

INTO THE WOODS - NARRATION

**Screenplay by
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**Based on the Broadway Musical
Music and Lyrics by Stephen Sondheim
Book by James Lapine**

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INTO THE WOODS - NARRATION

FADE IN:

1 EXT. THE WOODS - DAY

1

Although it is daytime, it would be difficult to tell in these woods. The area we're in is so thick, that it might nearly be nighttime.

We travel a sinuous path through heavy growth and between trees. There are strange ANIMAL NOISES and OCCASIONAL RUSTLINGS.

We suddenly burst out of the Woods into beautiful, colorful, daylight. We are in a small, charming storybook village, from centuries ago.

The CAMERA FINDS various VILLAGERS going about their everyday business.

We see a young CINDERELLA attempting to hang a large wet sheet on the line.

It blows in her face, soaks her and becomes entangled around her. Finally, she gets it put up. She steps back, satisfied and a new load of wet laundry is dumped down upon her from an upstairs window. We see, in the upstairs window, TWO unpleasant-looking young WOMEN laughing at her.

We move on. We reach a poor, ramshackle cottage. In the doorway, a struggle seems to be taking place over a cow. A boy (JACK) seems to be attempting to push his cow (which is all-white) into the cottage.

A woman (JACK'S MOTHER) seems to be attempting to shove the cow back out.

We CONTINUE ON. We're approaching a little house, which also serves as the village bakery. There is a HORSE-DRAWN WAGON, carrying some baked goods parked in front.

NARRATOR (V.O.)

Once upon a time in a far-off
Kingdom in a little village at
the edge of the woods, there
lived a baker...

The door opens and the BAKER steps outside and heads for his wagon.

NARRATOR (V.O.) (CONT'D)

... and his wife...

(CONTINUED)

1 CONTINUED:

1

His WIFE comes outside to help him. As the Baker begins to unhitch the horse, she begins to unload the wagon.

NARRATOR (V.O.) (CONT'D)
... and more than anything, they
wanted a child.

As they work,

BAKER
I WISH... MORE THAN ANYTHING --

BAKER / WIFE
MORE THAN THE MOON --

WIFE
-- I WISH --

BAKER / WIFE
-- MORE THAN JEWELS --
MORE THAN ANYTHING --

BAKER
-- I WISH WE HAD A CHILD!

WIFE
-- I WANT A CHILD!

BAKER / WIFE
I WISH WE MIGHT HAVE
A CHILD...

WIFE
I WISH!

BAKER
I WISH.

Their work, ended, they enter their house. It is evening. The light is just beginning to fade.

2 INT. BAKER'S HOUSE

2

WIFE
How were your deliveries?

BAKER
Fine, fine... I saved you a
cookie.

(CONTINUED)

2 CONTINUED:

2

WIFE

Put it aside, we'll have it after dinner.

BAKER

Couldn't you just look at it now?

She takes a quick glance at the cookie, then smiles.

The cookie is heart-shaped. Written on it, in icing, is "I love you." They lean forward to kiss and the BELL at the door TINKLES, indicating the arrival of a customer. The customer is a girl. (LITTLE RED RIDINGHOOD)

LITTLE RED RIDINGHOOD

(a little impatiently)

Hello-o.

WIFE

(to Baker)

I'll get it. You wash up for dinner.

(to Little Red)

Yes, little girl, what would you like?

LITTLE RED RIDINGHOOD

A loaf of bread, please.

WIFE

All right.

While the Wife turns to the shelves, Little Red Ridinghood grabs a lot of pastries and very quickly jams some of them into her dress pocket, some of them into her mouth.

THE BAKER

Washing Up. He straightens up and sees IN the MIRROR over the sink, Little Red Ridinghood taking pastries. Little Red Ridinghood smiles her most ingratiating smile -- with a STUFFED MOUTH.

BAKER

You've been here before, haven't you?

LITTLE RED RIDINGHOOD

(swallowing)

Oh yes! Everyone in town says "Nobody bakes like the barren couple."

(CONTINUED)

2 CONTINUED: (2)

2

BAKER

Oh... how nice of them.

She SKIPS OFF, down the street.

BAKER (CONT'D)

(to Wife)

You still want children?

Wife nods, then goes to the stove.

WIFE

Hungry?

BAKER

Mm...

WIFE

Dinner's ready.

As the Baker turns and washes his hands, she PEEKS AT him, then when he isn't looking, she takes a little BAG OUT of her dress, hesitates, then pours a POWDER into the Baker's dinner bowl. She hides the bag just before he turns back to her. She smiles at him, NERVOUSLY.

He sits down as she brings the food to the table. He mashes his food around a little, then SIGHS.

BAKER

I should prepare all my baking
for the morning.

WIFE

No, no, you should eat first.

He decides she's right. He takes a mouthful and SWALLOWS while she watches him nervously. He sits there a moment, then suddenly FLIPS back OVER the top of his chair, crashing to the floor.

BAKER

Whoa!

He STRUGGLES, SHAKILY, back up.

BAKER (CONT'D)

Is this your mother's recipe?

WIFE

It's new. Try some more.

(CONTINUED)

2 CONTINUED: (3)

2

WARILY, he takes another bite. He nods pleasantly, then rockets out of his chair against the wall. He comes off the wall vibrating wildly. His lower half seems out of control. His hips and pelvis are shaking spasmodically. He begins doing SOMERSAULTS around the room, finally landing back in his chair, breathing heavily, his eyes glassy.

BAKER
Have we had this before?

WIFE
(nervously)
Yes... we...

BAKER
It's not bad...

ANGLE ON THE WIFE

She grows increasingly alarmed as her husband speaks.

BAKER (O.C.)
It's a little spicy, but... more tangy than spicy.

WIFE
(very alarmed)
Oh, my...

BAKER (V.O.)
It's got kind of a tomatoey... oniony... garlicky... kind of a --

She SCREAMS.

BAKER (V.O.) (CONT'D)
What's the matter?

ANGLE ON THE BAKER

His HEAD is all PUFFED OUT. He looks ridiculous, but doesn't know it.

BAKER (CONT'D)
Are you all right?

WIFE
You... you...

He begins to SNEEZE. He builds up to it, then he sneezes violently. His HEAD returns to normal size. She grabs his bowl.

(CONTINUED)

2 CONTINUED: (4)

2

WIFE

No more!

BAKER

What? What's the --

He SEES the little bag, from which she poured the powder.

BAKER (CONT'D)

What's this?

WIFE

I'm sorry. I... put something in
your food. You know I've been
unhappy about...

BAKER

(shocked)

You poisoned me!

WIFE

No!

BAKER

There's another man, isn't there?
Someone strong and handsome?

WIFE

No --

BAKER

It's Milo the Traveling
Executioner, isn't it? There's
no competing with a professional
man.

WIFE

It's not poison! It's a potion.

BAKER

Potion? For what? What --

WIFE

I got it out of a book. It's
supposed to make a man...

BAKER

Yes?

WIFE

(embarrassed)

... more capable of fathering a
child.

(CONTINUED)

2 CONTINUED: (5)

2

BAKER

I see. So, you've decided it's
my fault.

WIFE

No... I just thought it was worth
a try.

BAKER

(in rhythmic speech)

MAYBE WE JUST WEREN'T
MEANT TO HAVE CHILDREN.

WIFE

DON'T SAY THAT,
OF COURSE WE WERE
MEANT TO HAVE CHILDREN.
WE MUSTN'T GIVE UP HOPE.

BAKER

IT'S TOO PAINFUL TO HOPE.

CHORD, which holds under.

BAKER (CONT'D)

I'D RATHER STOP HOPING
THAN BE DISAPPOINTED.

WIFE

AND I'D RATHER BE DISAPPOINTED
THAN GIVE UP HOPE.

BAKER

(sings)

YOU'RE ALWAYS EXPECTING RAINBOWS.

WIFE

YOU'RE ALWAYS EXPECTING RAIN.

BAKER

I USED TO EXPECT A RAINBOW.
IT'S NO LONGER WORTH THE PAIN.

(holds up his hand, as

WIFE starts to protest)

CAN'T SIT AROUND SIGHING FOR
THE DREAMS THAT WON'T COME TRUE.
THEY'RE NOT WORTH THE TRYING FOR--
A FEW LESS DREAMS WILL HAVE TO DO.

(MORE)

(CONTINUED)

2 CONTINUED: (6)

BAKER (CONT'D)

2

BESIDES,
WHO SAYS THAT WE NEED A RAINBOW?
WE'VE LOTS TO BE GLAD ABOUT.
WE'RE NOT GUARANTEED A RAINBOW --
BE GRATEFUL THE SUN IS OUT.

AS LONG AS WE HAVE EACH OTHER --
WOULDN'T YOU AGREE? --
THAT'S RAINBOW ENOUGH.
AT LEAST FOR ME.

WIFE
(rhythmic speech)
THAT'S YOUR IDEA OF REALITY, ISN'T IT?
LIFE IS A MESS,
SO SETTLE FOR LESS.
(as the BAKER starts to
protest)
MAYBE YOU DON'T REALLY
WANT TO HAVE CHILDREN.

BAKER
DON'T SAY THAT, OF COURSE I DO!
YES, I WANT CHILDREN!

MUSIC continues under.

WIFE
I DON'T THINK YOU WANT THE RESPONSIBILITY.

BAKER
I DO, I DO. BUT...

WIFE
(challengingly)
BUT -- ?

BAKER
CAN'T WE JUST BE HAPPY THE WAY WE ARE?

WIFE
ARE WE HAPPY?
(sings)
STOP TAKING AWAY OUR RAINBOW,
DON'T TELL ME IT'S ALL IN VAIN.
WHY WOULD YOU EXPECT A RAINBOW?
I THINK YOU ENJOY THE PAIN.

YOU CHIP AWAY LONG ENOUGH AT EVERY
DREAM WE'VE MADE,
THINGS SOON WILL GO WRONG ENOUGH
THAT MORE THAN DREAMS ARE GOING TO FADE.
(MORE)

(CONTINUED)

2 CONTINUED: (7)

2

WIFE (CONT'D)

DON'T SAY THEY JUST LAST A MINUTE,
 THAT RAINBOWS ARE ONLY AIR.
 DON'T TELL ME THERE'S NOTHING IN IT --
 WE'VE GOT TO HAVE HOPES TO SHARE.

THE LONGER WE LOVE EACH OTHER,
 MORE AND MORE IT SEEMS
 LOVE ISN'T ENOUGH.
 WE NEED SOME DREAMS.

MUSIC CONTINUES tenderly as the Wife leads the Baker upstairs
 to the nursery.

3 INT. NURSERY

3

It's a tiny room with newly carved furniture. The Baker is
 visibly moved.

MUSIC STOPS

WIFE

I would do anything to have a
 child.

The LIGHTING changes. He doesn't notice.

BAKER

But we have to face the --

WIFE

Did you see that?

BAKER

What?

WIFE

A light flashed in the woods.

BAKER

I hate those woods. I hear
 strange sounds coming from there
 at night... animals or...
 (he shudders)

WIFE

I know.

They're going toward the nursery door, which is open. The
 nursery door SLAMS SHUT in front of them. The Baker attempts
 to open the door, but it won't budge.

(CONTINUED)

3 CONTINUED:

3

WIFE (CONT'D)
What's the matter?

BAKER
It won't open.

WIFE
Pull.

BAKER
I know how to open a door. I may
not know how to make a baby, but
I do know how to --

The ROOM begins to SHAKE -- more and more violently. The CRADLE ROCKS. The furniture shivers. Things crash down from the walls. The shaking grows worse. The lighting changes. The room is really out of control. They SCREAM.

At the height of the frenzy, the nursery WINDOW SHATTERS in a violent crash.

Something which appears to be some kind of GARMENT flies into the room and sweeps around the Baker and his Wife, almost ghost-like. It finally settles in the middle of the room where it whirls at tremendous speed. It forms itself into a FIGURE in a cloak.

WE SEE the figure (the WITCH) from behind. Beyond her, we see the Baker and his Wife, trembling up against the wall. The Witch walks toward them.

ANGLE ON THE WITCH'S FACE

She's very UGLY.

WITCH
You'll do anything to have a
child?

BAKER
(frightened)
Well, um...

WITCH
(cat-and-mouse)
Do you know who I am?

They don't know how to answer. They're afraid to offend her.

WITCH (CONT'D)
What do I look like?

(CONTINUED)

3 CONTINUED: (2)

3

BAKER

You... look... swell.

(to his Wife)

Doesn't she?

(to the Witch)

I mean the cape and what you've
done with your...(pantomimes a very long
nose)I was just thinking, "There's a
woman who never sits home alone."Well, we'll be leaving, now... you
can have the house.

(to his Wife)

Come on, dumpling.

WITCH

Stop! Did you mean what you
said?

BAKER

Oh, yes. Why if I weren't
married, I'd --

WITCH

(interrupting)

You would do anything to have a
baby?

BAKER

Well, she --

WIFE

Yes! I meant it.

WITCH

Here, then.

She reaches into a cloak and produces a very beautiful one-year-old BABY that seems to rest on the palm of her hand. They GASP. The baby looks right at the couple and extends its little arms.

BABY

Da-da.

The Wife rushes forward, arms outstretched -- but the baby EVAPORATES, leaving a little floating dust which falls to the floor. She is heartbroken.

BAKER

What do you want?

(CONTINUED)

3 CONTINUED: (3)

3

WITCH
(innocently)
I want to help you.

BAKER
Oh?...

WITCH
Do you know why you can't have a
child?

BAKER
Me?

WITCH
No.

WIFE
Me?

WITCH
No... Me. I've put a spell on
this house.

BAKER
(confused)
You put a smell on our house?
Why would you --

WIFE
A spell.

BAKER
Oh, a spell. That's different.
That, at least, makes sense.

WIFE
Why did you put a spell on our
house?

MUSIC RESUMES.

WITCH
Many years ago, when you were
just a stupid whiny little boy,
your father moved here with you
and your mother.

4 EXT. BAKER'S HOUSE - FLASHBACK

4

The Baker's FATHER and MOTHER, along with the Baker AS A LITTLE
BOY, stand outside, looking at it.

(CONTINUED)

4 CONTINUED:

4

WITCH
She was pregnant and -- typical --
she developed a weird appetite.
She'd heard about my beautiful
garden, and told your father that
what she craved more than
anything else in the world was --

5 INT. BAKER'S KITCHEN - FLASHBACK

5

The Baker's mother, noticeably pregnant, is pleading with the Baker's father. Their mouths move, but it is the WITCH'S VOICE we hear.

BAKER'S MOTHER (WITCH V.O.)
GREENS, GREENS --

WITCH (V.O.)
AND NOTHING BUT GREENS --

BAKER'S MOTHER (WITCH V.O.)
PARSLEY, PEPPERS, CABBAGES AND CELERY,
ASPARAGUS AND WATERCRESS --

BAKER'S MOTHER
-- AND NOW AND THEN A PICKLE --

WITCH (V.O.)
HE SAID --

BAKER'S FATHER (WITCH V.O.)
ALL RIGHT!

WITCH
BUT IT WASN'T QUITE,
'CAUSE I CAUGHT HIM IN THE AUTUMN
IN MY GARDEN ONE NIGHT.

6 EXT. WITCH'S GARDEN - FLASHBACK - NIGHT

6

The Baker's Father is on his knees, ripping up every plant in sight and filling a sack with them.

