

check scene 112 113
Lily + Thomas coupling coal
muck.

THOMAS AND THE MAGIC RAILROAD

by

Britt Allcroft

REV: GOLDENROD - AUGUST 02, 1999
PAGES: 8, 13, 14, 15, 16, 17, 18, 49, 61
GOLDENROD PAGES DISTRIBUTED AUGUST 08, 1999:
51, 53, 53A, 55, 73, 73A, 74

REV: BUFF - AUGUST 09, 1999
4, 5, 6, 9, 10, 11, 12, 12A, 13, 13A, 18, 23, 24,
24A, 27, 31, 33, 34, 34A, 35, 36, 36A, 37, 37A,
38, 39A, 40, 40A, 43, 44, 45, 45A, 46, 46A, 47,
48, 49, 50, 56, 58, 62, 63, 63A, 66, 68, 69, 70
70A, 71, 78, 80, 81, 83, 84, 85, 85A, 87, 88,
88A, 89, 89A, 90, 90A, 94, 94A, 95, 95A, 96,
97, 97A, 106, 106A, 108.

N.B.: UNDERLINED SCENE HEADINGS INDICATE
THAT THE SCENE MAY INCLUDE
ANIMATION, MATTE, AND/OR CGI EFFECTS

FOR REFERENCE AND EDUCATIONAL USE ONLY
NOT FOR RESALE

THOMAS AND THE MAGIC RAILROAD

Fade In: ..

1 INT. ISLAND OF SODOR - DARK TUNNEL - DAY

1

We experience a moment's darkness and silence on the big wide screen in front of us -- the screen that is about to come to life to tell us our story.

Then -- here, there, the darkness is illuminated by flickering rails of light and we hear closer, closer, a rhythmic rumble -- train wheels -- louder, louder.

We are curious, excited, filled with anticipation -- soon we hear a wonderful, swishing sound of a whistle -- it's all around us, and we see images one upon the other -- a splash of blue, a dash of grey, a little bit of yellow and then of red -- they sweep across the darkness and across the reflections of light and are gone through the tunnel -- and away in a whoosh of steam. . . .

*

It's as if we have seen pieces of a jigsaw puzzle but we cannot identify the complete picture until...

1A EXT. ISLAND OF SODOR - COUNTRYSIDE/RAIL LINES - DAY

1A

We are outside the tunnel and, as the steam dissipates, there is the back view of a little blue train engine with six small wheels, a short stumpy boiler and a short stumpy dome, speeding along on his journey in a cloud of steam. This is our first full glimpse of THOMAS -- at home on the Island of Sodor.

*

2 EXT. SODOR - AERIAL VIEW - DAY

2

He disappears around a corner and we go up into the blue sky -- as bright as the blue of the little engine that we come down searching for again, amidst the glorious landscape laid out beneath us, and we hear a voice -- it's the warm voice of our Storyteller who, as the story ends, we will learn is LILY, grown up.

STORYTELLER [LILY, ADULT] (V.O.)

I believe that most folks understand
that on a train journey, great
adventure may be waiting right around
the corner.

Now we have found Thomas -- but he is still ahead of us, so we cannot yet see the special magic of this cheeky little

(CONTINUED)

2 CONTINUED:

2

engine -- the wonderfully expressive face that he and his friends possess where other engines merely carry smoke boxes.

STORYTELLER [LILY, ADULT] (V.O.) (cont'd)
... and that long after the sound
of a train whistle has vanished,
its romance will remain in every
human heart -- whatever the age,
whatever the time.

Now we are ahead of Thomas -- we can see big billowing steam heralding his approach -- he is just about to come around the corner.

STORYTELLER [LILY, ADULT] (V.O.) (cont'd)
Most folks are happy to know this --
sadly, a few are not -- which is a
shame because that's all it takes
to cause a lot of trouble to some
of the most precious things in life.

3 EXT. SODOR - ISLAND LANDSCAPE - DAY

3

As our storyteller says these last words, we suddenly see Thomas' smiling face, and we see too a golden sparkle, and from it emerges the magical figure of Mr. Conductor standing just inside Thomas' cab as he pulls the whistle cord. Thomas gives a big cheerful whistle and his happy eyes turn towards us as he flashes by and a huge whoosh of steam and a burst of golden sparkles hides him from view. Over the steam and sparkles we reveal:

*
*
*

OPENING TITLES

MUSICAL OVERTURE

"THOMAS AND THE MAGIC RAILROAD"

As we come close to the close of our opening titles we hear our storyteller.

*
*

STORYTELLER [LILY, ADULT] (V.O.)
This a story about trains; folks
who were far apart; and a railroad
that brought them together as they
were meant to be.

*
*
*
*

4 OMITTED 4

5 EXT. SODOR - AERIAL VIEW - DAY 5

A SHIFT IN TIME *

SONG: "ISLAND SONG / THOMAS THEME" *

We see shimmering filtered sunlight on a leaf, and then the whole vista of this idyllic setting is laid out before us as we rediscover Thomas puffing through his Island home. As we learn from the montage that follows, it is a landscape of meadows and mountains, friendly little villages and valleys -- all made more picturesque by a brightly-coloured assortment of puffing trains -- GORDON, pulling passenger coaches; HENRY, pulling a long goods train; TOBY with his coach HENRIETTA; James with flatbeds, PERCY with a main train, BERTIE the bus along with THOMAS and his coaches ANNIE and CLARABEL. Beyond everyone's idea of a Technicolor holiday heaven, this Island has a special secret -- it is the land of talking trains. *

Our introduction to Thomas, his friends, and the Island of Sodor is accompanied by the voice of our Storyteller.

STORYTELLER [LILY, ADULT] (V.O.)

Every story --
(beat)

like a railroad -- has its heroes...
Meet Thomas -- he's our number one
hero. And this is where he and his
friends live -- the Island of Sodor. *

(pause)
There's no place like it and if you
have the imagination that I think
you do, you're about to find out
why. *

CUT TO:

6 EXT./INT. SODOR - KNAPFORD MAIN STATION - DAY 6

CLOSE-UP: GORDON - AT THE BIG STATION

AND A BIG BOOMING VOICE

NOTE: In addition to specific activity related to the storyline, the engines will conduct their conversations while

(CONTINUED)

6 CONTINUED:

6

being busy with the workings of the railway, unless dramatic content dictates otherwise.

GORDON is a blue engine like Thomas but much bigger, and very pompous. The relationship between Thomas and Gordon, as between all the engines, has its share of teasing and bickering, but fundamentally this is a world of friendly innocence, where no engine would wish another real harm.

Right now Gordon is looking very bored.

GORDON

... 3, 4, 5, 6...

A loud whistle interrupts him.

Then we see Thomas puffing up alongside him with a big smile on his smoke box.

THOMAS

... 7, 8 -- practising your numbers,
Gordon? That's a good engine.

Gordon sighs.

GORDON

I'm counting how many seconds late
you are.

*

Gordon eyes a large poster above him. It features the Hitchcockian image of Sir Topham Hatt, whose trademark is his daily attire of an English top hat. Sir Topham has his finger pointing out and it reads "Sir Topham needs you." (This pointer with a variety of expressions on Sir Topham's face will be seen in various locations throughout the story.)

GORDON (cont'd)

(reproachfully)

What does that sign say?

THOMAS

(reading it)

"Sodor Railway -- really reliable
and right on time --".

GORDON

And you weren't little Thomas.

THOMAS

And you're being bossy Gordon.
This sign also says -- "Sorry for
delays during repairs.

