SUPER MARIO BROS.

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FADE IN:

ON RAIN

pouring in sheets in BLACK & WHITE. Pelting sidewalks, roof tops, dripping from blackened leafless trees. It pours from the mouth of a GARGOYLE RAIN SPOUT... into swollen gutters and down, down into the black maw of a storm drain.

A MAN'S STOOPED FIGURE

shuffles quickly along the dark, deserted street. LIGHTNING STRIKES and we see...

HIS FACE

darting frightened looks behind him. He is old, white-haired, a loyal servant to kings. He hurries...

ACROSS THE STREET

and up the brick steps of an old Gothic church in the heart of a city. SUPER: "BROOKLYN, N.Y., 20 YEARS AGO."

Now we sense the purpose of his mission, for he is clutching an INFANT, swaddled in bunting. He looks around furtively, then kneeling, sets the child to rest in front of the church doors.

He takes something -- glistening RED -- from his coat pocket. It's a mushroom-shaped LOCKET on a gold chain. The locket has a large RUBY on its front. He wads it up and carefully tucks it inside the blanket. We see the...

BEAUTIFUL FACE OF THE BABY GIRL

her luminous GREEN EYES peeking back at the old man... who kisses the tips of his fingers and lovingly presses them to the baby's lips. He holds them there.

Then, rising, he grasps the huge door knocker and brings it down. Again and again. He takes one last look at the baby and then hastens away through the pelting rain.

THE OLD CHURCH DOORS

creak open. A NUN in full habit peers quizzically out. Spotting the child, she gasps and begins shouting (though we cannot hear her) back inside the church.

The nun scoops up the infant as an elderly PRIEST and OTHERS appear from inside. They crowd around anxiously, gesturing.

As the nun carries the baby inside, no one sees the shiny object falling from the folds of the baby's blanket. It tumbles to the steps under a pouring rain spout as the church doors close.

WE STAY WITH the ruby locket as the hard rush of water begins to sweep it away. It becomes entangled with a twig and begins moving faster, caught in the current and debris.

It comes to rest on the lip of a sewer grating, pauses there... then slips through the iron bars into the blackness below.

EXT. STAIRCASE LEADING TO DESERTED ALLEY - NIGHT

The old man scurries down the steps. Suddenly he stops, sensing evil close by. The enormous shadow of a MENACING FIGURE fills the stairway. The old man whirls to see...

THE SILHOUETTE OF HIM

at the top of the steps. Tall, powerful, his black cape billowing in the wind. His voice is deep and as cruel as midnight.

CAPED FIGURE
Where is the child?

The old man turns to escape down the steps but another SHADOWY FIGURE, its black armor glinting in the dim light, is now at the bottom of the steps, blocking his way.

CAPED FIGURE
Tell me or you will feel pain, old man.
(takes a step toward old man)
You will writhe in ceaseless,
excruciating agony. TELL ME!

Terror-stricken, the old man grabs his chest, suddenly keels over and dies of a heart attack. The armored figure kneels over him.

ARMORED FIGURE
He's dead.

CAPED FIGURE
(dryly)
I hope it wasn't something I said.

SMASH CUT TO:

THE GARGOYLE RAIN SPOUT

as LIGHTNING flashes across its hideous face and THUNDER BOOMS.

FADE OUT

FADE IN:

EXT. BROOKLYN, NY - DAY

PAN from NYC skyline past Brooklyn bridge to window of tenement. SUPER: "BROOKLYN, N.Y., PRESENT DAY." As we PUSH INTO the window we see a stream of water shoot across the room and hear the SOUNDS of a plumber at work.

MARIO (o.s.)
Gimme a quarter spud, quick.

INT. TENEMENT APARTMENT BATHROOM - DAY

MARIO, wearing dirty red overalls and a red cap, is on his hands and knees trying to hook up an old-fashioned claw-foot bathtub to the cold and hot water pipes. He is a short, powerful bulldog of a man. Gruff and caustic, his face is softened only slightly by a wide handlebar mustache.

LUIGI, his younger brother, wearing dirty green overalls, also sports a big black mustache. Tall and gangly, shy and whimsical, Luigi has a lot of little boy in him. Right now he's sitting on the edge of the tub, lost in reverie. He squeezes a plastic tug boat and it TOOTS.

MARIO
Luigi!

Preoccupied, Luigi lifts a monkey-wrench, holding it over Mario. Mario gropes the air. Exasperated, he raises up to see where it is, smacking his head on the wrench, yelping in pain. He angrily grabs the toy from Luigi, throwing it against the wall.

MARIO
Would you quit playin' with tub toys!
Give me that.

He snatches the wrench out of Luigi's hand and dives down to stop the flow of water. Luigi goes to the window, looks out dreamily.

LUIGI
I'm gonna tell her today, Mario. I'm gonna tell her I love her.

MARIO
Big mistake, little brother.
(off Luigi's look)
Look, you want to love somethin'? Get a cocker spaniel. If it don't work out between ya, you take it to the park and ditch it.
(recalling a painful memory)
With women it's... different.

LUIGI
(steels himself)
I'm gonna tell her.

MARIO
Fine. Just don't come cryin' to me when she stomps your guts.

The wrench slips off the pipe and Mario silently curses.

LUIGI
Maybe I can help. Give me the wrench.

MARIO
Give you the wrench? I'd sooner give an AK-47 to a baby.
(stands)
Gotta go to the truck to thread some pipe. Touch this...
(points to the job)
... and I become an only child.

Mario tromps out. Luigi cocks a defiant eye at the pipes.

INT. SAME SCENE - LATER - ON THE PIPES - DAY

Now, almost a modern art sculpture piece. From the hot and cold water outlets, the pipes go left, right, up and down until they connect with the tub. Luigi turns on the hot and cold faucets and the water flows out. He smiles, satisfied with his work.

LUIGI
Perfect.

He taps a pipe with a wrench. It makes a musical DING! He taps another pipe, sounding a deeper note. Amused, he begins tapping out a catchy little SYNCOPATED RHYTHM, dancing as he does, lost in playful improvisation until...

... he whirls and suddenly is face to face with Mario. Luigi smiles sheepishly, then steps aside, showing his work.

LUIGI
(voila, with a flourish)
Job done, Mario.

Mario just stares at the unbelievable mess, dropping his tools to the floor with a CRASH.

EXT. STREET OUTSIDE TENEMENT - DAY

Luigi and a steaming Mario come down the steps, lugging tools. Their van, parked at the curb, is an old model step van (a converted milk truck). Emblazoned on its side is "MARIO BROTHERS" and in smaller letters "ACE PLUMBERS."

MARIO
I leave you alone for ten minutes--ten minutes--and look what happens! You turn a one hour job into a three hour job! And we end up losin' money. How d'ya expect us to stay in business when you--

Turning, Mario notices Luigi isn't next to him. His brother has stopped to give money to a HOMELESS BEGGAR.

MARIO
Whattaya doing! Whattaya doing! We're going broke and you give away money to a PANHANDLER?!

LUIGI
Shhh. You could hurt his feelings.

BUM
(loftily, to Mario)
I prefer the title "Vice President of Curbside Collections."

The panhandler moves on. Mario just looks at him a beat, the bile rising. Luigi starts to walk away in the opposite direction.

MARIO
Where're you goin'?

LUIGI
(gets a goofy, love-struck look)
To see Hildy.
(pats pocket, realizes he's broke)
I should get her something. Can you lend me ten bucks?

ON LUIGI

as a wrench comes flying at him from o.s. He ducks and the wrench smashes the back window of the Mario Bros. van. Luigi looks at the smashed window, then back to Mario o.s.

LUIGI
So can I have the ten?

INT. FLOWER SHOP - DAY

We open on HILDY, age 21, watering the flowers and plants with a SPRAY GUN HOSE. She is ethereally beautiful, with sparkling green eyes -- the look of a story-book princess. But this princess was raised in Brooklyn, which naturally has ingrained lots of attitude in her. She's sweet, but full of spunk.

VINNIE, a wolf in gold chains galore is trying to come on to her.

HILDY
No, Vinnie. Get it through your head, I'm not going out with you.

VINNIE
What's the problem, princess? Didn't we have fun together?

HILDY
We went out once. I gave you a black eye. Doesn't that tell you something?

VINNIE
So maybe we oughta give it another shot.

HILDY
(gesturing with spray gun)
I'll give you another shot if you don't get out of here.

VINNIE
Hey, I'm not movin' 'til you tell me you're going out with me. Whattaya say to that?

EXT. FLOWER SHOP - DAY

Vinnie, soaking wet, muttering curses, exits the store past Luigi. Cleaned-up from the day's work, he neatens his hair, steeling himself for the big moment when he finally tells Hildy he loves her. Holding something behind him, he enters...

INT. FLOWER SHOP - DAY

... and marches to Hildy, whose back is turned.

LUIGI
Hildy.

HILDY
(turns, smiles)
Luigi, hi.

LUIGI
Hildy, I've got something to say to you. I...

HILDY
Yes?

CLAIR, another clerk, watches eagerly from the counter.

Hildy waits for him to say "I love you." She is achingly beautiful at this moment, a beauty that causes Luigi to melt and lose his nerve.

LUIGI
... got you these.

From behind his back, Luigi produces a bouquet of daisies.

Clair rolls her eyes. Hildy happily takes the flowers from Luigi.

HILDY
They're beautiful, Luigi. That's so sweet of you.

MR. FIELDING, the store owner, angrily comes from the back, carrying an arrangement of wedding flowers.

FIELDING
Is this the arrangement you did for the Ciccarelli wedding?

LUIGI
(impressed, to Hildy)
Wow... you did this? What're these?
(indicates anthuriums)

FIELDING
They're anthuriums at five bucks a stem, that's what they are! The Ciccarelli wedding was our eight-nine dollar economy deal. That means carnations and lots of baby's breath!

HILDY
But Mr. Fielding, I just wanted to make it a little special.

FIELDING
For eight-nine bucks, you don't get special. You get carnations and baby's breath!

LUIGI
(stepping between Hildy and Fielding)
Excuse me, Mr. Fielding, what Hildy is trying to say, I think, is that when two people uh, fall in love...
(casts a quick, shy look at Hildy)
and decide to make a lifetime commitment ... it's like the launching of a--a ship on the sea of matrimony.
(Fielding stares at him like he's nuts)
Now, you don't want to launch that ship with just a cheap bottle of wine. No, you want to smash a fine champagne across its bow. And who cares what it costs, Mr. Fielding. Because there're some things you can't put a price on.
(to Hildy)
That's what you meant, right?

HILDY
Uh, yeah. Uh-huh.

FIELDING
(to Luigi)
You are a mental case!

Scowling, Fielding takes the arrangement, marching into the back.

HILDY
That was wonderful.

Luigi shrugs, motions it was no big deal. Awkward beat.

LUIGI (cont'd)
Well, um, I guess I better get back to work. Maybe we can have lunch tomorrow.

HILDY
Yeah, terrific. I'd like that.

LUIGI
Okay, I'll see ya.

HILDY
Okay, bye. Thanks for the flowers.

Luigi nods and walks to the door. Clair sidles up to Hildy.

CLAIR
It won't kill you to admit it, honey. Tell him you love him.

Hildy smiles coyly, smelling the daisies Luigi brought her.

EXT. FLOWER SHOP - DAY

Luigi exits, angry at himself for not declaring his love. CAMERA moves across the street to an alley where in the shadows

A DARK FIGURE

watches the flower shop. OMINOUS MUSIC suggests his evil intent.

INT. BROTHER'S APARTMENT - NIGHT

A cramped, sparsely furnished one-room apartment. In between stacks of plumbing tools and supplies are their bunk beds. Pictures of their deceased mother and father hang on the wall.

A morose Luigi sits at a kitchenette table, picking at a plate of spaghetti. Mario heartily devours his spaghetti, his head buried in the book "Avoiding Bankruptcy."

LUIGI
Why couldn't I tell her? Why?

MARIO
'Cause your eight brain cells finally joined hands and did something right. You're better off, like I said--

LUIGI
(voice rising in anger)
I know what you said, Mario. Just because you got hurt once by a wo--

Mario glares at him over the magazine. This is a subject he's told Luigi never to bring up.

MARIO
You mean Brenda? Why don't we say her name? Brenda. I can say it. She doesn't mean anything to me anymore. I've practically forgotten how three days before our wedding SHE RAN OFF WITH THE CATERER!
(beat, calms)
I'm over it.

LUIGI
Good. Dr. Joyce Brothers says we all gotta, you know, move on.

MARIO
Maybe you should take her advice, Luigi. Move on. Then I could have this luxury apartment all to myself.

LUIGI
(beat, plays with his spaghetti)
You afraid of that?

MARIO
Afraid of what?

LUIGI
You know, if I get married some day and move out. You'll be alone.

MARIO
Are you nuts? When ma died, she made me promise to take care a you. You think it's been fun playin' nursemaid for fifteen years? Maybe when you get outta here, I can get a life.

Mario takes his plate to the sink. Regretting his harsh words, he looks back at Luigi, who sits there, hurt.

MARIO
Ah.. mangia

LUIGI
I like it with mushrooms.

MARIO
Hey--I had to make a few cutbacks. In case you didn't notice, We're not in the best financial shape here. And if I don't come up with some cash real soon I can say arrivederci to my kneecaps.

LUIGI
I told you not to borrow money from those men.

MARIO
Hey, I'll make the business decisions. It was either Big Eddy or Chapter 11.

LUIGI
(brings his plate to the sink)
I'll be outside.

MARIO
Put on a sweater. Last thing I need is you catchin' cold.

Mario turns back to the dishes. Luigi smiles, warmed by Mario's gruff but motherly care.

EXT. FIRE ESCAPE OUTSIDE BROTHER'S APARTMENT - NIGHT

There's a light rain. Luigi sits, gazing at the night sky. WE SEE what Luigi sees...

... the lighted towers of the Brooklyn Bridge in the distance; beautiful halos emanating from street lamps... all accompanied by a MUSICAL THEME that articulates this magical moment. We'll call this "Luigi's Theme."

Luigi smiles... and closes his eyes, drifting off. A BRIGHTLY COLORED BUTTERFLY, its wings almost luminescent, flits around his head, landing on the fire escape rail as...

... we see Hildy, carrying an umbrella walking down the sidewalk across the street, a man at her side. It is RAINING HARD now, and we move closer and see the man is...

... Luigi. They are holding hands. They smile at each other, in love. Suddenly Hildy gestures to something in the gutter...

... it's the ruby locket, caught in the torrent.

Luigi runs after it... and snatches it just before it drops into a storm drain. Holding the locket up, he turns back to Hildy...

... she smiles--then suddenly, from the darkness, a REPTILIAN CLAW reaches out, covering her face, and pulls her into an alley.

LUIGI
Hildy!

Luigi runs to the alley entrance...

... and there is nothing, no one there. Just her upturned umbrella. The rain beats down. He looks at the ruby locket in his hand and it DISAPPEARS.

SMASH CUT TO:

CLOSE SHOT - LUIGI

LUIGI
Hildy!

He sits up in the top bunkbed, slamming his head on the ceiling.

LUIGI
Hildy!
(feels head)
Ow! Ow!

MARIO (o.s.)
Shut-up!

Luigi leans over the edge of the bed and sees Mario's head looking at him over the edge of the lower bunk.

LUIGI
(a mile a minute)
Mario, I had this dream! I found this piece of jewelry and--and when I turned back to Hildy, a big, like scaly lizard claw came out and--

MARIO
Shut-up!

LUIGI
But Mario--

MARIO
SHUT-UP!

LUIGI
But--

Mario holds up a stern warning finger, silencing Luigi. Luigi falls back into his bed, upset by his vivid dream.

EXT. BROTHERS' TENEMENT - DAY

Luigi walks down the tenement front steps and stops as he sees two GOONS, low-level Mafia enforcers loitering on the sidewalk below. Luigi continuous down, stepping around them, avoiding a confrontation. But they step out, blocking his way.

GOON
Mr. Delpino's got a question. He wants to know when you and your brother are gonna start meetin' your, uh, loan commitments.

GOON #2
(shoves Luigi from the back)
Yeah. When!

Mario, wearing his best polyester suit and carrying a valise, hustles down the tenement steps.

MARIO
Hey! You leave him alone!
(shoves the goons away from Luigi)
You don't touch my brother! You got a problem, you deal with me.

GOON
Okay. We'll deal with you.

The goons grab Mario, looking like they're gonna stomp him.

A BLACK CADILLAC pulls to the curb. A back seat window powers down to reveal BIG EDDIE, a huge scarred hood, the goons' boss.

BIG EDDIE
Mario. A little trouble here?

MARIO
Whoa! Hey! Mr. Delpino. How're doin'? I was just gonna call you. Got a big job coming up. I should be able to start paying you off real soon.

Big Eddie considers this, then motions to the goons to get in the car.

BIG EDDIE
(laden with threat)
You know I'm counting on that... Mario.

The window powers up and the car pulls away.

MARIO
You okay?

LUIGI
(nods yes, then:)
I told you not to borrow money from--

MARIO
Shut-up, Luigi. Just shut-up.

Mario picks up his valise and walks gruffly away.

CLOSE ON - OFFICE DOOR

Sign reads "DEPARTMENT OF WATER AND POWER." Mario enters.

INT. OFFICE - DAY

A dour RECEPTIONIST looks up from her magazine, coolly noting Mario's entrance. There's a history here.

RECEPTIONIST
He's busy. And you don't have an appointment.

MARIO
Says who?

He marches to a door marked "CITY ENGINEER" and enters.

INT. CITY ENGINEER'S OFFICE - DAY

Chief Engineer ED FARLEY, 50's, is lining up a putt. His expensive set of golf clubs in a $2000 ostrich skin bag sit in the corner. He glances up, frowning, as Mario enters and dumps a stack of blueprints from his valise on Farley's desk.

MARIO
My revised plans.

Farley goes back to his golf game, ignoring Mario.

MARIO (cont'd)
Look, Farley, I'm sick of getting the run-around from you. Just look at these plans and give me the okay. Okay?

FARLEY
Mario, Mario. I can tell from here they're not going to work.

He putts the ball into a cup. Lines up another putt.

MARIO
What're you trying to do? Ruin me? I got a ten-thousand dollar retrofit job waiting on these plans. I don't deliver and I'm out of business!

FARLEY
You know, Mario, the thing about golf is... if you wanna play the game, you haveta pay the right "green fees," if you know what I mean.

MARIO
(considers this)
Yeah... I know what you mean.

Farley smiles and nods. He putts the ball. Mario steps in the way, angrily kicking it aside.

MARIO (cont'd)
But I don't do that kinda business, Farley! I don't pay bribes. We got laws in this country. This is the US of A. This is America!

FARLEY
No, Mario. This is Brooklyn. Now get out of here.

Mario grabs his plans from Farley's desk and stalks to the door.

FARLEY
And don't come back until you're ready to cooperate... ya greaseball shrimp.

