmmm... our favorite.

MIDGE
Say, why don't you jump on board
and hitch a ride with us, girly
girl?

WINNIE
Oh... thank you very much.

The Piccolapupulas take Winnie's hand and form human steps
leading up to the wagon. Winnie steps on them and climbs
aboard. The brothers jump up on the wagon, surrounding
her.

(CONTINUED)

CONTINUED: (2)

WINNIE

Goodness. There are so many of
you.

DINO

There's still one more
Piccolapupula to meet - our sister
Gina.

CUT TO:

EXT - WATERFALL

Pee-wee stands behind a shrub which covers his body below
the neck. Gina lays basking on the grass beside Pee-wee's
clothes, which are drying in the sun.

PEE WEE

Are they dry yet?

Gina reaches over and touches Pee-wee's clothes.

GINA

Yes, Pee-wee. Come and get them.

PEE WEE

Okay. But no peeking.

GINA

I won't look, Pee-wee. I promise.

PEE WEE

Okay, cover your eyes.

Gina covers her eyes. As Pee-wee gathers his clothes,
she spreads her fingers and peeks. She reacts, pleased.

Pee-wee emerges fully clothed from behind the bush and
sits beside Gina.

GINA

Look at those clouds, Pee-wee.
That one looks like a camel
lingering beneath a palm tree.

PEE WEE

Yeah... and that one looks like
an ice cream sundae.

(CONTINUED)

CONTINUED:

GINA
Oh, yes, there's the cherry. And
that one -- it looks like an
automobile.

PEE WEE
And look... it's heading toward
a gas station!

They both laugh and gaze lovingly at each other for a
moment.

GINA
What does that one look like to
you, Pee-wee?

PEE WEE
Mmmmm. Oh, I know! It looks like
a man and a woman...

GINA
Kissing...

Their lips begin to quiver as they slowly move toward each
other.

They meet for the longest kiss in screen history.

WINNIE (O.S.)
Pee-wee! How could you?

Pee-wee and Gina separate noisily. Pee-wee turns and sees
Winnie throw an egg salad sandwich into the water and run
off, crying.

PEE WEE
Winnie, wait!

GINA
Who was that, Pee-wee?

PEE WEE
Who? Her? Oh, she's my fiance.

Gina slaps Pee-wee hard across the face, knocking him
down.

CUT TO:

INT - COOKHOUSE TENT - EVENING

The circus people are seated around tables, eating and talking among themselves noisily.

As Gina enters, everyone turns to look at her. She goes over to get some food.

Pee-wee enters with a red handprint emblazoned on his cheek. Everyone stares.

Mace and Midge exchange knowing looks.

Pee-wee gets some food and goes to sit next to Gina.

PEE WEE

Do you mind if I sit here?

GINA

No, not at all.

As Pee-wee sits down, Gina immediately gets up and moves to another table. The circus people watch as Pee-wee gets up and goes to sit next to Gina again.

PEE WEE

Gina, there's something I have to say.

GINA

Oh, really? (TO THE CROWD) Hey, everybody, Pee-wee has something he'd like to say.

Everyone stares at Pee-wee as Gina moves to another table.

PEE WEE

Um, mmm, mmm, mmm, I'll tell you all later.

The circus people exchange puzzled looks.

Gina is surrounded by her brothers at another table. As Pee-wee approaches, the brothers rise to their feet, threateningly.

PEE WEE

Oh, this must be the Piccolapupula table. My mistake.

Pee-wee goes over to another table and sits next to a man who is finishing dinner.

(CONTINUED)

CONTINUED:

PEE WEE

Boy! Women! You can't live with em, you can't live without em.

The man turns to Pee-wee, revealing the other side of his face. He's SHIM, the half-man/half-woman.

SHIM

Tell me about it.

PEE WEE

Aaarghhh! Ha ha.

Mace stands up and bangs his fork against a plate.

MACE

Listen up, people, I've got an announcement to make.

The circus people all talk at once.

ANDY

Hey, quiet everybody! Mace is gonna make an announcement.

ZELDA

What's it all about, Mace? Are we moving out?

OSCAR

Are we packing it in?

GINA

You're not thinking of cutting the season short, are you Mace?

ANDY

Pipe down, everybody. Let him talk.

GIANCARLO

Yes, let's hear what he has to say.

Sticking two fingers in her mouth, Midge lets out a piercing whistle. The crowd immediately becomes quiet.

MIDGE

(to Mace)

Go ahead, honey bunch.

(CONTINUED)

CONTINUED: (2)

MACE

We've been putting on this show
for a long time now. Well...
that's all over.

The crowd panics.

MACE

We're putting on a brand new show!

The crowd cheers!

SNOWBALL

What kind of show, boss?

MACE

I'll tell you what kind of snow,
Snowball... Snowball. A show
that'll stand the world on its
ear. A show that'll make 'em all
stand up and cheer!

SNOWBALL

A show that'll knock 'em all down
on their rear?!

GINA

Quiet down, Snowball, Mace is
sincere.

MACE

That's right. What I've got's
a brand new idea!

ANTONIO

What's the idea, Mace?

MIDGE

Come on, doll baby, give.

MACE

It came to me today like a bolt
of lightning. And we have Pee-wee
Herman to thank for the whole
thing.

EVERYONE

Thanks, Pee-wee.

PEE WEE

You're welcome, everybody. What
is the idea, Mace?