(MORE)

(CONTINUED)

6 CONTINUED: (2)

6

THOMAS (cont'd)

We are making this a better railway --
signed -- Head of the Railway --
Sir Topham Hatt".

THOMAS (cont'd)

Now, please excuse me, -- I'm meeting
Mr. Conductor. He's taking care of
us whilst Sir Topham Hatt takes a
very important short holiday.

*
*

GORDON

(giving a big whoosh
of steam)

I think we can take care of
ourselves.

At that moment, there is a huge ugly screech and the menacing
newcomer DIESEL 10 snarls past. He has a very unfriendly
look on his face. The first of our two villains is making
his opening presence well and truly felt.

DIESEL 10

Get out of my way, you blue
puffballs! You'll never make this
a better railway -- I will -- it'll
be better for me!

Gordon is so shocked by Diesel 10's appearance that he starts
forward, only to find that he has left his coaches behind.

GORDON

What was that?

He is going back to fetch his coaches.

THOMAS

That is a problem. I call him Diesel
10 -- 10 out of 10 for devious deeds
and brutal strength. Sir Topham
Hatt sent him to help us steam
engines, but Diesel is behaving as
if he hates steam engines. I think
he's really scary.

*
*

(CONTINUED)

6 CONTINUED: (3)

6

GORDON

Pah, really useful engines like us
have to be brave...

(then, sheepishly)

...but maybe we do need Mr. Conductor
here after all.

*

The two engines steam away, and over this and the next scenes
we hear our Storyteller.

STORYTELLER [LILY, ADULT] (V.O.)

Mr. Conductor - he's the man with
all the sparkle and he knows Thomas
well. The Island of Sodor is at
one end of Mr. Conductor's Universe.

PAN ACROSS THE SKY AND TILT DOWN
TO:

7 EXT. MUFFLE MOUNTAIN/INDIAN VALLEY - AERIAL VIEW - DAY

7

Now we are being introduced for the first time to another
enticing, delightful-looking landscape. It is similar in many
ways to Sodor, but while the Island of Sodor is a toy-world
come-to-life -- the one we are now discovering is reality
touched by fantasy. It is idyllic yet accessible (if you can
just find the way) and it is magical, as we shall soon discover.

We are introduced to it by way of a rocky cove with lapping
water and pebbles making way for grassland. Now we are casting
our eyes over the mountain (Muffle Mountain) where on one
side, near the foot of it, we see a small house. We see the
man who we will come to know as Lily's GRANDPA BURNETT STONE,
moving outside it. He is in his garden, fixing the fencing
around it. It's hard work, and he wipes his brow with his
elbow -- as he does so he reveals his face -- good-looking
but touched with sadness.

Then we move up the mountain, and over to the other side where
we see a wonderful valley with a little town and a railroad
station, marked by a bouquet in full blossom right beside it.
This is Shining Time in the Indian Valley.

*

*

As our eyes take in this scenery, our Storyteller explains it.

STORYTELLER [LILY, ADULT] (V.O.)

At the other end, far away across a
wide ocean, along peaceful
pasturelands, and then up and over
Muffle Mountain, is Shining Time --

(MORE)

(CONTINUED)

7 CONTINUED:

7

STORYTELLER [LILY, ADULT] (V.O.) (cont'd)
a contented railroading town hidden
-deep in a valley.

(pause)

You'll know that you've arrived as
soon as you see the Bouquet tree.
It's beautiful, with blooms that
last from spring until the winter
winds blow.

TILT DOWN TO:

8 EXT. SHINING TIME - DAY

8

The sunny Indian Valley and its little towns, like Shining Time, could, in some ways, have come straight out of a Norman Rockwell painting. As we approach the crossroads close to the town's "Welcome" sign, we can see families greeting each other, windows being cleaned, a kid on a bicycle selling 'The Shining Times' newspaper, an ice cream truck, a juggler, a kid's baseball game and cars slowing down to let each other take right of way. Mr. C. sparkles onto a hanging basket to give the flowers some plant food. The Indian Valley is not frozen in the 1950's, but it has determinedly hung on to some of its pastimes. As our Storyteller explains...

*
*

STORYTELLER [LILY, ADULT] (V.O.)
There is kindness and courtesy here --
it's a town of goodwill in a valley
where you can take a breath of fresh
air and feel free... and it's also
the place where Mr. Conductor lives.

8A EXT. SHINING TIME STATION - DAY

8A

Now we are moving towards the station as the Rainbow Sun, pride-of-the-line steam engine, pulls away from the platform. There are, as far as we know for now, no talking trains in this valley. Instead, there are big "Iron Horses" like the Rainbow Sun.

A kid is running around the station and leading us to the front of it.

CUT TO:

9 EXT. SHINING TIME STATION - PLATFORM - DAY

9

The screen is momentarily filled with smoke (from the Rainbow Sun).

(CONTINUED)

9 CONTINUED:

9

A woman waves from the platform to her friend on the train, she turns to leave without looking where she is going. Mr. Conductor realizes the woman is going to bump into the basket and lifts himself and the basket up out of her way. The woman is unaware that she's just been saved a big headache. *

STORYTELLER [LILY, ADULT] (V.O.)
Mr. Conductor likes to lend a helping hand. A lot of little jobs get done just because of him. But he's a private kind of fellow and some folks never see him to say "Thank you".

Mr. C. tips his hat as the woman leaves. *

CUT TO:

10 EXT. BIG CITY - STREETS/LILY'S APT. - DAY

10

It is a dark, grey day. In the sky we're following what seems to be sparkling railway tracks. Then we tilt down and realize they're actually reflections from the stream of street lights. It's an extraordinary effect, but no one notices except us, and a girl in green hurrying through the grey and grime of the noisy street and then climbing up a fire escape. Her name is LILY. She is 11 years old and definitely a contemporary kid of the new millennium. *

Over this we hear our Storyteller.

STORYTELLER [LILY, ADULT] (V.O.)
But Lily would see him. She lives in a big city a few hours train-ride from Shining Time, and notices amazing things that no one else has time to.

Then we hear a woman's voice calling out. The woman sounds kind, but stressed. She is Lily's MOTHER.

LILY'S MOTHER (O.S.)
Come on in, Lily -- your Dad wants to say hello.

Lily is holding a harmonica -- she lets it dance in her hands on the railing -- watching it shine above the lights from the cars below.

(CONTINUED)

10 CONTINUED:

10

LILY'S MOTHER (O.S.) (cont'd)
Lily -- come on.

(CONTINUED)

10 CONTINUED: (2)

10

Lily reluctantly puts her harmonica in her pocket. She's wearing splashed-paint dungarees and a green T-shirt -- this kid has her own style.

11 INT. LILY'S APARTMENT - DAY

11

The room is cramped, and her mother is pregnant and packing.

LILY

(on phone)

Hi Dad, -- when are you coming home?... Oh, okay. I hope the job goes well.

(disappointed)

Yeah and I love you too.

Lily starts packing her knapsack and grabbing her food at the same time.

LILY (cont'd)

(frustrated)

Why did Dad have to go away?

LILY'S MOTHER

(exasperated)

To get work.

Lily is feeling rebellious about packing and is making a hash of it.

LILY

Why do I have to go and stay with Grandpa Burnett?

*

LILY'S MOTHER

Because I don't want you here alone while I'm having the baby -- it'll only be for a few days.

LILY

Grandpa's so sad since Grandma died, and he never comes here to see us.

LILY'S MOTHER

Maybe your visit will cheer him up. Have you got his present?