WITCH (V.O.)
HE WAS RAIDING ME, ROBBING ME,
RIPPING UP MY RADISHES,
ROOTING THROUGH MY RUTABAGA --

7 INT. NURSERY - PRESENT

7

The Baker and his Wife are listening, enthralled.

BAKER / WIFE
ROOTING THROUGH YOUR RUTABAGA?!

WITCH
I SHOULD HAVE LAID A SPELL ON HIM
("Spell" chord)
RIGHT THERE.
COULD HAVE TURNED HIM INTO STONE
(getting worked up)
OR A DOG
OR A CHAIR
OR A SN --

She momentarily goes into a fit of rage, her body and the room trembling and shaking simultaneously. Eventually, she calms down.

WITCH (CONT'D)
(under control)
BUT --

8 EXT. WITCH'S GARDEN - FLASHBACK - NIGHT

8

The action illustrates the lyric.

WITCH (V.O.) (CONT'D)
-- I LET HIM GRAB SOME CABBAGES --
WHY START A BRAWL?
WHAT I DIDN'T KNOW WAS THAT HE'D
ALSO
HAD THE GALL
TO SLIP INTO HIS POCKET
THE MOST AWFUL GREENS OF ALL!

MUSIC continues under.

WIFE
Awful?

BAKER
How?

WITCH
You see, when I inherited the
garden, my mother had warned me
I would be punished if I were
ever to lose any of the
(MORE)

(CONTINUED)

8 CONTINUED:

8

WITCH (CONT'D)
BEANS.

BAKER / WIFE
BEANS?

WITCH
THE SPECIAL BEANS.

9 EXT. WITCH'S GARDEN - FLASHBACK - NIGHT

9

WITCH (V.O.)
(getting worked up
again)
I LET HIM GO,
I DIDN'T KNOW
HE'D STOLEN MY BEANS.
I WAS WATCHING HIM CRAWL
BACK OVER THE WALL --

AND THEN BANG! CRASH!
AND THE LIGHTNING FLASH!
AND --

10 INT. NURSERY - PRESENT

10

WITCH
WELL, THAT'S ANOTHER STORY,
NEVER MIND. ANYWAY --

I LAID A LITTLE SPELL ON HIM --
("spell" chord)
YOU TOO, SON --
THAT YOUR FAMILY TREE
WOULD ALWAYS BE
A BARREN ONE.

The Baker steps forward, ANGRILY.

BAKER
You lift that curse right now
you... witch! Or, I'll...

The Witch POINTS AT the Baker. There's an EXPLOSION and the Baker turns into a little FROG, with the Baker's hat on. Wife SCREAMS.

(CONTINUED)

10 CONTINUED:

10

WITCH

Don't worry, I'll turn him back
when I'm finished... Unless you
don't want me to.

WIFE

I do!

WITCH

Where was I?

WIFE

(quickly)

Our family tree would always be
a barren one.

WITCH

(cheerfully)

SO THERE'S NO MORE FUSS
AND THERE'S NO MORE SCENES,
AND MY GARDEN THRIVES --
YOU SHOULD SEE MY NECTARINES!

BUT I'M TELLING YOU THE SAME
I TELL KINGS AND QUEENS:
DON'T EVER NEVER EVER
MESS AROUND WITH MY GREENS!
ESPECIALLY THE BEANS.

MUSIC STOPS

The Witch languidly POINTS and the Frog turns into the Baker.

BAKER

(ill)

I swallowed a fly.

WIFE

(to the Witch)

What do you want? How can we
lift the spell?

WITCH

(incanting)

YOU WISH TO HAVE THE CURSE REVERSED?

BAKER

Oh, yes!

BOTH

Oh, please, yes!

(CONTINUED)

10 CONTINUED: (2)

10

WITCH
I'LL NEED A CERTAIN POTION FIRST.

BAKER
Potion?

WIFE
What kind of potion?

WITCH
GO TO THE WOODS --

BAKER / WIFE
(alarmed)
The woods?

WITCH
(impatiently)
THE WOODS! --
(incantory again)
AND BRING ME BACK
ONE: THE COW AS WHITE AS MILK.
TWO: THE CAPE AS RED AS BLOOD.
THREE: THE HAIR AS YELLOW AS CORN.
FOUR: THE SLIPPER AS PURE AS GOLD.

WIFE
Why? What for?

WITCH
(enigmatically, intimidating
her with a look)
BRING ME THESE BEFORE THE CHIME OF
MIDNIGHT, TOMORROW'S TIME --

BAKER
Midnight tomorrow? You're insane!

The Witch POINTS at him to zap him again. Nimbly, he ducks. The explosion hits the wall. An ugly, distorted FROG image appears on the wall, then melts down off it.

WIFE
(quietly, to the Witch)
Midnight tomorrow will be fine.

WITCH
-- AND YOU SHALL HAVE, I GUARANTEE,
A CHILD AS PERFECT AS CHILD CAN BE.

(CONTINUED)

10 CONTINUED: (3)

10

WITCH

But -- If by tomorrow's midnight
you have failed to bring me the
items...

(to Wife)

He will shrivel and die and you
will become as I am. Now, how
important is that baby?

WIFE

We'll do it!

BAKER

Excuse me?

WITCH

It's a bargain.
(comes towards them)
Let's seal it.

BAKER

(cringes)

Not with a kiss.

The Witch grabs their hands. There's a CRASH of THUNDER and a
blinding flash of lightening, leaving the Baker and his Wife,
almost breathless.

BAKER (CONT'D)

And you say these items are...

WITCH

In the Woods!

BAKER

That's what I thought you said.

WITCH

What are you waiting for!

(sings)

INTO THE WOODS
YOU HAVE TO GO,
AND THAT IS ALL
YOU HAVE TO KNOW.
INTO THE WOODS,
AND NOT TOO SLOW,
IT'S TIME TO START YOUR JOURNEY.

INTO THE WOODS,
THE TIME IS NOW,
DON'T ASK ME WHERE,
DON'T ASK ME HOW.

(MORE)

(CONTINUED)

10 CONTINUED: (4)

10

WITCH (CONT'D)
INTO THE WOODS
TO FIND THE COW,
TO FETCH THE CAPE,
THE HAIR, THE SLIPPER --

INTO THE WOODS!

She disappears.

BAKER / WIFE
(nervously)
The woods...

11 INT. BAKER'S ATTIC - A FEW MINUTES LATER

11

The Wife is rummaging through an old TRUNK.

BAKER
What are you looking for?

She is rapidly going THROUGH the POCKETS of various garments.
Her hand goes into the pocket of an old hunting jacket, then
slowly comes out.

WIFE
These.

She OPENS her hand, revealing SIX BEANS.

BAKER
The beans.

WIFE
Your father's old jacket.

BAKER
A spell! It wasn't bad enough,
that he abandoned us when I was
three years old, leaving me to
run the bakery!
(awful thought)
What if I turn out to be the same
kind of father he was?

WIFE
You won't!

BAKER
How do you know? You know the
old saying. An apple doesn't
fall far from the tree.

(CONTINUED)

11 CONTINUED:

11

WIFE

We're not apples, we're people!
Let's take the beans with us.
Who knows, they may have some --

BAKER

With us? You're coming?

WIFE

Of course. You'll need my help.

BAKER

(petulantly)

Oh, I see.

WIFE

See what?

BAKER

You don't think I can do this.

WIFE

That's not the point --

BAKER

It's the very point. It's my
spell. I'll lift it! Not us.
I! Now you'll see what kind of
man you married!

Grandly, he opens the door and exits, slamming it shut behind him. A moment later he returns.

BAKER (CONT'D)

What am I supposed to bring
back...?

WIFE

The cow as white as milk,
The cape as red as blood,
The hair as yellow as corn,
The slipper as pure as gold --

BAKER

Exactly!!

MUSIC under, as they stop and stare at each other a moment,
both realizing what's at stake.

MUSIC RESUMES

(CONTINUED)

11 CONTINUED: (2)

11

BAKER
 INTO THE WOODS,
 IT'S TIME TO GO,
 IT MAY BE ALL
 IN VAIN, I KNOW.
 INTO THE WOODS --
 BUT EVEN SO,
 I HAVE TO TAKE THE JOURNEY.

INTO THE WOODS,
 THE PATH IS STRAIGHT,
 I KNOW IT WELL,
 BUT WHO CAN TELL -- ?

WIFE
 (encouragingly)
 INTO THE WOODS TO LIFT THE SPELL--

BOTH
 INTO THE WOODS TO HAVE THE BABY--!

 INTO THE WOODS
 WITHOUT REGRET,
 THE CHOICE IS MADE,
 THE TASK IS SET.
 INTO THE WOODS,
 BUT NOT FORGET-
 TING WHY I'M (YOU'RE) ON THE JOURNEY.

INTO THE WOODS
 TO GET MY (OUR) WISH,
 I DON'T CARE HOW,
 THE TIME IS NOW.

BAKER
 INTO THE WOODS TO FIND THE COW --

WIFE
 TO FETCH THE CAPE --

BAKER
 THE HAIR --

WIFE
 THE SLIPPER --

BAKER
 THE WAY IS CLEAR,
 THE LIGHT IS GOOD,
 I HAVE NO FEAR,
 NOR NO ONE SHOULD.

(CONTINUED)

11 CONTINUED: (3)

11

WIFE
THE WOODS ARE JUST TREES.
THE TREES ARE JUST WOOD.

BAKER / WIFE
NO NEED TO BE AFRAID THERE --

WIFE
(apprehensive)
THERE'S SOMETHING IN THE GLADE THERE...

BAKER / WIFE
INTO THE WOODS
WITHOUT DELAY --

WIFE
BUT CAREFUL NOT
TO LOSE THE WAY.

BAKER / WIFE
INTO THE WOODS,
WHO KNOWS WHAT MAY
BE LURKING ON THE JOURNEY?

INTO THE WOODS
TO GET THE THING
THAT MAKES IT WORTH
THE JOURNEYING:

BAKER
INTO THE WOODS TO FIND THE COW...

WIFE
INTO THE WOODS TO FETCH THE SLIPPER ...

BAKER
INTO THE WOODS TO GRAB THE CAPE ...

WIFE
TO GET THE HAIR ...

BAKER / WIFE
TO MAKE UP THE POTION ...

TO FIND,
TO FETCH,
TO GET,
TO GRAB,
TO BRING,
TO MAKE,
TO GIVE US A BABY -- !
(MORE)

(CONTINUED)

11 CONTINUED: (4)

BAKER / WIFE (CONT'D)

11

IT'S
 INTO THE WOODS!
 INTO THE WOODS!
 INTO THE WOODS,
 THEN OUT OF THE WOODS
 AND HOME BEFORE DARK!

The Baker regathers his courage, steps forward, and crosses the bridge and enters the Woods.

12 EXT. WOODS - EVENING

12

There is still a little daylight filtering through the trees. The Baker walks along slowly. There are NOISES. Strange LITTLE CREATURES dash across his path. He doesn't like it here.

One of the little creatures stops, looks up at the Baker and hisses at him, threateningly. Suddenly, a FOOT appears and boots the little creature a great distance.

REVEAL that the foot belongs to Little Red Ridinghood.

LITTLE RED RIDINGHOOD
 (to the Baker)
 You have to show them who's boss.

BAKER
 I see.

LITTLE RED RIDINGHOOD
 Well, so long. I have to take
 this bread to my Granny's house.

A BREEZE picks up, blowing dust and twigs at them.

LITTLE RED RIDINGHOOD (CONT'D)
 Could you hold this?

She hands him her basket. She reaches into it and removes a RED CAPE. She puts it on.

BAKER
 Aren't you afraid to be in the
 Woods -- at night?

LITTLE RED RIDINGHOOD
 Only children are afraid.

BAKER
 Get a mirror.

(CONTINUED)

12 CONTINUED:

12

LITTLE RED RIDINGHOOD
Thank you. Good-bye.

She FLIPS UP the hood and turns away from him to leave. This reveals to the Baker how red the cape is. She hurries off.

BAKER
Good-bye.

He's alone.

BAKER (CONT'D)
(to himself)
Okay, that's it, no more
distractions. Cow as white as
milk. Cape as red as...

He reflects for a moment, then smacks himself in the head and hurries off.

13 EXT. WOODS - EVENING

13

WE OPEN ON a small BIRD chirping and hopping along from leaf to leaf. It rests for a moment on a leaf. Suddenly the leaf -- with the bird still on it, zips off the branch it appeared to be attached to. The leaf, it turns out, is actually the tongue of a WOLF and it snaps into the Wolf's mouth, bird and all. He SMACKS his LIPS, but seems unsatisfied. A mild BELCH produces a feather.

In the distance, he HEARS SINGING. The Wolf sticks his head up over the bushes.

SONG - (EXISTING)

The WOLF sings about his desire for Little Red's plump, young flesh.

During the song, the Baker catches up. Keeping himself hidden, he climbs up a tree and out along a branch above Little Red. He tries to find an opportunity to snatch the cape, but the wolf keeps "dancing" Little Red out of his reach.

Little Red sings about her instructions from her Mother to stay on the path.

The Wolf confronts her and attempts to get her to leave the path. She is charmed by him and agrees to stray from the path to pick flowers. She wanders off.

The Wolf contemplates eating both Little Red and Granny.

(CONTINUED)

13 CONTINUED:

13

The Wolf HOWLS loudly, then races off. The Baker hops down from the tree.

BAKER
(to himself)
It's horrible! He's going to eat that little girl and her grandmother. You'd think the little girl would be enough. Should I do something? Should I warn her? Yes. I should go up to her, tell her she's in great danger, then bop her over the head and steal her cape. Well, at least, now I have a plan.

He hurries off.

14 EXT. ANOTHER PART OF THE WOODS

14

The Baker looks around.

BAKER
(disgusted with himself)
How did I lose her?
(thinks)
She probably went that way.

He takes a couple of steps, then...

VOICE
(artificially deep)
No. She went the other way.

BAKER
Thanks.

He takes off in the opposite direction, then SLOWLY returns.

BAKER (CONT'D)
Who said that?

VOICE
I did. I'm... an Enchanted Bush.
Now go. You're losing her.

BAKER
Tell me, enchanted bush, do you also grant wishes?

(CONTINUED)

14 CONTINUED:

14

VOICE

Um... no... I used to, but... I'm
old now, so... all I do is...
give directions.

BAKER

You're an enchanted direction
bush?

VOICE

Uh...

He reaches into the bush and PULLS OUT his Wife.

BAKER

What are you doing here?

WIFE

I...wandered. I...

BAKER

No. You followed me. Because
you expect me to fail.

WIFE

No. I expect us to succeed.

BAKER

The spell is on my house --

WE SEE Jack enter the clearing.

WIFE

A cow as white as --

BAKER / WIFE

Milk.

BAKER

(whispers)

I know him! He's half-a-loaf of
bread and a powdered donut.

Wife pushes Baker in Jack's direction, she follows.

BAKER

Hello there, young Jack.

JACK

(surprised)

Oh... it's the barren couple.

(CONTINUED)

14 CONTINUED: (2)

14

BAKER
(to his Wife,
ironically)
We're famous.
(to Jack)
Why have you brought your Cow
into the middle of the forest?

JACK
My mother says I have to take her
to the marketplace and sell her.
But I won't sell her to the
butcher. I'll only sell her to
someone who wants a cow for a
friend.