(CONTINUED)

CONTINUED: (3)

MACE

To put together a show with a theme. And then, there it was, right under my nose. First thing tomorrow we start working on it. The Cabrini Circus presents... the American Farm!

The crowd goes wild.

CUT TO:

EXT - FARM - THE NEXT MORNING

Mace and Pee-wee pass circus people all over the farm working on their new acts.

PEE WEE

She won't even talk to me, Mace.

MACE

Gina's hotblooded, Pee-wee. All the Piccolapupula's are. Give her time. She'll cool down.

They pass Oscar working with his lions.

OSCAR

I'm teaching them to square dance, boss.

MACE

That's the idea, Oscar.

Pee-wee and Mace pass THE AMAZING CALABRESES, NIKKO and BIRDIE, a husband and wife knife throwing act. Birdie is strapped to a revolving wheel and Nikko throws pitchforks at her.

NIKKO

What do you think, boss?

MACE

Great, Nikko.

Pee-wee and Mace continue walking.

PEE WEE

And I don't think Winnie will ever speak to me again.

(CONTINUED)

CONTINUED:

MACE

Sounds like you've got some tent
mending to do in two spots,
Pee-wee.

PEE WEE

I think I get your drift, Mace.
Thanks.

CUT TO:

EXT - SCHOOLHOUSE - DAY

Vance and Pee-wee race up to the front of the schoolhouse.

BOTH

I win! I win!... tie... you owe
me a coke!

The schoolbell rings and the children exit onto the
schoolyard. They give Pee-wee the cold shoulder.

PEE WEE

Hello, children... hello... good
afternoon...

CHILD #1

We don't want to play with you
anymore.

OTHER KIDS

Yeah.

CHILD #2

But we still want to play with
your pig.

OTHER KIDS

Yeah.

VANCE

(muttering to himself)
I'm the luckiest pig in the world.

They chase Vance around the schoolhouse as Winnie emerges.

PEE WEE

Hello, Winnie.

WINNIE

Hello, Pee-wee. I wasn't
expecting you for lunch today.

(CONTINUED)

CONTINUED:

PEE WEE

Yeah, I know. But I wanted to talk to you about yesterday. I'm really sorry, Winnie...

WINNIE

Well, I must admit I was a little... stunned. But, it's alright, Pee-wee. I completely understand. It had to happen sooner or later. You're a man... she's Italian.

PEE WEE

Gosh, Winnie, you're taking this really great! I thought you'd never speak to me again.

WINNIE

Of course I'll speak to you... but our engagement is off.

PEE WEE

Gee, Winnie.

WINNIE

You're free to see whoever you want of course.

PEE WEE

Really? Well, if you think that's best.

WINNIE

I do, Pee-wee.

The Piccolapupula Brothers come tumbling onto the lawn.

WINNIE

Good afternoon, boys. You'll have to excuse me now, Pee-wee. My lunch dates have arrived.

Pee-wee reacts as the Piccolapupula Brothers tumble happily after Winnie.

DISSOLVE TO:

EXT - COUNTRY ROAD

Pee-wee and Vance are walking home.

(CONTINUED)

CONTINUED:

VANCE

It's kind of ironic, Pee-wee.
A couple of goodlooking bachelors
like us having so much girl
trouble.

PEE WEE

Yeah...

They continue walking in silence.

PEE WEE

There's gotta be some way I can
make Gina know how I feel.

VANCE

Why don't you just tell her?

PEE WEE

What great advice! Now I've got
some advice for you, Vance.

VANCE

What is it, Pee-wee?

Pee-wee points to Zsa Zsa racing toward them in a cloud
of dust.

PEE WEE

Run!!!

CUT TO:

EXT - GINA'S TRAILER - NIGHT

Pee-wee plays a guitar and sings a love song in Italian.
Gina leans out the window and pulls the shutters closed.
Pee-wee reacts but continues to sing.

CUT TO:

INT - GINA'S TRAILER

She angrily paces back and forth, loudly talking to
herself in Italian. As Pee-wee continues singing outside,
she gets so angry that she picks up a lamp and smashes
it against the wall.

CUT TO:

EXT - TRAILER

Pee-wee reacts to the crash but continues his serenade. Suddenly Gina throws open the window shutters.

GINA
(screaming)
You! Shut up! Get out of here!

Pee-wee tries even harder to win her over with his singing. Gina starts throwing things at Pee-wee, yelling at him in Italian. As the objects crash around him, he dodges them but continues to sing.

Gina storms out of her trailer and walks up to Pee-wee. She grabs his guitar and smashes it over his head.

GINA
You! You know what you are?

PEE WEE
I know how you must feel.

GINA
You don't know anything! I'll tell you what you are. You're the lowest of the low. Even lower than that.

PEE WEE
I know I deserve this.

GINA
I'll tell you what you deserve, Mr. Loverboy. You deserve to be dragged by the elephants.

PEE WEE
Look, I can't blame you if you never want to speak to me again, Gina.

GINA
You? Blame me? That's so funny I forgot to laugh.

PEE WEE
I should have told you about Winnie, but when I was with you I never even thought about her.

GINA
And what about today? Were you thinking about me when you were with her?

(CONTINUED)

CONTINUED:

PEE WEE
 (exploding)
 Yes I was, Gina! I went to see
 Winnie to break off our
 engagement. I, uh...

GINA
 You what?

PEE WEE
 I love you.

Pee-wee turns away from her and walks off. Gina looks after him, her expression softening to a broad smile. Pee-wee looks back at her over his shoulder and smiles at her.