Lily rummages around and shows her mother a bunch of threads and beads.

(CONTINUED)

11 CONTINUED:

11

LILY

-Yes -- I'm making him a friendship
bracelet --

(beat)

-- but I'd rather stay here with
you.

Her mother gives Lily a hug. Lily suddenly looks at the table
and picks up her toy bluebird. She carefully puts it in her
knapsack.

LILY (cont'd)

Oh -- I can't forget you, Bluebird.
I know how much you like to travel.

12 EXT./INT. LILY'S APT. - DAY

12 *

We pull away from the fire escape outside Lily's apartment as
we hear our storyteller.

STORYTELLER [LILY, ADULT] (V.O.)

So now you've met Lily, Mr. Conductor
and Thomas. But we'll find out
from our story whether they meet
each other.

MIX TO:

13 EXT. SHINING TIME - TOWN LIMITS - DAY

13

CLOSE UP:

A colourful sketch drawn in beautiful colours -- slightly
faded and worn -- we can see the words "Shining Time", "Indian
Valley" and "Muffle Mountain" written across it.

SONG - "THE WHISTLING SONG" (TBA)

Then we see a little pair of ears. For a moment we think it
is part of the mural, and then we pull back to reveal the
back of a rather scruffy but adorable dog's head. It moves!
The dog is a middle-size mongrel, slightly shaggy and shabby
with big soulful eyes and a very friendly tail.

This is MUTT, and he is important to this story. Now we see
that Mutt is sitting at the top of a ladder with his front
paws resting on the bottom of the map -- keeping it in place.

The lettering on the map is being replicated on the town sign,
which reads "Shining Time - town population 5006, give or
take".

(CONTINUED)

13 CONTINUED:

13

PATCH -- a 12/13-year-old boy who will help bring this story to a happy ending -- is our whistling painter standing on another ladder. He has a pencil stuck behind his ear; he finishes with a flourish.

PATCH

There, Mutt -- paint touch - job's done. I reckon Shining Time has the best welcome sign of any town in our valley.

*
*

Mutt barks his approval.

PATCH (cont'd)

I'm glad you agree. Billy's old map that he lent me, helped a lot.

*

Mutt continues to bark and would clearly love to leave his post.

PATCH (cont'd)

Oh, he's on his way back, is he? You hear that train whistle sooner than it hears itself.

14 EXT. SHINING TIME VALLEY - DAY

14

Then we hear the train too, and see the magnificent Rainbow Sun speeding and steaming through the morning light. Unlike the engines on the Island of Sodor, this iron horse doesn't have a face, nor is it painted in primary colours -- its splendour is steely grey. Its driver is clearly enjoying the ride and the countryside.

BILLY TWOFEATHERS stands straight and tall at the throttle. Billy is a Native American in his late fifties, whose family have lived in this valley for generations. Billy is an honest, hardworking man of direct and carefully chosen words and an instinctive understanding of all things spiritual and beyond sight.

15 EXT./INT. SH. TIME VALLEY/RAINBOW SUN - CAB (TRAV.) - DAY

15

As the Rainbow Sun approaches Shining Time, two kids on bikes stop and wave as the train goes by. We follow Billy's point-of-view and suddenly notice in the far distance, a light flashing through the trees on the hillside. Next we see a man on a motorcycle emerge through the trees and ride destructively straight across the hillside.

16 EXT. SHINING TIME VALLEY - RAILWAY TRACKS - DAY

16

He is clearly out of place in this sunny and caring town.

His name is P.T. BOOMER. He's around 55-60 years of age and a drifter by choice not circumstances. Boomer is an opportunist, who has drifted from situation to situation, making money wherever he can - usually out of others' misfortunes. He is an emotionally muddy character who is obsessed with cleanliness and order. Now he is out of opportunities, except one - to return to Shining Time with only himself, his motor cycle, a life long grudge, and a thirst for revenge, when he first hits town, destruction - physical and verbal - is an easy carefree pastime. He is our second villain, and perhaps has a visual characteristic that he shares with Diesel 10. He comes over the hill on the road and cuts across the track at the grade crossing, causing Billy to hit the brakes and blow the whistle - frightening a nearby flock of birds into the air.

17 EXT. SHINING TIME - TOWN LIMITS - DAY

17

The Rainbow Sun steams to a stop outside the station. Billy steps from his cab and crosses the meadow to Patch, who is giving Mutt a drink of water from the drinking bowl that he carries with him wherever he rides. Billy greets Mutt who gives the map back to him.

BILLY
(distracted and looking
back)
Fine work, Patch.

PATCH
Is something the matter with the
Rainbow Sun Mr. Twofeathers - I
heard you braking?

BILLY
Everything's okay Patch

PATCH
Mr. Twofeathers...I've been looking
at your map... what are those
mysterious shadowy lines on it?
They look like straight railroad
tracks, but I can't see any other
tracks around here but the ones you
travel on.

(CONTINUED)

17 CONTINUED:

17

BILLY
-- (putting the map away)
Oh it's mysteries that make this
place --

*

PATCH
-- magical?

Billy gestures "guess so", and Patch untethers his horse,
realizing that there is nothing more to be said.

PATCH (cont'd)
I'd better be off to Muffle Mountain.
I promised Mr. Stone I'd clean out
his yard today.

BILLY
(wistfully)
Does Burnett Stone ever give you a
smile?

*

(CONTINUED)

17 CONTINUED: (2)

17

Patch is getting on his horse.

PATCH

No -- but he doesn't frighten my horse either. So I don't think he's a bad man, I think he's just sad.

Billy nods in agreement.

(beat)

BILLY

(thoughtfully)

This Iron Horse of mine serves me proud, but you two can cover every nook and cranny. If you see a stranger when you're out riding let me know, would you, Patch? His name is Boomer.

PATCH

Oh -- sure I will.

And Patch rides away.

Mutt is eager to get back to the station, but he and Billy have an unwelcome encounter first.

18 EXT. SHINING TIME STATION - PLATFORM - DAY

18

The platform seems eerily empty as Billy is walking along it. He has his map which he is going to put in it's slot on the wall. A train goes by and he acknowledges the driver. Mutt starts to growl.

BOOMER

(unseen)

You're Billy Twofeathers... do you know who I am?

And suddenly - where there was a blank wall, now Boomer is leaning against it. - polishing his goggles with a leaf from the bouquet tree.

BILLY

(matter-of-factly)

You're P.T. Boomer and you left this valley a long time ago when I first became a railroader.

(CONTINUED)

18 CONTINUED:

18

BOOMER

So now I'm back... for two reasons --

He points across towards Muffle Mountain.

BOOMER (cont'd)

You see that mountain over there --
I'm going to own it. It's going to
be mine, all mine.

(CONTINUED)

18 CONTINUED: (2)

18

BILLY

(shocked but steady)

-That mountain's not for sale -- it
belongs to Mother Earth. You'll
never own it.

*
*

Boomer defiantly turns his back on the mountain.

BOOMER

You're wrong. Second reason, I'm
back -- to find Burnett Stone.
Where is he?

Billy is putting the map back in its slot on the wall of the
station.

BILLY

Wherever he wants to be...

BOOMER

Playing innocent like everyone else
in this town won't work -- I'll
find him.

BILLY

Yes, there is innocence here --
don't mess with it.

Then he looks across the meadow and up to the mountain where
the flowers are gleaming in the sunlight.

Boomer turns heel and as he does so, takes a swing at the
hanging basket, where Mr. Conductor appeared moments ago.
Then he strides away.