Hand on the doorknob, Mario freezes. Blood in his eye, he slowly turns back to Farley. There's one insult you don't use on Mario. Don't <u>ever</u> refer to his height.

MARIO
'Scuze me... you call me somethin'?

FARLEY
What, <u>greaseball</u>?

MARIO
No, the other thing.

FARLEY'S OFFICE WINDOW - OUTSIDE

A golf ball comes sailing out, breaking the window. Beat. Then the $2,000 ostrich-skin bag and graphite-shaft clubs crash through the glass on their way to the street below.

EXT. BROTHERS TENEMENT - DAY

Luigi is balancing an empty pop bottle on his nose to the delight of the neighborhood KIDS. The bottle falls and he catches it.

LUIGI
Whoa! Don't want to break this.
(conspiratorially)
A genie coulda lived in here.

The kids all give derisive hoots.

LUIGI
Okay, okay, wait. Story time.
(they sit, eagerly awaiting his story)
There once was this poor fisherman out in the ocean in this little boat. He throws his net out and he catches this old bottle.
(gestures with his pop bottle)
Not this one. Similar. Hadda screw top. Anyway, he unscrews the top and a BIG cloud comes out and it turns into a genie.

FIRST KID
Does the genie make him rich?

LUIGI
Nah, nah. This genie wants to kill the fisherman. Know why? The genie says "When I first got stuck in this bottle, I said whoever releases me--I'll give him a bazillion dollars." But a hundred years went by and nobody found the bottle. So the genie said "whoever releases me now--I'll give 'em season seats to the Knicks."

SECOND KID
Wow. Season seats!

LUIGI
And parking, too. But still, nobody found the bottle. Now, the genie is p.o'ed. So he says "first guy I see when I get outta here--
(punches his fist into his palm)
BAM--to the moon, Alice. And that means you fisherman." But the poor, little fisherman--he's smart, he plays an angle. He says " I don't believe you're really a genie. You're too big to fit in that little bottle." "Oh yeah?" says the genie. "I'll prove it to ya!" So the genie shrunk down and went back into the bottle. And the fisherman screwed the top back on and threw it back into the sea.

MORE

LUIGI (cont'd)
So, what's it all mean?
(off the kids' blank looks)
It means, no matter how big, how powerful the guy...
(taps his temple)
you can always beat him with this.

NEW ANGLE shows Mario, having just come from the DWP office, standing there, listening to this.

MARIO
(with an edge)
Only in fairy tales, kids. Not in real life. Not in Brooklyn.

The kids look from Mario to Luigi, not sure who to believe. A VENDOR pushing an ICE CREAM CART comes by.

LUIGI
Ices on me!

The kids shout "Yeah!" and scramble to the cart.

LUIGI
Mario, how'd it go? You get the okay?

MARIO
(sits heavily on the stoop)
Just a few minor details to work out.

LUIGI
Hey, I got some good news, too.
(proudly)
I got us a job.

MARIO
(looks up, suspicious)
What kind of a job?

INT./EXT. VAN (MOVING) - DAY

Mario and Luigi drive down a Brooklyn street.

MARIO
So you bid this at our usual rate?

LUIGI
Uh, no. A little under.

MARIO
How much under?

The van stops in front of the same church from the opening sequence.

LUIGI
Well, we're here.

Luigi starts to get out, Mario grabs his arm.

MARIO
How much under?

LUIGI
(wincing)
Free?

EXT. CHURCH - DAY

Luigi and an angry Mario go up the front steps, carrying tools.

LUIGI
But the sister said it was just a little drip.

MARIO
I'm not in the charity business, Luigi.
(brings down huge door knocker)
I don't care if it's Saint Catherine's, they want me to do a job, they're gonna pay for the job. I'm cuttin' no freebie deals. Sister or no sister, I'm looking her right in the face and tellin' her--

Mario turns and sees a sweet-looking, white-haired NUN (from the first sequence, now 20 years older) at the open door.

NUN
Hello. You must be the plumbers.

MARIO (cont'd)
(stern resolve melting)
So, uh... I hear you got a little drip there, sister. Heh-heh-heh.

INT. CHURCH BASEMENT - DAY

A continuous drip of water splashes into a large puddle on the floor in this cavernous, musty tomb of crumbling masonry. Mario shines his flashlight high-up to where the drip is coming from: an ancient network of unbelievably rusted pipes.

MARIO
Holy mother of God. These pipes gotta be a million years old.
(to Luigi)
Whatever you do, don't break anything.

SAME SCENE - LATER

Mario is high up on a ladder amid the jungle of pipes, looking for the leak with a flashlight. Luigi is below, holding the unstable ladder for him. It wobbles.

MARIO
Hold the ladder still!

Mario sees the leak--in a pipe next to a 12-inch sewer pipe.

MARIO
Found it. Right near the sewer line.
(to himself)
Okay. A simple patch job and we're outta here.

Mario's flashlight goes out. He taps it, it's still dead.

MARIO
Gimme your flashlight. Mine's dead.

Luigi's flashlight is lying on his toolchest, just out of his reach. He doesn't want to let loose of the ladder. So he holds it steady with one hand and stretches, stretches to reach the flashlight with the other hand, practically doing the splits...

... and just as he grabs the flashlight, a LARGE RAT runs over his hand. He SHRIEKS, stumbling back against the ladder, causing it to tip crazily...

... sending Mario crashing into the brittle pipes, breaking them. Rusty water rains out, soaking Mario.

MARIO
Luigi!!

The ladder rocks back the other way. Mario crashes into more pipes, breaking them. Water jets out in all directions.

The ladder falls out from under him and Mario grabs onto the sewer pipe, hanging on. It CREAKS under his weight.

MARIO
Luigi! The ladder!

Luigi scrambles to right the ladder as water pours down on him from the busted pipes. The sewer pipe CREAKS some more. Mario looks up at it.

MARIO
No way it's gonna break--

CRRAAAACCCCK! The sewer pipe breaks. Mario falls as ugly, brackish sludge gushes from the broken line.

Mario splashes into what's now a knee-deep pool of water, landing on Luigi. They come up sputtering. From the top of the steps they hear:

NUN (o.s.)
Everything all right down there, boys?

LUIGI
Uh... you don't have that little drip any more, sister!

MARIO
Tell her we also installed a swimmin' pool free of charge!

Suddenly Luigi sees something glowing under the water.

LUIGI
Mario, look.

As Luigi reaches for it, Mario beats him to it... and comes up with... THE RUBY LOCKET, encrusted with sludge. Mario wipes off its surface, looks at it mesmerized.

MARIO
Must've been stuck in the pipe for years. Wonder if it's legit.

LUIGI
It's... the locket in my dream. Mario, it's the one, it's the same one!

Luigi reaches for it, Mario knocks his hand away.

MARIO
Hey, this could get us out of hock. We clean up this mess, then we find out what this baby's worth.

INT. JEWELRY SHOP - NIGHT

The JEWELER, a silver-haired man in his 60s, is trying to open the locket with a jeweler's pick, but it remains closed.

JEWELER
It won't open.

MARIO
Never mind that, what about the stone there?

The jeweler examines the ruby with his loupe as Mario waits, expectantly.

JEWELER
I have never seen a finer ruby in my life. It's flawless. Where did you get it?

MARIO
Um... I, uh, found it. Yeah.

Pause. The jeweler eyes Mario suspiciously.

JEWELER
Get out of here before I call the cops.

INT/EXT. VAN - NIGHT

Mario gets into the van that's parked in front of the jewelry shop. Luigi sits in the passenger seat, sulking.

LUIGI
So? What'cha get for it?

MARIO
I didn't like his offer.

LUIGI
Mario, we can't sell it. I can't explain, but for some reason, I know we were meant to find it.

MARIO
Damn right we were meant to find it. This is the one thing that's going to keep us alive past tomorrow.

Mario puts the locket in a small drawstring bag, slips it in the pocket of his overalls. Zips it up. Luigi eyes the pocket.

EXT. FLOWER SHOP - DAY

We see Hildy through the window, working. CAMERA ANGLES to show the reflection of a MAN on the sidewalk staring in at her. He is tall, powerful, oddly dressed about 20 years behind the times... but there is something wicked lurking beneath the surface.

INT. FLOWER SHOP - DAY

Hildy is getting some flowers out of the cooler. As she closes the glass, she sees the reflection of the man in the glass. Startled, she whirls to see...

... MR. KOOPA at the counter. His manner is stiff, his movements wooden, artificial, like an alien trying to play a human.

KOOPA
Did I startle you?

HILDY
(catching her breath)
It's okay. I'm a little jumpy since I switched to decaf.

She laughs. He doesn't, not getting the joke--then taking her cue, he utters forced, mechanical laughter. She eyes him, thinking this guy is weird.

HILDY
Can I help you, sir?

KOOPA
(immediately stops laughing)
I am looking for a woman. Hildegard Smith.

HILDY
You from the lottery?

KOOPA
(not understanding)
No.

HILDY
Never heard of her.
(starts to walk away)

KOOPA
You are Hildegard Smith.

HILDY
Okay, okay, look if it's about those library books--

KOOPA
You were left at Saint Catherine's church as a baby. You have a birthmark on your left arm, behind the elbow.

HILDY
(leveling on him)
Look, what do you want, Mr--

He touches a rose in a display on the counter, admiring it.

KOOPA
Koopa. What I want is to... take you away from here.

HILDY
Really? That's great. I've been waiting for a guy just like you.

Koopa grins, believing he's making a good impression.

HILDY (cont'd)
Tall, creepy with a suit that went out with the Nixon Administration. Now why don't you get outta--

KOOPA
You don't understand. I was hired by your parents.

HILDY
(this stops her)
My parents are dead.

KOOPA
No, you were kidnapped from them as a child. They are here in New York now and want to see you.

She stares at him, shocked by this news. His penetrating eyes bore into her... they are most hypnotic.

KOOPA
Now... show me the mark.

She holds out her left arm... he turns it over and on the underside sees a birthmark that resembles an upside-down mushroom. Koopa's eyes gleam. At last he has her.

EXT. BROTHERS' TENEMENT - DAY

Mario is standing at the curb. He checks his watch. He smiles as Big Eddie's black Cadillac pulls up and stops. The rear door swings open, Mario climbs inside.

INT. CADILLAC - DAY

Mario sits next to Big Eddie. The two goons sit in front.

BIG EDDIE
Let's have it.

Mario winks and brings out the small drawstring bag. He drops it in Big Eddie's lap, who looks at it as if it were a turd.

BIG EDDIE
My friend. You borrow in cash, you pay back in cash.

MARIO
Don't be so hasty. Take a look at the rock I brung ya.

Big Eddie opens the bag and shakes out... a rock. A worthless, ordinary rock. Mario looks at it, aghast.

BIG EDDIE
You're a pretty funny guy, Mario.
(to the driver)
Sal? Let's go for an egg cream.

Mario grabs back the bag, looking inside. Empty. Oops. Heh-heh. He suddenly throws open the door and--

EXT. STREET - DAY

--hits the street running in the opposite direction. The Caddy does a screeching 180 and comes barreling back toward Mario.

MARIO
Luigi! I'm gonna murder you!!!

INT. FLOWER SHOP - DAY

ON LUIGI, coming through the door. He carries a pizza and a box of chocolates. He comes to the counter and DINGS the bell. Hildy peeks out from the backroom as she puts on her sweater.

HILDY
Be right out,

Luigi notices Koopa loitering near. They make eye contact. A vague warning goes off in Luigi's head. He notices a dead, withered rose in a counter display -- the rose Koopa touched.

Hildy comes out, flushed with excitement.

HILDY
Luigi, you're not gonna believe this--my parents are alive! They're here in New York.

LUIGI
Hildy, you're kidding me--that's great!

HILDY
This is Mr. Koopa. They hired him to find me.

LUIGI
(holds out his hand)
Hi, I'm Luigi.

Koopa shakes his hand... but as they shake, LUIGI'S EYES fix on Koopa's hand. For a split second it appears not to be a hand at all, but rather the SCALY CLAW of a REPTILE! (Just like the claw in Luigi's dream.) Luigi blinks, the claw becomes a hand again. Hildy notices the pizza and box of chocolates.

HILDY
Our lunch! I forgot all about it.

LUIGI
(recovering from the "vision")
Yeah, and I, uh, brought desert too. Your favorites: cream centers.
(indicates chocolates)

HILDY
Luigi, that's very sweet, but can we do this tomorrow? Mr. Koopa is taking me to my parents right now. They're staying at the Waldorf.
(realizes she forgot something)
Oh! My purse.

Hildy disappears into the back to get her purse. Luigi glances at Koopa... thinks a beat, shrugs. Maybe it was his imagination. He opens the top of the pizza box, offering a piece to Koopa.

LUIGI
Like a piece? Got lots of mushrooms.

Koopa recoils as Luigi offers the pizza.

KOOPA
I'm allergic to mushrooms. Take it away!

Koopa tries to suppress a sneeze, he turns away from Luigi and... from LUIGI'S POV we see Koopa sneeze, belching fire, scorching a hanging fern!

Koopa turns back--and from the look on Luigi's face--Koopa knows Luigi is wise to him. Hildy returns from the back with Clair.

CLAIR
You just take all the time you want, honey, I'll cover for you here.

LUIGI
(rushing to her)
Hildy, I've got to talk to you. Now.

KOOPA
The taxi is waiting, Miss Smith.

HILDY
Luigi, I'll talk to you later, okay?
(looks at Clair, then back to Luigi)
There's something important I want to tell you.
(cuts off Luigi's response, kisses him on the cheek)
Bye.

She exits the shop with Koopa. Luigi stands rooted, not knowing what to do. Remembering the ruby locket, he takes it from his pocket--looks at it--and suddenly understands his mission.

EXT. FLOWER SHOP - DAY

Luigi dashes out of the shop as the taxi carrying Koopa and Hildy pulls away from the curb. As it does we see...

... the TAXI DRIVER. He wears a hat pulled low and a muffler to hide his face... but the eyes are cold, hooded like a reptile's.

Mario rounds the corner, running all out from the Cadillac. He sees Luigi getting in the van.

MARIO
Luigi! Luigi! STOP!!

The van takes off, Mario in pursuit.

MARIO
I'll kill him! I'll kill him!

ON LUIGI

steering wildly through traffic, a man on a mission.

ON MARIO

running on the sidewalk, dodging obstacles, SCREAMING and waving his hands, trying to get Luigi's attention.

Mario runs and just manages to grab the van's back door handle... as the van SCREECHES around a corner after the taxi.

The back door pops open--but Mario hangs on as the door swings wide, sending Mario's outstretched body into the opposite lane--directly into the path of an onrushing truck!

And just as Mario's about to become a piece of grill work, the van changes lanes, causing the door to swing back, inches out of the way of the truck. Now, Mario looks back and sees...

... the Cadillac flying dead on at him. It's gonna ram the van--and Mario's gonna be pressed duck...

... but Mario gets a foothold on the back bumper and catapult himself into the van just as the Cadillac hits...

... rocking the van. Luigi looks back, wondering what gives.

MARIO
Luigi!

LUIGI
(turns, surprised)
Mario. Whattaya doing back there?

MARIO
(grabs a wrench)
Comin' to murder you.

Luigi is looking back at Mario and doesn't see a bus passing through an intersection in front of them.

MARIO
Look out!!

Luigi turns forward, sees the bus, hits the brakes and the van spins out, barely missing the bus.

The Cadillac brakes and slides sideways into the bus.

Inside the van, Mario is thrown to and fro--flying pipes and wrenches battering him upside the head. Luigi spots the taxi turning into an alley up ahead.

EXT. ALLEY - DAY

The van roars into the alley after the taxi. As the taxi passes a loading dock, a TRUCK backs out, blocking the alley.

INT. VAN - DAY

Mario tries to get to his feet in the back of the van.

MARIO
We lost 'em, Luigi! So I think you can slow--

EXT. ALLEY - DAY

The van comes to a screeching halt in front of the truck. We hear TOOLS and A BODY thrown forward.

INT. VAN - DAY

Mario's face is pressed up against the inside of the windshield.

MARIO
--down.

LUIGI
They're getting away!

Luigi jumps out of the van, giving foot chase. Mario peels himself off the windshield.

MARIO
Who's getting away?

He looks back and sees the Cadillac roaring down the alley at him. He jumps out, running after Luigi.

EXT. ALLEY DEAD END - DAY

Luigi runs to the empty taxi, its doors thrown open, motor still running. It is parked in front of a SMALL DINER with a weathered facade, set incongruously in this back alley. Luigi tries the diner door, it swings in and he enters.

INT. DINER - DAY

The place is eerily deserted. Thick dust shrouds everything. Oddly, everything, the stools and counter is at 3/4 scale.

LUIGI
Hildy?

MARIO
(enters, out of breath)
Let's get one thing straight. We're not chasing anyone. We're being chased. All because you took the locket! So just hand it--

Mario sees the "menu board" over the counter, which stops him dead. Because on it are very strange entrees...

MARIO (cont'd)
Frog KaBobs. Frog Dogs. Frog On A Stick?? No wonder this place is empty.

Luigi moves through the swinging door to the back into...

INT. DINER BACK ROOM - DAY

... what should be the kitchen, but is instead a weird little room dominated by a huge pipe rising from the center of the floor. Luigi goes to the pipe, looks down, seeing...

... Hildy's purse lying five feet down where the pipe turns left. Spooky, FARAWAY SOUNDS come from the pipe. Mario joins him. We hear Big Eddie's Goons enter the front room.

Luigi points down to Hildy's purse, but Mario thinks he's signalling where to hide. Mario nods and they jump into...

INT. THE PIPE

Luigi picks up the purse and starts to say "Hildy's purse" to Mario, who gestures "QUIET" and pulls Luigi into the darkness, so they can't be seen from above.

The goons walk into the room and look down into the pipe, not seeing them. The goons leave. Mario heaves a relieved sigh.

MARIO
You almost got me killed, you idiot. Now gimme the locket!

Mario grabs for Luigi's pocket. The locket falls and slides away into the darkness of the pipe. Both brothers dive for it...

... grappling for the locket, knocking it farther from their grasp. And suddenly an unearthly WIND kicks up, it's sucking them farther into the pipe! Mario puts his legs out, trying to stop, but it's no use... the wind is too powerful as...

INT. SERIES OF PIPES

... at terrific speed, the brothers go sliding and screaming down a series of twisting, turning cylindrical chutes. Suddenly we see LIGHT at the end of the tunnel and we...

CUT TO:

EXT. THE OPEN END OF THE PIPE - DAY

It sticks out of a grassy meadow, which is at the TOP of the screen. The sky is at the BOTTOM.

The brothers shoot out the pipe downward into the sky... and as we follow them, CAMERA TURNS RIGHTSIDE UP, the brothers stop in mid-air--and as if gravity has reversed itself --they fall back to the ground and land in a heap, Luigi on top of Mario.