WIFE
(to Jack)
That's us! How much are you
asking?

JACK
My Mother said five coins. And
nothing less.

BAKER
(floundering)
Five... we don't...

WIFE
(suddenly, as if angry)
What? Give up our beans? Are
you insane?!

JACK
(intrigued)
Beans?

WIFE
Oh, these aren't ordinary beans.
They're... magic beans.

BAKER
Yes. They're --
(turns to his wife)
What?!
(sotto)
How dumb do you think this kid
is?

JACK
What kind of magic?

(CONTINUED)

14 CONTINUED: (3)

14

BAKER
(immediately)
Oh, big magic. Magic that...
defies description.

JACK
Do I rub them?

BAKER
Once you're in the privacy of
your own home, you can do
whatever you want with them.

JACK
I've always dreamed of something
wonderful and magical coming into
my life.

The Baker and his Wife look at each other, a little GUILTYLY.

JACK (CONT'D)
Will you be nice to Milky-White?

BAKER
Nice? Why, I'm going to make her
a partner in the business.
(to the Cow)
Can you bake, honey?

JACK
Could I buy my Cow back some day?

BAKER
(makes a non-committal
noise, then shrugs,
then...)
Possibly.

JACK
(hesitates, then)
All right, It's a deal.

The Wife quickly makes the exchange while the Baker watches
with mixed feelings.

BAKER
(to Jack)
Don't tell anyone how you've
taken advantage of us.

JACK
I won't.

Jack KNEELS down to the Cow.

(CONTINUED)

14 CONTINUED: (4)

14

SONG (EXISTING)

Jack sings his sad good-bye to Milky-white.

Jack exits.

BAKER

(angry)

Magic beans?

WIFE

Maybe they are. Well... no one would have given more. At least they'll have some food.

BAKER

Yeah, right, five beans! They'll be stuffed.

(gestures toward Milky-white)

Look at her, she's crying.

WIFE

The emotional state of a cow is not our biggest concern. Do we want a child or not?

BAKER

Yes, but do we get a baby by lying or cheating?

WIFE

Definitely. You worry about the wrong things. If the end is right it... justifies the beans.

She turns her back toward him, she's frustrated and hurt by his attitude.

He tries to think of something to say.

BAKER

Thank you for getting the Cow.

WIFE

(she turns to him, brightening)

Really?

They HUG.

BAKER

Now please go home.

(CONTINUED)

14 CONTINUED: (5)

14

WIFE

But --

BAKER

I want to do this. This is about
more than having a child. You
told me you believed in me.
Prove it.

WIFE

All right.

She starts to leave.

BAKER

Wait!

WIFE

(expectantly)

Yes?

BAKER

Take the Cow.

WIFE

Oh.

Unhappily, she goes off leading the Cow.

As she walks, the CAMERA RISES UP, above the trees, to REVEAL,
in the distance, the Palace lit up for the Festival. We rise
above the Palace to the FULL MOON.

Then a FOOT steps into the moon and it ripples and we reveal
that the foot has actually stepped in the moon's reflection in
a puddle.

15 EXT. ANOTHER PART OF THE WOODS

15

REVEAL that the foot in the reflection belongs to the Witch who
is carrying a basket. She is approaching a Tower that has no
doors and just one window high up.

WE HEAR SINGING -- clear and beautiful.

The Witch reaches the Tower.

WITCH

Rapunzel.

The SINGING STOPS.

(CONTINUED)

15 CONTINUED:

15

WITCH (CONT'D)
Rapunzel, Rapunzel
Let down your hair
So I may climb
The Golden Stair.

THE HAIR DESCENDS

ARDUOUSLY, the Witch climbs.

16 INT. TOWER

16

RAPUNZEL, bent over at the window, GROANS slightly until the Witch CLIMBS through the window. As soon as she is inside, Rapunzel, looking SAD, moves away from her. She sits down and brushes her hair. There's a table, two chairs, a bed, and not much else.

WITCH
I brought you your dinner.
(looks around)
Oh, I love what you've done with
the place.

Rapunzel just gives her a "look."

WITCH (CONT'D)
(supportively)
I see you moved the bed from
there to here and that picture is
now over there... you have a real
talent.

RAPUNZEL
I have nothing else to do! I'm
going out of my mind! I move the
bed from here to there to there
to there...

WITCH
You're cranky when you don't eat.

The Witch places a MEAL on the table. Rapunzel picks it up and throws it out the window. The Witch SNAPS her FINGERS and the meal comes flying back in and lands on the table.

RAPUNZEL
I'm not hungry!

WITCH
(very pleasantly)
All right.

(CONTINUED)

16 CONTINUED:

16

The Witch picks up Rapunzel's brush and standing beside her, facing a mirror, she begins brushing Rapunzel's hair and fussing with her dress. She takes a fresh flower and puts it in Rapunzel's hair. She looks at their faces side-by-side, one beautiful, one ugly, and obscures her own face behind Rapunzel's.

WITCH (CONT'D)

Rapunzel, at tomorrow midnight,
I may have a wonderful surprise
for you.

RAPUNZEL

(excited)

You're letting me out of this
tower?

WITCH

No! You must never leave this
tower. I told you, it's terrible
out there. Famines and plagues,
and... teen-agers racing their
wagons up and down the road.
There's a maiden in the next
kingdom, pricked her finger on a
sewing needle. She's asleep in
a castle surrounded by briar.
There's another maiden, who ate
a poisoned apple... she's lying
in a glass coffin -- surrounded
by heartbroken midgets. Is that
what you want? Believe me -- I
know what's best for you.

RAPUNZEL

I don't care! I'm old enough to
choose for myself.

WITCH

Of course you are. Except when
you choose wrong. That's why you
have a mother.

She goes back to brushing.

RAPUNZEL

Stop that! Leave me alone!

She grabs the brush from the Witch and begins brushing her own
hair, conspicuously, ignoring the Witch who is HURT and ANGRY.

WITCH

(coldly)

Lower your hair.

17 EXT. TOWER

17

Rapunzel's HAIR cascades DOWN. The Witch climbs down.

PULL BACK from the Tower, until we discover a handsome PRINCE ON HORSEBACK watching this scene with wonder.

18 EXT. GRANDMOTHER'S COTTAGE - NIGHT

18

Little Red Ridinghood approaches the cottage. Something about it makes her feel UNEASY. SLOWLY, she enters.

19 INT. COTTAGE

19

Little Red Ridinghood enters. From across the room she SEES a figure propped up in bed and mostly hidden by the bedclothes.

LITTLE RED RIDINGHOOD
(to herself)
How uneasy I feel.

SLOWLY, she walks right up to the bed.

LITTLE RED RIDINGHOOD
Good day, Grandmother.

The Wolf, slowly, pulls down the bedclothes REVEALING his face.

20 EXT. WOODS

20

The Baker is approaching Granny's cottage. HE HEARS a blood-curdling SCREAM from inside.

Immediately, he takes out his KNIFE and rushes toward the cottage. He gets right up to the front door, stops short and KNOCKS gently. No answer.

21 INT. COTTAGE

21

The Baker enters tentatively.

BAKER
Hello --o. Knock, knock.

An extremely LOUD SNORE.

BAKER (CONT'D)
(appalled)
Oh my --

He stares across at the bed.

(CONTINUED)

21 CONTINUED:

21

BAKER (CONT'D)
There's an attractive woman.

He approaches. He pulls back the bedclothes and YELPS. He stares at the Wolf's BLOATED STOMACH.

BAKER (CONT'D)
(horrified)
Oh...

The Wolf SNORES again.

BAKER (CONT'D)
(disgusted)
The little girl and the Granny...
(sees something and
brightens)
And the cape!

There is a piece of RED CLOTH fluttering out of the Wolf's MOUTH every time he SNORES. The Baker cautiously looks around, then as quietly and delicately as possible, he takes the end of the cape.

SLOWLY, gently, he begins to PULL ON it. The Wolf SNORTS and TWITCHES as if disturbed. The Baker FREEZES.

The Wolf again settles into deep, peaceful snoring. The Baker PULLS. He has a large amount of the cape out of the Wolf's mouth when, suddenly the cape is yanked back into the Wolf's mouth. The Baker shouts, surprised. He gapes, confused.

LITTLE RED RIDINGHOOD (O.C.)
(angrily)
Who's out there?

The Baker is too shocked TO SPEAK.

LITTLE RED RIDINGHOOD (CONT'D)
Who's pulling on my cape?

BAKER
My God! You're alive?

LITTLE RED RIDINGHOOD (O.C.)
Yes. Get us out of here!

BAKER
Us? There's a crowd?

LITTLE RED RIDINGHOOD (O.C.)
Get us out! Use your knife!

(CONTINUED)

21 CONTINUED: (2)

21

BAKER

Oh!

He PULLS OUT his KNIFE and prepares to cut into the Wolf's stomach. He HESITATES.

LITTLE RED RIDINGHOOD (O.C.)

Well?

BAKER

Well, I'm -- I'm -- I'm looking at this from the Wolf's point of view. I mean what gives me the right --

Suddenly the Wolf SITS UP with a furious ROAR and grabs the Baker murderously. The Baker SCREAMS. There's a short flurry of violence, the knife flashes and everything is quiet. After a moment, the Baker stands up, breathing heavily.

BAKER (CONT'D)

On the other hand, what's one stinking filthy Wolf, more or less?

BIRDS FLY OUT of the Wolf, filling the room.

The Baker, hating what he's doing, delicately parts the Wolf's fur with his fingertips.

BAKER

Eeuw ...

LITTLE RED RIDINGHOOD'S P.O.V.

All dark. Then light enters and she sees the Baker looking down at her in the Wolf's stomach.

BAKER (CONT'D)

Hi.

(points)

And that must be your Granny.

22 EXT. COTTAGE - A FEW MINUTES LATER

22

The Baker exits clutching the cape.

BAKER

Thank you. Thank you both.

(CONTINUED)

22 CONTINUED:

22

RANNY

It's the least we could do.
 Would you like to stay for
 dinner? I'll boil up the Wolf.

BAKER

(hates the idea)

I... had wolf for lunch. Doesn't
 that always happen? Well, it's
 been... unforgettable. And if I
 may make a suggestion -- think
 about a shower.

He dashes out.

23 EXT. VILLAGE - NIGHT

23

JACK (O.C.)

(excited)

Mother... Mother.

Jack appears RUNNING into the village. He's holding the beans
 in his hand.

JACK (CONT'D)

Mother, look what I've got. Wait
 'til you see.

He runs inside his house. There's a quiet pause, then Jack is
 FLUNG OUT the front door. He is followed by POTS, PANS and
 PLATES being flung at him.

JACK (CONT'D)

Mother, it's me Jack.

A TABLE comes flying out at him. His Mother appears.

JACK'S MOTHER

Beans? Beans?! Did these roll
 out your ear?

JACK

But, Mother. They're magic
 beans.

JACK'S MOTHER

(mock-impressed)

O-oh!

She FLINGS the BEANS away from the house.

JACK'S MOTHER (CONT'D)

Money!! We need money!!

(CONTINUED)

23 CONTINUED:

23

She SLAMS the DOOR. Jack sits in the yard, SADLY.

ANGLE ON THE BEANS

Lying on the ground. They steam slightly and are sucked into the ground.

24 EXT. ANOTHER PART OF THE WOODS

24

The Wife is leading the Cow, WEARILY.

WIFE
(nervously)
I'm all turned around. I've
never been in these Woods at
night.

She searches around, lost. She LISTENS. There's MUSIC. She moves toward it, still leading the Cow. She SEES LIGHT. She makes her way through the trees, then stops.

THE PALACE

LIT UP FOR THE FESTIVAL

COACHES AND FOOTMEN OUT FRONT

MUSIC PLAYING

It's very grand.

THE WIFE, STARES, OVERWHELMED

WIFE (CONT'D)
(with awe)
The Palace... it's the
Festival... Oh, how beautiful.

SHE SWAYS DREAMILY WITH THE MUSIC

Then notices something.

Cinderella is waltzed out on to a balcony by a HANDSOME PRINCE.

They appear to be in love. The Wife watches, utterly transfixed by the romance of it.

WIFE
What different lives there are
for people.

(CONTINUED)

24 CONTINUED:

24

SONG (NEW)

Wife SINGS about her own life in contrast to what she is watching. She DANCES down below while the Prince and Cinderella dance up above.

During the song, we see the Wife, as in a dream, dancing with the Prince, instead of Cinderella, but by the time the song is over, reality, has replaced the dream and Cinderella and the Prince dance their way back inside.

25 INT. PALACE

25

We see Cinderella and the Prince dancing. All others at the Ball are indistinct, dreamlike.

Cinderella notices that it is nearly midnight. She breaks away from the Prince, who attempts to hold on to her. She runs away. She passes her Stepmother and Stepsisters.

LUCINDA

(annoyed)

Mother, who is she?

FLORINDA

(greedily)

Who cares? She's leaving.

The Stepsisters and many other young WOMEN, step in front of the Prince as he attempts to chase Cinderella. FLIRTING with him, they block his path.

26 EXT. PALACE

26

The Wife, SADLY, prepares to leave the glamour of the Palace. She sighs.

She starts to lead the Cow away, when suddenly she is FLATTENED BY Cinderella, who has plowed into her. They are both sent sprawling.

WIFE

(annoyed)

Is this a new Palace game?
"Knock over the peasants?"

CINDERELLA

I'm sorry. I need to catch my
breath.

(CONTINUED)

26 CONTINUED:

26

WIFE

I know you! You live in the big house at the end of the village. You're... three loaves of bread and a dozen crullers.

CINDERELLA

Yes.

WIFE

My husband was once late delivering some cupcakes and your stepsisters beat the living cheese out of him.

CINDERELLA

I remember.

WIFE

Weren't you just dancing on the balcony?

CINDERELLA

Yes.

WIFE

(in awe)

With the Prince?

CINDERELLA

Yes.

WIFE

He's incredibly handsome isn't he?

CINDERELLA

Incredibly.

WIFE

(dreamily)

Yes...

(then)

I mean... if you like that type. Me, I like my men runty. Why are you running from him, may I ask?

CINDERELLA

Because I need time to think. what am I doing with a Prince? My last date was with the village Rat Catcher.

(CONTINUED)

26 CONTINUED: (2)

26

WIFE

Gunther? Oh, I know him. He does good work. And if there's ever a problem, he comes right back. The same day.

CINDERELLA

(dreamily)

He'd protect me, wouldn't he?

WIFE

Well, sure, he has all those big rat hammers --

CINDERELLA

No, the Prince...No one could make me scrub floors or...be mean to me...

(snaps out of it)

But I don't belong here! This is a fantasy! This isn't real!

WIFE

(flippant)

Reality is very overrated. Give me a good old fantasy any day.

CINDERELLA

(thinks)

I could come back tomorrow. The Festival continues for another night.

WIFE

Oh, to be pursued by a Prince. All that pursues me is tomorrow's bread. What I wouldn't give to be in your shoes.

She glances at Cinderella's shoes.

WIFE (CONT'D)

... I mean slippers.

WE HEAR the search party approaching.

CINDERELLA'S PRINCE (O.C.)

I think I hear her.

CINDERELLA

That's him! I must get home.

WIFE

Are they pure gold?