*
*

Billy picks up the flowers that have dropped to the ground.

BILLY (cont'd)

(to himself)

Innocence is here because this valley
is built on land that's special,
and it is touched by gold dust too.
That combination equals harmony,
but you can't understand that even
when it's staring you in the face.

*
*

Mutt runs ahead of Billy and we go with them into the station
to discover...

19 INT. SHINING TIME STATION - DAY

19

Shining Time Station on an ordinary, cheerful day. Passengers coming and going.

STACY JONES, the Station Master, is sorting through some old Lost and Found boxes when the telephone rings. Stacy is everyone's idea of a favourite aunt. She has a sense of fun that appeals to kids who respond to her caring ways, which she manages to combine with a savvy sense of responsibility towards her job. Like Billy, she is part of Mr. C's inner circle of friends and very protective of his presence.

The interior of the station helps communicate the warm atmosphere -- there are stained-glass windows and jewel-coloured light reflections.

STACY
(putting on her hat
as she answers the
phone)

*
*
*

Shining Time Station -- Manager
Stacy Jones speaking... Yes, the
10:15 from Pelican Falls to Shining
Time is right on time.

Billy is entering the station as Stacy picks out a child's drawing. It's of a little boy climbing up a hillside with a railway track and a set of buffers below and behind him.

STACY (cont'd)
Billy - have you got a moment?

Billy puts down his tool bag and joins Stacy as a little child runs in and puts a bowl with one goldfish in it on the ticket booth.

STACY (cont'd)
I found this child's drawing in an
old locker in the lost and found.
Look at the signature Billy - it's
by Burnett Stone. Is this him as a
little boy?

*
*

Mutt, has leapt onto a bench near the ticket booth and seems to prick up his ears with interest.

*

BILLY
Most likely...

STACY
I can't believe that grumpy Burnett
could ever have looked this happy.

(CONTINUED)

19 CONTINUED:

19

BILLY

Oh Burnett had a wonderful smile,
and he loved railroading

(pause)

although something always seemed to
trouble him.

(mood change)

Here, Stacy -- these flowers got
knocked out of their basket. Maybe
some water will help them live
longer.

*

*

STACY

Why did they get broken?

BILLY

Because a man called Boomer's back
in town who doesn't believe in magic.

Stacy looks concerned as Billy collects his toolbag. Our
attention is drawn to the magnificent station wall-mural above
the bench, which Mutt has now made his next sitting place.

CLOSE ON MURAL

We see the painting of a tunnel with tracks disappearing into
the darkness -- to the right of this is the little red door
of a signal house.

In front of the door appears a sparkle golden bright. As it
appears, Billy looks up and whispers.

BILLY (cont'd)

Hullo, Mr. Conductor.

Out of the sparkle appears a dashing forty-ish man wearing a
smart blue conductor's uniform complete with peaked hat and
brass badge. He just happens to be 18 inches tall and lives
in a painting on the wall.

*

MR. C.

Hullo, Billy.

Like anyone leaving their home, Mr. C. does ordinary things --
albeit in an extraordinary situation.

He makes sure that his door is locked, looks through the
window, taps his pockets to be certain that he has everything,
including his toolkit for emergency repairs.

(CONTINUED)

19 CONTINUED: (2)

19

MR. C. (cont'd)
(continuing to check)
-Ticket hole punch...check. All aboard
(clears throat and
repeats)
All aboard
(then to Billy)
Just making sure Billy - I mustn't
let my conductor skills get rusty.

*

*

Mutt is observing all this activity with some concern.

BILLY
(observing it, too)
Important day, Mr. C.?

MR. C.
(proudly)
Very important, Billy -- I'm going
to the Island of Sodor - you know
it's the only place in my Universe
where I seem to fit in, size-wise.
Sir Topham Hatt has given me a big
responsibility for the very first
time. What's more, he says a new
Diesel has arrived, and I have to
make sure he behaves himself.

BILLY
I hope your visit goes well Mr.C.

*

*

Billy goes through to his workshop and Mr. C. sparkles to
where Stacy is finishing on the phone. She gestures "hello"
to Mr. C. who hears the goldfish talking to him.

MR. C.
(listening to to the
goldfish)
I'm sorry, what did you say...?
Oh, thank you. I like my sparkle
too!
(beat - listening
again)
Yes - gold is great!

Stacy is unfazed by the presence of Mr. C. She knows him
well. The little child dashes back for the goldfish. She
and Mr.C. acknowledge each other (no words spoken) and
Mr.C.turns to look at the drawing of Burnett Stone as a child
in a landscape that we will soon learn is the Island of Sodor.

(CONTINUED)

19 CONTINUED: (3)

19

MR. C. (cont'd)

(puzzled)

Where did you get this drawing,
Stacy?

STACY

In an old locker. It was done by
Burnett Stone when he was a child.
I was told that he used to work on
this railroad, but he never leaves
the otherside of the mountain now.

(beat)

You seem puzzled, Mr. C.

MR. C.

I am puzzled -- this place looks
like the Island of Sodor -- but how
would Burnett Stone get there?

(beat)

Anyway, I must go now....

STACY

Right now?

Mr. C. is a little irritated by her reaction.

MR. C.

Yes, Stacy. I have to help keep
everything safe and sound on the
Island of Sodor, just like I try to
do here. What's the matter?

Billy gestures "sssh" to Stacy but MR. C. notices.

STACY

Oh, nothing for you to worry about,
Mr. Conductor.

The three friends eye each other with affectionate suspicion.

(CONTINUED)

19 CONTINUED: (4)

19

*

We leave Mr. C. and Stacy as we go with Billy.

20 EXT. SHINING TIME STATION - PLATFORM - DAY

20

The Rainbow Sun is about to leave the station.

Mutt is sitting at the end of the platform with the air of a child not wanting a parent to leave. Billy swings into his cab.

BILLY

I know, I know -- Boomer is bad news for this valley -- but so is this train if I don't get it to Doodlehaven on time.

With that, Billy gives a blast on the whistle, the train starts to leave, and Mutt returns inside.

21 INT. SHINING TIME STATION - DAY

21

At the mural, Mr. C. is checking his list one last time. Mutt has now returned and is gazing at Mr. C.

MR. C.

(concerned)

You don't want me to go, do you?

(sighs)

And your instincts are usually right.

Mutt is whining quietly.

MR. C. (cont'd)

Is there some sort of trouble brewing here?

(CONTINUED)

21 CONTINUED:

21

Mutt whines again and his back view looks particularly vulnerable as Mr. C. checks his watch.

MR. C. (cont'd)

I'm going to be late... Mutt --

I'll be back as soon as I can.

Now, I must concentrate -- One blow on my whistle should give me enough gold dust for a lot of sparkle. I need it for this journey!

Mr. C. blows his whistle. Mutt's ears descend in even more alarm, as Mr. C. sparkles out and disappears.

CUT TO:

22 EXT. LILY'S APT. - FIRE ESCAPE - DAY

22

Lily is sitting at the top of the fire escape finishing off making the friendship bracelet for Burnett.

*

STORYTELLER [LILY, ADULT] (V.O.)

In the big city, Lily was making final preparations for her own journey.

LILY

So that's it, Grandpa -- I hope you'll like it... I hope it'll fit.

(sighs)

And I hope it'll help to make you happy again too.

Lily takes out her harmonica and begins to play.

The noise from the city traffic below gets louder but so does Lily's playing. She loves harmonizing with the city sounds. She looks down to the street below and a tap-dancer is dancing to her music. The moment is fleeting, but somehow magical, too.