Behind them, the pipe they fell out of recedes into the ground, preventing their escape.

MARIO
(pushing him off)
Get off me!
(looking around)
The locket!

Both brothers spot it at once--lying on the ground. They grapple for it, AD LIBBING "It's mine! Gimme it! No!" They bump into the base of ANOTHER PIPE sticking out of the ground. And as they wrestle we TILT UP to see...

... rising out of the pipe, a GREEN-STALKED PLANT 6-feet-high. topped with a BULBOUS BLOOD-RED FLOWER, startlingly beautiful and big as a watermelon. It stirs, its pedals part, revealing two rows of teeth: the jaws of the man-eating PIRANHA PLANT.

The brothers roll back and forth beneath it, unaware as the "jaws" of the plant close in -- and STRIKE! Once. Twice. But each time the unsuspecting brothers roll away just in time.

Now Luigi, pinned under Mario, looks over his brother's shoulder and sees the jaws descending on his brother's head!

LUIGI
M-M-Mario, look out!

MARIO
You think I'm falling for that trick?
Now give it to me!

The jaws widen, Luigi socks Mario in the jaw, knocking him aside just as the plant strikes. Luigi rolls out of the way.

Furious, Mario turns to tear into Luigi--when he sees the plant. The jaws lunge at him and he jumps back, landing on his butt.

The brothers give each other "where the hell are we" looks. Mario looks behind him and sees...

... an OTHERWORLDLY LANDSCAPE, a meadow dotted with dozens of pipes, all with PIRANHA PLANTS sticking up out of them.

Stupefied, the brothers exchange astonished looks.

MARIO
Luigi... you ever seen this part of Brooklyn before?

LUIGI
Lemme think.
(beat)
Uh-uh.

EXT. FOREST - DAY

The brothers are creeping through the dark, misty forest. Shrill HOOTS and CALLS of strange wildlife sound in the distance.

MARIO
Look, no matter how weird, no matter how strange this may seem... there's gotta be a logical explanation.

LUIGI
Okay. Logical. So maybe... we're dead.
(they pause, share looks)
Or... we're having a dream.

MARIO
Better, better.

LUIGI
This doesn't feel like a dream, Mario.

MARIO
Yeah, you're right. And for right now, let's say we rule out dead.

LUIGI
We forgot one thing. That guy in the flower shop-- I'm sure he took Hildy into the same pipe we came down. That means she's got to be here, too.

MARIO
Yeah, but where is here? It sure ain't Queens National Forest.

LUIGI
Central Park?

MARIO
Nah. No beer cans, no dead bodies. I think we're out of the city.

Suddenly we hear:

A VOICE (o.s.)
Helllp! Somebody--save me!!

The brothers freeze, exchange looks.

LUIGI
Sounds like someone's gettin' mugged!

MARIO
Maybe we ain't outta the city.

Luigi runs toward the voice with Mario close behind.

EXT. ANOTHER PART OF FOREST - DAY

The brothers part some leaves and see a strange sight. On either side of a large tree trunk, 8-feet in diameter, two PIRANHA PLANTS are taking turns snapping at a CREATURE which is swinging back and forth between the plants, behind the tree. Just its head is seen as it pops out from behind each side of the trunk.

CREATURE'S VOICE
Stop it! Stop it! I'm poisonous, don't you know that!

The brothers exchange perplexed looks and creep closer.

ANOTHER ANGLE behind the tree reveals... a 3-foot-high TOADSTOOL-SHAPED CREATURE, swinging upside down, its ankles trussed in an iron collar attached to an upside down metronome device. This is TOAD, a wise-cracking anthropomorphic toadstool.

Warily, Mario and Luigi enter the shot. Catching sight of Toad, their mouths drop in unison.

LUIGI
Mario... it's a--a talkin' mushroom.

TOAD
(as he swings, dodging the snapping jaws)
I am not a mushroom -- EEK! -- I'm a toadstool! -- AH! -- And in case you hadn't noticed -- AGHH! -- I'm gonna be lunch meat!

MARIO
I got it. I know where we are now. This's gotta be some kind of nuclear waste theme park. You know, like "Mutant World" or somethin'.

TOAD
Ex-CUSE me! A little help here!

Luigi steps over and stops the metronome from rocking. Their prey out of reach, the Piranha Plants descend into the pipes.

TOAD
Thank you. The release pin is up there.

Luigi goes to pull the release pin above the ankle collar, but Mario stops him.

MARIO
(to Toad)
You know the way back to Brooklyn from here?

TOAD
You're lost? I'd be glad to guide you home. But it's kind of hard giving directions when I'M HANGING UPSIDE DOWN!

LUIGI
He's got a point, Mario.

Luigi pulls the pin. The ankle collar springs open, causing Toad to suddenly fall to the ground with a painful thump. Toad groans, pulling himself erect, feeling his "stem."

TOAD
That did it. I've thrown out my stem again.

A sudden LOUD RUMBLING is heard and a huge shadow darkens the clearing. The three hit the ground as we see...

A HOVERSHIP

passing overhead. Kind of an ancient galleon pirate ship without masts or sails. A wood-and-armor hull 50 yards long and 20 yards wide, complete with cannons and two giant spinning propellers attached to the aft of the ship. It passes them, over a hill.

MARIO
Saint Peter on a popsicle stick--what was that?

TOAD
(frightened)
One of Lord Koopa's warships. He never comes this far south.

LUIGI
Koopa? He's the guy who took Hildy. Come on, Mario.

And he takes off running over the hill after the hovership.

MARIO
Luigi! LUIGI!

Toad starts to run in the opposite direction, but Mario grabs him.

MARIO
Listen, you--

TOAD
Toad. My name is Toad.

MARIO
You said you'd guide us home. Come on.

He grabs Toad and drags him off after a running Luigi.

TOAD
I did? Actually, I have a pitiful sense of direction.

EXT. FOREST CLEARING - DAY

The hovership has landed. A gang plank has been lowered to the ground. KOOPA, still in his 3-piece suit, stands at the bottom of the plank. Three of KOOPA'S TROOPERS--fierce-looking soldiers, half-human, with turtle-like armored shells on their backs, reptilian facial features and molded armor suits--hold the struggling Hildy.

Also gathered are a phalanx of spear-toting, burly, bearded, "human" denizens of the Mushroom Kingdom, called "YEELAHS." They are peasants forced to serve as Koopa's Vichy-like militia.

Hildy puts up a good fight. She elbows one Trooper in the neck and kicks another one in the shins. Two more Troopers jump in to restrain her.

Two Yeelahs, a CAPTAIN and LIEUTENANT, watch this struggle.

YEELAH LIEUTENANT
It's the princess!

The Lieutenant grabs his weapon to come to her aid, but his Captain stops him.

YEELAH CAPTAIN
Steady. We have no power here. Remember that.

The Lieutenant nods sadly and his hand moves off his weapon.

Koopa approaches Hildy.

HILDY
Where are you taking me!

KOOPA
The place you've always belonged, princess.

HILDY
And why do you keep calling me princess? I am not a princess! I'm from Brooklyn. I ride the BMT!

BEEDLEMAN, Koopa's wizard and sycophantic right hand man, walks down the plank from the ship. Wearing an elaborately embroidered magician's cloak, Beedleman bows with exaggerated servility.

BEEDLEMAN
Your majesty. The kingdom rejoices upon your triumphant return. Your most unworthy subject bows before you.

KOOPA
Stellar groveling, Beedleman.
(beat, as Beedleman bows more)
Now relieve me of this hideous disguise!

Fumbling in his cloak, Beedleman pulls out a wand, which he waves in the air over Koopa's head, and as he does so...

... Koopa begins to transform. His human form melts away, replaced by one that is half-man, half-reptile... his hands stretch into scaly claws... his suit turns into an imperial black outfit and cloak. Now he's one horrific dude--and greatly relieved to be back in his old skin again.

KOOPA
Thanks. I needed that.

Hildy looks at him, terrified.

KOOPA
Impressed?

She unleashes a bloodcurdling SCREAM. Koopa angrily motions and the Troopers take her up the ramp and into the ship.

BEEDLEMAN
She appears quite taken with you, my Lord.

ON A HILL

overlooking the clearing. Luigi watches, agonized over what to do. Hildy is taken into the ship, then Mario and Toad arrive at his side.

TOAD
It's Koopa. Stay down.

Luigi immediately stands up in clear view and shouts:

LUIGI
Stop! You can't take my Hildy!

And rushing forward, Luigi trips over a log and tumbles down the hill... rolling to a stop nearly at Koopa's feet.

KOOPA
Well... we have a visitor...

Koopa sees Mario and Toad being brought forward at spear-point by Yeelah Militiamen.

KOOPA
... and he's brought friends. I do hope you'll be able to stay and sample our warm hospitality.

CUT TO:

MARIO & LUIGI

bound by ropes to a tree. Luigi's back is to the tree and Mario's back is against Luigi.

MARIO
This is great, Luigi. Just great! Right now we're supposed to be at Mrs. Feldman's installing a sink. But no! NO! You gotta lead us into some psychotic fairyland...

Mario sees Koopa conferring with one of his Troopers on the deck his nearby Hovership.

MARIO
... and that guy. Jeeze. Looks like an escapee from the Bronx Zoo reptile tank.

Koopa finishes with the Trooper and looks down on them.

KOOPA
Sorry I can't stay, but have a wonderful death.

MARIO
Death?? Whoa, hey, can we talk--

LUIGI
You can't get away with this! I'll come after you as long as I live!

KOOPA
Which should be about a half-minute longer. If you get my point. Heh-heh.

A GIANT GORING POLE, loaded into a huge crossbow launcher, is being pushed into place, pointed at them, a mere 30 yards away. The pole, 4 feet in diameter and 20-feet long, looks like a battering ram with a sharpened point. TWO YEELAH MILITIAMEN strain to crank the pole back into a cocked position.

MARIO
Cheese and crackers, it's a Scud!

Koopa erupts in villainous cackling as his ship ELEVATES and ROARS OFF.

The Militiamen finish cranking the pole into a fully cocked position. The YEELAH LIEUTENANT stands next to them.

YEELAH LIEUTENANT
Loaded and ready, captain.

The YEELAH CAPTAIN stands off to the side, ready to give the countdown. Toad pleads the brothers' case.

TOAD
But they haven't even had a trial!

YEELAH CAPTAIN
Silence! Or you'll join them!

TOAD
Like I said, who needs a trial?

YEELAH CAPTAIN
Commence countdown...

Mario and Luigi are sweating bullets.

MARIO
There's got to be something--
(an idea hits)
the ruby! Luigi, give 'em the locket!

YEELAH CAPTAIN
Five...

LUIGI
Mario, you mean bribe them?

MARIO
YES!

YEELAH CAPTAIN
Four...

Luigi tries to reach for his pocket--but his arm is pinned.

LUIGI
I-I can't reach it.

YEELAH CAPTAIN
Three...

MARIO
Would you stop--we're trying to bribe you!

Mario squirms, reaches back to Luigi's pocket.

Yeelah Lieutenant's hand nears the RELEASE MECHANISM.

YEELAH CAPTAIN
Two...

Mario's fingers grab the ruby locket.

MARIO
Wait! Wait! We'll give you this!

YEELAH CAPTAIN
One...

Mario drops the locket on the ground. As a HAND reaches for the release mechanism, the Yeelah Captain sees the locket!

YEELAH CAPTAIN
HALT!

'e strides to the locket, picks it up... a sudden look of awe in .s eyes. He holds it aloft, showing it to the others.

YEELAH CAPTAIN
They bear the Royal Ruby Locket! The prophecy has come to pass!

The Yeelahs GASP and prostrate themselves on the ground.

YEELAH CAPTAIN
All hail the mighty warriors!

The Yeelahs shout "HAIL!" The brothers trade perplexed looks.

LUIGI
What's it mean, Mario?

MARIO
I think it means they ain't gonna whack us.

The captain barks a command. Two men jump up and begin untying the brothers.

Toad, next to the goring pole release mechanism, has quickly switched his allegiance back to the boys.

TOAD
See? I told you they were okay! Didn't I? Didn't I?

Excitedly gesturing, he accidentally knocks against the release lever, launching the pole -- it WHOOSHES forward and from...

THE BROTHER'S POV

we see the pole hurtling straight at them--there's a SCREAM--a TREMENDOUS SPLINTERING CRASH--and...

... we see the tree they're tied to--or what's left of it--and the brother's splayed out on either side of it, having leaned away from disaster by inches.

Mario stares bullets at Toad... who returns a sheepish shrug.

CUT TO:

EXT. A FOREST PATH - DAY

An OLD WOODEN CART is being pulled down the path by a horse. In the cart sits Mario, Luigi, Toad, the Yeelah Captain and his Lieutenant. A Yeelah Militiaman drives.

YEELAH CAPTAIN
Twenty years ago, Koopa crushed the king's forces and seized power. The royal family was wiped out... all but the king and his daughter.
(beat)
Some say our king died in the fighting. But we believe he still lives.

YEELAH LIEUTENANT
And all these years Koopa's forces have enslaved us... made us take arms against our own people.

YEELAH CAPTAIN
But now at last we shall be liberated.
(gives Mario a comradely slap on the shoulder)
YOU--the warriors of the prophesy, YOU who will vanquish Koopa--have finally come to save us.

MARIO
(exchanges looks with Luigi, then:)
Suppose, just suppose--big hypothetical here... that we weren't these, uh, warriors. What would happen?

The Yeelah's hands move to their weapons.

YEELAH CAPTAIN
We would kill you.

MARIO
We're those guys. Yep, we're them.

A WIDER SHOT shows the cart headed toward a village.

TOAD (o.s.)
Of course they are. I knew it the moment I saw 'em. And I know exactly who we need to see. My old friend, Woltan the Wizard. He'll know what to do.

DISSOLVE TO:

EXT. VILLAGE PATH - DAY

The cart jerks to a halt. Mario looks up and sees:

EXT. WIZARD UNION HALL (MATTE)

A sign above the door reads: "WIZARD UNION HALL, LOCAL 123."

MARIO (o.s.)
Wait'll the Teamsters get a load of this.

INT. BACKROOM OF WIZARD'S UNION HALL - DAY

our ELDERLY WIZARDS are sitting at a table, playing a game of chance. We feature WOLTAN, the leading elder. He has magnificent white eyebrows, great tufts of hair growing out of his ears and a flowing white beard.

Woltan shakes five objects in a cup and rolls them across the table... and we see they're not dice... but EYEBALLS. They come to rest in various positions. One of the wizards exclaims:

WIZARD #1
A double ozz-bok!

A good roll. The other wizards GRUMBLE and pay off Woltan with bat wings, ogre teeth, lizard tails.

ANOTHER WIZARD
(suspicious)
You're rolling well today, Woltan.

WOLTAN
Luck, not magic. And you owe me three more ogre's teeth.

The wizard grudgingly pays him. A dirty-faced BAR BOY enters.

BAR BOY
Master Woltan. Visitors to see you.

WOLTAN
I'm busy!

BAR BOY
They claim to be the prophesied ones.

The wizards at the table suddenly exchange meaningful looks.

INT. FRONT ROOM OF WIZARD'S UNION HALL - DAY

In the front room a couple of ANCIENT WIZARDS doze in chairs. A bar runs along one wall. There are various dusty paintings of great wizards of the past hanging on the wall. Frankly, the place has gone to seed a bit. A BUXOM BARMAID tends bar.

Woltan throws open the door from the back room with a CRASH, startling a dozing wizard.

WOLTAN
(thunders)
Where are the warriors of...
(wheezes a phlegmy cough)
... of the prophesy!?

Luigi waves from across the room. In the b.g. the Yeelah Captain stands in the entrance doorway, watching intently.

LUIGI
Yo.

Using a staff, Woltan shuffles to Mario and Luigi. Toad stands behind them. Woltan looks at the brothers up and down. He sighs and shakes his head. Dismissing them, he turns to walk away--then suddenly whirls and conks Mario on the top of the head with his staff! Mario yelps OW!

Woltan conks Luigi, too. Then, his staff a blur, he raps both of them rat-a-tat-tat several times, knocking them to the floor.

WOLTAN
Actually, I was looking for the caliber of warrior who doesn't fall to an old man with a stick.
(to Yeelah Captain)
Imposters!

Woltan walks back toward his game when Mario jumps up angrily.

MARIO
Just a minute, just a minute!

Woltan whirls to rap Mario again--but Mario blocks the staff with his hand, holding it firm.

MARIO
Swing at me again, Merlin--I'll show ya where to cram this stick.

They trade glares... then Mario releases the staff.

TOAD
(whispers to Luigi)
Show him the locket.

Luigi comes forward and shows the locket to Woltan. The old wizard inspects it closely.

WOLTAN
Mmmm... yes, this is the Royal Locket. Inside is the secret to defeating Lord Koopa--and it will reveal itself only to the true warriors.
(eyes them....)
So... what is the secret? Do you know?

Mario and Luigi exchange blank looks. Woltan pockets the locket.

WOLTAN
As I thought. Liars! Charlatans!

The Yeelah starts to come forward threateningly.

MARIO
Wait-wait-wait!
(confidentially to Woltan)
Look, all we wanna do is get back to where we come from, see? We fell down a pipe, and--don't ask me how--ended up here. So if you'll just show us the way out--

LUIGI
No.

MARIO
Whattaya mean no?

LUIGI
I mean I'm not leaving until I bring Hildy back with me.

MARIO
Luigi, listen: we're plumbers, we're not knights in shining overalls!

LUIGI
I'll do it myself if you don't wanna help.

MARIO
(mimicking him)
"I'll do it myself if you don't wanna help."

Mario looks to the Yeelah and to Woltan. He's between a rock and a hard place and he knows it.

MARIO
(resigned)
Oh jeeze.

LUIGI
(to Woltan)
We're your men. We'll do anything you ask.

Woltan eyes them for a long beat, swayed by Luigi's sincerity.

WOLTAN
First you must prove your worthiness... by embarking on a dangerous quest.

MARIO
Fine. We get seventy-five bucks an hour--plus overtime.

Luigi throws him a hard look. Mario shrugs "what'd I say?"

WOLTAN
If you succeed--and that is a remote possibility--I guarantee you will return to your world infinitely richer than you are now.

MARIO
(mulling that over)
Infinitely richer, eh?
(looks at Luigi)
That's approaching our rate.

Off to the side, Toad surreptitiously writes a note on a scrap of paper. He slips it to the bar boy, whispering in his ear.

INT. STEPS TO WIZARD SUPPLY ROOM - DAY

Woltan leads Luigi, Mario and Toad down the dark stone steps.

LUIGI
But why does Koopa want Hildy?

WOLTAN
Because she is the princess, you dizzle brain! The last of the royal blood--who was taken to the Outer World for safety many years ago--you following this?
(Luigi nods)
If she marries Lord Koopa, he will be king--and that will be the end of us.

LUIGI
But she'd never agree to marry him.