CUT TO:

EXT - FARM - DAY

Mace supervises a few costume women as they take old circus costumes and transform them into farm costumes - shiny plaid shirts, sequined coveralls, etc.

MACE
 That's the ticket ladies. Don't
 be afraid to use gingham.

COSTUME WOMAN
 Leave it to us, Mace.

Snowball and Clownie run over.

SNOWBALL
 Hey, Mace, our new routine's
 coming along great. It's
 sidesplitting.

MACE
 If you do say so yourself, hey,
 Snowball?

The clowns mime laughter. Mace laughs as he walks off.

CUT TO:

EXT - OUTDOOR RING - DAY

Pee-wee stands in the center of the ring wearing a safety harness rig. A white show-horse gallops around Pee-wee as Gina watches from the side. ELEGANT ELLEN, the horse trainer, holds a whip in her hand and addresses Pee-wee in a thick accent.

ELLEN

Hup!

Pee-wee tries to jump on the horse's back but misses. He swings from the rig, suspended in mid-air.

ELLEN

Do it more better, Pee-wee.

He jumps once again, landing on the horse's back, but quickly losing his balance. The roustabout pulls on the rope, swinging Pee-wee around the ring with the horse in hot pursuit. Mace walks over to Gina.

MACE

What's going on, Gina?

GINA

Elegant Ellen is trying to teach Pee-wee her act. He wants to be in the circus so badly, Mace.

MACE

It doesn't look like he's found his niche yet.

PEE WEE

Aaarghh! Help!

Gina and Mace laugh. Mace notices the look in Gina's eye.

MACE

Say, you're really falling for this kid.

GINA

He makes me laugh.

MACE

If laughs were all you wanted you would have fallen for Snowball.

GINA

Snowball's a clown, Mace. Clowns aren't funny. Pee-wee is not like anyone I have met in my life.

(CONTINUED)

CONTINUED:

ANGLE ON PEE WEE

Pee-wee's arms and legs flail wildly as he tries to reach the horse.

CUT TO:

INT - GENERAL STORE - DAY

A large group of townspeople are gathered. The mood is angry.

MRS. DILL
Something has got to be done,
sheriff.

MRS HAYNES
And right away. Give those circus
people an inch and they'll take
a mile.

MR RYAN
Isn't there something we can do
to get those people out of town
sheriff?

The SHERIFF is an old burly slow-talker.

SHERIFF
Well, let me see. You say they've
got wild animals out there on
Pee-wee's property?

OTIS
Wild as can be, sir. Never seen
none wilder - and the people's
worse.

SHERIFF
Well... let me see. If I'm not
mistaken, we got an ordinance in
this town that forbids the mixing
of wild animals with livestock.

MR RYAN
Then you can run em off, sheriff.

SHERIFF
Well, let me see. I think there's
not much more than a fine involved
with that one.

(CONTINUED)

CONTINUED:

MRS DILL
There must be something we can
do!

SHERIFF
Yep. There's something we can
do.

MRS HAYNES
Oh, goody! What?

SHERIFF
We watch 'em. Like hawks...
They'll break some kind of law.
And when they do, we'll catch 'em.

MR RYAN
Then we can run em off, right
sheriff?

SHERIFF
Sure can. The law's the law.
And we're gonna enforce it or my
name ain't sheriff.

MRS DILL
And if they won't go?

SHERIFF
Oh, they'll go. If they don't,
well, Pee-wee Herman's responsible
for them. He'll lose his farm
and end up in jail.

The crowd reacts happily.

CUT TO:

EXT - FARM - LATE AFTERNOON

Loaded down with too much protective gear (a helmet,
asbestos suit, space boots, etc.), Pee-wee lowers himself
into the cannon. ANDY stands ready to light the fuse,
while SHIM and THE SIAMESE TWINS, COGNAC AND CHAMPAGNE
stand watching.

ANDY
Ready when you are, Pee-wee.

PEE WEE
Wish me luck!

(CONTINUED)

CONTINUED:

ALL
Good luck!

PEE WEE
(from inside the cannon)
Ready!

ANDY lights the fuse. Champagne and Cognac stick their fingers in each others ears. Shim sticks a perfectly manicured woman's finger in one ear and a hairy man's finger in the other.

The cannon tilts back as it shoots Pee-wee straight up into the air.

ANDY, CHAMPAGNE, COGNAC AND SHIM crane their necks to look up at him.

After a few seconds, Pee-wee drops full-force back into the cannon. The group reacts.

ANDY
Ooops.

SHIM
(woman's side)
Oh my goodness!
(turning to reveal man's side)
Oh, hell!

They pull Pee-wee out of the cannon. He has been compressed into a cylindrical shape two-feet-high. A second later, he springs back to normal size.

PEE WEE
Ha ha.

CUT TO:

EXT - CIRCUS RING - DAY

Pee-wee and three roustabouts each hold a canvas-covered rope for the web act. FOUR GIRLS wearing glamorous and revealing "rooster" costumes hang from hand loops at the top of each rope.

ROUSTABOUT
(to Pee-wee)
Just do what I do.

(CONTINUED)

CONTINUED:

PEE WEE

Duh. I think I can handle
spinning a rope.

The three roustabouts begin spinning their ropes, and the girls above go through their graceful routine.

Pee-wee tries to spin his rope, but can't get it to budge.

ROUSTABOUT

It's all in the hips, Pee-wee.

Pee-wee gyrates his hips and his rope begins to spin wildly.