(CONTINUED)

26 CONTINUED: (3)

26

CINDERELLA
(wants to leave)
What?

WIFE
The slippers. Are they pure
gold?

CINDERELLA
Oh. I don't know -- yes. I
suppose.

WIFE
I need them!

The search grows louder.

CINDERELLA'S PRINCE (O.C.)
Over here!

CINDERELLA
I have to go!

WIFE
Please! I must have your shoe to
have a baby.

CINDERELLA
You're very confused about the
process. I have to go!

She DIVES at Cinderella, grabbing her ankle. This causes
Cinderella to fall.

WIFE
(desperately)
Please --

She begins to wrench the shoe off her foot. Cinderella
STRUGGLES.

CINDERELLA
You're a lunatic!

WIFE
Please. I want to be a pregnant
lunatic.

She YANKS ON her SHOE. The shoe FLIPS OFF and bounces away.
The search party now sounds very close. Wife looks up and sees
that Cinderella is now dressed in rags. Cinderella runs away.
Wife hungrily CRAWLS after the shoe on her hands and knees.
She grabs it and, breathing heavily, clutches it to her chest.

(CONTINUED)

26 CONTINUED: (4)

26

Cinderella's Prince and his entourage enter.

CINDERELLA'S PRINCE
Ah, my darling!

STARTLED, Wife sits up on her knees and faces him.

CINDERELLA'S PRINCE (CONT'D)
You're not my darling. Who are
you?

WIFE
Uhh...

CINDERELLA'S PRINCE
(kindly, but in a
hurry)
Are you all right? Are you mute?
Are you addle-minded?

WIFE
Uhh... bluh...

STEWARD
(not as kind)
The Prince is speaking to you!

CINDERELLA'S PRINCE
The slipper! That's her slipper!

He quickly snatches it from her.

WIFE
Uhh...

CINDERELLA'S PRINCE
(to his Steward)
Take this slipper from house to
house. Try it on every young
maiden in the Kingdom. We will
find my future Princess.

They all march off, leaving Wife kneeling in the mud. The
Prince stops and turns.

CINDERELLA'S PRINCE (CONT'D)
If you'll report to the servants'
quarters of the Palace, they'll
give you a hot meal and a bath.

He leaves. She CRIES. After a while, a MAN'S HAND appears and
tenderly caresses her hair. She allows this for a moment, then
reacts, a little STARTLED.

(CONTINUED)

26 CONTINUED: (5)

26

WIFE

Oh!

She LOOKS UP and sees the Baker. She's SURPRISED.

WIFE (CONT'D)

It's you!

BAKER

Yes. Who did you think?

WIFE

Oh, I...

(glances toward the
Palace)

No one, I was just --

BAKER

You're looking good.

WIFE

(indicating the mud)

Well, I --

(sees)

You've got the cape.

BAKER

Yes.

(with some pride)

I had to kill a wolf to get this.

WIFE

(doubtful)

You killed a wolf?

The Baker feels a little insulted by his Wife's doubt.

BAKER

Yes. I slew it with the knife
your father gave me for our
wedding. Well actually he didn't
so much give it to me as come at
me with it, while your mother
yelled "Get him."

WIFE

But you really did it?

BAKER

Yes. Come on. I'll walk you
home.

He offers his hand. She takes it and they leave.

27 EXT. ANOTHER PART OF THE WOODS - LATER

27

They continue to walk, leading the cow. The Baker is in the middle of embellishing the Wolf story.

BAKER
The next thing I knew, there were
eight wolves coming at me.
Snarling --

He looks at her and smiles.

BAKER (CONT'D)
All right, it was one wolf, and
it was wearing a nightgown.

WIFE
(excited)
But we have two of the items! We
just need two more.

BAKER
And I'll get them!

She smiles. She likes this new side of him. She leans over and gives him a sweet KISS. He grabs her and gives her a much more passionate kiss. She responds.

BAKER
Here's what I'm thinking.

WIFE
(smiles)
Go on...

BAKER
I've got a full day ahead of me
tomorrow. I've got to get a
slipper and some hair... what
if... we took a little break?
You know, give all the little
forest creatures a show.

She SMILES. She looks around.

WIFE
It's too dirty.

BAKER
No, it's not, we're married. Oh!
You meant the ground. There's a
nice grassy spot over there.

WIFE
(hesitates)
All right.

(CONTINUED)

27 CONTINUED:

27

He PICKS UP Milky-White's rope and they begin walking.

WIFE (CONT'D)
I almost had the slipper.

BAKER
Oh?

WIFE
It was in my hands. There was
this young maiden and she was
running from the Palace. She
crashed into me and --

The ROPE held by the Baker has grown TAUT and caused him to
FLIP UP in the air and land on his back.

BAKER
Ohh...

WIFE
What happened?

They look. Milky-White is LYING DOWN.

WIFE (CONT'D)
Poor thing. She fell asleep.

CHIMES BEGIN AND CONTINUE OVER THE SCENE

They walk back to Milky-White.

BAKER
Come on, Cow. Rise and shine.

It doesn't move. They look at each other. PANIC appears in
their faces.

WIFE
Oh my God. She's dead.

The Baker drops down TO his KNEES and examines the Cow.

They HEAR the chimes.

BAKER
No. We're dead. One midnight
gone!

THE CHIMES end.

28 EXT. BEHIND JACK'S COTTAGE

28

Jack is staring up at a BEANSTALK that is growing right before his eyes.

JACK

The difference between a cow and
a bean, is a bean can begin an
adventure.

Jack LEAPS UPON the beanstalk. It carries him up.

29 EXT. CLOUDS

29

WE FOLLOW Jack as the beanstalk rises at a tremendous rate of speed.

JACK'S P.O.V.

The village gets smaller and smaller, disappearing.

JACK

continuing to rise, becoming alarmed.

The beanstalk CRASHES through an icy shroud of mist and Jack jumps off. Everything is shrouded. Rocks protrude. It's an ugly, barren, windy place. Jack, cautiously, explores. The clouds give him only a few feet of visibility. Finally, the mist lightens slightly. He stops and gasps. He looks up.

REVEAL

Jack is at the door of a monstrously large and very forbidding castle. He is mouse-size in relation to it. A RUMBLING is heard from within.

30 EXT. ANOTHER PART OF THE WOODS - JUST AFTER MIDNIGHT

30

The Baker and his Wife sit GLUMLY where we left them. The Baker begins pounding the Cow.

BAKER

I think I saw some movement.

WIFE

This Cow is dead. Do you
understand? The kid sold us a
faulty cow.

BAKER

I'll bet she died of a broken
heart.

(MORE)

(CONTINUED)

30 CONTINUED:

30

BAKER (CONT'D)

The only person in the world who
loved her sold her for five
beans. How would you feel?

WIFE

The point is she's dead.

BAKER

As dead as our hopes.

WIFE

You're giving up?

He doesn't answer.

WIFE (CONT'D)

Just a minute ago you had
confidence, you had strength --

BAKER

I had a Cow. Now all I have is
a rope. What about burial? I'm
not talking anything fancy, but --

WIFE

Forget the cow. We'll get a new
cow. Go to the marketplace and
find a Cow as white as milk.

BAKER

The marketplace and back, that
will take almost 'til midnight
tomorrow.

WIFE

So what? It will be almost
midnight before the maiden with
the golden slipper returns... if
she returns.

BAKER

And if she doesn't?

WIFE

She will!

BAKER

How do you know?

WIFE

I don't know!

(CONTINUED)

30 CONTINUED: (2)

30

BAKER
And the hair! We don't have the
hair!

WIFE
We'll get the hair!

BAKER
How?!!

WIFE
I don't know!! Sometimes you
don't know! You just do the best
you can and hope!

BAKER
All right... I'll get a cow...
(starts away)
But what if --

WIFE
There's no time for "what if."
This is not a time to think --
this is a time to do!

He goes.

31 EXT. WOODS - MORNING

31

The Baker trudges along, unhappily. He's TIRED.

BAKER
(annoyed)
I'm never gonna make it. I need
a miracle.

He HEARS the sounds of galloping hoofbeats. He turns and sees
a HORSEMAN in the distance coming towards him. He gets
excited. He waves his arms and YELLS.

BAKER (CONT'D)
Hey!
(yells)
Could I possibly get a --

The rider, not slowing down at all, nearly runs him down. The
Baker dives off the road to keep from being trampled.

ANGLE ON THE HORSEMAN

It's Cinderella's Prince. He gallops on, unconcerned.

(CONTINUED)

31 CONTINUED:

31

ANGLE ON THE BAKER

He angrily dusts himself off.

BAKER

Damn Princes! They think they
own this country.

He walks on.

ANGLE ON THE PRINCE

A beautiful BLACK HORSE gallops in and comes to a sudden, clean
stop. It is ridden by Rapunzel's PRINCE.

RAPUNZEL'S PRINCE

There you are, brother. Father
and I had wondered where you had
gone.

CINDERELLA'S PRINCE

My Steward and I are searching...
for her.

RAPUNZEL'S PRINCE

Her?

CINDERELLA'S PRINCE

The beautiful one I danced the
evening with.

RAPUNZEL'S PRINCE

She was lovely.

CINDERELLA'S PRINCE

The loveliest.

RAPUNZEL'S PRINCE

I am not certain of that! I must
confess I too have found a lovely
maiden. She lives here in the
Woods.

CINDERELLA'S PRINCE

The Woods?

RAPUNZEL'S PRINCE

Yes. Imprisoned by her mother.
A witch.

CINDERELLA'S PRINCE

Is that really the kind of family
we want to be involved with?

(CONTINUED)

31 CONTINUED: (2)

31

RAPUNZEL'S PRINCE
 Oh, but the girl is so lovely.
 She's kept in a tall tower that
 has no door or stairs.

CINDERELLA'S PRINCE
 I've never heard of such a thing.

RAPUNZEL'S PRINCE
 And I've never heard of a maiden
 running from a Prince.

CINDERELLA'S PRINCE
 Yet one has.

SONG - (EXISTING)

The Princes sing of the "Agony" in their romantic lives. They are both extolling the virtues of their fair maidens and lamenting the frustrations involved. During the song the Baker arrives just out of the Princes' sight. He listens.

SONG ENDS

RAPUNZEL'S PRINCE (CONT'D)
 I wish you could meet my fair
 maiden. She has the longest,
 most beautiful head of hair.
 Yellow as corn.

ANGLE ON THE BUSHES

The Baker is there CROUCHED DOWN, EAVESDROPPING. As he hears this, he becomes EXCITED. He rises until he realizes this reveals him. Quickly, he crouches back down.

ANGLE ON THE PRINCES

CINDERELLA'S PRINCE
 And you say she lives here in the
 Woods? In a tower with no door
 or stairs.

RAPUNZEL'S PRINCE
 Yes.

CINDERELLA'S PRINCE
 How do you manage a visit?

RAPUNZEL'S PRINCE
 I call "Rapunzel, Rapunzel, let
 down your hair. And let me climb
 the Golden Stair."

(CONTINUED)

31 CONTINUED: (3)

31

ANGLE ON THE BAKER LISTENING

BAKER
 (imitating Cinderella's
 Prince)
 Where is this tower?

Cinderella's Prince is momentarily confused. Did he, himself,
 speak?

RAPUNZEL'S PRINCE
 Two leagues from here, due east,
 just beyond the mossy knoll.

The Baker RACES OFF, sprinting.

ANGLE ON THE PRINCES

RAPUNZEL'S PRINCE (CONT'D)
 The Festival continues one more
 night. Perhaps your maiden will
 return.

CINDERELLA'S PRINCE
 Perhaps... Still I will search.

RAPUNZEL'S PRINCE
 Good luck.

CINDERELLA'S PRINCE
 And to you, Brother.

They SALUTE and then ride off in opposite directions.

32 EXT. TOWER

32

The Baker, PANTING from his run approaches the tower. He
 stares up, excited.

BAKER
 (to himself)
 Oh, what was it?... Rapunzel.
 Rapunzel... Drop your hair, so I
 can get up there... No!...
 (remembers)
 Oh!
 (out loud)
 Rapunzel, Rapunzel, let down your
 hair. So I may climb the Golden
 Stair.

RAPUNZEL
 Is that you, my Prince?

(CONTINUED)

32 CONTINUED:

32

BAKER
(deep voice)
Yes my fabulous darling.

Rapunzel LOWERS her HAIR. The Baker is excited. He examines the color.

RAPUNZEL
(waiting)
Where are you, my Prince?

The Baker springs forward and grabs Rapunzel's hair and tries to TEAR OFF a piece. Rapunzel SHOUTS in PAIN.

RAPUNZEL (CONT'D)
Who are you? Leave my hair alone.

BAKER
Please, I only want a little.

RAPUNZEL
Stop that!

Rapunzel RUNS away FROM the window. Her hair, of course, follows her. The Baker HANGS ON and is lifted off the ground. He SWINGS from Rapunzel's hair.

RAPUNZEL (CONT'D)
Let go.

BAKER
No! I need this hair and I'm going to take it!

RAPUNZEL
No!

The Baker is being BANGED AGAINST the side of the tower. He YELLS in pain. He loses part of his grip and DANGLES by one hand as he's drawn higher up the tower wall.

At last, desperately, he puts some HAIR in his MOUTH and bites. Rapunzel SCREAMS.

He FALLS OFF, dropping heavily to the ground empty-handed. He's DAZED, then looks up to see the end of Rapunzel's hair disappear through the window.

He is bitterly disappointed. But then he feels something funny. He COUGHS, looks ill, then, slowly, a hunk of HAIR comes OUT OF his MOUTH. Excited, he gets up and HOBBLER away quickly, favoring an injured leg.

(CONTINUED)

32 CONTINUED: (2)

32

As he hobbles away, WE SEE Rapunzel's Prince in the distance, approaching the Tower on horseback.

DISSOLVE TO:

33 EXT. RAPUNZEL'S TOWER - AFTERNOON

33

In the window WE SEE Rapunzel and her Prince kissing good-bye.

He reaches the bottom, then looks up. He BLOWS her a KISS and she blows one back. They are obviously in love. He climbs on his horse and rides away. A moment later, we see the Witch approaching the Tower from the opposite direction. She seems unaware of what we've just seen.

WITCH
Rapunzel, Rapunzel,
Let down your hair,
So I may climb
The Golden Stair.

The Hair comes down.

34 INT. RAPUNZEL'S TOWER

34

Rapunzel LEANS OUT the window. She braces herself to keep herself steady while we see her HEAD being TUGGED. After a moment the Witch appears, and comes in through the window.

The Witch says nothing. She smiles at Rapunzel, who smiles back. Rapunzel is attempting to look innocent, but the Witch's smile and silence are making her nervous. The Witch sits on Rapunzel's bed and pulls back the flap of the bedspread.

WITCH
So -- what's new?

Rapunzel, nervously, DROPS her BRUSH.

RAPUNZEL
Nothing.

WITCH
A prince came!

RAPUNZEL
(frightened)
What?!

(CONTINUED)

34 CONTINUED:

34

WITCH

That girl I told you about in the glass coffin? A prince came and woke her up with a kiss.

RAPUNZEL

(relieved)

Oh! That was lucky for her.

WITCH

Yes. A little hard on the dwarves, though.

(pointedly)

I mean, they're the ones who stuck with her. Who took care of her!

RAPUNZEL

Yes, but... it was time for her to move on. I'm sure they understood that.