They come to an ancient door marked "AUTHORIZED WIZARDS ONLY."

WOLTAN
Of course not! But love spells can be cast. Bah! If I had my mushroom powder, I could break any spell in a jibbin!

Woltan unlocks the door and it CREAKS LOUDLY as he opens it.

INT. WIZARD SUPPLY ROOM

The cobwebbed shelves, which once held many items of magic, are bare, except for one wooden box. Woltan lifts the box, blows off the thick dust right into Mario's face. Mario coughs. On the top of the box is marked "QUEST KIT." He sets the box on a table, and as he opens it a SQUAWKING repulsive reptile CREATURE jumps out, startling Mario, Luigi and Toad.

WOLTAN
Flibbic! So that's where you've been hiding all these years!

The creature hops away, SQUAWKING. Woltan takes an ancient map from the box, unfolding it on the table.

WOLTAN
Koopa has confiscated all our instruments of magic and placed them here---
(dramatically stabs map)
--in the Pit of No Return. If you have the courage to venture there and retrieve my magic wand, I will help you destroy Koopa and rescue the princess.

MARIO
Whoa. Time out here. You're sayin' we gotta go to a place called the "Pit of No Return?" Why's it called that?

WOLTAN
(as if it were obvious)
Well... because everyone who's gone there, has never come back.

MARIO
(considers this a beat)
I'm sure there must've been one guy who made it--

WOLTAN
No.

MARIO
Not one--

WOLTAN
(becoming irritated)
No one. That is why it is called the Pit of No Return.

MARIO
Then if we went there and came back--

WOLTAN
You'd be the first, yes.

LUIGI
Then you couldn't call it the Pit of No Return.

WOLTAN
(at his wits end)
I suppose not! We would have to think up ANOTHER name for the pit!

Mario indicates a place on the map in the opposite direction of the Pit of No Return.

MARIO
What're these pipes here?

WOLTAN
Those are the Out Pipes--the conduit from our world to yours.

MARIO
You mean we can get back home by goin'--

LUIGI
(points to pit on map)
We're goin' to the pit, Mario.

MARIO
Sure, sure. The pit, the pit. Okay.

TOAD
(to Woltan)
They're going to the pit.

WOLTAN
You will join them.

TOAD
Me??

WOLTAN
As a convicted thief you have two choices. Either go with them, or hang in the forest until you rot.

TOAD
(mulls it over)
Can I interest you in a third choice?

Woltan raises his staff at Toad, who cowers.

TOAD
Just checking! Just checking!

INT. WIZARD'S UNION HALL - DAY

Mario, Luigi and Toad have been outfitted with knapsacks.

WOLTAN
In the pit you will find magic to help you on your quest. But we warned: you must not take more than one item each.

LUIGI
(shakes Woltan's hand)
Thanks for your help, sir. We're gonna come through on this.

Touched, Woltan brings three silver coins from his pocket and gives them to Luigi.

WOLTAN
Here are three silver coins. Use them wisely.
(beat, makes a dismissive gesture)
Now off with you--
(swats Toad with his staff)
--before I lose my patience!

EXT. WIZARD'S UNION HALL - DAY

Mario, Luigi and Toad walk off past some VILLAGERS and the Yeelah Captain and Lieutenant. Woltan watches from the doorway. The barmaid comes to his side.

BARMAID
Are they the ones?

WOLTAN
I'm afraid so.

The barmaid jumps from Woltan's playful pinch to her backside.

BARMAID
Oh! Woltan, stop that!

INT. WIZARD'S UNION HALL - DAY

The bar boy sneaks through a panel behind the bar.

INT. BARBOY'S ROOM - DAY

He uncages a CARRIER TURTLE, tying the message that Toad gave him to the turtle's leg.

BAR BOY
Fly with this to Lord Koopa's castle.

He sets the turtle on the windowsill. Suddenly jet flames shoot out from the rear of turtle's shell and it shoots into the sky.

EXT. ROAD OUTSIDE VILLAGE - DAY

Mario and Toad are walking ahead of Luigi.

MARIO
I can't believe this, I can't believe this. My business is going in the dumper and I'm walking down a road with a talkin' fungus.

TOAD
Oh now it starts: the slurs, the insults. Well, if you think I'm happy about this, broom-face--

MARIO
Broom-face!

They pass a pile of leaves--and suddenly the leaves stand up! A hand shoots out, startling them.

PILE OF LEAVES
Spare change?

Now we see that the leaves are actually a man in a black robe with a hood pulled low to conceal his face.

MARIO
Get a job.

Mario walks on a few steps then a flash of realization hits him. He stops, turns, sees...

... Luigi giving the beggar the three silver coins. The beggar nods and shuffles away down the road.

MARIO
No!! Oh jeeze! What're you doin'!!

LUIGI
(as he joins Mario, explaining)
Mario, he needed the money. And he gave me this.

Luigi opens his hand... in his palm is a single BEAN.

MARIO
A bean. This is good. this is good. Get some hamburger and I'LL MAKE SOME CHILI!

Mario stomps away down the road.

HOLD ON the hooded beggar, his face concealed, who stops and turns, watching Toad and the brothers walk away.

EXT. KOOPA'S CASTLE - ESTABLISHING - DAY

foreboding, mist-enshrouded fortress. We see the CARRIER TURTLE zoom toward it, shooting exhaust flames.

INT. HILDY'S BEDCHAMBER - NIGHT

A struggling Hildy is brought into the room by MUGGER, Koopa's #1 Trooper, and two other TROOPERS.

HILDY
Get your slimy hands off me! Let me go!

They release her. She dashes to the door to escape but Mugger catches her.

MUGGER
Sorry, princess. Lord Koopa's orders. You're confined to quarters.

Mugger and the Troopers exit, locking the door. She bangs on the door.

HILDY
Hey! What kind of place is this! Don't I even get a phone call!

INT. CASTLE MAIN HALL - NIGHT

A dank, cavernous room lit by a massive fireplace. Behind the throne sits the glittering CROWN OF INVINCIBILITY on a raised pedestal. Koopa eyes the crown hungrily.

KOOPA
When I was young, Beedleman, I despised my father. Do you know why?

BEEDLEMAN
Because he was cruel to you?

KOOPA
No.

BEEDLEMAN
Because he... didn't bounce you on his knee?

KOOPA
NO, Beedleman! Because he was weak!

BEEDLEMAN
That was my third choice, sir.

KOOPA
He allowed my family's lands to be seized. We were thrown out with nothing. We were poor, wretched, groveling for scraps of charity!

BEEDLEMAN
It's a miracle, sir.
(off Koopa's look)
That you overcame your miserable childhood and grew up to be such a... well-adjusted despot.

KOOPA
(eyes crown)
And soon I will marry the princess and become king... and the Crown of Invincibility will be mine. No one will dare take anything from me again. Because if they try, a simple flick of my talon will incinerate them.

Koopa laughs at the thought. Beedleman joins in.

BEEDLEMAN
Yes, yes, such is the power of the crown, my lord. Of course, this power must be used wisely.
(off Koopa's hard look)
As no doubt you will.
(beat, delicately)
There's just one... minor detail. For you to become king, the princess must willingly marry you.

Koopa looks to him, not understanding the problem.

BEEDLEMAN (cont'd)
The key word is... "willingly." She must fall in love with you.

KOOPA
(pondering that)
Ah. I see. And how is that done?

BEEDLEMAN
(delicately)
There's one school of thought that says, to get a woman to love you, you must be ... "nice" to her.

KOOPA
(mulling it over)
Nice... I must be nice. And just how is that achieved?

BEEDLEMAN
Well, perhaps you could give her a compliment or two. Like "... my you're looking splendid today." Or "what a lovely cloak you're wearing!"

KOOPA
... and this... will work?

Beedleman gestures "you could try it." Koopa thinks a beat, then pushes Beedleman aside on his way out of the room.

KOOPA
(grabbing the idea as his)
I'll be nice then!

INT. HILDY'S BEDCHAMBER - NIGHT

Hildy is trying to tug the bars out of the barred window. Koopa enters. She whirls, on guard. Koopa approaches, trying to smile pleasantly and follow Beedleman's directions.

KOOPA
(woodenly reciting)
My... you're looking splendid today.
What a lovely...
(searches for words)
... cloak you're wearing.

Cloak?? Hildy eyes him like he's gone off his nut.

KOOPA
I trust you're finding the accommodations pleasant.

HILDY
I'd prefer a room by the pool, without bars on the window.

KOOPA
It's only temporary. After our betrothal, we'll be sharing the royal bedchambers.

He gets within Hildy's range--and she hits him with a stinging right cross to the snout.

HILDY
In your dreams, lizard face!

Koopa dabs a handkerchief to his bleeding snout, trying to remain composed.

KOOPA
I have explained who you are, princess--

HILDY
What about my parents!

KOOPA
The king and queen died valiantly. But before their death, I was appointed heir to the throne--

HILDY
I don't believe you.

KOOPA
And who better to chose as my queen than the last of the royal bloodline...

He goes to stroke her cheek and she bites his claw. He YEOWLS in pain. She dashes to the door to escape--and swinging it open comes face to face with Mugger. She pulls back her hand to slug him--but he's all armor and helmet--there's nowhere to hit.... so she kicks him in the shins, but OW! it's armor, too.

Koopa grabs her from behind and shoves her back into the room.

KOOPA
You will be my bride!

He slams the door, bolting it. She yells through the door.

HILDY
Forget it, slime-o! You're not my type! You're not even my species!

INT. CASTLE MAIN HALL - NIGHT

Koopa sits brooding on his throne. A supplicating Beedleman stands before him.

KOOPA
I've tried "nice," Beedleman. It was less than EFFECTIVE!

BEEDLEMAN
My lord, I have an alternate plan. A love potion. I can whip it right up. Something so powerful, I guarantee that in a day or two she could love even the ugliest ogre in the kingdom--
(off Koopa's fierce look)
--or you, sir. No, she'll love you, sir. Because you're so handsome.

KOOPA
This better work, Beedleman. Because the wedding will take place the day after tomorrow--as planned.
(beat)
You've sent the invitations?

BEEDLEMAN
Of course, my lord. Thousands from near and far are clamoring to attend.

KOOPA
(nods, pleased)
Then go! Work your sorcery. Create a potion to... soften her heart.

BEEDLEMAN
As you wish, your omnipotency.
(exits, bowing)

Koopa looks to see if anyone is watching. He reaches for the crown (as he has done countless times before) and it gives his claw a NASTY SHOCK. He growls in pain, sucking a talon.

Mugger enters with the two HAMMER BROTHERS, Koopa's special hit-turtles.

MUGGER
My lord.

KOOPA
(pissy)
What? What?

Mugger removes his helmet--and for the first time we see what a Koopa Trooper's face looks like. Leathery skin, with turtle-like eyes and mouth. Mugger presents the message that was affixed to the carrier turtle's leg. Koopa reads it, angrily crushes it.

KOOPA (cont'd)
(to himself, teeth clenched)
I thought I took care of those two.
(to Mugger)
Take the Hammer Brothers--and this time exterminate them.

Mugger and the Hammers bow and exit. Koopa takes a "DRAGON FRUIT" from a bowl of them. It is a softball-sized, hairy, yellow fruit with a hard shell like a coconut. Using a mallet, he cracks open the shell. Inside are long, black worms that he scoops out and throws down his gullet.

EXT. LANDFILL OF LOST ITEMS - NIGHT

A tired Mario, Luigi and Toad arrive on the scene.

MARIO
We'll camp here for the night.

Mario plops down on the ground, sitting on something painful. He rises, picks up a big set of keys on a key ring.

MARIO
Somebody lost their keys.
(finds more "lost" items)
And a comb... a sweat sock... and an owner's manual to a 1955 Desoto? What is this place?

TOAD
We're not sure. All we know is... that never stops.

Toad points to the top of the heap...

... where we see a steady flow of "lost" items, keys, socks, combs, pens, etc., falling from huge pipes, adding to the heap.

Luigi picks up a fuzzy bunny slipper.

LUIGI
I know what this is! It's where all the lost stuff from our world ends up. Yeah. So this is where it all goes.

INT. KOOPA'S CASTLE - HILDY'S BEDCHAMBER - NIGHT

Hildy is lying across the bed. Her door is unlocked and Koopa enters with a heart-shaped box on a silver platter. She sits up, wary.

HILDY
What do you want?

KOOPA
Merely to lift your spirits.

HILDY
Jump off a cliff--that'd do the trick.

KOOPA
I had the royal confectioner create some special treats for you.

He brings the tray to the bed. He opens the box, revealing two dozen luscious-looking chocolates. She eyes them hungrily.

HILDY
No thanks. They're probably poisoned anyway.

KOOPA
(leaning closer, trying some charm)
Now why would I want to hurt my lovely bride to be?

Hildy bunches her fist to slug him again -- and he steps back out of range. He drops the tray on the bed.

KOOPA
I'm sorry that you reject my attempts at civility!
(waves at the box)
I don't care if you eat them. Throw them away if you wish!

He exits and the door is locked. Hildy grabs the box and goes to the window to toss the box. She hesitates... and starved, she grudgingly tastes one. She moans in pleasure. It's fabulous.

INT. KOOPA'S CASTLE - HALLWAY OUTSIDE HILDY'S DOOR - NIGHT

Standing with Beedleman, Koopa swings open a little secret peephole on the outside of the door seeing Hildy eating the chocolate.

KOOPA
How many of those must she eat to fall in love with me?

BEEDLEMAN
Oh, all of them, my lord.
(off Koopa's hard look)
I used a special time-release formula to minimize side effects, such as dizziness, drowsiness--

KOOPA
I don't care <u>how</u> it works, Beedleman! I want to know WHEN the Crown will be mine!

BEEDLEMAN
When she swallows the last one and not a moment before.

Fuming, Koopa sweeps away, Beedleman trailing.

BEEDLEMAN
But when she does, she'll be completely head over heels, bewitched, enchanted and desirous of only <u>you</u>, sir...

EXT. LANDFILL OF LOST ITEMS - NIGHT

Luigi is rummaging through the mountain of lost stuff. He makes a find, holding it up.

LUIGI
Mario, look! Papa's Swiss army knife. See -- his initials!

Mario comes over and inspects it.

MARIO
You're right. It's his.

LUIGI
Remember? He gave it to me when I was ten.

MARIO
Yeah, and you lost it. I wouldn't've lost it if he had given it to me.

Mario gruffly hands the knife back to Luigi and walks off, hurt by a painful boyhood memory.

SAME SCENE - LATER

A camp fire blazes. Luigi is curled up asleep, turned away from Mario and Toad. Mario stares contemplatively into the fire.

Toad picks a little toadstool that has sprouted on his head and eats it. Mario watches, grimacing.

TOAD
Poisonous to everyone else. But to us, an excellent source of fiber.
(beat, Toad nods toward Luigi)
So, what's it like having a brother?
(off Mario's rueful look)
I'm an only stool.

MARIO
Consider yourself lucky.
(stares into the fire, long beat, then a rush of pent-up feelings:)
I really wanted that Swiss army knife. I really wanted it. But Luigi got it. Luigi always got everything. You know what I got? When papa died I got to go to work. And when ma died, I got him.
(jerks his head at Luigi)
You wanna know what's it like having a brother? It's a rock in your shoe you can never shake out.

MORE

MARIO (cont'd)
It's the feeling of lemon juice on a canker sore. It's underwear that always keeps riding UP!
(long beat, looks at Toad)
Now... don't you feel lucky you don't have a brother?

TOAD
I feel lucky I don't have you as a brother. 'night.

Toad shuts his eyes and goes to sleep. We see Luigi, turned from Mario. His eyes are open. He's heard everything.

EXT. LANDFILL OF LOST ITEMS - MORNING

Mario awakes. Toad and Luigi are still asleep. Mario sits up, sees two signs where the path forks...

... a sign reads "PIT OF NO RETURN" with an arrow pointing left. A second sign reads "OUT PIPES" with an arrow pointing right.

Mario gets out the map from a pocket. Looks at it, looks at the signs... gets an idea. He sneaks off.

DISSOLVE TO:

EXT. MOUNTAIN PATH - DAY

Toad and the brothers walk along a path in a rocky area.

LUIGI
Are you sure we're goin' the right way? On the map, the Pit of No Return was north. We're goin' south.

MARIO
You saw the sign. It said the Pit was this way.

LUIGI
Maybe somebody changed the sign. Lemme see the map, Mario.

Mario continues to walk, ignoring him.

LUIGI
Gimme the map, Mario.

MARIO
Hey, I know exactly where we're goin'.

Luigi makes a grab for Mario's pocket. They wrestle into the bushes, tumble down a small hill and suddenly see...

EXT. SLAVE LABOR CAMP - DAY

... TOADSTOOLIANS (Toad's race) are being made to work as slaves. GOOMBAS (the size and shape of Toad's people, but fiercer, gray-colored) crack whips, serving as slave masters.

Toadstoolians dump wooden wheelbarrows full of newly harvested dragon fruit. Other Toadstoolians select the ripe fruit and shovel them into large wheeled carts that pass by.

Toad joins the brothers, sees a Goomba, near. Then sees other Toadstoolians working as slaves.

TOAD
Goombas! And those are my people! They're... slaves. If they find me...

Panicked, he starts to dash off wildly, but Mario grabs Toad, shushing him. He points o.s. and we see...

... the Hammer Bros, ride up on huge, heavily-armored, jet-black HORSES. One of the Troopers exchanges words with a Goomba. The Goomba shakes his head.

Hammer #1 signals his partner and they ride off up a path that curves around and becomes the path behind Toad and the brothers.

TOAD
They're headed this way!

Mario clamps his hand over Toad's mouth.

MARIO
Keep a lid on it!
(surveys the scene)
I got an idea.

The Hammer Bros ride up the path above the camp.

ON TOAD AND BROTHERS

As an empty cart passes, near. It has an over-head hook that is slung over an elevated rope tow. (Like a ski-lift.) Mario motions to it, and they run and jump in the empty cart as it moves toward where the dragon fruit is thrown in.

INSIDE CART

on a scrunched-down Toad, Mario & Luigi.

TOAD
This was a good idea.

LUIGI
You switched the signs, Mario. You were taking us to the out pipe. How could you do that!

MARIO
Can we argue about this later, Luigi!

OUTSIDE THE CART

as it is pulled by the rope tow past the Toadstoolian workers. Each worker throws in a shovel-full of the rock-hard dragon fruit as the cart passes. We HEAR OUCH! OOF! OW! from inside the cart... and see the fruit tossed out again.

TWO WORKERS see this, exchange questioning looks as...

CAMERA MOVES past the cart so we see its future path... past the workers... and then, as the mountainside falls away below, it will ride the rope tow down the mountain, suspended in air like a chair lift. At the end of the line, a Goomba controls the speed of the rope tow with a BIG LEVER.

THE HAMMER BROTHERS

look down from their vantage point and see our trio in the cart. They gallop fast to intercept it.