PEE WEE'S WEB GIRL

(crowing)

Cock a doodle...aaah! Help!

She collides with the girl next to her setting off a chain reaction - all the girls banging into each other.

Pee-wee is lifted off the ground by the spinning rope and crashes into the roustabouts.

DISSOLVE TO:

EXT - FARM - DAY

Andy, Shim, Cognac and Champagne, and Duke sit on bleachers laughing uproariously as Clownie mimes having a stomach ache. A tiny ambulance pulls up to Clownie and Snowball emerges dressed in a doctor's outfit. The audience laughs.

Snowball unfolds his tiny doctor bag into a full-size operating table and helps Clownie onto it.

SNOWBALL

Nurse! Nurse!

Pee-wee runs over, dressed in a clown nurse's outfit complete with a huge balloon butt, yarn wig, makeup and giant white shoes. The crowd stops laughing.

SNOWBALL

Scalpel!

The shoes that Pee-wee wears are trick clown shoes, enabling him to lean at an extreme angle as he hands Snowball a machete.

(CONTINUED)

CONTINUED:

PEE WEE
(falsetto)
Scalpel!

The crowd forces polite laughter.

SNOWBALL
Suction!

Pee-wee again leans at an extreme angle as he hands Snowball a small vacuum cleaner.

PEE WEE
Suction!

Snowball uses the vacuum cleaner on Clownie. The crowd laughs uproariously.

SNOWBALL
Pliers!

This time Pee-wee leans backwards to the ground, picks up the giant pliers, and swings back to hand them to Snowball.

PEE WEE
(falsetto)
Pliers!

Pee-wee's balloon-butt bursts. The crowd forces polite - laughter.

SNOWBALL
(reaching inside Clownie
with the pliers)
Here's that defective organ!

He pulls out a miniature pipe organ and plays a sour chord. The crowd falls out of their seats laughing. The crowd applauds happily as the three clowns bow together and run off.

CUT TO:

INT - CLOWN TENT

A number of costumes and clown props are scattered around. Pee-wee sits at a makeup table smearing cold cream on his face. Snowball and Clownie are getting out of their costumes.

(CONTINUED)

CONTINUED:

PEE WEE
So, can I be a clown?

Snowball and Clownie look at each other.

SNOWBALL
We'll think about it.

Snowball and Clownie exit as Champagne and Cognac, Shim, Andy and Duke enter.

DUKE
Back to the drawing board, huh
Pee-wee?

PEE WEE
Yeah. I just gotta come up with
an act.

ANDY
Well, you know the sideshow's the
easiest job in the circus.

DUKE
That's a great idea, Andy.

SHIM
(man's side)
All you have to do is sit there...
(woman's side)
and let people look at you.

COGNAC & CHAMPAGNE
And we're the ones they remember.

DUKE
We're always singled out in the
reviews.

ANDY
People talk about us the rest of
their lives.

PEE WEE
Gee...

CUT TO:

INT - SIDESHOW TENT

Various sideshow acts are lined up on small stages in the dark tent. A sign below each identifies them.

(CONTINUED)

CONTINUED:

The first act is "THE WILD WOMAN OF BORNEO" -- she is totally covered with hair and jumps around the stage grunting.

Next is "THE HUMAN PRETZEL" -- a thin older man whose body twists and contorts into various shapes.

On the next stage is "THE ALBINO FAMILY" -- a mother and father sit on a small sofa while their two children wrestle on the floor.

Next is "SKELETON MAN" -- a human skeleton pedals an exercise bike furiously.

"THE 3-LEGGED MAN" stands on the adjacent stage.

Next is "IRIS, THE BUG-EYED GIRL" -- her eyes pop out of her head and dangle from her face.

On the next stage is "JUANITA, THE SNAKE GIRL" -- a beautiful woman's head on a long snake body.

On the last stage, Pee-wee sits expressionless on a small chair.

PEE WEE
Aaargh!!! Ha ha!

CUT TO:

EXT - FARM - DAY

Pee-wee sits unsteadily on a unicycle supported by DINO and ANTONIO PICCOLAPUPULA. GIANCARLO and PAOLO circle them on their own unicycles.

DINO AND ANTONIO
(to Pee-wee)
Ready?

PEE WEE
Ready!

Pee-wee pedals furiously as they let go of the unicycle, racing away from them out of control.

PEE WEE
Aaargh!!!

(CONTINUED)

CONTINUED:

The unicycle hits a board leaning against the barn and rides up it into the hayloft, disappearing from view. A moment later, Pee-wee sails out the other side and drops into the pig sty, landing beside Vance.

PEE WEE
(after a beat)
Wanna mud wrestle?

CUT TO:

INT - LION'S RING - DAY

OSCAR the lion trainer stands next to Sheba the lion.

OSCAR
The trick is to hold the jaws open
firmly with both hands.

PEE WEE
Like this?

Pee-wee sticks his hands in his own mouth and pulls his jaws open unnaturally wide. Sheba sticks her head in Pee-wee's mouth. Oscar rolls his eyes in reaction.

CUT TO:

EXT - CORN FIELD - AFTERNOON

At the edge of the cornfield, three ears of corn move mysteriously.

MR. RYAN, MRS. HAYNES and MRS. DILL lay on their stomachs wearing camouflage outfits with ears of corn attached to their heads.

MRS DILL
Oh my dear lord, look, Nadine...

Mrs. Haynes takes her binoculars and looks through them.