STORYTELLER [LILY, ADULT] (V.O.)

As Lily was trying to make herself heard above the sound of the sirens, far away on the Island of Sodor, James the Red Engine was having a battle of a very different kind.

CUT TO:

23 EXT./INT. SODOR - RAILWAY YARDS - DAY

23

We discover James the Red Engine. He is in the sheds and having problems with a fly that is buzzing his nose.

STORYTELLER [LILY, ADULT]

James is a rather moody engine.
His temper can be as red as his
paint, if he could play in a band
I'm sure he'd be a great drummer.

JAMES

Bzzz -- Go away!

Thomas backs along the line, looking at James rather than in front of him. As a result, he bumps into the buffers. James thinks this is amusing.

JAMES (cont'd)

You weren't concentrating, Thomas.
Lucky for you that the buffers were
there.

THOMAS

That's what buffers are for -- to
stop engines crashing. That's why
they are being repaired. What are
you doing in the sheds, James?

*

JAMES

My wheels were feeling worn out
with work, so Sir Topham Hatt told
me to think about all the ways I
can be a Really Useful Engine...
and when I have, I can come out
again.

*

THOMAS

He's just trying to make this a
better railway for steam engines.
Sir Topham Hatt says the harder we
work, especially while he takes a
holiday, the less he'll need diesels
to hel...

As Thomas is talking, James is becoming visibly more worried.
What he and we can see, but Thomas can't -- until too late --
is the looming arrival of the menacing Diesel 10.

DIESEL 10

Help you...?

(MORE)

(CONTINUED)

23 CONTINUED:

23

DIESEL 10 (cont'd)

You will always need help because
-steam engines are cowardly, cranky,
worn-out hunks of metal who couldn't
hurt a fly.

This last comment is hurled at James. The fly is bugging him
even more but he is powerless to do anything.

JAMES

No we're not.

DIESEL 10

Yes -- you are.

JAMES

Aren't.

DIESEL 10

Are. I am going to dominate you.
I am going to destroy you. When
I'm done with my plan, you'll be
nothing but useless scrap.

With that Diesel 10 snakes away.

JAMES

Big bully...

James is furious and Thomas outraged, but nervous.

THOMAS

(calling after Diesel 10)

D-D-Diesels won't dominate and they
won't destroy -- we won't let you --
neither will Mr. Conductor. I'm
off to fetch him now!

24 OMITTED
AND
25

24
AND
25

26 EXT. SODOR - LITTLE SIGNAL BOX - DAY

26

Thomas is approaching from the far distance and stops as he
sees Mr. C. sparkle onto the other side of the track.

MR. C.

Good Morning, Thomas.
(MORE)

*

(CONTINUED)

26 CONTINUED:

26

MR. C. (cont'd)
-I have to see Sir Topham Hatt to
get my orders right away --
(rubbing his arms and
legs)
The journey from Shining Time is
getting bumpier every time. *

Mr. C. Sparkles into Thomas' cab. As Thomas sets off and
gathers speed, he is showing great pride on his face -- eyes
left, then right. But he is concerned.

THOMAS
I'm very happy you're here, Mr.
Conductor. A big bully Diesel has
arrived; he is behaving very badly.

MR. C.
Don't worry, Thomas. I'll just pop
in and out with my sparkle wherever
he goes and keep him in order.

27 EXT. SODOR - RAILWAY SIDINGS - DAY

27

There in some sidings are Splatter and Dodge in a huddle with
Diesel 10.

Above them looms a huge boulder -- its face carved in the
image of Diesel 10... with one distinct difference... the
carving is Adonis-like, with a disgusting grin on its face.

DIESEL 10
So, Fat Hatt's going away, and I've
got good news for you Splodge.

SPLATTER & DODGE
Er... it's Splatter and... er...
Dodge.

DIESEL 10
I ain't got time to say both names.

Splatter and Dodge look humble -- it's clear who's in charge.

DIESEL 10 (cont'd)
While the Boss...

SPLATTER & DODGE
Isn't that you?

(CONTINUED)

27 CONTINUED:

27

DIESEL 10

...the other one -- Fat Hatt -- is
away, the cats -- that's us -- will
play.

Splatter and Dodge are looking very confused.

DIESEL 10 (cont'd)

We're going to make life a misery
for those steaming heaps of trash-
on-wheels. This Island doesn't
need them, it needs Diesels --
there's no use for steam engines
these days -- they're history.

SPLATTER & DODGE

There's a little -- er -- teeny
problem, boss.

DIESEL 10

If you're talking about Twinkle
Toes, I'll soon settle him with
this.

At that moment Diesel 10 reveals his sinister attribute - a
claw which now moves up over the top of his "head". *

This demonstration turns into an undignified joke as he
accidentally bangs himself on his "forehead". Diesel
disappears fast.

SPLATTER & DODGE

(quietly to each other)

I don't think he meant to do that.

This is the understatement of the year.

MIX TO:

27AA EXT. SHINING TIME - STREET - DAY

27AA*

P.T. Boomer is checking through a pile of 'Shining Times'. *
He stops at one - scribbled in the top corner are the words *
'Burnett Stone - Muffle Mountain'. Boomer gives a satisfied *
smile as a young boy collects the pile of newspapers and cycles
away.

Over this scene we hear... *

(CONTINUED)

27AA CONTINUED:

27AA

STORYTELLER

But in the Indian Valley, Boomer
meant to find Burnett Stone. Billy
was right to let Mr. Conductor leave -
at least for now he was safe in the
Island of Sodor.

*
*
*
*

27A EXT. SODOR - RAILYARD - DAY (FORMERLY SC. 30)

27A

The aggrieved face of James. He is feeling claustrophobic
and cross and is letting Thomas know it.

JAMES

Wobbly wheels.

THOMAS

You're just jealous, James.

(CONTINUED)

27A CONTINUED:

27A

JAMES

(warming to his theme)

Puffy pistons. You shouldn't have collected Mr. Conductor -- I should have.

GORDON

(philosophically)

James is right, little Thomas. You don't understand -- collecting Mr. Conductor is an important job for important engines. Important is big and we are big engines. You are small so we should have him picked up.

THOMAS

Bossy sprockets.

Thomas is pushing some rebellious TRUCKS who are singing rudely at him. Thomas bumps them hard.

TOBY

Stop squabbling, all of you. Mr. Conductor will expect this railway to run like clockwork. Bumping railway trucks is not being Really Useful, Thomas.

*
*
*
*

THOMAS

Toby I know you're very wise but the trucks are very silly.

*
*
*

PERCY

Silence!

Thomas and the other engines look shocked.

HENRY

You can't say that, Percy. You can't say the word "silence" -- only Sir Topham Hatt is allowed to say that.

PERCY

Then

(beat)

be quiet and let's all get back to work.

*
*

THOMAS

Mr. Conductor says you can come out now James.

*
*
*

(CONTINUED)

27A CONTINUED: (2)

27A

All the engines get moving.

Thomas is taking his trucks. They're full of broken slate and grey stones. He's still huffy and puffy.

Splatter and Dodge are watching Thomas.

THOMAS (cont'd)

Little engines can do big things --
especially when they have nice blue
paint like me.

Splatter and Dodge are noticing that HAROLD THE HELICOPTER is hovering high up in the sky and heading over to the dust-bowl of the quarry yard.

SPLATTER & DODGE

(to each other)

Just watch what happens to that
blue puffball when Harold the flopper
chopper flies past here... Let's
start laughing now!

And they do -- in a really silly way.