INSIDE THE CART

... our trio is getting a major pummeling.

TOAD
Allow me to retract my compliments - OW!
- about your -- OUCH! - idea!

THE MOUNTED HAMMER BROTHERS

gallop through the camp toward the cart.

HAMMER #1
Stop that cart!

A Goomba at the end of the line hears this as the cart passes him. He looks inside the cart... reacts as he sees our trio. Mario pops up as the Goomba turns to pull the lever to turn off the rope tow... but Mario grabs a shovel from a nearby worker and slams it into the back of the Goomba's head...

... knocking him against the lever... suddenly kicking the rope tow into high speed as the cart lifts off the ground and heads down the mountain.

The Hammers dismount and jump in the next cart, 20 yards behind...

THE BROTHERS' CART

... which speeds down the rope tow, 50 feet in the air.

LUIGI
From now on, I'm on my own, Mario.

MARIO
Great! Be on your own! If it wasn't for you I wouldn't be in this mess!

TOAD
Excuse me. We've got company.
(points back to...)

THE HAMMERS' CART

Their small backpacks pop open, revealing gleaming, lethal HAND AXES that could split a tree.

A Hammer aims and throws the axe. It makes a WHOOSH-WHOOSH-WHOOSH sound as it slices the air heading for...

THE BROTHERS' CART

Mario sees something gleaming whizzing at them.

MARIO
Incoming!

WHOOSH! The axe nearly parts Mario's hair as they just duck in time. WHOOSH-WHOOSH-WHOOSH. Here comes another. THWACK! The axe blade slices through one side of the cart embedding in the other side, right next to Mario's ear. This get's Mario pissed.

MARIO
Luigi, remember when we used to play burn-out?

LUIGI
You always threw too hard, it hurt my hand.

Mario tosses Luigi a hard-shelled dragon fruit and picks up another, the last one in the cart.

MARIO
Time for a little hardball.

Luigi nods, knowing what Mario is driving at. Mario peeks above the cart rim.

MARIO
One... two... THREE!

The brother's stand and hum fastballs back at...

HAMMERS' CART

The fruit slams into one of the Hammers, knocking him out of the cart, sending him plummeting below.

ON THE BROTHERS' CART

Mario and Luigi CHEER, high-fiving each other.

MARIO
(calling to Hammer's cart)
In your face!

ON THE HAMMERS' CART

Enraged, the remaining Hammer grabs another axe, giving a mighty throw... WHOOSH-WHOOSH-WHOOSH.

ON THE BROTHERS' CART

Toad and the brothers duck, the axe WHOOSHES overhead hitting...

A ROPE TOW SUPPORT TOWER

slicing off the pulley that supports the rope, causing the...

BROTHERS' CART

to plummet, Mario, Luigi and Toad SCREAMING.

HAMMERS' CART

also plummets.

THE BROTHERS' CART

hits the steep ground hard. Toad and the brothers hold on for dear life. Wheels spinning, it zooms down the mountainside, barely missing massive trees. And here comes...

HAMMERS' CART

... zooming down the mountainside, too. It catches up to the brother's cart, racing side by side, a foot apart. Simultaneously, Mario and Hammer peek up from inside and see each other.

Hammer grabs his last axe and swings it WHOOSH-WHOOSH at Mario's head. Mario holds the shovel up to protect himself... and the axe breaks it in two. Hammer grins. He has Mario now. As he raises his axe for the killing blow...

... Hammer's cart SMASHES DEAD into a tree.

Mario CHEERS in victory... but the cheer is short-lived as the cart continues across a road right behind FIVE KOOPA TROOPERS on HORSES, led by Mugger, who have just passed. Mario ducks into the cart, hoping they didn't hear him but...

MUGGER'S HORSE

rears its head. Mugger looks back and sees the cart continuing across the road. He gestures to his troops, they whirl their mounts, set off for the chase.

THE BROTHERS' CART

zooms through the misty terrain, hits a rock, bounces and SMASHES INTO A HUGE TREE STUMP. Toad and the brothers lie dazed.

And now a curious thing happens. A hidden panel in the side of the stump swings open and an incredibly UGLY HAG steps out.

HAG
Oh, a handsome stranger.

She bends over Mario. His eyes focus on her... focus... and when he sees her he SCREAMS in fright.

HAG
Mmmm. Kiss me.

MARIO
Get away from me!

HAG
Just a little kiss. No tongue.

MARIO
Get outta town!

Luigi and Toad sit up, clearing their heads. The SOUND of approaching HORSE HOOVES is heard through the mist.

TOAD
Please, you gotta hide us!

HAG
I will. But first he must kiss me.
(nodding at Mario)
I was a beautiful young woman. A spell was cast that turned me into this.

MARIO
Whoa. Hadda be one of those industrial-strength spells.

HAG
If a handsome stranger kisses me, the spell will be broken.

MARIO
(indicating Luigi)
Let him kiss you.

HAG
(smiling coquettishly at Mario)
You're more my type.

We hear the approaching HORSE HOOVES coming closer.

LUIGI
Kiss her, Mario!

HAG
(indicates a wart-encrusted cheek)
Just a little peck is all.

TOAD
Do it or we're dead!

Mario steels himself, goes to give her a little peck--but she grabs him and gives him the juiciest kiss in film history, bending him over backwards--dropping him to the ground when the kiss is done.

HAG
Well... did it work?

She hasn't changed a bit. Mario spits out the taste of the kiss.

MARIO
Yeah! You're practically a beauty queen!

The hag pulls down a branch on the stump and the door opens. She motions them inside and the panel closes... just as Mugger and the other Troopers arrive and see the busted cart and the hag.

MUGGER
Where did they go!

HAG
Where did who go?
(smiles seductively)
Ooooo. You're cute.

She makes kissing noises at him. Mugger groans, repulsed. He gestures and the Troopers thunder off into the mist.
The hag pulls down the branch, the panel slides open and Mario sticks his head out.

MARIO
They're gone.

Toad and the brothers come out. The hag takes a cracked mirror from her cloak and gazes disappointedly at her unchanged face.

HAG
I know why it didn't work.
(turns to Mario)
Your heart is cold. But someday you'll change... and then we'll make kissy face.

She purses her lips to Mario, he recoils, grossed out.

LUIGI
(to hag)
Thank you, you've been very kind.
(turns to Mario)
I'll take that map now, Mario.

Mario sees there is no talking Luigi out of this. He grudgingly gives Luigi the map. Luigi starts walking off.

LUIGI
Good-bye, Mario

MARIO
Whattaya mean, good-bye? If I let "baby Luigi" wander off on his own, you think ma'd ever forgive me!
(angrily speaks to the heavens)
Ain't that right, ma!

Mario tromps off after Luigi. Toad, a little confused, follows.

TOAD
Now where're we going? Can't you people make up your mind? First we're going this way, then we're going that way...

INT. CASTLE STAIRWAY - CLOSE ON KOOPA - DAY

KOOPA
Escaped!

A furious Koopa is addressing a contrite Mugger on the stairway leading to Hildy's bedchamber.

MUGGER
Yes... my lord.

KOOPA
(sighs, trying to keep his cool)
I am TRYING to manage an evil kingdom.
Am I getting any help?
(cutting off Mugger's response)
NO! I AM NOT!
(beat, calms)
Prepare my ship. I will kill these humans myself.

Mugger bows and hurries away. Koopa comes to the door of Hildy's bedchamber, preening himself.

INT. HILDY'S BEDCHAMBER - CLOSE ON THE BOX OF CHOCOLATES - DAY

Half of the box is gone. Hildy's hand, now with longer, sharper, dark-green fingernails, reaches in the box for another.

CAMERA follows the chocolate from the box to her face. Whoa. She's not the sweet, young thing we saw before. The love potion is changing her appearance as well as her emotions.

At her dressing table painting her nails, she pops the chocolate in her mouth. Koopa enters... curious as to how the potion is working. She hears him, turns and he sees the change, delighted.

KOOPA
Every hour you become more enchanting.

HILDY
(looks him up and down)
You're kinda growing on me, too. Tall, green and handsome.

Sensing an opening, Koopa rushes to the table, taking her hand, the one she was painting with nail polish.

KOOPA
Oh, my princess! My queen!

HILDY
(pulls her hand away, coquettishly)
Hey, you're smearing my polish, big guy.
(looks in mirror, for a second realizes what's happening to her)
Wait a... what's happening to me???

KOOPA
(quickly offers the box to her)
Have another.

She stares at the box. Her resistance vanishing, she takes one, popping it into her mouth whole as Koopa grins evilly.

HILDY
Oooo, they are yummy.

EXT. FOREST - DAY

Toad and the brothers walk through the ancient, dark, moss-hung forest. Toad chatters away...

TOAD
Ever since I was knee-high to a puffball, things have been stacked against me. Do you know what it's like being branded as a thief and pickpocket? Sure, I am a thief and pickpocket, but can I help it? Oh, I could've lead a respectable life, put down roots, raised a planter full of spores maybe, but for what? To have them go through life being called "fungus face" or "mold breath?" No, I'd rather--

As they come to a large egg-shaped rock where the road branches, a fed-up Mario grabs Toad by the collar.

MARIO
Shut up, buttonhead.

TOAD
Buttonhead. Oh that's a good one. See? No wonder I have low self-esteem.

Luigi takes the map out, inspecting it. Mario rests against the rock, closing his eyes. After a beat we hear the sound of a CRACKING EGG. Mario opens his eyes, not knowing where this sound is coming from, when suddenly...

... the wet, slimy head of a newborn BRONTOSAURUS-LIKE CREATURE pops out of the "rock" next to Mario's head. It gives a CUTE, GURGLING CALL as...

... Mario sees it, SCREAMS and scrambles away on all fours.

LUIGI
It's a baby!

The egg cracks and out pops the baby, who we'll call JUNIOR. Its soft eyes gaze at Mario... and its ten-foot-long red tongue shoots out, wraps around Mario's arm and pulls him to it, nuzzling him.

MARIO
Get that thing off me! Lemme go! Lemme go!

LUIGI
He thinks you're his mother.

TOAD
I can see the resemblance.

Mario finally struggles away from it's slimy tongue.

MARIO
Yeech!

TOAD
We should name him. How 'bout... "Mario Junior?"

LUIGI
I like it.

Mario stares bullets at Luigi and Toad. Junior gives a BABY CRY, trying to nuzzle Mario, who tries to push it away.

EXT. FOREST - DAY

Our trio walk along, followed by Junior. They pass some fruit trees. Junior flicks out his long tongue, snatches the fruit and gobbles it down. He snatches another piece of fruit and, with its long tongue, holds it out in front of Mario, offering it to him. Mario angrily turns.

MARIO
For the last time, I'm not your MA! She's probably close by. Go! Scoot! Get outta here!

Junior gives a SAD BABY CRY, stopping.

LUIGI
Bye, Junior. Go find mama.

Our trio continues on, leaving a WHIMPERING Junior.

EXT. PIT OF NO RETURN - DAY

The trio walks out of the trees and stop dead in their tracks.

Before them lies a massive hole in the earth, 50 yards across. Our trio creep to the edge and look down into...

... the abyss. Sheer rock walls disappearing into a bottomless black void. Mario WHISTLES in awe. Toad points into the pit.

TOAD
The cave. Just like Woltan said.

Forty yards below the rim of the pit is the mouth of the cave. And winding down to it, carved into the sheer rock wall, are stone steps.

THE TOP OF THE STEPS

They pass a posted sign, flanked by torches and ringed with skulls. It reads "WELCOME TO THE PIT OF NO RETURN, ENTERED -- 57, RETURNED - 0." Trading looks, they grab the torches and we:

DISSOLVE TO:

OUR TRIO

halfway down the steps to the cave. Mario descends a step and it suddenly crumbles away. Mario falls--losing his torch into the abyss--barely hanging onto the ledge. Luigi and Toad rush down and help pull him up. They exchange looks. Whew! That was a close one. They carefully jump over the collapsed step, continuing down.

DISSOLVE TO:

THE CAVE ENTRANCE

They enter the cave. Luigi's torchlight illuminates dismembered skeletons and skulls littered about.

MARIO
I wonder... did these guys buy it going in... or coming out?

They exchange fearful looks and, with Mario leading, move deeper into the cave.

FURTHER INTO THE CAVE

the trio suddenly hears a CREAKING SOUND. Then we see that both walls of the cave, covered with 9-inch spikes, are closing in, about to skewer and crush them!

MARIO
Run for it!

They run forward in panic as the spiked walls grind precariously closer, rotted SKELETONS impaled on the spikes here and there. Luigi, in the lead, trips over a skull and falls. The spikes close in and his eyes lock on...

... a rusty broad-blade SWORD, still held in an impaled skeleton's bony hand.

He yanks the sword free and jams it sideways, wedging it tip to hilt between the wall just in time, causing the walls to grind to a halt just inches from the trio... leaving a narrow space a foot wide between the tips of the spikes.

LUIGI
(calling back to Mario & Toad)
Hurry!

Sweating bullets, they shuffle sideways between the spikes as...

... the sword trembles, bending under the crushing pressure of the walls.

At the end of the spiked corridor, Luigi slips out, then Mario and just as Toad gets out, the sword breaks and the walls CLANG shut. Toad feels himself for puncture holes and the brothers take a moment to catch their breath.

MARIO
Piece a cake.

A VOICE
That's what you think, pip-squeak.

MARIO
(whirling on Toad)
What'd you say!

TOAD
I-I didn't say anything.

Mario looks at Luigi, who shakes his head "no." Realizing they're not alone, Mario edges forward.

MARIO
Who-who's there....?

VOICE
C'mere and fine out. Hee-hee-hee.

Mario creeps forward, and as he steps on a stone tile, it depresses. And suddenly a THWOMP--a nasty, blue, 1-ton stone creature, a yard square--shoots down from the ceiling, KA-WHAM! right between the brothers, nearly crushing them.

THWOMP #1
Missed! %$#@*&$!

Startled, Mario stumbles forward and falls on a second stone tile. A SECOND THWOMP shoots down--Mario rolling away just in time. KA-WHAM! It growls another unintelligible curse.

THWOMP #2
He got away!

THWOMP #1
You blockhead! Can't you do anything right!

THWOMP #2
Look who's talking, you missed him by a mile!

THWOMP #1
Oh shut-up!

Mario illuminates the cave floor with his torchlight, showing similar stone tiles on the passageway ahead of them.

MARIO
(indicating tile)
Keep off these.

They continue on carefully, avoiding the tiles that activate the Thwomps. Suddenly they hear a WHIRRING SOUND and stop dead in their tracks. From out of the darkness ahead runs BOB-OMB, a 1-foot high black bomb. Like a wind-up toy with little mechanical feet, it whirs straight at them--then abruptly stops.

Our trio exchange anxious looks. The bomb starts TICKING and it's tiny mechanized voice counts down quickly:

BOB-OMB
Ten--nine--eight--seven--

Bob-omb leaps into Mario's arms. Panicking, Mario throws it at Luigi, who tosses it to Toad. AD-LIBBING "you take it!" "I don't want it!" they play hot-potato as the bomb counts down.

BOB-OMB
six--five--four--three--two--

Toad throws Bob-omb to Mario--and he sees a Thwomp tile right behind him. Thinking fast, he steps on the tile. The Thwomp shoots down just as Mario throws Bob-omb under it and KA-WHAM! Bob-omb EXPLODES just as the Thwomp hits it.

MARIO
(to Thwomp)
Thanks for dropping in.

The Thwomp issues a dying groan and crumbles into pieces.

INT. THE TUNNEL - FURTHER ON

The trio round a turn, suddenly stop and gaze in wonder at...

INT. THE FINAL CHAMBER

A cavernous circular chamber bathed in a multicolored glow emanating from heaps of magic items...

... amulets... wishing stones... ingredient jars... potion pots... crystal balls...

Mario picks up a rabbit's foot on a chain, shakes his head.

MARIO
I've seen better stuff at garage sales.

LUIGI
Remember what Woltan said. One item each.

Mario spies a tiny jewelry box. He flips the lid, revealing a large glistening JEWEL. Eyes lighting up, Mario glances over his shoulder to see if anyone's looking. Unable to resist temptation, he pockets the jewel.

On the other side of the room, Toad rummages through some items, finding a large dusty jar. Curious, he lifts the lid and the HEAD OF A HIDEOUS MONSTER pops out. Toad jams down the jar lid, pushing the head back into the jar.

Luigi rummages in a wooden chest, lifting out a worn leather pouch. He reads the tag attached to it.

LUIGI
"Magic mushroom powder. Effective in breaking spells, curses and other assorted bewitchments. Also delicious when sprinkled over soups and salads."

Sensing he'll need this later, Luigi pockets it.

Toad spots an urn, its label marked "FLIGHT GEAR." Intrigued, he opens the lid with great caution, expecting another head to pop out. Nothing does. He reaches inside and pulls out a LONG BRIGHT RED LEAF.

Rifling through more items, Mario finds a magnificent WAND, a foot-long bejeweled baton, covered in gold filigree and topped with a luminescent pale blue stone.

MARIO
Hold the phone. I got the wand.

Toad and Luigi scramble over and look at it in awe.

LUIGI
Wow... a real magic wand.

MARIO
(scoffing)
Yeah, right. If you believe in that kind of thing. Okay, mission accomplished, let's blow this popstand.

CUT TO:

INT. CAVE - ON THE TORCH

illuminating the spiked walls which are still shut tight, sealing the escape route.

MARIO
Terrific. Any suggestions?

LUIGI
Why don't you use the wand?

MARIO
Right, sure.
(waves the wand half-heartedly at the spiked walls)
Like, open sesame...
(nothing happens, he shakes the wand like it's a flashlight on the fritz)
Probably made in Taiwan.

LUIGI
Let me try.

MARIO
(scoffing)
Yeah, let the "Great Luigi" give it a go.

Luigi takes the wand. Closing his eyes in concentration, he begins waving it in grand circular motions. Beat. Beat.

MARIO
What're you doin'!!

LUIGI
Gettin' warmed up.
(continues waving it)
Open... open... open... NOW!

The wand GLOWS... and the walls lurch open, rolling back, leaving an 8-foot-wide corridor between the spikes.

LUIGI
You see, Mario, the proper technique is to hold the wand like this--

MARIO
Give me that!

Mario gruffly snatches the wand and hustles downs the corridor. Luigi looks at Toad, shrugs, and they follow.

INT. CAVE - END OF SPIKED CORRIDOR

They pass the last of the spikes and see the light at the end of the tunnel. They're home free.

MARIO
Pit of no return. Stick it in your--

Suddenly a STRETCH GHOST--a spooky-looking phantom with elongating arms and legs--shoots out from a crack in the wall right in front of Mario's face.

STRETCH GHOST
Give it back!

It grabs Mario, and shoots back into the wall, magically taking Mario into the wall with it! Shocked, Luigi and Toad feel the solid wall.

LUIGI
Mario! Where are you! MARIO!