MRS HAYNES
That's Pee-wee Herman and he's
eating fire!

Pee-wee is seated at a table in front of a bowl full of fire, eating spoonfuls like cereal.

(CONTINUED)

CONTINUED:

MRS DILL
(feeling a nudge)
Oh, Mr. Ryan... you naughty boy!

MR RYAN
What? (HE TURNS TO HER) ... oh
my gosh, don't look now, Mae, but
the biggest pig I've ever seen
is making friends with your
bloomers.

MRS DILL looks back, sees ZSA ZSA the hippo, and screams.
Zsa Zsa chases them through the field, their camouflage
hats zigzagging through the rows of corn.

DISSOLVE TO:

EXT - SCHOOLHOUSE - AFTERNOON

THE PICCOLAPUPULA BROTHERS are waiting outside. The bell
rings and the kids pour out of the schoolroom, followed
by Winnie. The brothers fight amongst themselves to
escort her.

PAOLO
It is my turn to take her arm.

GIANCARLO
You are mistaken, Paolo. You took
her arm yesterday.

DINO
No, you did, Giancarlo. It's my
turn.

ANTONIO
I am to take Miss Winnie's arm
today.

The brothers rumble for a moment.

WINNIE
(the teacher)
Now boys! Boys! You mustn't
quarrel. You can all walk me
home... if you can catch me!

She squeals and runs off. The brothers chase her.

CUT TO:

CONTINUED:

MACE
 (interrupting him)
 The show must go on... never say
 die... don't give up the ship...

PEE WEE
 Alright, alright! (NOTICING
 SOME PLATES ON THE TABLE) I know!
 I haven't tried spinning plates!
 Ha ha!

MACE
 That's the spirit, boy!

Pee-wee gathers the plates and piles them up. Singing
 circus music to himself, he places a plate on the tip of
 his finger and spins it.

The plate spins, perfectly balanced. Pee-wee's singing
 gets more enthusiastic as he spins the plate faster and
 faster.

The plate begins to smoke as Pee-wee's finger bores
 through it.

PEE WEE
 Aaaargh!!!

CUT TO:

EXT - FARM - LATE AFTERNOON

Gina runs up to a group of circus performers.

GINA
 Clownie, have you seen Pee-wee?

CLOWNIE mimes an elephant.

GINA
 Don't you ever turn it off,
 Clownie?

Clownie mimes being slapped in the face.

CUT TO:

EXT - ELEPHANT PEN - LATE AFTERNOON

Gina walks among the elephants, petting and saying hello
 to them.

(CONTINUED)

CONTINUED:

GINA
Pee-wee?! Pee-wee?!

She hears Pee-wee's muffled voice.

GINA
Pee-wee?! Where are you?

PEE WEE
(muffled)
Over here.

Gina walks over to a reclining elephant.

GINA
Up, Daisy! Hoot-la!

Daisy slowly gets to her feet, revealing Pee-wee, flattened like a pancake. Gina peels him off the ground and shakes him out, returning him to normal.

As the sun sets, Gina and Pee-wee walk hand in hand to her trailer.

GINA
Come in. I have something for
you.

CUT TO:

INT - GINA'S TRAILER

Gina lights a kerosene lamp and sits on the bed. She hands Pee-wee a beautifully wrapped package.

PEE-WEE
What's this?

GINA
Open it.

He excitedly rips it open and holds up a sparkling circus costume.

PEE WEE
Wow... a circus costume! And it's
so... sparkly.

GINA
It belonged to a great man,
Pee-wee. Papa Piccolapupula.

(CONTINUED)

CONTINUED:

PEE WEE

Wow.

GINA

He was the greatest aerialist that ever lived. Until... one day he performed the spiral of death... and, well... (SHE STARTS CRYING) now he is the greatest aerialist that ever died...

Pee-wee comforts her.

PEE WEE

I'm sorry, Gina.

GINA

When he gave this costume to me, he whispered in my ear, "Someday my pretty little Piccolapupula, you will give this costume to the man that you love."

They embrace for a moment. Gina breaks away.

GINA

What's going to happen to us Pee-wee?

PEE WEE

Nothing. Nothing's going to happen to us. What do you mean?

GINA

I mean, we'll be moving on. That's what circuses do, Pee-wee. And when the circus leaves, I go with it.

PEE WEE

Oh... Well, when the circus leaves I'll go too.

GINA

I couldn't ask you to leave your beautiful farm, Pee-wee. You have a wonderful life here.

PEE WEE

I know... but, I could have a wonderful life somewhere else, couldn't I?

(CONTINUED)

CONTINUED: (2)

GINA

No, Pee-wee. It wouldn't work out. You'd come to resent me for taking you away from all this.

PEE WEE

No, I wouldn't... I mean, I don't think I would...

GINA

Oh, Pee-wee. Hold me...

Pee-wee takes her in his arms and they fall to the bed in a desperate embrace.

DISSOLVE TO:

STOCK FOOTAGE MONTAGE: Waves crashing against the sand; a volcano erupting; a waterfall; two lovebirds kissing; a train entering a tunnel; female mud wrestling; horseback racing; and fireworks exploding in the sky.

DISSOLVE TO:

EXT - GINA'S TRAILER - NIGHT

Silhouetted in the moonlight, Pee-wee walks down the steps of Gina's trailer wearing his circus costume. He walks over to where the tightrope is set up and climbs up the ladder to the platform.

He takes a deep breath, steps out onto the wire, and masterfully walks to the platform at the other end.