Thomas passes fast forward -- nice shiny blue in the middle of the dust-bowl of the yard. Enter Harold overhead -- propellers swishing -- huge dust storm results -- outcome -- Thomas is smothered. Splatter and Dodge are delighted, but not for long -- first "pratfall" coming up -- they get smothered too.

SPLATTER & DODGE (cont'd)

Did you mean to look like that?

*

SPLATTER & DODGE

No.

SPLATTER & DODGE

Neither did I...

CUT TO:

28 EXT. SODOR - SIR TOPHAM HATT'S OFFICE - DAY

28

We establish the outside of Sir Topham Hatt's office.

29 INT. SODOR - SIR TOPHAM HATT'S OFFICE - DAY

29

CLOSE-UP: CLOCK TICKING ON WALL

(CONTINUED)

29 CONTINUED:

29

This is a serious clock on a stern wall.

TILT DOWN from the clock to a serious desk.

Mr. C., upright and serious, too, is reading a letter. It is from Sir Topham Hatt.

VOICE OF SIR TOPHAM HATT
(or Mr. C. mimicking
Sir. T.)

"Where were you? My wife said we
couldn't miss our little holiday.
Will telephone to make sure you
have arrived." Signed, Sir Topham
Hatt.

*

Bang on cue, the phone rings...

It's Sir Topham Hatt. As Mr. C. talks on the phone, his eyes occasionally go to the railway posters. The expressions on Sir Topham Hatt's face change each time.

MR. C.
(saluting; into phone)
Oh, good afternoon, Sir. A real
honour, Sir, like my family before
me... Keep an eye on Diesel --
definitely...Yes, Sir -- the three
R's -- reading, writing, arithmetic.

*

*

Then Mr. C. realizes what he has just said.

MR. C. (cont'd)
(embarrassed)
I mean... I will be responsible,
reliable, really useful... goodbye,
Sir. Yes, we'll all get a good
night's sleep, ready for a hard day
tomorrow.

He puts down the phone and sparkles out.

CUT TO:

30 OMITTED (MOVED TO SC. 27A)

30

31 EXT. SODOR - RAILWAY SHEDS - NIGHT

31 *

Night time at the sheds. Big harvest moon above them.

Suddenly we see Diesel 10 sidling up towards them.

The sheds are subject to repairs, too. Scaffolding is swinging loose from a ladder at one end.

Next we see the spooky claw-like piece of equipment extending out from Diesel 10. It's heading for the scaffolding.

31A INT. SODOR - RAILWAY SHEDS - NIGHT

31A

Mr. C. is revealed curled up beside Thomas in a hammock swung between two stanchions. He also has a mug, a tin saying "hot chocolate", and a large bag of sugar.

MR. C.

Mmmmm... There's nothing like a
nice bedtime drink of hot chocolate.

Outside, the claw is preparing to hit the scaffolding.

Inside, Mr. C. spoons in some sugar.

MR. C. (cont'd)

Just a little sweeter, I think.

Outside is the evil grinning face of Diesel 10. There is a huge bang and the scaffolding comes crashing down.

DIESEL 10

You're not wanted here.

The other engines are all looking shocked and/or terrified.

MR. C.

Oh yes I am.

DIESEL 10

Let me make myself quite clear.

With that, Diesel 10's claw comes for the kill.

(CONTINUED)

31A CONTINUED:

31A

Instinctively, Mr. C. blows his whistle (he wears it, even at bedtime). As he finds it, he says:

MR. C.

You can't catch me, Diesel...

But nothing happens... he doesn't sparkle.

Diesel's evil grin grows wider.

DIESEL 10

Losing your sparkle, eh?... What perfect timing.

In the middle of a pending crisis, quick-thinking Mr. C. grabs the bag of sugar.

He holds it in front of Diesel 10 as if it were a cross before the Devil.

MR. C.

Sugar, Diesel -- if I throw this in your tank, it'll seize you up for good.

We can tell by the horrified look on Diesel 10's face that he knows Mr. C. is right.

He starts to back away. But not without a warning.

DIESEL 10

Make the most of tonight, Twinkle Toes, because you won't like tomorrow -- neither will that line of tin kettles.

And with that threat, Diesel 10 slides into the darkness.

Mr. C. pulls himself together and climbs back into his hammock. He washes his hands of Diesel. He's cool.

THOMAS

Mr. Conductor... but what happened to your sparkle?

MR. C.

(examining his whistle)

I don't know but I can't come and go without it, Thomas. I'll just have to sleep on it.

THOMAS

On your sparkle?

*

(CONTINUED)

31A CONTINUED: (2)

31A

MR. C.

No, Thomas -- on the problem of
-what's happened to it.

*
*

Thomas, still looking a little puzzled, closes his eyes.

MIX TO:

32 EXT./INT. SODOR - RAILWAY SHEDS - NIGHT

32

Outside, Diesel 10 snakes back. His claw picks up a nearby barrel marked "Engine Ash Only". The claw moves along until the barrel of ash is directly over Thomas. Through the broken roof, it starts to pour its contents into Thomas' funnel. Thomas is too fast asleep to notice.

CUT TO Mr. C. asleep. He's dreaming and murmuring.

MR. C.

Sparkle... gold dust... magic...
railroad... buffers...

Diesel hears the word "buffers" too.

*

The noise startles Percy, who wakes up in time to hear the word "buffers" too.

*

Mr. C. in his hammock, fast asleep and murmuring:

MR. C. (cont'd)

Gold dust... valley... family...

CUT TO:

32A EXT. SHINING TIME - MUFFLE MOUNTAIN [DREAM] - DAY
(FORMERLY SC. 41)

32A

Dream image of gold dust sparkling down on to a line of flowers *
at the top of the mountain, on a bush, the Bouquet tree, and
along the meadow.

This is accompanied by Mr. C. voice-over:

*

MR. C. (V.O.)

*

The family told me... as long as
there's a railroad, there will be
energy... as long as there is gold
dust... there will be harmony...
the family told me... we have made
sure that our railroad is safe...

(MORE)

(CONTINUED)

32A CONTINUED:

32A

MR. C. (V.O.) (cont'd)
-we have made sure that our gold
dust will last forever... you will
never have to worry...

Then there is a lightening flash and, as Mr. C speaks, we see
the gold dust is disappearing.

32B OMIT

32B

32C EXT. SHINING TIME SQUARE [DREAM] - DAY

32C

Stacy is standing, desolate, where the juggler used to be.
She calls out.

STACY
Mr. C! Mr. C! Why aren't you here?
Why couldn't you travel anymore to
the Island of Sodor...? Or back home
to us in Shining Time? The magic is
all gone.

*

We pan down to see "The Shining Times" blowing down the street.

32D INT. SODOR - RAILWAY SHEDS - NIGHT (FORMERLY SC. 42)

32D

Mr. C. wakes up very shocked.

MR. C.
What's going wrong with our railroad,
and why...? My universe is in danger --
I've got to find more gold dust --

CUT TO:

33 EXT. MUFFLE MTN - BURNETT'S WORKSHOP - NIGHT

33

Burnett's workshop on the mountain -- it is between the top
of the mountain and his house, nestled at the foot of it.
Its entrance is through an abandoned mine shaft.

STORYTELLER [LILY, ADULT] (V.O.)
Mr. Conductor had no way of knowing
that far away -- in a workshop on
Muffle Mountain -- Lily's Grandpa
Burnett Stone could help Mr.
Conductor... if only he could
remember how.