Mario's head and torso pop out of the wall, still locked in the ghost's terrible grip.

MARIO
Hellllllllp!

Luigi and Toad grab Mario's arm and try to pull him out. But the ghost yanks back--and there's a tug-of-war between them... until Luigi yanks hard and...

... the jewel Mario took falls from his pocket to the floor.

Luigi sees the jewel. The ghost pops his head out, sees it, too.

GHOST
It's mine!

The ghost snatches up the jewel and disappears into the wall, pulling Mario fully into the wall with it. Beat. Beat. Luigi and Toad trade looks. And then...

... Mario is spit out of the wall. Luigi and Toad bend over him.

LUIGI
Mario, you all right?

Luigi helps Mario up, dusts him off. Mario slaps his hand away

MARIO
Let's just get outta here. Place gives me the heebie-jeebies.
(starts walking away)

LUIGI
You shouldn't've taken that jewel.

MARIO
Shut-up, Luigi.

EXT. RIM OF PIT - DAY

Mario, Luigi and Toad stumble up the steps to the top of the pit, falling to the ground, spent.

TOAD
We made it! I can't believe we actually--

A shadow falls across them and they look up.

Mugger and a squad of TROOPERS stand over them. Koopa strides from his nearby HOVERSHIP.

KOOPA
Look what crawled out of the ground. up. Three vermin who're be popping up with irritating regularity.

TOAD
(sotto, to brothers)
Let me handle this.
(to Koopa)
Lord Koopa, sir, may I have a word with you?

Koopa nods at Mugger, who lets Toad approach Koopa, away from the brothers.

TOAD
I was the one who sent you the message about them, sir. And I've tagged along as a spy to keep tabs on them for you.

KOOPA
Good work. What do you think we should do with them?

TOAD
They're really a couple of noodleheads, sir. No danger to you at all. The best thing is to take 'em to the out pipe and kick 'em back to where they came from.

Koopa nods in accord. He gestures Toad back to join the brothers at the rim of the pit. Koopa stands before them.

KOOPA
After due consideration, I have decided to let you go.

Toad gives a look to the brothers that says "See, I've got influence here." Then, suddenly lunging, Koopa shoves both Toad and Luigi into the pit. They fall into the blackness.

LUIGI (o.s.)
Maaaaaariiiiiooooooo...

MARIO
LUIGI!

KOOPA
(chuckles)
Just kidding.

Bellowing, Mario lunges at Koopa, getting a death grip on his throat, wrestling him down, punching his face. As they roll around, Troopers rush in, trying to pry the enraged Mario off.

ON LUIGI & TOAD

Falling, falling. Then Toad remembers the leaf he took from the cave. He grabs it from his pocket and shouts to Luigi:

TOAD
Grab the leaf!
(off Luigi's look)
Grab it!

Like a skydiver, Luigi drifts over to Toad and grabs the leaf from his hand. Instantly Luigi sprouts RACCOON EARS and a rapidly swishing RACCOON TAIL, giving him flight, propelling him upward!

But Toad continues to fall. Luigi tries to get control, banging against the pit walls.

LUIGI
I grew a tail! I grew a tail! Toad, how do I control this!!

Finally he manages to position himself downward and zooms down. Like a superman with a learner's permit, Luigi streaks past the falling Toad.

TOAD
Ya missed me! Ya missed me!

Luigi makes another pass, grabbing Toad--just as the bottom of the pit approaches.

TOAD
Reverse engines!!

Luigi puts the brakes to their descent a foot before impact--and they fall with a thump the last foot, Luigi's ears and tail dissolving into PIXIE DUST.

EXT. RIM OF PIT - DAY

Troopers finally pull Mario off a choking Koopa, who gestures angrily to the Troopers to throw Mario into the pit.

KOOPA
Dispose of him!

Two Troopers wrestle Mario to the edge of the pit.

MARIO
I'll get you! My people never forget! We got a thing called vendetta!

Two Troopers move the struggling Mario to the edge of the pit. They inch him closer and closer to the edge, and just as they are about to throw him in...

... a familiar long red tongue shoots out from o.s., wraps around one of the Troopers and tosses him aside.

Junior steps out from behind a boulder. He's come to save his "mom!" One hand free, Mario slugs the other Trooper, knocking him cold. Junior trumpets a CALL.

MARIO
Junior!

More Troopers rush at Mario. He jumps on Junior's back. Junior puts his head down and charges at the Troopers, knocking them flying. Junior speeds away into the forest with Mario hanging on for dear life.

Koopa sees Mario escaping. He barks to his Troopers:

KOOPA
Hunt him down! Kill him!

INT. BOTTOM OF PIT

Luigi and Toad rise from the floor of the pit, dusting themselves off.

LUIGI
You okay?

TOAD
I think so.

Luigi looks to see it he still has a tail.

LUIGI
Kinda weird. Havin' a tail. Flying.
(shrugs)
I liked it.

TOAD
(reacting to something o.s.)
Oh-oh.

Near them is a huge, fresh pile of... mole dung.

TOAD
Mole dung.

LUIGI
That came outta one mole? It's gotta be--

TOAD
(nodding, afraid)
--one big mole.

They spy a tunnel leading off from the pit floor. As they start into the tunnel, Luigi looks up to the top of the pit far above, a tiny hole of light.

LUIGI
I hope Mario's okay.

EXT. FOREST - DAY

Troopers on horses gallop by. A beat or so later, Mario and Junior stick their heads up from behind a fallen tree.

MARIO
Look, thanks for savin' my life and everything. I appreciate it.
(stops, turns)
But why'nt you take off now. Go on.

Junior whimpers, not wanting to leave Mario. Mario sighs, sits on the log, disconsolate. Junior puts his head in Mario's lap.

MARIO
So maybe you're all alone, too, huh? That's what I always wanted... to not have a brother messin' things up all the time.
(a mournful beat)
Don't wish for the wrong things, Junior. They might come true.

The TRUMPETING CALL of an animal is heard in the forest. Junior raises his head, gives an answering CALL.

MARIO
That's gotta be your ma callin' ya, kid.
Take off.

Junior is confused, torn between leaving and staying with Mario.

MARIO
You got family. I'll be okay.

Junior's wet tongue shoots out, licking Mario's face.

MARIO
(wiping off slobber)
Go on, will ya!

Junior takes one last tender look at Mario, then trots off as we hear another trumpeting CALL. Junior eagerly ANSWERS it.

Mario watches Junior leave, perhaps a little sorry to lose him. Suddenly there is a rustling in the brush behind Mario. He turns to see...

... a figure duck behind a tree.

MARIO
Who's there?

Mario walks toward the tree. The figure scurries off--it's the hooded beggar we saw before. Mario catches up with him, grabs and whirls him around--his hood falls back, revealing Woltan!

MARIO
You? You been following us--

WOLTAN
Yes. And I'll have my wand, please.

MARIO
Is that all you care about! Your wand!
Take your lousy wand!
(slaps it into Woltan's hand)
It cost me my brother.

As if inspecting a dear, long-lost treasure, Woltan runs his fingers over the wand.

WOLTAN
Maybe I was wrong about you.

MARIO
Damn right! And I got a score to settle with that guy Koopa. So you gonna help me or just stand there stroking your thing?

Woltan aims the wand at a tree. A BOLT shoots from the wand, splitting the tree in half. Mario's mouth drops.

WOLTAN
To Koopa's castle.

MARIO
Yeah. Let's kick some ass.

They set off.

INT. HILDY'S BEDCHAMBER - CLOSE ON THE BOX OF CHOCOLATES - DAY

There's now just four chocolates left. Her hand lifts a piece, her fingernails now longer, sharper, resembling... talons.

INT. OUTSIDE DOOR TO HILDY'S BEDCHAMBER - DAY

Koopa comes away from looking through the peephole.

KOOPA
Only three left... and then she's mine.

INT. KOOPA'S CASTLE - BEEDLEMAN'S CHAMBER - DAY

A dark, musty room cluttered with sorcerer's appliances, books, and bubbling flasks. We settle on Beedleman, immersed in a book "The Sorcerer's Companion."

BEEDLEMAN
... finally, add a pinch of minced beetle brain.
(adds the pinch)
I've done it! I've done it!

We PULL BACK to reveal he's making a cocktail. He puts a little umbrella in the glass, stirs and drinks.

BEEDLEMAN
Dry. Very dry.

VOICE
Alert! Alert! Alert!

Beedleman jerks his attention to an apparatus under a cloth. He flings aside the cover revealing a CRYSTAL BALL. A face in it announces:

FACE IN CRYSTAL BALL
A powerful magic source exists within the kingdom.

BEEDLEMAN
(thinks the face means him)
Yes, well, I try.

FACE IN CRYSTAL BALL
Not you! Look!

The face disappears and in the crystal ball we see Mario and Woltan walking along a path.

BEEDLEMAN
Woltan! And the other one...

The face reappears.

FACE IN CRYSTAL BALL
His name is Mario.

BEEDLEMAN
I know how to deal with them.

Beedleman flips through his Sorcerer's Companion book.

FACE IN CRYSTAL BALL
Here comes another quack solution.

Beedleman throws the cloth over the crystal ball.

BEEDLEMAN
Quiet! I must have...
(finds the right page)
Ah yes, perfect.

CUT TO:

DARK, FOREBODING SKY - DAY

Storm clouds build rapidly.

EXT. MEADOW ROAD - DAY

Mario looks up to the sky as a furious WIND kicks up. LIGHTNING streaks the sky. THUNDER booms.

MARIO
Storm comin' in. We better take cover.

WOLTAN
(gazing at the sky knowingly)
How amazingly perceptive of you. But I have nothing to fear.

LIGHTNING strikes the ground, close. Mario hits the dirt.

MARIO
I do! Get down!

WOLTAN
(raises his wand to the sky)
I am Woltan! And my magic protects me!

A LIGHTNING BOLT strikes the wand and Woltan is incinerated. THUNDER RUMBLES and as quick as it started, the wind dies and all is still. Mario raises his head, looking around.

MARIO
Woltan? Yo Woltan...

Mario comes to where Woltan was standing. All that remains is a pile of smoking ashes.

MARIO
He's toast.

He spots something glittering beneath the ashes and picks it up. It's the ruby locket.

MARIO
What's the secret inside you? How do I beat Koopa?

Mario holds it in his palm, but it doesn't open.

MARIO
Thanks for nothin'.

Disgusted, Mario puts it in his pocket and starts off.

INT. UNDERGROUND TUNNEL

Toad and Luigi walk along. There starts a distant RUMBLING and the ground starts to SHAKE.

LUIGI
Earthquake!

They look at each other. The RUMBLING and SHAKING increases. Toad suddenly realizes what it is. Then:

TOAD
Mole-quake!

The huge head of an albino MOLE bursts through the tunnel wall behind them. They take off at light speed down the tunnel.

INT. DEAD END CAVERN

They come to where the tunnel dead ends at a small cavern. Light streams down from an opening in the earth far above, but there's no way to climb up the sheer walls. The RUMBLING gets closer.

Luigi goes for his only weapon--the Swiss Army knife. As he brings out the knife from his pocket, he doesn't see the bean come out, too, falling to the ground in a pool of sunlight.

Luigi holds the knife, ready to use it.

TOAD
That should scare him!

The RUMBLING builds and builds, coming closer. Toad cowers behind Luigi. And now there's a SHAKING under their feet--not from the mole--but something under them is about to explode.

TOAD
Before I die, I gotta make a confession!
It was me who betrayed--

The mammoth mole bursts into the cavern, coming at them, jaws gaping just as...

... a BEANSTALK erupts from the ground under Toad, carrying the surprised little toadstool up with it.

TOAD
Luigi!

Luigi turns, sees the stalk, grabs on... and the stalk carries him away, just inches from being mole meat. Toad and Luigi hang on as the stalk rapidly carries them higher and higher...

EXT. FOREST - CAVERN OPENING - DAY

... until it grows into the daylight.

LUIGI
Ground floor, everyone off.

Luigi jumps off and helps Toad down.

TOAD
Alive! I'm alive!

Toad kneels and kisses the ground. He straightens, sees Luigi looking at him.

TOAD
That, uh, bit about the confession...
it was nothing.

Luigi looks at Toad a beat. We get the feeling he knows what Toad was going to confess, but doesn't press it.

LUIGI
(gestures off)
So you comin'? I gotta find a brother
and rescue a princess.

TOAD
(thinks a beat, shrugs)
Anything to liven up the day.

They smile at each other and set off.

EXT. TOP OF HILL - DAY

Mario comes to the top of a hill and sees Koopa's Castle in a valley below, shimmering oddly in the light.

MARIO (o.s.)
Must be Koopa's Castle.

EXT. NEAR CASTLE - DAY

Mario peeks from around a tree at the castle. It looks strangely vacant. Then we hear Hildy's voice coming from inside.

HILDY'S VOICE
Help! Help me!

MARIO
Okay Luigi, this one's for you.

Mario moves toward the castle entrance.

EXT. TOP OF HILL - DAY

Luigi and Toad see Mario in the distance walking toward the castle entrance.

LUIGI
Look, it's Mario!
(calling to him)
Mario!

TOAD
He's too far away.

They set off quickly toward the castle.

INT. CASTLE DOORS - DAY

Mario pushes open the huge doors. The place is eerily deserted. Mario glances around, suspicious.

MARIO
Maybe it's a holiday. National Reptile Week.

HILDY'S VOICE
I'm in here. Help me!

INT. CASTLE MAIN HALL - DAY

Hildy is chained to the back wall.

HILDY
Mario!

Mario rushes to her, starts to free her from the chains.

MARIO
Where's Koopa?

HILDY
Quick! Before he comes back!

He frees her from the chains as two YEELAH GUARDS rush in, wearing armor and helmets and carrying mean-looking, heavy lances.

Mario grabs Hildy's hand.

MARIO
We gotta run for it.

Mario turns back and sees he is holding...

... Beedleman's hand!

BEEDLEMAN
Sorry Mario, but the princess is in <u>another</u> castle.

Beedleman laughs. As the guards approach, Mario hoists a chair to defend himself... but the chair suddenly DE-MATERIALIZES. Mario looks at his empty hands as spear points are pressed into his neck--and the castle walls start to DE-MATERIALIZE, too.

EXT. NEAR CASTLE - DAY

Toad and Luigi see the castle disappear, leaving Beedleman, Mario and the guards standing in a clearing.

TOAD
It was a trick!

LUIGI
Yeah... and they've got Mario.

HOLD on Luigi, hatching a plan.

EXT. MEADOW - DAY

Beedleman sits on a horse. Mario wears leg and wrist chains.

BEEDLEMAN
Take him to the castle and throw him some place... painful.

Beedleman rides off toward the <u>real</u> castle in the distance.

The guards prod Mario forward with their lances.

MARIO
Easy, easy! You try walkin' with these things.

EXT. PATH ON WAY TO CASTLE - DAY

Mario and the guards walk along a tree-lined path. Suddenly Luigi swings out on a vine at them, yelling a war cry:

LUIGI
Aaaaiiiiiieeee!

He completely misses them and slams into a tree on the other side of the path. He falls, knocked silly.

MARIO
Luigi! You're alive!

Both guards go for Luigi--and seeing an opportunity--Mario trips one and grabs his heavy lance. BING! BONG! He crowns both guards, knocking them out.

Mario rushes to his fallen brother. Now that the danger has passed, Toad pokes out of the bushes, joining them. Mario slaps Luigi's face, bringing him around.

MARIO
Luigi! Luigi!

Luigi opens his eyes, woozy.

LUIGI
Mario... I was worried about you.

MARIO
You were worried about me? I oughta kill you!
(to Toad)
He was worried about me. Ya see what I gotta put up with? Ya see?

EXT. KOOPA'S CASTLE - ESTABLISHING - NIGHT (MATTE)

EXT. DRAIN PIPE OUTSIDE CASTLE - NIGHT

They come to the six-foot-high pipe that juts out of rock. Mario and Luigi wear the ridiculously ill-fitting guards' uniforms. For now, they carry the helmets. (The helmets have eye-holes and a rectangle opening over the mouth, which will hide the brother's faces and mustaches.)

TOAD
We're going in this way?

LUIGI
We are, but you're stayin' here.

TOAD
(relieved)
Oh.
(then false bravado)
What? And let you face Koopa alone?
No, I'm going with you!

MARIO
(to Luigi)
Well if he really wants to--

TOAD
(quickly reversing)
Of course, I could stand guard here.
Yeah.

LUIGI
We'll be back, Toad.

They start into the pipe. Hold on Toad, wracked with guilt, wanting to confess.

TOAD
Wait, there is something I have to tell you. The truth.

They stop, look at him... and he chickens out.

TOAD
The truth is, I'm a coward.

LUIGI
No you're not.

Luigi nods a smile and he and Mario continue into the pipe.

INT. KOOPA'S CASTLE - MAIN HALL - NIGHT

Koopa's stag party. Seated at the banquet table are Koopa and his cronies, including Beedleman, Mugger, other TROOPERS and a GOOMBA or two. Wine flows freely. MUSICIANS play. The atmosphere is loud and bawdy. (As bawdy as a PG movie can get). Beedleman raps his mug with a spoon to bring silence.

BEEDLEMAN
Friends, cronies, mercenaries and esteemed guest of honor. It is customary, on the eve of a bridegroom's wedding...
(nods at Koopa)
... to have a party such as this. With much merriment and ribaldry!

Koopa's cronies pound the table, HOOT and HOLLER.

BEEDLEMAN
It is also a tradition, that on this night, the groom's dear and trusted friends "roast" the guest of honor... playfully poking fun at his foibles and little idiosyncrasies.

The group goes silent as Koopa's stare shoots daggers at Beedleman.

BEEDLEMAN
(adjusting)
But we won't be doing that tonight. Heh-heh-heh. So on with the amusements!

Beedleman sits, hoping he won't lose his head over this. The MUSIC starts up again. A veiled DANCING GIRL comes out, dancing seductively in front of Koopa, who leers at her, aroused.

INT. PIPE UNDER MAIN HALL

We hear muffled MUSIC from the stag. The brothers now wear the Guard's helmets which hide their faces and mustaches. Luigi peeks up through a grate.

LUIGI
Coast is clear. Come on.

Luigi pushes up the grate and...

INT. MAIN HALL ALCOVE - NIGHT

... we see the grate is in the floor of a small alcove, curtained off from the main room.

INT. MAIN HALL - NIGHT

The dancer completes her dance, ripping aside the veil on her face, revealing a hideous snake face with forked tongue.

Koopa leers, thinking she's his world's answer to Madonna.

Bowing, the dancer backs through the slit in curtain into...

INT. MAIN HALL ALCOVE - NIGHT

... where Mario and Luigi have just finished coming up through the grate. They're facing away from the curtain so they don't see the dancing girl and she doesn't see them.

INT. MAIN HALL - NIGHT

Koopa bangs his chalice on the table, wanting an encore.