He turns around and this time skips across the wire giggling.

Next he jumps out onto the wire and hops up and down, bouncing his way to the other side.

Delighted with himself, he climbs back down and goes back into Gina's trailer. A rooster crows.

FADE TO BLACK

INT - GREENHOUSE - DAY

Pee-wee happily bursts through the door, still wearing his circus costume.

(CONTINUED)

CONTINUED:

PEE WEE
 Good morning, Vance! (TO THE
 PLANTS) And good morning to each
 and every one of you.

Pee-wee inhales deeply.

PEE WEE
 Beautiful day, huh?

He waters the plants as he sings merrily to himself. He
 walks over to the lab table, puts on his lab coat and
 grins in Vance's face.

VANCE
 You're certainly in a good mood
 this morning, Pee-wee.

PEE WEE
 That, my dear Vance, is the
 understatement of the year.
 Everything seems different to me
 today. The air smells so fresh...
 the sky's a brand new color of
 blue. I don't think I've ever
 noticed the beauty of this leaf.
 And Vance! Have you always been
 so handsome?!

VANCE
 Well, I...

He scoops Vance into his arms, cradling him like a baby.

PEE WEE
 Who's my handsome little baby?

Vance squirms away from him and runs squealing under a
 table.

Pee-wee skips over to the hot dog tree.

PEE WEE
 How are you today? Hungry, huh?

He walks back to the lab table and begins mixing a few
 ingredients in a glass beaker. He takes the solution and
 waters the hot dog tree with it.

Suddenly, the branches tremble and the hot dogs shrink
 to a quarter of their original size.

(CONTINUED)

CONTINUED: (2)

PEE WEE
Vance! Come quick!

Vance scurries over.

VANCE
What happened?

PEE WEE
I don't know, Vance. I must have
made a slight miscalculation.

VANCE
Yeah, I guess so. Interesting...

PEE WEE
Hmmm... oh well, now we have
cocktail wieners!

VANCE
(indicating outside the
greenhouse)
Hey, Pee-wee, look!

Outside the Piccolapupula Brothers form a human chain
suspended in the air between two poles. They are holding
someone by the hair and spinning them incredibly fast.

Pee-wee and Vance run outside to get a better look.

CUT TO:

EXT - GREENHOUSE

A few other circus people have gathered and watch in
amazement.

PEE WEE
Wow! What a great act!

The crowd applauds as the girl stops spinning. Pee-wee
gasps. It's Winnie!

As she's lowered to the ground the crowd surrounds her,
adlibbing congratulations. Pee-wee and Vance stand a few
feet away.

VANCE
Aren't you gonna congratulate
Winnie, Pee-wee?

(CONTINUED)

CONTINUED:

PEE WEE

Oh, she probably doesn't want to talk to me.

Winnie notices Pee-wee and walks over to him.

WINNIE

Hi, Pee-wee.

PEE WEE

Hi, Winnie. Boy, that was really spectacular.

WINNIE

Thanks Pee-wee. That means a lot to me.

PEE WEE

Really? I'm glad you feel that way.

WINNIE

Well, I'm glad you feel that way.

PEE WEE

I guess we still like each other a lot.

WINNIE

I still like you.

PEE WEE

And I still like you. Ha ha. Boy, what a day! Things sure have worked out great for both of us.

WINNIE

Breaking up with you was the best thing that ever happened to me. I've never felt so alive since we broke up. I've never felt so beautiful, so free, so sure of myself...

PEE WEE

(interrupting her)

Okay, Winnie. I get your point.

They stand awkwardly for a moment. Pee-wee extends his hand.

PEE WEE

Friends?

(CONTINUED)

CONTINUED: (2)

WINNIE
(taking his hand)
Friends!

They hug. ANDY runs over to them.

ANDY
Hey! Mace wants to see everybody
in the cooktent on the double.

CUT TO:

INT - COOKTENT

All the circus people have gathered around Mace.

MACE
Okay, listen up everybody! The
brand new Cabrini Circus goes on
tonight!

The crowd cheers.

MACE
We're gonna give these people the
best darn circus anybody's ever
seen!

The crowd whistles, applauds and cheers.

DISSOLVE TO:

EXT - FARM

The circus tent has been spread out on the ground. On
Mace's signal, roustabouts, circus performers and
elephants tug and pull on ropes to raise the tent.

DISSOLVE TO:

EXT - FARM

The costume women hang the new circus costumes on long
racks.

DISSOLVE TO:

INT - TENT

The roustabouts run cables and hang lights.

DISSOLVE TO:

EXT - FARM

The concessionaire revs up the cotton candy machine and oversees his crew as they make candy apples and pop popcorn.

DISSOLVE TO:

INT - TENT

As the roustabouts set up bleachers, the circus band rehearses in a corner of the tent.

DISSOLVE TO:

EXT - TOWN - EARLY EVENING

The roustabouts tack circus posters all over town. MRS DILL and MRS HAYNES follow behind them, pulling them down.

CUT TO:

INT - SHERIFF'S OFFICE

MRS DILL and MRS HAYNES wave the posters in the sheriff's face.

SHERIFF
Defacin' public property. We got
'em!

CUT TO:

EXT - REAR OF CIRCUS TENT - EVENING

Everyone is assembled and ready for the show. The performers are dressed in full costume.

MACE
This is a great night in the
history of the Cabrini Circus.
I want to thank each and every
one of you for working so hard
to make it happen.