34 INT. MUFFLE MTN - GRANDPA'S WORKSHOP - NIGHT

34

As we go from outside this scene to inside, we see BURNETT
STONE. He is upright, strong, good-looking, and we can tell
that he would still have the capability of handling a train.
But his face is etched with sadness and closed in.

*
*
*
*

He is studying a painting of an engine -- we will come to
know her as LADY and he is working on the letters -- L.A.D.Y.

*

There is a glow in the corner of the workshop indicating the
possibility of another presence just out of sight.

BURNETT
(looking at the
painting)

I know that if you can survive, so
will this valley, but I'm sorry I
don't seem to understand about magic
anymore, and I seem to be losing my
will to try -- my childhood seems
so long ago.

As he speaks, we see:

DISSOLVE TO:

35 INT. MUFFLE MTN. - PLAYROOM [FLASHBACK] - DAY

35 *

A FLASHBACK of what he remembers as a child. Burnett as a little
boy, in his playroom with toy trains and tools around him. We see
the shadow of the tiny figure of previous MR. C.

*

PREVIOUS MR. C. (V.O.)
It's good you like trains, Burnett.
Our family has a little engine that
lives in the mountain, and she
travels on her own railroad which
has wonderful energy because of
her. She takes us on journeys to a
magical island. We'll take you
there, Burnett.

*

*

DISSOLVE TO:

36 INT. SH. TIME - MUFFLE MTN - BURNETT'S WORKSHOP - NIGHT

36 *

Burnett in his workshop, touching the painting lovingly.

*

MIX TO:

37 EXT. SODOR - COUNTRYSIDE [FLASHBACK] - DAY

37

Burnett (as a child) on the Island of Sodor - it is just as it is in his drawing as a child.

 PREVIOUS MR. C. (V.O.)
Now that I have shown you the land of talking trains, I have to leave this valley for a long time. Some day, one of us will return. But until then, I have chosen you to take care of our engine. Please guard her well Burnett Stone.

MIX TO:

37A INT. BURNETT'S WORKSHOP - [PRESENT] - NIGHT

37A

We are back in the present, inside Burnett's workshop, as he looks once more at the painting.

 BURNETT
 (with sorrow)
But I didn't guard you well.

*

Burnett leaves the shot and we stay on the painting of Lady, as the light fades out.

A38 EXT. BURNETT'S WORKSHOP - NIGHT - A BIG MOON

A38

Burnett leaves the workshop and starts walking down the mountain.

38 EXT. SHINING TIME - BURNETT'S HOUSE - GATE - NIGHT

38

As Burnett reaches his house, suddenly he is blinded by a bright light. It comes from the headlamps on Boomer's bike. Boomer is spying on him through the trees, and moves in to confront Burnett.

 BOOMER
 (in the darkness)
So, we meet again, Burnett Stone, -
aren't you surprised to see me?

*

*

 BURNETT
 (steadily and quietly)
Not really Boomer, I knew you'd
come back someday.

*

*

(CONTINUED)

38 CONTINUED:

38

BOOMER
-- (stepping into the
light)
Where's that engine?

BURNETT
I'll never tell you that --

BOOMER
Then I'll just have to level this
mountain. And why not - after all -
skyscrapers and parking lots make
money not magic. It's money that
makes you happy. Magic can make a
man unhappy - look what it's done
to you Burnett - who needs it -
not you not me.

*
*
*
*

Burnett continues to give Boomer a steady, defiant gaze. He
determinedly goes inside his house and shuts the door. Boomer
calls after him. He's frustrated that Burnett refuses to be
provoked.

*

BOOMER (cont'd)
I'll be back, Burnett Stone. I
found you -- now I'll find that
engine.

Boomer drives away on his motorbike.

CUT TO:

39 INT. SHINING TIME - BURNETT'S HOUSE - NIGHT

39

CLOSE UP: Burnett coming to his bookshelf. He takes down a
book and opens it - "The Romance of Railroading"

CUT TO:

39A EXT. TREES ABOVE BURNETT'S COTTAGE - NIGHT

39A

Boomer is creeping through the trees, gazing down at the
cottage -- stalking out his prey.

*

40 OMITTED
THRU
42

40
THRU
42

43 INT. BIG CITY - TRAIN STATION - DAY

43

SONG: "GIRL IN GREEN" (TBA)

It's daytime in a thick sea of moving knees and legs --
suddenly we see a glimpse of green amongst the grey and grit --
rushing people --and tumbling feet -- and there, in the middle
of it all, is Lily.

And there is Mutt -- in a hurry and on a mission. He is maneuvering his way amongst the crowd.

STORYTELLER [LILY, ADULT] (V.O.)
At the Big City Station, Mutt was searching everywhere for Lily amongst all the crowds. He sensed the threat to Mr. Conductor's universe, and that, she too could help overcome it. Lily was going to her Grandpa's house at Muffle Mountain, but Mutt needed her to come to Shining Time first. That's what his instinct told him.

*

Lily has a knapsack on her back. The bird is tucked in the top of it.

Everyone is jostling.

The inside of the station is filled with the sound of announcements.

STATION ANNOUNCER (V.O.)
The train for Muffle Mountain will depart from Track 3. Last stop, Muffle Mountain. The train for Shining Time will depart from Track 4.

Lily is dashing everywhere, looking for Track 3.

Then Mutt appears right in front of her -- he's picked the time.

It's now.

LILY
I don't suppose you know where Track 3 is, do you?

"Follow me" he seems to be urging.

His tail is wagging and he turns -- getting it across to her: "I know where I'm going".

Mutt's friendly face reassures Lily.

LILY (cont'd)
You do? Do you want me to follow you? Oh, why not!

*

And she decides to trust her instincts and follow Mutt.

44 INT. BIG CITY - TRAIN STATION - PLATFORM - DAY

44

Down onto the platform.

She doesn't look up but we do. She's on Track 4, not 3.

She hesitates for a split second, then --

She's up into the train and it's away. It is The Rainbow Sun.

We see Mutt leap into the last carriage at the back of the train.

CUT TO:

45 INT. RAINBOW SUN - COACH - DAY

45

Lily on the train with the Bluebird sitting on her lap. Everyone is busy talking on cell phones and working on laptops.

LILY

(whispering)

So here we are on our way to Muffle Mountain, Bluebird... We've been there once before when I was really little, remember? But I wish that we were going to some place different, don't you...? There are so many places in the world to see... I'd like to go to the most magical one of all.

*
*
*

FADE TO:

46 EXT. SODOR - RAILWAY SHEDS - DAY

46

We hear a scratching sound and then we see a CLOSE-UP of Mr. C.

We pull back a little further to reveal a push brush. Mr. C. is holding it and scratching the nose of James, whose face is showing smug satisfaction. Mr. C. is clearly finding this task a struggle, and grows visibly weaker.

MR. C.

There, James -- tickle all gone?

James gives a happy "peep-peep".

(CONTINUED)

46 CONTINUED:

46

MR. C. (cont'd)
(giving a yawn)
Good -- now off to work please.

(CONTINUED)

46 CONTINUED: (2)

46

JAMES

(genuinely concerned)

Why are you so tired, Mr. Conductor?
Is it because I'm red? Diesel says
red is a really tiring colour.

MR. C.

(kindly)

No, James. It's not that at all...
red's really reliable. Now please
find Thomas and ask him to meet me
at the top of Rainbow Ridge. I
have to look for something important.
It's to do with getting my sparkle
back properly so that I can be really
reliable. Sir Topham Hatt needs me
and so does Shining Time.

*
*
*
*

JAMES

(eagerly)

I could take you, Mr. Conductor.