KOOPA
More! I want more! Bring her to me!

A Trooper pulls the curtains aside....

... suddenly exposing Mario and Luigi, backs turned, unaware of their predicament. Simultaneously, the dancing girl and the brothers turn and see each other, reacting. She runs off through a side door--and the brothers realize all eyes are on them.

KOOPA
And who are YOU!

Mario exchanges panicked looks with Luigi.

KOOPA
Let me guess. The FOOLS?

The brothers trade looks. Koopa bursts out laughing. His sycophants taking the cue, laugh uproariously, too. Mario and Luigi stand there, wondering what's going on.

KOOPA
(to Mugger, who isn't laughing)
What better way to illustrate the ineptitude of your troopers eh, Mugger?

Koopa laughs, slapping Mugger on the back. Mugger utters a forced laugh, suspiciously eyeing the brothers.

KOOPA
(to brothers)
Amuse me, fools! A song!

MARIO
... A song?

KOOPA
A SONG!

Koopa sits, waiting. Mario looks at Luigi. Luigi looks at Mario. Mario motions to Luigi "you start." Luigi motions to Mario "no, you start." Mario motions back. Finally Luigi starts tapping on his armor, beginning a rhythm. Mario takes up the rhythm, slapping his armor and the Musicians start to PLAY...

LUIGI
(singing)
Koopa, you're sup-ah.
A real reptile.

Luigi looks to Mario to step in.

MARIO
(singing)
Uh... of all the evil rulers,
You beat 'em by a mile.

Luigi nods, "Not bad, Mario."

LUIGI
Your slimy green skin,
Really does me in.

MARIO
(getting with it now)
Your cruelty's my style.

MARIO & LUIGI
Oh Koopa, you're sup-ah,
A real reptile!

Mugger suspiciously eyes the brothers, seeing...

... an inch of green overalls protrude from Luigi's pant leg.

MARIO
Koopa, he's sup-ah,
So villainous and vile.

LUIGI
His lechery, is a sight to see
And he'll slay you with his smile.

Mario motions Luigi to move towards the exit.

MARIO
But if you resist,
Your eu-lo-gist,
Will be speaking in a while.

LUIGI
Oh Koopa, you're sup-ah,
A real reptile!

They're at the exit now.

LUIGI
(on one knee)
You take yours and chuck it...

MARIO
(on one knee)
We'll keep our slime bucket...

MARIO & LUIGI
Oh Koopa, you're sup-ah,
A reeel reeep-TIIILLLLLE!

They exit as Koopa applauds, as does everyone else. HOLD on Mugger. He rises, motioning to two Troopers standing nearby.

INT. HALLWAY OUTSIDE MAIN HALL - NIGHT

Mario and Luigi quickly hustle down the hallway.

LUIGI
Mario, we were great! They loved us.

MARIO
We'll sign autographs later. Now let's grab Hildy and get outta here.

INT. CASTLE HALLWAY OUTSIDE HILDY'S DOOR - NIGHT

The brothers peek around a corner. The coast clear, they run up to Hildy's door, undo the latch and slip inside...

INT. HILDY'S BEDCHAMBER - NIGHT

... closing the door behind them. They remove their helmets.

LUIGI
Hildy... ?

HILDY (o.s.)
(behind the dressing screen; playfully)
Koopie, is that you? Here to bring me more treats?

Luigi looks questioningly at Mario. They approach the screen.

LUIGI
Hildy, it's me...

HILDY (o.s.)
Koopie, you animal. You promised to keep your claws off me 'til after the nuptials. Okay, you can look, but don't touch.

Out from behind the screen steps... a grotesque wench. Hildy's now a hideous hussy wearing a garish gown and heavy make-up.

MARIO & LUIGI
WHOA!

MARIO
Who got hit by an Avon truck?

HILDY
Of all the impudent nerve! How dare you sneak into my chambers! Get out!

LUIGI
Hildy, it's me--Luigi!

HILDY
(a flash of recognition)
Luigi...?

Mugger and three TROOPERS rush in and seize the brothers.

LUIGI
Hildy, don't you recognize me? It's your Luigi!

MARIO
Didn't I TELL ya she'd stomp your guts!

The brothers are dragged out. Hildy, torn, confused, grabs a chocolate to calm herself. We HOLD on the box: only one left.

INT. HALLWAY OUTSIDE DUNGEON - NIGHT

The troopers drag the brothers (who have been stripped of the guard's uniforms) up to an iron door. A fat slobby DUNGEON KEEPER, who is gnawing on a greasy bone, unlocks the door and the brothers are thrown inside the...

INT. ICE DUNGEON - NIGHT

... where they fall onto a floor of ice.

DUNGEON KEEPER
(with malicious glee)
Every evening it freezes. Every morning it melts.

MARIO
What happens when it melts?

DUNGEON KEEPER
(with a cruel grin)
Breakfast.

With a snide chuckle, he CLANGS the door shut and locks it. Mario and Luigi look at each other.

LUIGI
Breakfast. I wonder what they're servin'.

Glancing down, Mario catches a glimpse of something moving beneath the ice. He looks closer and sees ... deadly RAZOR FISH, their glinting jaws bumping against the ice in a frenzy of hungry anticipation.

MARIO
Us.

EXT. DRAIN PIPE OUTSIDE CASTLE - NIGHT

Toad is pacing in front of the pipe, having a heated debate with himself.

TOAD
Where are they, where are they? Maybe they got caught--and it's all my fault.
(switches to opposite argument)
What am I saying? I don't owe them anything. Why should I risk my stem?
(switches back)
Because they could be in trouble, that's why. Show some guts for once!

He marches to the pipe and, mustering all his courage, goes into it. Beat. He scrambles back out.

TOAD
I'll give 'em five more minutes. Ten minutes, tops.

INT. ICE DUNGEON - NIGHT

The brothers are on opposite sides of the dungeon, sitting huddled in fetal positions to ward off the cold.

LUIGI
Mario, this may sound like a stupid question.

MARIO
I'll lay odds it will.

LUIGI
When you got engaged to um... Brenda? How did you tell her you loved her?

MARIO
Jeeze! Whattaya bringing her up for? Don't I feel bad enough here? Maybe there's a couple a scabs somewhere on my body you can yank off.

LUIGI
I'm sorry... I was just thinking about Hildy.
(long beat, wistful)
Since the first time I saw her in the flower shop... I wanted to tell her how I felt. But I waited and now it's too late.
(brightening)
I love you, Mario.

Mario gives an exasperated sigh that says "big deal."

LUIGI
Even though it hasn't been easy.

MARIO
Hasn't been easy? Livin' with you ain't been no walk in the park either, ya know.

LUIGI
(measuring his words)
Mario... I wanted to leave you long ago.

MARIO
You wanted to leave ME? I woulda paid you to get out. I woulda bought you a first class ticket!

LUIGI
(calmly continuing)
But before mama died, she made me promise to take care of you.

MARIO
(stunned)
... what? What're you--

LUIGI
She knew that all you cared about was money and work... and that if I didn't watch over you... you'd become bitter and hateful and your heart would grow cold forever.
(beat)
Maybe I failed.

Mario just looks at him. Luigi takes out the Swiss Army knife.

LUIGI
Here. I'm giving this to you.

He slides the knife across the ice. Mario looks at it without picking it up and then kicks it back to Luigi.

MARIO
I don't want it. Papa didn't give it to me.

LUIGI
I'm giving it to you.
(slides it back)
Don't be too small to accept it, Mario.

Mario glares at Luigi. Snatches up the knife.

MARIO
Okay, big deal. Lotta use I'll get out of it now.

Mario jams the knife in his pocket and hunkers down sullenly.

DISSOLVE TO:

SUNRISE

The first rays of dawn peek over a mountain.

INT. ICE DUNGEON - DAWN

Mario and Luigi are dozing. Suddenly a LOUD CRANKING SOUND wakes them, they look up...

... to see the roof of the dungeon retracting, revealing a circular glass ceiling that serves as a magnifying glass to boost the power of the sun's rays.

The rays shine down onto the ice, melting it rapidly... exciting the hungry razor fish. Mario and Luigi share a look... there's no way out of this.

EXT. DRAIN PIPE OUTSIDE CASTLE - DAWN

Toad awakes with a start. Seeing that it's dawn, he glances around and realizes the brothers still aren't back.

TOAD
They must've been captured. Probably in the dungeon--it's up to me to save them!
(switches to opposite argument)
I can't save anyone. I'm just a--
(he slaps himself hard)
Stop it! Stop it! I can do it!

He marches into the pipe.

INT. HILDY'S BEDCHAMBER - DAY

A HANDMAIDEN attends to Hildy, who has green nail-polish, a ghastly green wedding dress and hair and make-up that would give the frights to the Bride of Frankenstein.

HANDMAIDEN
This is the happiest day of your life, princess.

HILDY
(her face becomes clouded)
I... I'm not sure about this.

The Handmaiden offers the box of chocolates to Hildy. There is one left. Hildy looks at it, trying to resist it.

HANDMAIDEN
Go on, it's the last one.

Hildy takes it and eats it. She is now fully under the spell.

HANDMAIDEN
What aren't you sure about, princess?
Don't you love Lord Koopa?

HILDY
Yes... I suddenly realize how much I do love him.

INT. OUTSIDE HILDY'S DOOR - DAY

Koopa comes away from the peephole and pumps his fist in the air like a hockey player celebrating a goal. Yes! She's mine!

INT. MAIN HALL - DAY

Two Troopers roll a red carpet down the center of the room toward the throne. The hall is embarrassingly empty of guests. Only a handful of Trooper "ushers," all wearing black carnation boutonnieres on their armor, mill about at the entrance. Two Goomba officials stand off to one side.

Beedleman pokes his head out through the curtains of the side alcove, cringing at the lack of guests.

INT. MAIN HALL - ALCOVE - DAY

Beedleman is peeking through the curtain as Koopa enters behind him, dressed in a black wedding outfit and cape. Hearing him enter, Beedleman jerks the curtains shut behind him, turning to face Koopa, who is doing some last-minute primping.

BEEDLEMAN
My lord, you-you look magnificent!

KOOPA
Of course I do, Beedleman. Now step aside, I want to see all my loyal and adoring subjects who've come to my--

He jerks the curtain aside and sees the practically empty hall.

KOOPA
(whirling on Beedleman)
Where are they! You said you sent the invitations!

BEEDLEMAN
(backing away)
Yes, yes, I did, sir. But--uh... they called in sick.

KOOPA
All three thousand??

BEEDLEMAN
Well, sir, there's a very nasty bug going around and--and--

KOOPA
They'll pay with their heads for this!

Koopa sweeps through the curtains, Beedleman trailing.

BEEDLEMAN
If I may say, sir, small ceremonies are much more intimate...

Now the camera moves down to... the grate in the floor. Toad's hands push the grate aside and he quickly climbs out, sliding the grate back. Peeking out the side door, he sneaks away.

INT. ICE DUNGEON - DAY

The ice is rapidly cracking, melting. The razor fish churn the now-exposed water, dorsal fins visible.

The brothers huddle on the remaining chunk of ice in the center of the dungeon. Like two people fighting for space on a double bed, they push and shove to get nearest the center.

MARIO
Gimme some more room here!

LUIGI
There is no more room. Lookout for that one!

A razor fish jumps on the ice, its piranha-like teeth trying to bite into Mario's foot. He kicks it back into the water.

INT. CASTLE - HALLWAY TO DUNGEON - DAY

Toad sneaks down the hall. Hearing footsteps, he quickly ducks around a corner. He waits until they pass and continues on.

INT. ICE DUNGEON - DAY

The chunk of ice the brothers are sitting on has melted by half. The razor fish swarm around it.

MARIO
Of all the ways I pictured my death, this was never one of 'em. Murdered in the subway, or hit by a falling safe, yes, but never once did I ever dream I'd become sushi.

LUIGI
Maybe it won't be so bad, Mario. They say piranha can strip a whole cow in 2 minutes.

MARIO
Yeah, and these look worse than piranha.

LUIGI
That's what I mean.

MARIO
So you're sayin' maybe we'll have only thirty, forty seconds of intense pain.

LUIGI
Right.

MARIO
Gee, for a minute there I was worried.

INT. STAIRWAY TO DUNGEON - DAY

Toad creeps down the steps, peeks around the corner and sees...

INT. HALLWAY OUTSIDE DUNGEON - DAY

... the fat slob Dungeon Keeper eating his breakfast swill.

Toad gets an idea. He picks one of the little toadstools that has sprouted on his head.

INT. HALLWAY OUTSIDE DUNGEON - DAY

ON Dungeon Keeper. ESTABLISH: Coiled whip hanging on wall hook.

TOAD (o.s.)
Excuse me.

Dungeon Keeper looks up, sees Toad, belches.

DUNGEON KEEPER
What're you doing down here!

TOAD
Just looking at your <u>wonderful</u> dungeon.

With one hand he gestures to the dungeon, the other hand <u>drops</u> the toadstool into the Keeper's bowl of swill.

TOAD
It's so... so... dank and--and--and quaintly dungeon-like.

DUNGEON KEEPER
(stands up, slopping his swill)
Get out of here!

TOAD
Okay, okay, don't spill your swill. I'm leaving.

Toad retreats up the steps, stopping, peeking around the corner, waiting for the Keeper to eat the toadstool.

INT. ICE DUNGEON - DAY

The chunk of ice is now only a few feet across, threatening to sink from the brother's weight.

INT. HALLWAY OUTSIDE DUNGEON - DAY

The Dungeon Keeper dips his spoon into his swill. Bringing it to his mouth, he stops, seeing the toadstool on his spoon. He picks it up, inspecting it, sniffing it.

Toad watches from the steps, silently urging the Keeper to eat.

The Dungeon keeper finally shrugs and pops it in his mouth, chews once, twice... smiles at the taste, then promptly keels over dead. Toad runs to him, pauses to make sure he's dead, then snatches his keys and unlocks the door to the ice dungeon.

INT. ICE DUNGEON - DAY

The ice chunk is now barely big enough to hold the brothers. It starts to sink.

TOAD (o.s.)
I have a confession!

MARIO & LUIGI
Toad!

TOAD
I betrayed you! I sent a message to Koopa, telling him about you!

The brothers kick off more fish that jump on the ice floe.

MARIO
Never mind that! Get us outta here!

TOAD
(falls to his knees, wailing)
All I wanted was to be important to somebody! Anybody! That's why I did it! Will you ever forgive me? Will you?

MARIO
Apology accepted! Now shut up and save us already!

TOAD
(immediately snaps out of it)
Okay.

INT. HALLWAY OUTSIDE DUNGEON - DAY

Toad comes out and grabs the whip off the wall.

INT. ICE DUNGEON - DAY

He appears with the whip.

TOAD
Catch the end.

He throws the end of the whip -- it hits the water, misses them --and he pulls it back. A razor fish is on the end.

TOAD
I caught a fish!

MARIO
We'll have it mounted! Hurry!

Toad knocks the fish off the end of the whip and throws it out to the brother's again. Mario catches the end and Toad reels them in as the ice really starts to sink... and as they get to the door, hopping up, the fish swarm over the ice... and it breaks in half and sinks completely.

MARIO
(to fish)
Sorry fellas, ain't gonna eat Italian today.

CUT TO:

CLOSE SHOT - BOUQUET

of blackened twigs and thorns. PULL BLACK to reveal that it is held by Hildy, standing next to Koopa. They face Beedleman who is performing the ceremony. The Crown of Invincibility sits on its pedestal next to them. A squad of Troopers watch.

BEEDLEMAN
We are gathered here today to witness a most duplicitous event... For as these two loving creatures become husband and wife, so, too, do they become our Queen and...
(a wink at Koopa)
King.

Koopa eyes the Crown of Invincibility. Then, noticing Beedleman has paused, Koopa impatiently makes a "hurry up" motion.

ON A SIDE BALCONY

the brothers and Toad appear, peeking down at the wedding in progress.

BEEDLEMAN
Do you, Lord Koopa, take this dainty flower to be your wedded wife... to have and to scold... to lord over and--

KOOPA
I do, I DO! Get on with it!

Mario spies two chandeliers hanging from the ceiling. He ducks down and turns to Luigi and Toad.

MARIO
Here's the plan. I'll swing from one chandelier to the next, drop on Koopa--he's mine--and then you two swing down on this--

He indicates a rope used to raise and lower the chandeliers.

MARIO
-- and grab Hildy.
(off their dubious looks)
I'm tellin' ya, it'll work.

Standing up, Mario leaps off, grabs the chandelier's rim, but it easily breaks off and he falls...

MARIO
Cheap chande-leeeeer!

... right on top of a squad of Troopers, who collapse in a heap.

Pandemonium ensues. Shaking off the fall, Mario grabs a LANCE and beans two troopers.

Toad sees two Goombas about to attack from behind. He throws caution to the wind and leaps off the balcony right on top of them.

At the altar, Koopa whirls and sees the commotion.

KOOPA
(to Beedleman)
Finish it!

BEEDLEMAN
(hastily)
And do you, Princess, take Lord Koopa to be your husband and king?

Luigi, on the balcony, takes the bag of mushroom powder from his pocket.

Hildy hesitates, looking back to the fighting, confused. Koopa jerks her attention his way.

KOOPA
Say I do. I do. Say it. Pleeeeeze.

HILDY
... I do.

BEEDLEMAN
(indicating the Crown)
Then place the Crown of Invincibility on his head and transfer the power!

She picks up the crown... Koopa kneels before her.

KOOPA
Crown me!

Luigi swings off the balcony. Reprise "Luigi's Theme" MUSIC.

LUIGI
(to the bag in his hand)
Bring her back to me.

As Luigi swings over Hildy, he lets the powder fall from the bag. Glistening like gold dust, the powder falls over her just as she brings down the crown toward Koopa's head.

Enveloped in a shining aura, the spell is broken and her garish features revert back to the real Hildy.

Awaking from the spell, she sees Koopa, and startled, lets go of the crown. It drops on his head, shooting BLUE CHARGES OF ELECTRICITY through him, empowering him as...

... Luigi swings down, landing. He rushes to Hildy.

HILDY
Luigi!

We're CLOSE on them, the sounds and commotion of the fighting a million miles away.

LUIGI
Hildy, I love you.

HILDY
About time you said it.
(off his look)
I love you too, Luigi. I--
(sees her green nails, freaks)
My nails are green!

Koopa turns, now intoxicated with power, feeling invincible.

KOOPA
I'm afraid you're too late on the rescue attempt!

Troopers subdue Mario and Toad, muscling them up beside Hildy and Luigi.

KOOPA
The crown is MINE and I am invincible.
(chuckles evilly)
A little demonstration perhaps...

He sends BOLTS of ENERGY from his fingertips shooting around the room, scorching the walls. Everyone cowers.

KOOPA
And as for you two... I shall vaporize, No--I shall dismember you piece by piece. A little messy, but enjoyable.