(CONTINUED)

CONTINUED:

The crowd reacts.

MACE

Pee-wee?

PEE WEE

Yes, Mace?

MACE

(handing him a box)
Here's a little token of our
appreciation for everything.

GINA

We all chipped in. Open it.

Pee-wee opens the box and takes out a pair of giant clogs.

PEE WEE

Wow! Thanks everybody. You sure
know how to make somebody feel
like they're circus.

The crowd cheers.

PEE WEE

Look!

A group of townspeople carrying torches approach, led by
the Sheriff, Mrs. Dill, Mrs. Haynes and Mr. Ryan.

MACE

Looks like we've got some
customers.

SHERIFF

Pee-wee Herman, you're under
arrest.

GINA

What?!

PEE WEE

I hope you can love a convict,
Gina.

GINA

(thinking about it)
Of course I could love a convict.
What girl hasn't dreamed...

(CONTINUED)

CONTINUED: (2)

MACE

Just a minute here. What's the charge, sheriff?

SHERIFF

(checking his notebook)
Defacing public property...
permitting and or propagating the mingling of wild and domesticated animals...

MR RYAN

Gettin' groceries under false pretenses...

MRS HAYNES

And attempted murder.

MACE/PEE WEE/GINA

Attempted murder?!

MRS HAYNES

I know you sent that hippo out to kill me.

MACE

Look, sheriff, Pee-wee's not to blame.

GINA

Perhaps if we all just sat down and talked about it for a moment. There must be something we can do...

SHERIFF

Oh, there's something you can do, alright. You can pack up this flea circus and get out of town - right now... and then, well, I might be able to see my way clear to droppin' the charges.

MACE

Alright. We'll go.

The townspeople react happily.

PEE WEE

No!

(CONTINUED)

CONTINUED: (3)

MACE

We'll be gone tonight, sheriff.
You have my word on it.

The townspeople leave.

MACE

Okay, everybody. You heard the
man. Let's start packing.

PEE WEE

But, Mace... you can't leave.
We didn't even get to do the show.

MACE

We'll do the show somewhere else,
Pee-wee. But we can't let you
end up in jail. That's that.

PEE WEE

I'll get them to change their
minds... somehow.

Pee-wee runs off.

CUT TO:

EXT - GENERAL STORE - NIGHT

Pee-wee and Vance look through the window of the general
store. Inside the whole town is celebrating, though it's
hard to tell from the sour expressions on their faces.

Pee-wee and Vance speak in hushed tones.

PEE WEE

I hope this works, Vance.

VANCE

The one thing a scientist learns
is that there is no certainty,
Pee-wee. Good luck.

They look at each other. Pee-wee takes a deep breath and
goes inside.

CUT TO:

INT - GENERAL STORE

Pee-wee enters carrying a wicker basket as the crowd glares.

PEE WEE
(enthusiastically)
Hello, everyone!

MR RYAN
What are you doing here?

PEE WEE
I just came to join your little party. You were right all along. From now on, I'm going to be just like you.

MRS HAYNES
(pleased)
Oh!

Pee-wee puts on a sour expression and stands quietly, bursting out of his skin.

PEE WEE
Fun party! Would anyone care for an hors d'oeuvres?

OTIS
What d'ya got in there?

Pee-wee opens the basket and shows them.

OTIS
Mmmmm. Cocktail wieners. Don't mind if I do.

MR RYAN
I'll take one too.

PEE WEE
Help yourself, everybody!

He puts the basket on the table. Everyone in the store takes a wiener. Pee-wee stares at them as they happily eat them.

Pee-wee crosses his fingers and looks to Vance, who is outside the window. Vance crosses his front legs.

OTIS
(smacking his lips)
Mmmmm... these are the best wieners I've ever tasted.

(CONTINUED)

CONTINUED:

Suddenly, Otis transforms into a small child. He's wearing the same clothes, which are now much too large and drag on the floor.

MR RYAN

Oh my god, look at Otis! He's turned into a youngin'!

With that, the same thing happens to Mr. Ryan.

Pee-wee watches in ecstatic amazement as one by one the rest of the townspeople turn into kids. They begin to run around the room noisily playing with each other.

Vance enters and trots over to Pee-wee.

VANCE

Congratulations, Pee-wee!

PEE WEE

Thanks, Vance. And congratulations to you too.

A couple of the kids chase Vance around the store.

PEE WEE

Vance! Come on, we've got to get back to the circus.

CHILD MRS HAYNES

Circus? Did you say circus?

PEE WEE

Yes, I did. I don't suppose any of you would like to come along, would you?

CHILD SHERIFF

I would!

CHILD PEARL

Me too!

CHILD DEKE

Me too!

PEE WEE

Okay. Anyone else?

ALL

(raising their hands)

Me!!!

CUT TO:

EXT - COUNTRY ROAD - NIGHT

Lined up behind Pee-wee, the children happily skip down the road.

CUT TO:

EXT - FARM - NIGHT

As the procession reaches the farm, they stop dead in their tracks. The circus is gone!

PEE WEE
Hey, where is everybody?

The kids react unhappily.

VANCE
Look, Pee-wee.

Vance indicates some letters tacked to the front door of the house. Pee-wee runs over, takes one off and opens it.

PEE WEE
It's from Mace.

As Pee-wee reads the letter to himself, Mace's face appears superimposed next to him.

MACE
Dear Pee-wee. We don't want to get you in any more trouble, so we're moving on. I never got a chance to tell you this, kid, but you're circus. All the way. Funny, I've only known you a short while, but I feel like I'm saying goodbye to my best friend...