WITCH

(angrily)

They were weeping into tiny handkerchiefs!

SILENCE

WITCH (CONT'D)

What's been going on here behind my back?

RAPUNZEL

Nothing.

WITCH

Do you think you can lie to me?
Do you think you can hide anything from me?

The Witch points at the mirror. In the mirror we see Rapunzel and her Prince KISSING. The Witch THROWS the HAIRBRUSH at the mirror breaking it. Rapunzel SCREAMS.

WITCH (CONT'D)

He may not come here again!

RAPUNZEL

He is coming!

WITCH

Listen to me --

(CONTINUED)

34 CONTINUED: (2)

34

RAPUNZEL

No! You listen to me! He is
coming back... and he's taking me
with him!

WITCH

(shocked)

You're...

RAPUNZEL

I'm leaving this tower for good!
I'm leaving you!

WITCH

No. Rapunzel, please. Wait here
one more day.

RAPUNZEL

No.

WITCH

Half-a-day. Just until midnight.
At midnight everything will be
different, you'll see. Just wait
here for me.

RAPUNZEL

No. I am going with him.

The Witch stares at Rapunzel, then pulls out a large pair of
SCISSORS. Rapunzel steps back. She's FRIGHTENED.

SONG - (EXISTING)

The Witch is very angry. She tells Rapunzel that "Children
Must Listen." She tells her that the world is a terrible,
dangerous place and begs her to "Stay With Me."

SONG ENDS

RAPUNZEL (CONT'D)

No.!

WITCH

Let him try and visit you now!

She CUTS Rapunzel's hair.

RAPUNZEL

No.!! No!!

35 EXT. ANOTHER VILLAGE- DAY

35

We are looking at a lot full of cows for sale. They have prices painted on their hides. As we PAN ACROSS the cows and potential customers walking among them, checking them out, we come to a sign: "Gunther's Cow City."

ANGLE ON THE BAKER

Wearily dealing with Gunther.

GUNTHER

Wait till everybody in your village sees you coming home with this cow. Nothing says success like a fine cow. Come on-- aren't you dying to get your hands on those udders and give it a try?

BAKER

Gunther --

GUNTHER

Call me Gunther.

BAKER

Shut up and listen to me. I need an all-white cow.

GUNTHER

It shows all the dirt, buddy.

Gunther leads the Baker off towards more cows.

GUNTHER (CONT'D)

Come over here, I've got a sporty model I want to show you. It'll drive the girls crazy.

36 INT. CINDERELLA'S PARLOR- EVENING

36

OPEN ON two pairs of large WOMEN'S FEET with dresses being held up to reveal them. The STEWARD attempts to fit the gold slipper on one of the sisters, then the other. He strains.

Watching this are Cinderella's Father and Stepmother. Her Father is very meek and a bit of a drunk.

FATHER

(meekly, to his wife)

Excuse me, Paragon of Earthly Beauty --

(CONTINUED)

36 CONTINUED:

36

STEPMOTHER
(irritably)
What?!

FATHER
Where's Cinderella?

STEPMOTHER
That's no concern of yours.

FATHER
But, my Helen of Troy, the
Prince's edict, said all maidens
must --

STEPMOTHER
Just be quiet and do what you do
best -- nothing.

FATHER
Yes you Big Pile of Loveliness.

He sits down on a sofa, and takes a DRINK from a FLASK. The
Steward, meanwhile, gives up.

STEWARD
(to Stepmother)
Madame, this is like trying to
get a piano into an envelope.
Good day.

STEPMOTHER
Try again, you miserable toady!

STEWARD
(dignified)
My good woman -- if indeed you
are a woman -- the slipper
clearly will not fit.

STEPMOTHER
(tries to be more
charming)
The problem is, their feet are
swollen from dancing last night
with their long list of admirers.

The Steward eyes the Stepsisters dubiously.

STEPMOTHER (CONT'D)
I have a poultice which will
reduce the swelling.

(CONTINUED)

36 CONTINUED: (2)

36

STEWARD

In that case I'd have them sit in it.

STEPMOTHER

(furious)

You...

(calms herself)

If you'll just give us a moment to apply it, I think you'll be very surprised by the results.

STEWARD

One minute.

The Stepmother takes her daughters out of the Steward's earshot.

STEPMOTHER

All right. One of you will get your foot into that slipper. Lucinda...

(picks up a hatchet)

give me your foot.

FLORINDA

Are you crazy?

STEPMOTHER

No. All we have to do is chop off your sister's toes and she'll be a princess -- and someday the Queen.

FLORINDA

But why does she get her toes chopped off? What about me?

LUCINDA

I'm the oldest. It should be me.

(to her mother)

Go ahead.

She puts her foot on a chair.

FLORINDA

(crying)

She gets the bigger room. She gets the new clothes. She gets her toes chopped off. It isn't fair!

(CONTINUED)

36 CONTINUED: (3)

36

LUCINDA
(to Florinda)
Jealous!
(to her mother)
Hurry.

The Stepmother raises the hatchet and starts to bring it down.

FATHER (O.C.)
Stop!!

Everyone does.

ANGLE ON FATHER AND CINDERELLA ON THE STAIRCASE

FATHER (CONT'D)
This maiden --
(forcefully)
Who was locked in the attic --
would like to try on the slipper.

STEPMOTHER
Friedrich!

FATHER
I've kowtowed long enough, woman.
It's time I was a father to my
daughter. From this day forward,
I stand on my own two feet.

He immediately pitches forward OVER the BANNISTER, does a complete flip and lands heavily on the floor. Cinderella rushes to him.

CINDERELLA
Father!

FATHER
(points at the
staircase)
A loose step.
(to the Steward)
The slipper, please.

Cinderella offers her foot. The Steward looks at her (she's in rags) and hesitates.

PRINCE (O.C.)
Wait!

Everyone gasps. REVEAL the Prince in the doorway.

(CONTINUED)

36 CONTINUED: (4)

36

PRINCE

(grandly)

The heart sees more clearly than the eyes. Though she's covered with cinders and dressed in rags... she is clearly my Princess. I offer a fair exchange. Your hand for my heart.

She HESITATES. Then she gives him her hand. He KNEELS and KISSES it, then slips the slipper onto her foot.

37 EXT. FOREST

37

We see Rapunzel's Prince, carrying a bow. He takes an arrow out of a quiver and kisses it. He sets it in the bow and aims.

REVEAL that he is aiming up towards the open window in Rapunzel's Tower. Rapunzel stands in the window. He fires. A rope is attached to the arrow.

At the last moment, she steps aside and the arrow sails through her window and sticks solidly in the opposite wall. She GASPS, delighted.

She looks outside where the Prince has begun climbing the rope to rescue her.

38 EXT. BEANSTALK - DAY

38

Jack is climbing down. He's in a panic. He is carrying a large sack, from which GOLD COINS occasionally spill out.

He also has a HEN and a GOLDEN HARP.

Jack is CLIMBING DOWN furiously as the stalk shakes. He looks up. He SEES, at a great distance, the Giant climbing down after him. Jack JUMPS OFF the beanstalk, from about twenty feet, to the ground.

39 INT. JACK'S HOUSE

39

Jack bursts in, carrying his stolen goods. Jack's Mother is there ANGRY.

JACK'S MOTHER

Oh, so you decided to come home for a change.

Jack OPENS a closet to look for something. He can't find it.

(CONTINUED)

39 CONTINUED:

39

JACK
Where's my axe?

JACK'S MOTHER
Never mind your axe Mr. "Stay out
all night while your mother sits
home worrying herself to death."

Things begin to shake.

JACK
He's almost down!!

JACK'S MOTHER
You listen to me, mister. The
party's over. Starting Monday,
you're apprenticing to Milo the
Traveling Executioner. You'll
catch the heads when they miss
the basket.

He finds the AXE and runs out of the house with it.

JACK'S MOTHER (CONT'D)
You come back here, mister! And
get this junk out of the house!

40 EXT. BEANSTALK

40

Jack arrives with his axe and furiously begins CHOPPING. He's very good at it. The ground grows dark from the SHADOW cast by the Giant. With a very mighty swing, Jack chops out a big chunk. He then leans against the beanstalk and pushes with all his weight. At first there's no result, but then there's a cracking noise and the beanstalk TIPS OVER. There's a giant ROAR heard from above and Jack watches the beanstalk go down. After a moment, there is an enormous CRASH. The ground TREMBLES in waves and WE HEAR rumbling. WE FOLLOW the waves along the floor of the Woods until we get to...

41 EXT. WOODS - NIGHT

41

The Baker's Wife sits, SLEEPING, in the spot where the night before she encountered Cinderella. WE HEAR the rumbling in the distance, growing louder. The "wave" reaches her, causing her to be bumped into the air. She awakens. She's CONFUSED for a moment, then remembers why she's there.

WIFE
What's happened?... Oh God, is it
midnight?

(CONTINUED)

41 CONTINUED:

41

The rumbling dies down.

WIFE (CONT'D)
Did I miss her?

She sees the Prince's coach on its way to the Palace. Quickly, she chases after it.

It pulls up in front of the Palace.

The Prince steps out of the coach. There's an excited BUZZ.

PRINCE
(grandly)
I have an announcement! I wish
to present your future Princess.

He offers his hand and Cinderella, in her ball gown, emerges from the coach.

ANGLE ON WIFE

Recognizing her. As Cinderella is helped down, she LIFTS her GOWN revealing a gold slipper. People continue to cheer as the Prince escorts Cinderella up the Palace steps. Wife watches desperately -- her last chance slipping away. She bolts OUT OF the Woods and runs toward the Palace.

WIFE
Wait!! Miss! Please, I need to
see you! There's only a few
minutes left!

GUARDS step in and grab her a little roughly. She STRUGGLES, but that only causes them to be rougher.

WIFE (CONT'D)
(as loudly as possible)
I need your slipper!!

At the top of the stairs, the Prince and Cinderella turn to observe the commotion. They SEE Wife struggling with the Guards.

CINDERELLA
I know her. She's a madwoman.
She attacked me last night for my
shoe.

CINDERELLA'S PRINCE
Ahh...
(pleasantly, to the
Guards)
Have her killed.

(CONTINUED)

41 CONTINUED: (2)

41

Cinderella reacts, surprised by this.

CINDERELLA'S PRINCE (CONT'D)
I want you to meet my father.

At the foot of the steps, the Baker arrives, limping with an all-white Cow. The Baker is dirty and bruised.

BAKER
What's wrong? What's happening?

GUARD
Out of the way. She's being executed.

BAKER
Executed?! For what?

GUARD
She's annoyed the Prince.

BAKER
Oh, there's a good reason. Get your hands off her!

He PUNCHES one of them. Two others grab him. The crowd GASPS. Again the Prince turns.

CINDERELLA'S PRINCE
What is it?

GUARD
This peasant attacked us.

CINDERELLA'S PRINCE
(as if to children)
All right, all right, have him killed, too.

Jack's Mother comes running OUT OF the Woods, SCREAMING HYSTERICALLY, with Jack behind her. This causes the Guards to interrupt their removal of the Baker and his Wife.

STEWARD
What's wrong with that woman?

CINDERELLA'S PRINCE
(shakes his head sadly)
This is what happens when you don't inbreed.

STEWARD
(to Jack's Mother)
Silence!

(CONTINUED)

41 CONTINUED: (3)

41

She stops.

CINDERELLA'S PRINCE
What is it, my squat, screaming
woman.

JACK'S MOTHER
A Giant has fallen on our
Kingdom!

CINDERELLA'S PRINCE
Yes?...

JACK'S MOTHER
... That's it.

CINDERELLA'S PRINCE
Well, thank you.
(to the Steward)
Give her a coin, have her beaten
and send her home.
(to Cinderella)
I'm exhausted. And it's like
this every day.

He begins back UPSTAIRS.

CINDERELLA
(hesitantly)
My darling...

CINDERELLA'S PRINCE
Yes?

CINDERELLA
Could you spare those people?

CINDERELLA'S PRINCE
Why? They're peasants. We have
more than we need.

She looks at him, somewhat disillusioned.

CINDERELLA
Please. I don't want my first
act as a Princess to be the cause
of someone's death.

Cinderella's Prince looks at her with no understanding at all.
He decides to indulge her.

(CONTINUED)

41 CONTINUED: (4)

41

CINDERELLA'S PRINCE

(shrugs)

All right.

(calls out)

Let them go.

The crowd CHEERS.

CINDERELLA'S PRINCE (CONT'D)

They love me!

The Baker begins to hurriedly lead his Wife away. She resists.

WIFE

Your Highness...Please...

please... may I have one of your
slippers?

The Prince is CONFUSED and ANNOYED. Cinderella is hesitant.
The Prince puts his arm around her and escorts her into the
palace.

SERVANTS shut the large palace doors. The last remaining
guests, drift off to return home. The ball is over. The Baker
and his Wife are stunned by this last disappointment. They see
an enormous clock on the palace which says it is five minutes
to midnight. They've lost all hope.

WIFE (CONT'D)

Only five minutes. We were so
close --

The palace doors open and Cinderella appears. She REMOVES one
of her slippers and TOSSES it through the air, down the steps.
We watch it FLOAT SLOWLY... until Wife eagerly catches it. She
CLUTCHES it to her chest. There is an EXPLOSION, and the Witch
appears.

WITCH

(unpleasant)

Midnight is near. I see a Cow.

I see a slipper.

WIFE

And the cape as red as blood.

BAKER

And the hair as yellow as corn.

WITCH

(amazed)

You've all the objects?

(CONTINUED)

41 CONTINUED: (5)

41

WIFE

Yes.

(she brings the Cow
forth)

WITCH

That Cow doesn't look as white as
milk to me.

WIFE

(moving towards Cow)

Oh, she is.

(patting Cow)

She is!

WHITE POWDER flies about as Wife pats the Cow.

WITCH

This Cow has been covered with
flour! Do you take me for an
idiot?

BAKER

Well, we were hoping.

(to his Wife)

They didn't have an all-white
one. What could I do?

WITCH

You've failed!

WIFE

Please! We had a Cow as white as
milk.

BAKER

But she died.

JACK

Milky-white is dead?

BAKER

Yes. Her... last words were of
you.

(he looks at his Wife
and shrugs)

WITCH

Dead, huh?

BAKER

Yes. We thought you'd prefer a
live Cow.

(CONTINUED)

41 CONTINUED: (6)

41

WITCH
Of course I'd prefer a live Cow!
So bring me the dead Cow and I'll
bring her back to life!

BAKER
You could do that?

WITCH
I could pull chickens out of your
rear end, buster.

BAKER
Ow.

WITCH
Where's that Cow?

BAKER
Follow me.

42 EXT. WOODS - NIGHT

42

The Baker, his Wife, the Witch, Jack and his Mother, troop
through the Woods, searching for the Cow.

BAKER
I think it was right around this--

He moves a branch out of his way. They all come face-to-face
with the Giant. He's lying on his stomach, his face turned in
their direction. He's not handsome. They all SCREAM and jump
back frightened.

JACK
It's the Giant.

BAKER
(sarcastically)
Really!

JACK
I didn't mean to kill him.

BAKER
I, for one, am not gonna lose too
much sleep over it.

WIFE
Please. Let's get away from him.

(CONTINUED)

42 CONTINUED:

42

They walk on, leaving the Giant body. After they've gone, we PUSH IN on the Giant's hand. Suddenly, the little finger twitches. Then the whole hand begins to twitch.