Koopa raises his hand to do the job. Luigi throws what's left of the mushroom powder into Koopa's face, stopping Koopa in mid-gesture.

LUIGI
Mushroom powder. I remembered, you're allergic.

Sniffling spasmodically, Koopa rears back and "AH-CHOO'S" a tremendous sneeze, shooting FIRE out of his mouth like a flamethrower...

... straight at Luigi, who ducks and the flames scorch his Troopers instead. Now in a paroxysm of sneezing, Koopa wildly reels about, shooting FIRE with each violent sneeze.

Troopers and Goombas scatter, trying to dodge the JETS OF FLAME. In the confusion Mario, Luigi, Hildy and Toad. run out.

KOOPA
(between sneezes)
Escape from ME? Try to run when your legs are STONE!

Koopa shoots a RED BOLT in the direction they ran out.

INT. CASTLE HALLWAY - OUTSIDE DUNGEON DOOR - DAY

They run down the hallway. Luigi, trailing, looks back to see the RED BOLT coming at them like a laser-guided missile.

LUIGI
Look out!

Mario, Toad and Hildy dive through the door to the dungeon but the bolt hits Luigi just as he's going through.

INT. DUNGEON STAIRCASE - DAY

As Luigi staggers down the steps his feet creak and harden, then his legs begin to ossify. Seeing his distress, the others race back to him.

HILDY
He's turning to stone!

LUIGI
(weakly)
Mario... I can't move. Leave me... take Hildy.

MARIO
What're you talking about? Brothers don't leave brothers.

Now his whole body except for his head is stone.

LUIGI
(half-surprised)
I... thought I was a rock in your shoe.

Mario hefts the stone Luigi, staggering under the weight, carrying him down the steps.

MARIO
Yeah, you're gettin' to be a <u>big</u> rock.

LUIGI
(a smile)
My brother loves me.

MARIO
Yeah, yeah, yeah. But don't let it go to your head!

And now Luigi's head turns to stone, his lips the only thing that's still flesh.

LUIGI
(faintly)
Mario remember... the fisherman and the genie...

And with that, his lips turn to stone, silencing him.

INT. CASTLE HALLWAY - OUTSIDE DUNGEON DOOR - DAY

Mugger leads a squad of troopers quickly down the hallway and through the doorway to the dungeon.

INT. DUNGEON HALLWAY - DAY

Toad, Hildy and Mario carrying Luigi hurry through the dark, dank, stone-lined passageway, splashing through foul water that drips from the ceiling.

Suddenly two CHAIN CHOMPS spring out of the darkness, nearly chomping on Hildy, who screams, jumping back. A chain chomp looks like a cannonball with teeth, tethered to a heavy chain that's anchored to the wall. The chomps, tethered on opposite sides of the walls, GROWL at them like rabid pit bulls, blocking their way.

We hear the RUNNING FOOTSTEPS of the troopers coming.

TOAD
We're trapped!

Hildy surveys the situation, an idea hits. She jumps forward within reach of the two chomps, inviting them to strike. When they do, she jumps up and they miss.

MARIO
Whattaya doin'?

The chomps strike again, she jumps up, they miss barely. She lands, they strike and CHOMP! their teeth chomp on each other, interlocking like the antlers of sparring stags.

MARIO
Not bad, lady.

Toad and Mario jump over the interlocked chain chomps, hustle down the passageway to...

A STONE-LINED SPILLWAY

that slopes down. Greenish, yucky-looking water streams down it.

The Troopers round a corner and see them. Mugger stops his men.

MUGGER
Roto-discs!

The Troopers reach into their shells, bringing out a particularly evil-looking weapon, a ROTO-DISC... a gleaming steel disk with a razor-sharp edge. The four Troopers throw them like frisbees, one right after the other at...

... Mario, who hears a WHIZZING SOUND, turns and sees the discs coming at him... and thinking fast, he jerks the stone Luigi in front of him, using his brother as a shield.

ZZZZZ-BING! The disc hits the stone Luigi's chest and bounces off.

ZZZZZ-BING! ZZZZZ-BING! ZZZZZ-BING! Mario moves Luigi right and left, deflecting each of the discs away.

Carrying Luigi, Mario hurries to the spillway as...

... the Troopers splash down the passage toward them. Mario puts the stone Luigi down in the muck at the start of the spillway.

MARIO
Everybody get on Luigi. We'll ride him down. Come on!

They climb on Luigi as if he were a log ride, Toad at the feet, Mario at the head. As the Troopers near, Mario shoves off and...

INT. INSIDE SPILLWAY

... away they go! Shooting down the spillway at terrific speed, SCREAMING as they go.

INT. AT SPILLWAY ENTRANCE

Mugger looks into the spillway.

MUGGER
They're headed to the River of Fire.

Mugger motions and his Troopers follow him back the way they came.

INT. INSIDE THE SPILLWAY

In the hairiest thrill-ride ever filmed, Mario, Hildy and Toad flash down the spillway and finally...

INT. OVER RIVER OF FIRE

... shoot out of the spillway opening in the castle's underground foundation, finally stopping where Luigi's legs (with Toad on them) are hanging over a cliff where the spillway drops off like a waterfall into...

... the boiling, bubbling RIVER OF LAVA below!

Luigi's rigid figure teeters for a second, about to tip over into the lava, taking Toad with it. Mario pushes back on Luigi's shoulders, righting him. Toad scrambles up Luigi's legs to safe ground. Hildy points o.s.

HILDY
Look!

We see a rickety rope-and-slat suspension bridge that goes over the river of lava.

INT. IRON DOOR IN PASSAGEWAY

Troopers open the iron door leading to...

INT. TOWER STAIRCASE

Inside the tower is a circular staircase that winds down and down into the bowels of the fortress. The Troopers run down the winding steps.

KOOPA
Why walk when you have the power to...

Koopa levitates out into the airspace at the center of the tower, holding his crown to his head.

KOOPA
... fly. Going down.

With a flick of his wrist, he shoots downward like a rocket.

INT. RIVER OF FIRE

Toad in the lead, Hildy, then Mario lugging Luigi, start across the bridge over the river of lava. The weight of Mario and the stone Luigi cause the wooden slats to STRAIN AND CRACK. A slat breaks, Mario's foot goes through, he teeters with Luigi.

MARIO
Luigi, after this you're goin' on a diet.

He regains his balance, continuing across the bridge.

INT. ON IRON DOORS

at the bottom of castle foundation. They blow open with EXPLOSIVE FORCE and Koopa steps out.

INT. ON THE BRIDGE

Toad, Hildy, Mario with Luigi are 3/4 the way across when they hear the booming voice of...

KOOPA
Going somewhere?

They turn and see Koopa, standing on a cliff overlooking the river behind them.

KOOPA
I don't believe so.

He blows a TREMENDOUS GUST OF WIND at them, knocking them down, causing the bridge to swing violently, almost tossing them off.

CLOSE ON MARIO

as he hangs on. He brings out the locket.

MARIO
(to locket)
Open, will ya! Tell me how to beat this guy!

The locket opens as the wind dies and the bridge steadies. A ball of white light comes out of the locket and in it WOLTAN'S FACE APPEARS.

WOLTAN
(still the irascible, crusty one)
What do you want?!

MARIO
Whattaya mean what do I want? You said the secret to beatin' Koopa is in the locket!

WOLTAN
I lied.

MARIO
YOU LIED! Great time to tell me!

WOLTAN
The power is not within the locket. It is within you.

Mario ponders that. Then the white ball of light turns into a luminescent BUTTERFLY that flits away.

Mugger, Beedleman and the rest of the Troopers arrive next to Koopa. Mugger signals the Troopers to go after Mario, but Koopa stops them.

KOOPA
(relishing the opportunity to show his powers)
I'll deal with this... personally.

On the bridge, Mario directs Hildy and Toad to take Luigi.

MARIO
Drag him to the other side, quick.

TOAD
(re: Koopa)
You can't beat him. He's invincible.

MARIO
Aren't you a real confidence builder.
(re: Luigi)
Take him.

Toad and Hildy drag Luigi to the other side.

Koopa walks imperially to the start of the bridge. Mario comes back to the center of the bridge, facing him.

KOOPA
You humans...

The voice came from behind Mario. He whirls to see...

... that Koopa is suddenly on the bridge behind him.

KOOPA (o.s.)
... are so pitiful.

Now the voice is ahead of him. Mario whirls to see..

... that Koopa is also ahead of him on the bridge! Mario is trapped between two Koopas.

BOTH KOOPAS
So easily fooled.

KOOPA AHEAD
Am I the real king?

KOOPA BEHIND
Or am I?

Mario looks at both of them.

MARIO
Beats me, but it should be illegal to copy a face that ugly.

Flashing with anger, both Koopas throw FIREBALLS from their hands at Mario--who ducks and the fireball from the Koopa ahead of him...

... hits and dissolves the fake Koopa behind him.

The fireball from the fake Koopa passes harmlessly through the real Koopa in front of him. Mario rises, pocketing the knife. He grins at Koopa, having won that round.

MARIO
Wooooo. Nice parlor tricks. But how 'bout you and me settling this...
(puts up his fists)
... mano y mano.

KOOPA
As you wish.

Suddenly Koopa's left arm shoots out, elongating ten feet, grabbing Mario by the throat. The arm retracts, bringing Mario face to face with Koopa.

KOOPA
It's all in the wrist.

Koopa hits Mario with a tremendous uppercut, sending Mario fifty feet skyward.

Mario falls, just managing to grab the bottom support rope of the bridge. He hangs dazed, suspended 30 feet over the bubbling lava.

Toad, seeing Mario in trouble, starts to run on the bridge to help.

KOOPA
Stay out of this!

Koopa waves his hand, sending a BOLT of energy at Toad, knocking him back ten feet on his butt.

Koopa waggles his finger, sending a BOLT OF LIGHTNING to sever one end of the rope that Mario is hanging on. Mario falls five feet and now hangs on a single strand over the lava. Suddenly a thought hits... something Luigi said... it all becomes clear.

MARIO
(to himself)
... the fisherman and the genie.

Koopa walks to where he is standing directly over Mario, aiming his finger at the single strand that holds him.

KOOPA
Now die, little man.

MARIO
What'd you call me!

Koopa hesitates.

MARIO
Little man? I've a mind to come up there and kick your scaly butt!

Koopa just chuckles.

MARIO
You think that crown makes you big? Hey, I admit, I got a problem about my height -- I'm a little touchy about it -- but I know I'm bigger than you'll ever be.

KOOPA
(laughs)
I'll show you big.

Koopa suddenly grows larger to where he's eight feet tall. But the crown on his head does not grow--and it becomes proportionally smaller. The slats under him CREAK with the added weight.

KOOPA
Impressed?

MARIO
Frankly, no. If I had that crown, I'd really make myself huge.

Angry that Mario isn't impressed, Koopa shoots up to 12 feet high. The crown is now very small, sitting on top of his head. The slats CREAK some more, ready to break.

Beedleman, watching with the Troopers, realizes Mario's ruse.

BEEDLEMAN
Your majesty, stop! It's a trick!

KOOPA
I know that, you imbecile!

Koopa levitates two feet in the air, taking all the weight off the slats. He laughs cruelly at Mario.

KOOPA
Thought you could outwit me?

MARIO
Not at all, not at all. By the way, your shoe's untied.

Koopa looks down--the crown slips off his head, clattering to the bridge. Without the crown on his head, he has no supernatural power--so he suddenly shrinks back to normal size and, hovering for a split second, realizes he's dead meat.

KOOPA
My crown!

He crashes down, through the slats, falling, grabbing the end of the rope that Mario hangs on.

KOOPA
(to the Troopers)
Help me! Help me!

Beedleman reacts to this, signalling the Troopers around him.

BEEDLEMAN
Save him!

Mugger stops his troops.

MUGGER
No! Let him be.

Mugger glares at Beedleman... who shrugs and nods. "Yeah, let the bastard be."

Mario hangs on the rope, ten feet above Koopa. Koopa starts pulling himself up, hand over hand toward Mario. But Mario remembers the knife in his pocket. He flicks it open with his teeth and begins sawing the rope under him.

Koopa sees this and he starts climbing faster toward Mario... who frantically saws at the thick rope...

... and just as Koopa is inches away from reaching Mario, the rope is severed and Koopa plunges SCREAMING into the river of bubbling lava.

Mario breathes a big sigh of relief. It's over.

But from beneath the boiling lava rises the HUGE WRAITH-LIKE FIERY HEAD OF KOOPA.

Mario sees it and scrambles up the rope as the fiery Koopa rises to consume him. Mario reaches the bridge and the mammoth, fiery head rises level with him, its mouth opens, shooting flames.

MARIO
Hey Koopa! Stick a fork in it!

The Koopa head stops spewing fire, looks at Mario with a surprised "huh?"

MARIO
You're done. Game's <u>over</u>.

Realizing that he's lost, Koopa WAILS, spitting a last burst of flames skyward, then collapses into the lava. Forever.

Mugger raises his arm in celebration.

MUGGER
Koopa is dead! Finally we are free!

The Troopers CHEER. Mugger looks to Beedleman, wondering where the sorcerer's allegiance now lies.

BEEDLEMAN
I never really liked him, you know.
Too bossy.

Toad jumps in victory.

TOAD
He did it! He did it!

Luigi's stone face begins to crack and fall away, revealing... Luigi underneath. Hildy kneels at his side as Luigi opens his eyes, coming out of his "stoned" sleep.

HILDY
Luigi.

She kisses him. Mario stands next to her.

MARIO
How ya feelin'?

Luigi raises an arm, bends it and the stone shell falls off.

LUIGI
A little stiff.

The luminescent butterfly lands on a rock... and Woltan MATERIALIZES.

WOLTAN
You did well, Mario.

MARIO
No thanks to you, Merlin.

WOLTAN
Watch what you say!

He waves his wand and his appearance is transformed. Gone are the beard and clothes of a wizard. He now wears the royal cloak and the Crown of Invincibility.

WOLTAN
You're <u>speaking</u> to royalty.
(to Hildy)
So nice to see you again, my daughter.

HILDY
Father??

She warmly hugs her long lost father.

DISSOLVE TO:

EXT. MEADOW OF OUT-PIPE - DAY

Woltan, the true King of the Mushroom Kingdom, is addressing a throng of his subjects: including Toadstoolians, Yeelahs, Mugger and his Troopers.

Mario, Luigi, Toad and Hildy (wearing the locket and her "Brooklyn" clothes) stand before Woltan.

WOLTAN
... after twenty years in hiding--and not shaving--I have been restored to the throne of our fair kingdom. All because of the actions of two brave...

He gestures to Mario and Luigi. Toad looks at him, hurt.

WOLTAN (cont'd)
er, three brave warriors.

Toad beams proudly.

WOLTAN (cont'd)
And, because I have decided to take a new queen...

Woltan nods at the buxom barmaid, who blushes.

WOLTAN
... and produce, er, many more heirs to the throne, I have consented to let the princess return to the Outer World, where her true destiny lies.

Luigi and Hildy exchange smiles.

WOLTAN (cont'd)
Now, let us bestow great tokens of our gratitude upon these heroes.

MARIO
(to Luigi)
Here it comes--the big payoff.

Woltan opens a small chest and brings out... tiny MEDALS, pinning one each on Toad, Luigi and Mario. APPLAUSE from the assemblage.

MARIO
Lovely parting gift your royal-ness, but where's the rest?

WOLTAN
You were expecting cash?

MARIO
You said I'd be infinitely richer after all this!

WOLTAN
Ah, but you are.
(wisely taps his chest, indicating his heart)
In here...

Hildy and Woltan move off to say their good-byes.

MARIO
(to Luigi)
Terrific. You get the girl and get to live happily ever after. I get a badge from a box of Cracker Jacks.

Toad comes to bid the brothers goodbye.

TOAD
(indicates medal on chest)
Look, I'm respectable. From now on everyone will look up to me, seek my advice.
(thinks a beat)
Perhaps I should run for village elder.

MARIO
Politics. Perfect line of work for a thief.

LUIGI
(shakes his hand)
Gonna miss ya, Toad.

TOAD
Me, too.

MARIO
Yeah, ya little fungus.
(affectionately pats Toad's head)
Take care of yourself.

Toad steps away and Hildy rejoins the brothers.

MARIO
Okay, can we get back to the real world now? There's a buncha problems I'm dying to face--<u>including</u> Big Eddie.

LUIGI
Mario, if we can beat a guy like Koopa, we can handle anything in the real world.

Mario, Luigi and Hildy step to the OUT-PIPE opening when... the hag from the tree stump steps from the crowd, grabs Mario and surprises him with a kiss hot enough to melt lead.

MARIO
(wrenching free)
Stop it! Are you--are you...

And suddenly the hag is transformed into a BEAUTIFUL WOMAN.

MARIO
(stunned by her beauty)
... are you... busy tonight?

Instantly in love, Mario tries to reach out to her... but a RAINBOW BEAM OF LIGHT radiates from the out-pipe, enveloping them... and their images are sucked into the pipe.

FADE OUT

FADE IN:

EXT. BROOKLYN NIGHT - DAY

Traffic flows over the Brooklyn Bridge in the distance.
SUPER: "BROOKLYN, THREE MONTHS LATER"

INT. ITALIAN RESTAURANT - NIGHT

A WAITER pops the cork on a bottle of champagne, filling glasses. At the table are Mario, Luigi and Hildy.

LUIGI
(raises glass)
Here's to us finally paying off Big Eddie. It wasn't easy--

MARIO
Damn right it wasn't easy. It's a miracle I'm not in the East River wearing cement high-tops.

They clink glasses. Luigi and Hildy lovingly clasp hands and we see their wedding rings.

LUIGI
Life is good, Mario.

Mario holds the glass, looking into it.

MARIO
(a trace of bitterness)
Sure. It's a festival.

Hildy and Luigi exchange looks, then...

HILDY
So Mario... you seeing anyone?

MARIO
I'm too busy with work.

LUIGI
There's more to life than work.

MARIO
Don't start on me, Luigi. I'm glad you two are happy. I got the business, the apartment to clean...
(raises his glass to drink)
... there's just no time for--

We see what MARIO SEES through the glass... a WOMAN sitting alone at a table near the window, turned away from us.

Mario lowers his glass, staring at the woman. She looks at Mario and smiles. It could be our imagination, but she looks very much like the hag-turned-beautiful woman.

Mario sets down his glass. Gulps.

MARIO
'Scuse me.

EXT. ITALIAN RESTAURANT - NIGHT

From the sidewalk, we see through the front window Mario stands and comes to the woman's table. We don't hear their conversation, but Mario introduces himself and she smiles, asking him to sit down. And as they talk... the look in Mario's eyes of a man smitten by love...

... we SLOWLY PULL BACK and see the Brothers van parked at the curb, its newly painted side reading...

SUPER
MARIO BROS.
Ace Plumbers

And we continue to pull back, rising above the Brooklyn street, the street lamps emitting beautiful, magical halos.

- THE END -