Pee-wee crumples up the letter and throws it to the ground as Mace's image fades.

PEE WEE
No!

He opens another letter. Shim's face appears next to him.

SHIM
(man's side)
See ya buddy...
(woman's side)
and oodles of l-u-v...

(CONTINUED)

CONTINUED:

Shim's image fades as Pee-wee crumples the letter and opens a tiny envelope. Midge appears.

MIDGE

See ya, pal. You've been swell.
Too bad I never got to show you
my needle-in-a-haystack routine...

As he reads the next letter, Clownie appears miming goodbye as fountains of tears spray from his eyes.

Pee-wee opens another letter. Winnie appears with the Piccolapupula Brothers.

PEE WEE

Winnie?!

WINNIE

The Piccolapupula Brothers have asked me to run away with the circus and that is what I am doing. You will always hold a special place in my heart as my first fiance... the enclosed is for Vance...

Pee-wee pulls a photograph of Zsa Zsa the hippo out of the envelope and shows it to Vance. Zsa Zsa's image is superimposed next to Vance and she looks lovingly at him.

CUT TO:

Pee-wee opens another letter and Gina appears.

GINA

My darling Pee-wee. I will love you always and always I will remember the beautiful time we spent together. But, we are from two different worlds... it is best this way...

PEE WEE

No! No, no, no, no, no!!!

CUT TO:

INT - SCHOOLROOM - THE NEXT DAY

The classroom overflows with all the new "kids." Bored, they sit at their desks daydreaming and staring out the window.

(CONTINUED)

CONTINUED:

Pee-wee stands in front of them, wearing his circus costume. He tries to be enthusiastic.

PEE WEE
Okay... who can tell me what an
isocoles triangle is?

No one responds.

PEE WEE
Mrs. Dill?

CHILD MRS DILL
Um...

PEE WEE
Sheriff?

CHILD SHERIFF
I don't know and I don't care.

Pee-wee reacts.

PEE WEE
Oh, I see your point... Alright,
then, why don't we leave
mathematics for a moment and move
on to social studies.

The class suddenly lights up. They look excitedly at the blackboard.

PEE WEE
Well, if it was social studies
you wanted, why didn't you just
say so?

Pee-wee turns to the blackboard. The whole wall of the classroom is sliding open, revealing the Cabrini Circus in its full glory.

Pee-wee and the kids excitedly run outside toward the tent.

INT - CIRCUS TENT

As Pee-wee and the kids run in, Gina rushes over to Pee-wee and they embrace.

GINA
Pee-wee!

(CONTINUED)

CONTINUED:

PEE WEE

Gina!

GINA

Where did all these kids come from?

PEE WEE

It's a long story. But... I thought I'd never see you again. What are you guys doing back here?

GINA

It's a short story. I love you.

Gina and Pee-wee kiss.

As the lights dim, the kids squeal with delight. In the center ring, a spotlight hits Mace in his ringmaster costume.

MACE

Ladies and gentlemen, boys and girls, and children of all ages. May I direct your attention to all three rings as the Cabrini Circus Salutes the American Farm!

The crowd cheers, the band begins to play, and the performers sing as the production number begins.

THE ROUSTABOUTS, wearing sparkly farmer costumes, sing and dance as they lead out the circus animals, which are wearing barnyard animal costumes.

A float carrying WINNIE and THE PICCOLAPUPULA BROTHERS follows. The brothers toss Winnie to each other as they sing along.

THE CLOWNS dance out and run into the audience, eliciting a wave of squeals from the children. Clownie runs over to Mrs. Dill, who has cotton candy stuck in her hair. He leans down and makes a funny face at her. She throws her ice cream cone and it sticks to his forehead.

A STILTWALKER wearing a pitchfork costume leads out the sideshow float. ANDY, SHIM, CHAMPAGNE AND COGNAC, ZELDA, DUKE, EDDIE and the others wear costumes reflecting the farm theme and sing along.

The next float is dotted with haystacks. MIDGE hops from one to another dressed in her shiny needle-in-a-haystack costume and singing.

(CONTINUED)

CONTINUED:

A circus wagon pulled by a team of horses comes out. VANCE and ZSA ZSA stand on it and Vance sings along.

THE WEB GIRLS march out dressed as ears of corn and station themselves around all three rings.

The last float, a giant cabbage, is wheeled out. As it moves toward the center ring it opens, revealing PEE-WEE and GINA, who both join the singing.

The song ends. Mace blows his whistle. Pee-wee is raised by his hair to the top of the tent.

MACE

Ladies and gentlemen, may I direct your attention high above the center ring. Prepare to be amazed as we present an act never before attempted in the history of the circus. May we have your complete silence, please?!

There is a drum roll and a hush comes over the crowd.

MACE (CONT.)

For the first time anywhere, the Cabrini Circus is proud to present Pee-wee Herman!

A spotlight hits Pee-wee as he steps out onto the high wire, wearing his giant clogs. A moment later, Pee-wee's barnyard animals (cows, horses, chickens, sheep, etc.) step into the spotlight and join him on the wire.

They skillfully maneuver their way toward the platform at the other end. When the last one reaches it, the crowd goes wild.

Pee-wee bows and then dramatically slides down a wire that is stretched from the platform to the ground. He lands beside Gina.

As they kiss, the band plays, the parade continues, and the web girls in their corn costumes spin high above the crowd.

the end.