43 EXT. ANOTHER PART OF THE WOODS

43

The group arrives at the spot where Milky-White died. She's still there.

JACK

Oh...

WITCH

Stand back!

The Witch concentrates hard and WAVES her HAND. There's a pause. The Cow just lies there, still. Then it TWITCHES. Then it RISES to its feet. Jack EMBRACES the Cow.

WE HEAR THE FIRST CHIME OF MIDNIGHT

WITCH (CONT'D)

Feed the objects to the Cow.

BAKER/WIFE/JACK

What?

WITCH

Do it! We're running out of time. Feed them to the Cow!

They attempt to feed a piece of the cape, some hair, and the slipper to the cow. She objects. She tries to bolt.

WIFE

(desperately)

She doesn't want it!

BAKER

Would you?

THE CHIMES continue.

WITCH

Hurry!

They forcefeed the cow who gulps it all down loudly.

BAKER

Good Girl!

The Witch pulls a SILVER GOBLET from her cloak and gives it to the Baker.

(CONTINUED)

43 CONTINUED:

43

WITCH
Now, quickly. Fill this.

BAKER
What?... Oh, you mean from the
Cow.

The Baker tries to milk the cow. Nothing happens. The CHIMES
continue.

BAKER (CONT'D)
She won't milk!

WITCH
There's no more time!

JACK
Let me do it. She'll only milk
for me.

Jack CROUCHES DOWN and begins to milk.

The Baker CRIES OUT, in pain. He CLUTCHES his CHEST and FALLS
to his knees. He seems on the verge of death.

His Wife SCREAMS and goes to him. She holds him and he reacts,
HORRIFIED. She screams again as she notices that her HANDS are
becoming GNARLED. Her NOSE is TWISTING.

The Cow lets out a bloodcurdling MOAN and begins to SHAKE
FEVERISHLY.

WIFE
It's working!

Cow SQUEALS.

JACK
She's milking!

Wife holds the goblet under the Cow's udder as Jack milks; all
eyes are on the Cow. Wife hands the filled goblet to the
Witch. The Witch DRINKS. Witch begins to SHAKE. The Baker is
regaining his strength. He STANDS UP. His Wife is returning
to her original condition.

BAKER
What's happening?

WIFE
I don't know!!

(CONTINUED)

43 CONTINUED: (2)

43

THE LAST STROKE OF MIDNIGHT

The Witch with a flourish turns around. She has been transformed into a BEAUTIFUL WOMAN.

They all STARE at her, transfixed. The Witch examines herself with wonder. She examines her hands and arms -- then feels her face. She begins to WEEP with JOY.

JACK'S MOTHER

Could I have a sip of that?

WIFE

(hesitantly, to the
Witch)

When... when will we have our
baby?

WITCH

At any time in the last nine
months have you two had...?

Pause.

BAKER

Had what?

WITCH

Do I have to draw you a picture?

BAKER

Hm?

(gets it)

Oh! No, I already have those
pictures.

(explaining)

They came in the mail by mistake.
Nine months, yes, we have,
definitely.

WITCH

Then you will have your baby
tomorrow at sunrise.

(to Jack)

Give me your water sack. Empty
it.

He does, then hands it to the Witch who turns to the Baker and his Wife.

WITCH (CONT'D)

Tomorrow at sunrise, if you still
want this child --

(CONTINUED)

43 CONTINUED: (3)

43

BAKER / WIFE

If?!

WITCH

(to the Wife)

You must drink the rest of this
potion.

She begins to POUR from the cup to the sack.

While she does, the Baker hugs his Wife.

WIFE

You did it!

BAKER

We did it. And from now on...

There is a HEAVY THUMPING off in the distance.

BAKER (CONT'D)

All three of us...

A HEAVIER THUMPING

BAKER (CONT'D)

... Are going to live happily...

VERY LOUD THUMPING as the Baker holds his hand out to recieve the sack from the Witch.

BAKER (CONT'D)

... ever (after)

The last word is drowned out by a CRASHING SOUND and they lose their balance as trees fall down around them. The Baker has not received the sack. They all lie on the ground in a panic.

WIFE

What is it?

ANGLE ON JACK

He knows what it is. He runs and hides behind a tree. The others all SCREAM and look up to see the Giant passing over them. They are horrified. The Giant doesn't even see them.

44 INT. PALACE

44

The Princes and Rapunzel and Cinderella are JOSTLED. They are all bewildered.

Objects begin to tumble.

(CONTINUED)

44 CONTINUED:

44

A LADY-IN-WAITING at a window looks out and SCREAMS. OTHERS, rush to a window. They are HORRIFIED.

THEIR P.O.V.

The Giant, pushing trees out of his way, approaches. He heads straight for the Palace.

PANIC ENSUES

45 EXT. WOODS

45

The group in the Woods sees the Giant reach the Palace. The crowds which were outside the Palace begin to run away, screaming.

Many people inside the Palace stream out the side of the Palace opposite to the side of the Giant's approach.

WITCH

Rapunzel!

The Witch runs towards the Palace.

WIFE

The potion!

(starts to chase her)

She still has the--

The Baker grabs his Wife, not letting her run towards the Palace. Wife comes to her senses and stops. They watch as...

46 EXT. PALACE

46

The Giant reaches the Palace. He looks around for a moment, then begins poking holes in the Palace to look through. WE HEAR more SCREAMING and now all the guests pour out of the Palace.

The Witch runs towards the Palace. She is now struggling against the tide of people trying to run the other way. She's like a fish going upstream. She reaches the Palace steps. Just as Rapunzel is being placed in a coach by her Prince.

RAPUNZEL'S PRINCE

(to the Coachman)

Take her to safety.

He kisses her and goes back inside. The Witch rushes up to the Coach.

(CONTINUED)

46 CONTINUED:

46

WITCH

Rapunzel! Come with me! I'll
protect you. He can never love
you as I do.

RAPUNZEL

Who are you?

The Coach drives off, leaving the Witch stunned.

Meanwhile, the MILITARY FORCE of the Kingdom has been called out and is deploying around the Giant. He doesn't even give them a glance.

GIANT

One of you horrible little people
has stolen from me.

THE WOODS

The Baker and his Wife can see the Giant and the Palace. Behind them are Jack and his Mother. Jack's Mother pulls Jack towards the woods urging him to flee with her. At first, Jack resists, but his Mother is forceful and he runs away with her.

ANGLE ON THE PALACE

Cinderella's Prince appears on the parapet.

CINDERELLA'S PRINCE

You are disturbing my guests. If
you do not leave, my men will cut
you into ribbons. Then I will
feed you to my horses. Now be
gone! You... pathetic freak of
nature!

ANGLE ON THE WOODS

WIFE

(to herself, in wonder)
He's so brave.

PAN TO THE BAKER

BAKER

(to himself, in wonder)
He's an idiot.

ANGLE ON THE PALACE

The giant looks confused for a second, then takes a step backward. Then he LUNGES FORWARD and begins to savagely attack the Palace.

(CONTINUED)

46 CONTINUED: (2)

46

He smashes in windows and doors and begins to rip off balconies. His heavy boots begin kicking in the walls.

With a YELL and a rush, the army attacks him, ineffectually. Men are ignored by the giant or easily thrown aside. He rips off a parapet and begins using it to bludgeon the Palace.

IN THE WOODS

The Baker and his Wife take one last look at the one-sided battle, then the Baker takes her hand and they run.

The Giant's destruction of the Palace continues.

DISSOLVE TO:

47 EXT. WOODS - NIGHT

47

WE can SEE PEOPLE RUNNING wildly in every direction -- some carrying children. WE HEAR the Giant's footsteps thumping about in the distance. We see simple people from the village and people, all dressed up, who were at the ball -- all running tripping, stumbling, not knowing where they're going.

WE CUT TO various parts of the Woods, rapidly, and see people running and screaming.

48 EXT. ROAD- NIGHT

48

Rapunzel's coach is moving along the road. The COACHMAN hears a THUMPING. He looks back over his shoulder and is terror-stricken. As the thumping grows louder, he whips his horses furiously.

49 INT. COACH

49

Rapunzel looks out.

50 EXT. ROAD

50

The Coach is racing recklessly around turns. The Giant is walking down the road, looking around, oblivious to the presence of the carriage. With each step, he comes close to stepping on the carriage, but each time, the speed of the carriage is just enough to keep ahead of the Giant's feet. But finally, the Coachman realizes he's doomed.

51 INT. COACH 51

Rapunzel looks out and SCREAMS.

ANGLE ON THE GIANT

His foot fills the frame.

52 EXT. ROAD 52

We see nothing, then the carriage horses come galloping wildly around the bend, trailing just the reins and rigging -- no carriage.

53 EXT. SIDE OF THE ROAD 53

The carriage is on its side, half-smashed, one wheel spinning.

54 EXT. WOODS - NIGHT 54

A very small clearing.

The Baker and Wife, run into the clearing, panting. They're both out of breath.

BAKER

We've lost the path.

WIFE

I'm all turned around. Which way is the --

BAKER

(hearing something)

Ssh.

They HEAR crying, close by. They follow the sound out of the clearing, and find Little Red Ridinghood lying on the ground.

Wife takes hold of Little Red Ridinghood. She comforts her.

WIFE

Where's your mother?

LITTLE RED RIDINGHOOD

She went into the woods to warn Granny. Now they're both missing.

WIFE

Poor thing.

(CONTINUED)

54 CONTINUED:

54

BAKER
Come on. Let's try to find the
village.

WITCH (O.C.)
It's too late.

The Baker turns and sees the Witch.

BAKER
Oh good. Someone to cheer us up.
You'll have to excuse us. You've
interrupted our fleeing.

WITCH
Fools! How do you outrun a
Giant?

BAKER
Well, I plan on using a zig-zag
pattern.

WIFE
The potion! Do you still have
the potion?

WITCH
Yes. A bargain is a bargain.

She reaches into her cloak.

She is interrupted by a heavy THUMPING sound.

They look up and see the Giant approaching. Their instinct is
to run.

WITCH
Running is useless.

BAKER
(to the Witch)
Why don't you... do something.
Turn him into a... giant frog
or...

WITCH
My powers are gone.
(bitterly)
I gave them up because I wanted
to be "loved".

BAKER
Nice timing.

(CONTINUED)

54 CONTINUED: (2)

54

The Giant reaches them and stops.

They stare up, FRIGHTENED and AMAZED.

WIFE
He's so big.

BAKER
(nervously)
Hence, the name "Giant." Look,
let's all try to get on his good
side.

GIANT
Where is the lad who stole my
goods and tried to kill me?

Pause.

BAKER
(shouts)
I love your outfit!

ANGRILY, the Giant LIFTS his FOOT over their heads. They
SCREAM.

BAKER (CONT'D)
What lad?! Please, we're
innocent people!

The Giant withdraws his foot.

GIANT
The boy who stole my gold. And
tried to kill me. Where is he?

BAKER
We don't know where he is. If I
bake an enormous cinnamon bun
will you go away?

GIANT
(furious)
Bring me the boy!! Bring him to
me or I will kill every one of
you!

They all GASP.

GIANT (CONT'D)
And I will begin now! Where is
the lad?

(CONTINUED)

54 CONTINUED: (3)

54

They all express their ignorance in a cacophony of voices. The Giant, ANGRY, takes a heavy step forward.

WIFE

(suddenly)

The lad is hiding in the steeple tower. Across the woods. You can find him there.

BAKER

What are you saying --

WIFE

Ssh!

GIANT

If he's not, I will return and find you!

The Giant moves off, steps pounding.

BAKER

(to Wife)

You had to get involved? Now he's gonna come back to kill you.

WIFE

We have to find the Prince and ask for his protection. That's our only chance.

BAKER

Will you stop with the Prince, already? Those Princes are... useless. They're peacocks... Parading around in their... finery -- wearing those idiotic tights -- they're vain, pathetic clowns.

Rapunzel's Prince appears behind him. Wife CLEARS her THROAT. The Baker turns and SEES the Prince. The Baker quickly SLAPS another VILLAGER across the face.

BAKER

How dare you talk about the Prince that way?! Be gone!

RAPUNZEL'S PRINCE

He's right... We are useless.

The Prince comes out from behind the Baker and, for the first time, we realize that he is carrying Rapunzel in his arms. The Witch gasps.

(CONTINUED)

54 CONTINUED: (4)

54

WITCH

Rapunzel!

RAPUNZEL'S PRINCE

She's... badly hurt.

WITCH

Rapunzel...

Rapunzel, her eyes dim, tries to focus on the Witch's face.

WITCH (CONT'D)

My daughter, it's me, your mother

Rapunzel, confused, stares into the Witch's eyes and realizes that she is her mother.

RAPUNZEL

What...?

WITCH

Everything can be different now.
I know you wanted to leave me
because I was so ugly.

RAPUNZEL

I never thought you were ugly.
I love you. I just... needed to
go.

Rapunzel dies. The Witch is stunned. She's trying to absorb Rapunzel's death and her last words all at once. She takes the flower out of Rapunzel's hair. She turns on the Prince.

WITCH

Why couldn't you leave us alone?
She was safe!

RAPUNZEL'S PRINCE

She was miserable.

WITCH

She was alive!

RAPUNZEL'S PRINCE

Was she?

He and his small entourage begin to exit. The Witch begins to exit with them. She stops.

WITCH

Oh yes. I almost forgot.

(CONTINUED)

54 CONTINUED: (5)

54

She takes the sack out of her cloak, looks at it, then tosses it to the Baker.

WITCH (CONT')

And you want to have a child?

She goes off, trailing after the entourage. The Baker is left, literally, holding the bag. He stares at it, horrified by the Witch's tragedy and her relating it to his situation.

His Wife looks at him, concerned. She knows him well enough to know what he's thinking. She takes the sack from him.

WIFE

I still want this baby... don't you?

He looks at her. He doesn't want to admit what he's feeling, but she knows -- he doesn't.

BAKER

(quietly)

How can we bring a child in a world like this?

WIFE

(softly)

Maybe you were right... maybe you shouldn't be a father.

He feels bad. She's very disappointed in him and he knows it. He wants to say something, but can't.

BAKER

We'd better go. We'd better leave this kingdom any way we can.

WIFE

Yes. But...

BAKER

What?

WIFE

Is it right to leave without trying to warn that boy? What if it were our son the Giant were after?...

They look at each other, trying to decide.

(CONTINUED)

54 CONTINUED: (6)

54

BAKER

All right, but quickly. We'll fan out. It will increase our chances of finding him. We'll each go one hundred paces. If we don't find him, we'll meet back here.

WIFE

(to Little Red)

You stay here. Hide yourself in that cave. We'll be back soon.

(to the Baker)

A hundred paces.

LITTLE RED RIDINGHOOD

Be careful.

They pace off in OPPOSITE DIRECTIONS.

DISSOLVE TO:

55 EXT. WOODS

55

Wife is PACING, NERVOUSLY.

WIFE

Ninety-one, ninety-two, --

There's a RUSTLING in the BUSHES. She FREEZES. Then she takes a lot of extremely fast, tiny steps, counting them out in a blur of words to "one hundred."

WIFE (CONT'D)

There! Couldn't find him.

She turns to go back. She is confronted by a rearing HORSE. She SCREAMS. She steps back frightened and stumbles. Cinderella's Prince controls his horse, then leaps OUT OF the saddle to comfort her.

CINDERELLA'S PRINCE

Are you all right?

WIFE

Yes, I --

She stands up and tries to walk, but grimaces. Her ankle hurts.

WIFE

Ooh.

(CONTINUED)

55 CONTINUED:

55

Before she can sit down again, the Prince quickly sweeps her up in his arms. She is a little startled by this. Their faces are close and she is nervous and excited in his presence. He gently places her down so that she can lean back against a tree.

WIFE (CONT'D)

It's nothing really. It's just my ankle --

He removes her shoe and begins to massage her ankle.

WIFE (CONT'D)

Ooh.

CINDERELLA'S PRINCE

Is that better?

WIFE

Oh yes.

CINDERELLA'S PRINCE

Why are you alone in the woods, beautiful lady?

WIFE

Well, my husband and I split up so we could -- beautiful?

CINDERELLA'S PRINCE

Your husband sends you alone into the Woods? Is he a Knight?

WIFE

(amused)

A Kni -- No...he's a baker.

CINDERELLA'S PRINCE

Ah. There you go. A man wears armor not aprons. He is unworthy to have such a magnificent wife.

WIFE

Magnificent?

CINDERELLA'S PRINCE

Yes. Beautiful and magnificent. You deserve a lion -- not a mouse.

She gazes at him, enthralled. He KISSES her. She responds. Their lips part.

(CONTINUED)

55 CONTINUED: (2)

55

WIFE

Oh my...

CINDERELLA'S PRINCE

Feel free to swoon.

She's in a daze. He begins to unbutton his tunic.

WIFE

No. You don't understand. He's
not a mouse, he just...worries.
He worries that he won't be a
good father.

CINDERELLA'S PRINCE

(carelessly)

He probably won't.

WIFE

He will. He will because...
he'll love us so much.

(remembering)

He cried when my sister's baby
was born.

CINDERELLA'S PRINCE

Well, not all babies can be
beautiful.

He moves forward to kiss her again. She pulls back. She seems
to examine what's going on in a fresh light.

WIFE

(appalled)

What's wrong with you?

CINDERELLA'S PRINCE

Absolutely nothing.

WIFE

But you're betrothed to a -- I
have to go.

CINDERELLA'S PRINCE

(surprised)

But... we're about to have a
moment.

WIFE

(buttoning herself up)

Well... you'll have to have a
moment by yourself. I'm sorry.
No I'm not.

(CONTINUED)

55 CONTINUED: (3)

55

She starts to RUN away. She hurries back, CURTSEYS, and then runs away.

The Prince begins BUTTONING himself up. He turns and SEES Cinderella, who is just standing there, staring at him.

CINDERELLA'S PRINCE
Cinderella... How did you...
Thank heavens you're safe. When
the palace was destroyed, I
couldn't find you and...

He steps towards her. She steps back.

CINDERELLA'S PRINCE (CONT'D)
I was just questioning a young
woman who has information about
the Giant. She told me that...

He realizes that she knows what he was really doing.

CINDERELLA
(amazed)
That's the same woman you were
going to have killed last night.

CINDERELLA'S PRINCE
Is it? How ironic.
(he's amused)

She looks at him with heartbroken disappointment. He realizes that he's "caught."

CINDERELLA'S PRINCE (CONT'D)
(apologetically)
I was raised to be charming, not
sincere.

CINDERELLA
I think you should go.

CINDERELLA'S PRINCE
Leave? But I do love you.

CINDERELLA
Consider that I have been lost.
A victim of the Giant.

CINDERELLA'S PRINCE
Is that what you really wish?

(CONTINUED)

55 CONTINUED: (4)

55

CINDERELLA

My father's house was a
nightmare. Your house was a
dream. Now I want something in
between. Please go.

He begins to go, then stops.

CINDERELLA'S PRINCE

You must try to leave this
Kingdom anyway you can. I will
remain and search for the Giant.
I shall always love the maiden
who ran away.

CINDERELLA

And I the faraway Prince.

He exits.

56 EXT. WOODS- A FEW MINUTES LATER

56

The Baker and Little Red Ridinghood are seated in the mouth of
a cave. The Baker is anxious.

BAKER

She should have been back. I'm
going to look for her.

He stands and starts to head off in the direction his wife
took. He hears someone coming.

BAKER (CONT'D)

(relieved)

Oh -- here she comes.

But it's Cinderella who emerges into the clearing.

BAKER (CONT'D)

It's the Princess!

CINDERELLA

No. I'm not -- well, that's
another story. Where's your
wife?

BAKER

I was just going to look for
her. She--

(CONTINUED)

56 CONTINUED:

56

WIFE

She isn't back?... I saw her a little while ago. She started in this direction a few minutes before I did.

BAKER

Then why hasn't she -- ?

Heavy Giant FOOTSTEPS. They freeze. The Giant appears before them.

GIANT

The boy wasn't in the steeple.

BAKER

No? Well he -- must have wandered off. You know these young lads. They spot a comely maiden and off they saunter. Well, you must have been young once. I'm sure. A hat worn at a rakish angle, turned many a girl's head? Hah?

GIANT

I smell that boy!

BAKER

That's me. I was running in the Woods...

GIANT

My patience is at an end. Bring him to me in one hour, or I'll kill every one of you. Starting with her.

He takes Wife out of a pouch he wears on a strap against his chest. She wriggles, terrified. The Baker SCREAMS. So do Cinderella and Little Red.

GIANT (CONT'D)

You little people can't be trusted. Give me the boy -- in one hour -- or else.

He puts her back in the pouch and leaves. His FOOTSTEPS fade. The Baker is in shock. We hear a CRACKING NOISE and a SCREAM. Suddenly, Jack comes plummeting down to the ground, landing heavily at their feet.

(CONTINUED)

56 CONTINUED: (2)

56

JACK
(hurt)
Ohhh...

CINDERELLA
Where -- ?

JACK
I was hiding up in a tree. The
branch broke.

The Baker stares at him. An ice-cold stare.

JACK
(to the Baker)
I --

The Baker grabs Jack suddenly by the front of his shirt.
Cinderella and Little Red gasp.

BAKER
Do you know what kind of trouble
you've caused?

JACK
I know. But you told me the
beans were magic. And I only
stole so I could buy my cow back.
From you.

BAKER
(still holding him)
Tough luck. I'm trading you in
for my Wife.

Jack is scared, but slowly, he accepts that that's how it has
to be. He nods and tries to be brave, but he's fighting back
tears. The Baker stares at him, then, suddenly, embraces Jack
and comforts him -- like a father.

BAKER (CONT'D)
I can't... It's not right... What
kind of father would I be if I
did this?

JACK
But... I'm not your child.

BAKER
You're somebody's child.

JACK
What about your Wife?

(CONTINUED)

56 CONTINUED: (3)

56

BAKER
... You're going to help me get
her back.

57 EXT. PLAIN - NIGHT

57

A STORM has come up. There is a lonely little grove of ugly trees rustling in the wind. The grove is dominated by a LARGE TREE.

58 EXT. GROVE

58

WE OPEN ON the trunk of the largest tree in the grove. Cinderella and Little Red are standing by it, looking up.

CINDERELLA
(calling upwards)
Is everything all right?

BAKER (O.C.)
We'll just be another minute.

We RISE UP and find Jack high up IN the BRANCHES. He's being lashed spread-eagle to the branches by the Baker.

BAKER
Stop wiggling. Isn't this what
you always wished for? Danger?
Action? Excitement?

JACK
(weakly)
Yeah... Only now that it's here,
I'm...
(embarrassed)
frightened.

BAKER
Hey, come on. You have a right
to be frightened. You're tied to
a tree. There's a lunatic giant
on the loose whose sworn to kill
you. Don't be so down on
yourself.

JACK
Baker?

BAKER
Too tight?

(CONTINUED)

58 CONTINUED:

58

JACK

No... I'm sorry. My mother was always telling me -- Money, money, we need money. I -- oh, what am I blaming her for?

BAKER

You have to. If we didn't blame our parents, we'd be responsible for messing up our lives.

They both smile.

The Baker tightens the last knot.

BAKER (CONT'D)

(calls down)

Okay! We're ready. Good luck.

ANGLE ON CINDERELLA AND LITTLE RED.

They look NERVOUS.

CINDERELLA

(to Little Red)

Well... here goes.

They begin walking towards the Woods.

LITTLE RED RIDINGHOOD

How did we get talked into this?

CINDERELLA

(equally nervous)

It's a good plan.

LITTLE RED RIDINGHOOD

Going out and looking for the Giant is a good plan?

CINDERELLA

(hesitates)

Yes...

LITTLE RED RIDINGHOOD

How do you know? How do we know we're doing the right thing?

CINDERELLA

Know? We never know.

(CONTINUED)

58 CONTINUED: (2)

58

LITTLE RED RIDINGHOOD
 I used to know... My mother and
 my Granny used to tell me. Now,
 I'm finally on my own.
 (weakening)
 And now I want someone to tell me
 what to do.

SONG - (EXISTING)

CROSS-CUT between Cinderella with Little Red and the Baker with Jack.

Cinderella tells Little Red and the Baker tells Jack that despite the people they have all lost, they are not alone. In fact "No One is Alone."

As the song ends, we are ON the Baker and Jack. They see Cinderella and Little Red disappear into the Woods.

BAKER
 They'll find the Giant. They'll
 lure him back here. And --

THUMPING. It grows louder. They turn. The Giant appears over the horizon, coming from the opposite direction from where Cinderella and Little Red went to search for him.

JACK
 (frightened)
We didn't find him. He found us.

BAKER
 (nervously)
 What's the difference? We wanted
 to lure him here and he's here.
 So, it's... just as good.

ANGLE ON JACK - THE GIANT'S P.O.V.

He's FRIGHTENED.

ANGLE ON THE GIANT, APPROACHING -- JACK'S P.O.V.

The Giant is getting near.

JACK
 (quietly, but
 frightened)
 Okay, Baker...

ANGLE ON ANOTHER TREE

This tree forms a V.

(CONTINUED)

58 CONTINUED: (3)

58

An enormous SLINGSHOT has been rigged up. Several pliable saplings have been bent back from the V like the elastic in a slingshot. Cupped in the saplings is a huge BOULDER. The saplings are held back by a STAKE that has been driven into the ground. If the stake were removed, the saplings would spring forward, propelling the boulder through the opening of the V. Alongside, the stake, brandishing a HUNTING KNIFE is the Baker.

BAKER
(loud whisper)
Not yet.

JACK
Now!

BAKER
No!

JACK
Now!!

BAKER
(waits, then)
All right, now!

He HACKS AT the stake. Nothing happens. Surprised, he examines the knife. The Giant is closing in.

JACK
Baker!!

BAKER
(nervously, to Jack)
You know, I've been meaning to
get a better knife, but money's
been so tight --

JACK
Cut it!!

The Baker hacks away again with no result. He hacks away repeatedly until the BLADE FLIES OFF, leaving him with just the handle. Now he PANICS. The Giant is closing in.

JACK (CONT'D)
Help!!!

The Baker GRABS the STAKE and attempts to yank it from the ground. He can't He STRAINS against it. His EYES BULGE, his veins bulge, he makes guttural NOISES. FURIOUSLY, he begins digging around the stake to try to loosen it. Jack continues to SCREAM.

(CONTINUED)

58 CONTINUED: (4)

58

The Giant reaches down for Jack. The Baker, again, pushes against the stake. He turns purple and starts to GURGLE. The Giant's HAND CLOSES around Jack when the Baker, with a mighty scream, UPSETS the STAKE.

The saplings freed from their restraint, SNAP FORWARD, propelling the boulder. The boulder shoots up and away and sails toward the Giant. It makes a direct hit in the Giant's face. The impact drives the Giant back.

His HAND OPENS and he DROPS Jack, who comes crashing down through the tree to the ground, STUNNED, but unhurt. The others rush to his side and look up. The Giant, STUNNED, STAGGERS. He appears badly hurt.

He tips backward, then forward.

ANGLE ON the Giant's pouch. Wife peeks out.

WIFE'S P.O.V.

The ground rocking up at her as the Giant tilts forward.

ANGLE ON GIANT

It looks as though he might fall over, but then clearing his eyes, he recovers and looks more fearsome than ever.

The Baker scrambles down the tree trunk, to the ground. Jack gets up and races towards the Woods.

The Giant sees Jack running into the Woods. The Giant reaches in and uproots a tree, revealing Jack. Jack takes off again. He's running up a tree-covered hill. PANTING, he stops and hides against a tree. That tree is, suddenly, uprooted, exposing Jack. He takes off up the hill again.

WATER from the rain, now comes flowing down the hillside. Jack loses his footing and, face-down, goes sliding, feet-first, down the hill.

Jack grabs on to a tree to stop his slide. The Giant's hand appears. Jack, desperately, clutches the tree as if it were a life preserver. He, gradually, loses his grip and slides down the hill, directly towards the Giant's OPEN HAND. Jack slides right into his palm. The Giant lifts him.

The Baker is racing towards Jack. He gets there just as Jack is being raised up. The Baker grabs Jack's hands and, so, gets carried up with him. They are lifted up to the Giant's EYE LEVEL. He glares at them with hate and it is clear that he is ready to destroy them. Suddenly, the Giant SHOUTS IN PAIN and drops the Baker and Jack.

(CONTINUED)

58 CONTINUED: (5)

58

ANGLE ON

Cinderella and Little Red Ridinghood with a large, sharp tree branch, they have stabbed the Giant in the foot.

The Baker and Jack hit the ground.

Cinderella and Little Red, take off running from the Giant. LIGHTENING splits a tree right near them. It topples. Little Red is pinned under the branches. The fallen tree is burning, Cinderella struggles to free her.

The Giant appears. Cinderella grabs a flaming branch and brandishes it at the Giant. The fire disconcerts the Giant for a brief moment. He reaches down for Cinderella, when...

JACK
It's me you want!

The Giant turns and sees Jack, standing exposed and defenseless.

JACK (CONT'D)
Oops.

The Giant steps towards Jack and the Baker. They're frozen in fear.

LIGHTNING FLASHES, THUNDER CRASHES

The Baker, in what seems an act of the most hopeless desperation, draws his KNIFE. He flips it, grasping the blade. He winds up and fires it at the Giant. We watch it whirl up through the air.

The Giant, contemptuously grabs it by the handle. The blade sticks up out of his hand like a toothpick.

The Baker, Jack, Cinderella and Little Red Ridinghood stare up hopelessly. Lightning flashes again and strikes the tip of the blade. An electric charge hits the Giant.

ANGLE ON THE GIANT'S FEET

Ankle deep in large puddles of water. The water is serving as a conductor for the electricity. The charge continues to run through the Giant, driving him down to his knees.

ANGLE ON THE POUCH

Wife, peeking out, sees her chance. She's closer to the ground now. She climbs out, dangles herself from the edge of the pouch, then lets go. She plummets down into a small pool of water. She's dazed, but conscious.

(CONTINUED)

58 CONTINUED: (6)

58

She climbs out of the pool and onto dry land. Then, she looks up. The Giant's torso looms over her. It rocks back and forth, then begins to plunge forward, heading right down towards her. She SCREAMS. The Baker races in and grabs her hand. He pulls her out from under the Giant, the instant before his chest crashes heavily down.

The knife drops out of the Giant's hand and he lies there. His face is submerged in another large puddle.

He is motionless. For a while BUBBLES appear on the surface around his head, indicating that he is breathing. After a while, the bubbles stop.

The Baker, his Wife, Jack, Cinderella and Little Red all stare at each other, STUNNED. The Baker and his Wife embrace and kiss. Again and again.

The SUN peeks over the horizon. It's dawn.

JACK

Look!

CINDERELLA

What a beautiful sunrise.

WIFE

Sunrise?

She reaches into her pocket and removes the little SACK. She and the Baker look at each other. They don't know what to do. He looks NERVOUS and she NODS SADLY.

WIFE (CONT'D)

Yes... It can be a very scary world. I don't want a child that you don't want. It's all right. I'll love you anyway. We'll have each other. That will be enough.

She turns the sack upside down to POUR the POTION out into the pond. At the last instant, the Baker's hand shoots in to close up the sack, keeping the potion inside. She's SURPRISED.

BAKER

Hurry... the sun is almost up.

She SMILES and pours the powder down her own throat. Everyone stands, waiting, not knowing what to expect. Suddenly, they all GASP.

(CONTINUED)

58 CONTINUED: (7)

58

ANGLE ON THE WIFE

Her STOMACH GROWS before our eyes. It takes about fifteen seconds until she is nine months pregnant. During that time...

WIFE

Oh, I don't feel good... I'm
nauseous... Pickles! I want
pickles!...

(whining)

Oh, I'm fat! You hate me!

BAKER

No!

WIFE

Oh my God! It's time!

The Baker helps her to lie down.

Cinderella leans down to assist her. Wife SCREAMS in labor.
The screaming stops. There's a pause and then... a BABY CRIES.

CINDERELLA

It's a boy. It's a beautiful
baby boy.

(to Baker)

Cut the cord.

BAKER

He came wrapped? Oh, the cord.

He does it. Little Red removes her cape and wraps the Baby in it.

Cinderella hands the Baby to the Baker, who cradles it in his arms and shows it to his Wife. Jack supports her shoulders so that she can sit up slightly. The Baby's finger's are wrapped around the Baker's finger.

BAKER

Oh, he's got a good grip. He's
going to be a wrestler just like
your sister.

He looks at his son.

BAKER (CONT'D)

Oh, I wish...

WIFE

What?

He shakes his head.

(CONTINUED)

58 CONTINUED: (8)

58

WIFE (CONT'D)

What do you wish?

BAKER

I wish... I had a great lesson to tell him. We've been through so much. I wish I had some great wisdom to pass on to him about all this.

WIFE

Go ahead.

BAKER

I don't know what to say. I don't want to say the wrong thing.

WIFE

Just tell him... everything. Everything that happened. Everything you felt. That you love him. And why. And tell him often.

The Baker looks at his child.

BAKER

Once upon a time, there was a baker and his wife... and they wanted a child...

SONG - EXISTING

"Children Will Listen."

During the song, we DISSOLVE TO Rapunzel's Tower, where we find the Witch inside, looking out through the window. She is holding the flower from Rapunzel's hair. The breeze catches it and blows the petals off.

We FOLLOW the petals through the air until they disappear and we

DISSOLVE TO:

59 EXT. VILLAGE

59

OF MUSIC BUILDS AND CONTINUES (WITH ADDITIONAL LYRICS) OVER THE FOLLOWIN

WE SEE the Baker, looking very happy. He marches down the village street. He stops to wait for someone.

(CONTINUED)

59 CONTINUED:

59

A FOUR-YEAR-OLD BOY lugging the Baker's delivery basket runs to catch up with him. They continue on.

They meet Cinderella, who buys some bread. WE SEE that she owns a small DRESS SHOP. CUSTOMERS go in and out. The Baker and his son go on.

They meet Jack, who is tending a small herd of COWS. Little Red Ridinghood appears next to Jack and buys bread. She looks grown up. The Baker and his son leave them. Jack puts his arm around Little Red's shoulders. She SNUGGLES UP next to him.

ANGLE ON THE BAKER AND HIS SON

They reach the Baker's cottage. Wife is there with a ONE-YEAR-OLD GIRL. Wife is holding the child up. She lets the child go and she takes quick baby steps to the Baker, who scoops her up in his arms.

The family comes together and they start to enter their house. The Baker stops, reaches into his basket and hands his Wife a heart-shaped COOKIE. They enter, CLOSING the DOOR.

THE END

**“INTO THE WOODS”
CAST CALL TIMES**

As of: 11/10/96

ROLE	PERFORMER	NOV. 11th/TIME	NOV.12th/TIME
Baker	Jason Alexander	9:00am-5:30pm	9:00am-5:45pm
Baker's Wife	Bonnie Hunt	9:00am-5:00pm	9:00am-5:30pm
Little Red Riding Hood	Lacey Shabert	9:00am-1:00pm	10:10am-4:30pm
Witch	tbd	9:15am-4:30pm	9:00am-6:00pm
Cinderella	Courtney Thorne-Smith	n/a	9:00am-6:00pm
Jack	Matthew Lawrence	11:00am-4:30pm	9:00am-4:30pm
Rapunzel/Florinda	Daryl Hannah		9:45am-6:00pm
Lucinda	Julie Brown		4:00pm-6:00pm
Cinderella's Prince	John Stamos	4:15pm-6:00pm	9:00am-6:00pm
Rapunzel's Prince	Anthony Starke	4:15pm-6:00pm	9:45am-12:00pm
Cinderella's Father(5-6)/ Guard(9-10)/ Gunther(5-6)	Stan Freberg		9:00am-6:00pm
Steward	Rob Minkoff		9:00am-6:00pm
Cinderella's Stepmother(5-6)/ Granny(12-1)/ Jack's Mother(1-5,9-11) Witch	April Winchell	9:00pm-4:30pm	9:00am-6:00pm
Giant	Jim Cummings		9:30am-1:00pm
Narrator	Michael York	9:00am-6:30pm	9:00am-6:00pm

"INTO THE WOODS" - Audio Recording Schedule

11/10/96 Page 1

Day 1							
11-Nov-96							
Time	Scene #	Scene	Speaking Characters	Non-speaking Characters	Description	Pgs	Count
9:00-9:30am	2	INT. BAKER'S HOUSE	Baker, Baker's Wife, Little Red Ridinghood(LRR)		LRR steals cookie. Song "Children."	2-9	4 4/8
9:30-10:15am	3	INT. NURSERY	Baker, Baker's Wife, Witch,Baby	<i>Baby</i>	Witch enters and tells story.	9-12	3 5/8
10:30-10:45am	8	EXT. WITCH'S GARDEN - FLASHBACK - NIGHT	Baker, Baker's Wife, Witch	<i>Baker's Father</i>	Song continues. Beans are mentioned.	14	3/8
10:45-11:15am	10	INT. NURSERY - PRESENT	Baker, Baker's Wife, Witch		Witch turns Baker into a frog & back.	15-19	1 5/8
11:15-11:30am	11	INT. BAKER'S ATTIC - A FEW MINUTES LATER	Baker,Baker's Wife	<i>Baker's Wife</i>	Wife finds beans. Sings about woods. Baker enters.	19-23	2
11:30-11:45am	12	EXT. WOODS - EVENING	Baker, LRR	<i>Little Creatures (squeal)</i>	Baker runs into LRR.	23-24	1
11:45-12:00pm	13	EXT. WOODS - EVENING	Baker	<i>Bird(chirps), Wolf, LRR</i>	Wolf/LRR sing.(existing) Baker figures out Wolf's plan to eat LRR.	24-25	4/8
12:00-12:15pm	14	EXT. ANOTHER PART OF THE WOODS	Baker, Jack, Baker's Wife	<i>Seven Dwarfs, Milky-White(Cow)</i>	Wife hides in bush. They run into Jack. Jack sings good-bye to cow.	25-30	5 3/8
12:15-12:25pm	18/19	INT. COTTAGE	LRR	<i>Wolf</i>	LRR approaches Granny(Wolf).	33	2/8
12:25-12:30pm	20	EXT. WOODS	Baker, LRR(scream, O.C.)		Baker hears LRR's scream.	33	1/8
12:30-12:50pm	21	INT. COTTAGE	Baker, LRR	<i>Wolf</i>	Baker finds Wolf asleep. Saves LRR and Granny.	33-35	2 1/8
12:50-1:10pm	22	EXT. COTTAGE - A FEW MINUTES LATER	Baker, Granny	<i>LRR</i>	Baker says good-bye.	35-36	4/8
1:10-1:40pm		LUNCH BREAK					
1:40-1:50pm	23	EXT. VILLAGE - NIGHT	Jack, Jack's Mother		Jack returns with beans.	36-37	1
1:50-2:05pm	24	EXT. ANOTHER PART OF THE WOODS	Baker's Wife	<i>Cow, Festival Footmen, Cinderella, Prince</i>	Wife stares at Palace and sings.	37-38	1
2:05-2:25pm	27	EXT. ANOTHER PART OF THE WOODS -LATER	Baker, Baker's Wife	<i>Cow</i>	Baker tells story about Wolf. Cow collapses.	44-45	2
2:25-2:40pm	28	EXT. BEHIND JACK'S COTTAGE	Jack		Jack watches beanstalk grow.	46	2/8
2:40-3:00pm	30	EXT. ANOTHER PART OF THE WOODS - JUST AFTER MIDNIGHT	Baker, Baker's Wife	<i>Cow</i>	Contemplate dead cow. Baker leaves for marketplace.	46-48	2
3:00-3:20pm	39	INT. JACK'S HOUSE	Jack, Jack's Mother		Jack finds axe.	60-61	5/8

"INTO THE WOODS" - Audio Recording Schedule

DAY 1 -

11/10/96 Page 2

3:20-3:30pm	42	EXT. WOODS - NIGHT	Baker, Baker's Wife, Jack	<i>Witch, Jack's Mother, Giant</i>	Group thinks Giant is dead. As they walk away, his hand twitches.	67-68	4/8
3:30-4:15pm	43	EXT. ANOTHER PART OF THE WOODS	Jack, Witch, Baker, Baker's Wife, Jack's Mother	<i>Cow(scream)</i>	Cow is re-vived and fed misc. objects. Witch turns into a babe. Giant attacks.	68-71	3 7/8
4:15-5:00pm	31	EXT. WOODS - MORNING	Baker, Cinderella's Prince, Rapunzel's Prince		Princes buzz by Baker and sing a song. Baker listens.	48-51	3 1/8
5:00-6:00pm		**see breakdown**	NARRATOR SCENES				
					TOTAL PAGES DAY		
					1 =		36 3/8

"INTO THE WOODS" - Audio Recording Schedule

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1:00-4:15pm	58	EXT. GROVE	Cinderella, LRR, Baker, Baker's Wife, Jack	Giant, Witch, Rapunzel	Jack is strapped to tree. Group sings. Giant approaches. Sling shot boulder at him. Fight with Giant. Giant struck by lightning. Baker's wife has baby. Song.	88-96	9
4:15-4:30pm	25	INT. PALACE	Lucinda, Florinda	Cinderella, Prince	Sisters notice Cinderella.	38	3/8
4:30-5:20pm	26	EXT. PALACE	Baker's Wife, Cinderella, Prince, Steward, Baker, Cow		Cinderella runs into Baker's Wife. Wife steals slipper. Baker helps her away.	38-44	5 3/8
5:20-5:30pm	35	EXT. ANOTHER VILLAGE - DAY	Gunther, Baker	Cows, Customers	Baker shops for cows.	56	6/8
5:30-6:00pm	36	INT. CINDERELLA'S PARLOR - EVENING	Steward, Cinderella, Florinda, Lucinda, C's Father, C's Stepmother, C's Prince		Steward tries to fit slipper on sisters' feet. Prince puts it on Cinderella.	56-60	3 4/8
					TOTAL PAGES DAY		
					2 =		37
	END						

"INTO THE WOODS" - Audio Recording Schedule

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5:00-6:30pm		NOV. 11TH	TIME PERMITTING				
Time	Scene #	Scene	Speaking Characters	Non-speaking Characters	Description		Pages
music only	1	EXT. THE WOODS - DAY	NARRATOR	<i>Cinderella, Jack, Jack's Mother, Villagers</i>	Establishing village and Baker couple.	1-2	2
song only	5	INT. BAKER'S KITCHEN - FLASHBACK	NARRATOR	<i>Baker's Mother, Baker's Father,</i>	Witch sings about greens.	13	6/8
song only	6	EXT. WITCH'S GARDEN - FLASHBACK - NIGHT	NARRATOR	<i>Baker's Father</i>	Song continues. Father rips up plants.	13	2/8
song only	7	INT. NURSERY - PRESENT	NARRATOR		Witch freaks out.	14	3/8
song only	9	EXT. WITCH'S GARDEN - FLASHBACK - NIGHT	NARRATOR	<i>Baker's Father</i>	More talk of beans. Rap.	15	3/8
		SCENES W/O DIALOGUE	NARRATOR				
	17	EXT. TOWER	NARRATOR	<i>Rapunzel, Witch, Prince</i>	Prince watches Witch leave.	33	
	18	EXT. GRANDMOTHER'S COTTAGE - NIGHT	NARRATOR	<i>LRR</i>	LRR enters cottage.	33	
	29	EXT. CLOUDS	NARRATOR	<i>Jack</i>	Jack arrives at Castle in the sky.	46	
	37	EXT. FOREST	NARRATOR	<i>Rapunzel's Prince, Rapunzel</i>	Prince rescues Rapunzel.	60	
	38	EXT. BEANSTALK - DAY	NARRATOR	<i>Jack, Giant</i>	Jack flees with treasures.	60	
	40	EXT. BEANSTALK	NARRATOR	<i>Jack</i>	Jack chops down beanstalk.	61	
	44	INT. PALACE	NARRATOR	<i>Rapunzel, Cinderella, Princes, Servants, Lady-In-Waiting, Giant</i>	Giant approaches Palace.	71-72	
	47	EXT. WOODS - NIGHT	NARRATOR	<i>Running People, Giant</i>	Townspeople run and scream.	74	
	48	EXT. ROAD - NIGHT	NARRATOR	<i>Rapunzel's Coachman</i>	Coachman looks up from coach.	74	
	49	INT. COACH	NARRATOR	<i>Rapunzel</i>	Rapunzel looks out of coach.	74	
	50	EXT. ROAD	NARRATOR	<i>Giant, Coachman</i>	Giant almost steps on Coach.	74	
	51	INT. COACH	NARRATOR	<i>Rapunzel</i>	Rapunzel looks up to see a giant foot.	75	
	52	EXT. ROAD	NARRATOR	<i>Horses</i>	Horses run into scene w/o carriage.	75	
	53	EXT. SIDE OF THE ROAD	NARRATOR	<i>None(carriage only)</i>	Carriage sits on its side, wheels spinning.	75	
	57	EXT. PLAIN - NIGHT	NARRATOR	<i>(large tree)</i>	Storm begins.	88	

"INTO THE WOODS" - Audio Recording Schedule

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	59	EXT. VILLAGE	NARRATOR	<i>Baker, Baker's Son, Cinderella, Customers, Cows, LRR, Jack, Baker's Wife, Baker's Daughter,</i>	Song continues. Various happy scenes from village.	96-97
	OF	EXT. VILLAGE	NARRATOR			