MR. C.

Thank you, but no -- if I travel in
an engine, Diesel is sure to suspect
I'm still having problems with my
sparkle -- off you go.

*

And James puffs away.

Mr. C. blows his whistle and sparkles out -- very slowly
indeed.

47 EXT. SODOR - RAINBOW RIDGE -- DAY

47

We see we are at the top of the ridge, but Mr. C. is not. We
hear noises of great struggle and exhaustion.

MR. C. (V.O.)

I'm supposed to sparkle in at the
top of the ridge... not at the
bottom.

Now we see him coming over the top of the ridge. Ahead we
see a surreal sight of a deserted wagon resting on top of the
ridge, framed by a rainbow that seems to disappear into an
old rain barrel. Mr. C. blows his whistle and tries to
sparkle, and nothing happens - As he finally reaches the top
he realizes this is the defining moment.

(CONTINUED)

47 CONTINUED:

47

MR. C. (cont'd)

That's it -- I have no more gold
dust.

*
*

(MORE)

(CONTINUED)

47 CONTINUED: (2)

47

MR. C. (cont'd)
If I can't find the source for making
more I know how bad the consequences,
will be -- I saw them in my dream
last night.

*

47A EXT. SHINING TIME - MUFFLE MOUNTAIN [DREAM] - NIGHT

47A

Flashcut to Mr. C.'s dream.

47B EXT. SODOR -[PRESENT] - DAY

47B

Back in the present time, Mr. C. looks up at the wagon.

MR. C.
(starting to climb)
My family never really told me what
to do in a gold dust crisis all
they ever told me was that I'd find
a clue on the rockface behind the
old wagon. Why didn't they tell me
any more than that -- I guess the
family wanted to protect the secret
of the source and have left it up
to me to put the rest of the clues
together. I have to reach that
wagon.

*
*
*

He starts climbing...

CUT TO:

48 EXT. SODOR - RAILWAY - DAY

48

Thomas swooshes past, wheel-to-wheel with BERTIE, who is travelling on a parallel road. Bertie is a red bus who likes to go fast, and believes, in a good-natured way, that he can give any engine a run for its wheels. James puffs by on the other line.

THOMAS
Morning Bertie, I'm sorry I can't
have a race with you today, I have
to be a really useful engine for
Mr. Conductor.

He gives a whistle but a very strange sound comes out.

(CONTINUED)

48 CONTINUED:

48

BERTIE

I say, Thomas, your whistle sounds
a bit wobbly.

THOMAS

Yes -- and it feels all stuffed-up,
too! Bye, Bertie. Bye James.

49 EXT. SODOR - RAINBOW RIDGE - DAY

49

Mr. Conductor is at the top of Rainbow Ridge. The sunlight
is falling on the rain barrel, and a rainbow appears over the
top of the ridge creating a flickering effect on the rock.
Suddenly we see that the flickering effect is actually writing.

MR. C.

That must be the clue to the source
of the gold dust - but what does it
say.

Mr. C. steps up onto the spokes of the wagon wheel to see
better the flickering writing scratched on the rock face. We *
see rocks shifting as Mr. C climbs into the wagon. *

MR. C. (cont'd)

"Stoke up the magic in the mountain
and the Lady will smile. Then watch
the swirls that spin so well.

The rainbow disappears and Mr. C. cannot see the writing
anymore either.

MR. C. (cont'd)

(frustrated)

Where's the writing gone?

Mr. C. turns to examine the rock again. He and we hear a loud,
incredibly shrill, wailing whistle. It's Thomas and it's
trouble. Shriek, shriek goes the whistle.

MR. C

... aah...

As he loses his balance, Mr. C. puts more weight on the wagon. *

The wagon tumbles down the side of the ridge with Mr. C inside *
it. *

49A EXT. SODOR - RAINBOW RIDGE - DAY

49A

Thomas is travelling along the line. He sees this -- shock --
horror. Suddenly there's no sign of Mr. C.--

*

(CONTINUED)

49A CONTINUED:

49A

-- just his hat, bump bump, down like the wagon -- and then silence. --

THOMAS

Oh, Mr. Conductor, my whistle suddenly went all funny. I didn't mean to frighten you. Oh, where are you -- I better go back and tell the other engines what's happened. Diesel is sure to be making some really scary plans right now.

There is no sound from Rainbow Ridge and no sign of Mr. Conductor.

49B EXT. SODOR - RAILWAY TERMINAL - DAY (FORMERLY SC. 50)

49B

Diesel 10 with his sidekicks Splatter and Dodge who are listening to him with glee. They're near a coal hopper

DIESEL 10

We don't like Twinkle Toes. We have to make sure that he can't get away and go home. Going home has got something to do with buffers -- I heard him talking in his sleep about buffers. So we'll destroy them and when the steam engines are destroyed too, we can build the buffers up again for ourselves. Now remember our motto: "They add, we subtract". Say it.

SPLATTER & DODGE

They add, we subtract... Er... Diesel?

DIESEL 10

Yes?

SPLATTER & DODGE

Subtract what?

DIESEL 10

(as if in pain)

Buffers, steam engines, Twinkle Toes... Destroy Splodge.

*

SPLATTER & DODGE

But we might hurt something or someone.

*

*

*

(CONTINUED)

49B CONTINUED:

49B

DIESEL 10

_Soooo...?

*

*

As Diesel 10 waves his claw around for emphasis, he accidentally hits the coal hopper which dips its load all over Splatter and Dodge.

(CONTINUED)

49B CONTINUED:

49B

SPLATTER & DODGE
(muffled behind the
coal)

Is this supposed to be here?

*
*

MIX TO:

49C EXT. SODOR - COUNTRYSIDE/RAIL LINES - DAY (FORMERLY SC. 58) 49C

Thomas is with Toby, Gordon and James.

GORDON

So what are we going to do now,
little Thomas? Mr. Conductor's
fallen off the wagon and it's all
your fault.

JAMES

(hysterically)

Diesel is going to destroy us. We
need help -- who's going to give it
to us?

TOBY

We'll help each other. That's what
the Sir Topham Hatt would expect.

GORDON

Pity he went away in the first place.

Thomas gives a huge sneeze.

JAMES

(more hysterical still)

Oh no... now Thomas is getting ill...
oh no...

TOBY

Be quiet James.

Thomas gives a whistle -- it's perfect.

THOMAS

Actually, I'm very well thank you
James... and now I have to find Mr.
Conductor again before Diesel does.

CUT TO:

49D EXT. SODOR - RIVERBANK - DAY

49D

We see a chunk of gravel being thrown towards the camera,
then we see one hand, then the other and a very weary MR. C.
clammers up behind them.

*
*
*

MR. C.

What happened -- where's Thomas?
... Clues -- clues to the source
of my gold dust -- I can remember
some writing, but what did it say...?
Mountain... smile... Baby... what
else -- curls... tin... bin... no,
that's not right... Now let me think.
There must be someone else in the
family who still has lots of gold
dust.

*

Then -- light bulb goes on -- he suddenly has an idea.

MR. C. (cont'd)

I have to find a bellflower. I
need to make a call.

A shaky Mr. C. starts searching amidst the undergrowth.

CUT TO:

50 OMITTED

50

51 EXT. SODOR - UNDERGROWTH - DAY

51

We hear Mr. C.'s voice.

MR. C.

Do you mind...? Please don't badger
me now.

*

Bang on cue we see Mr. Conductor -- and then -- yes, the
Badger, who -- fed up with being dumped on -- exits.

MR. C. (cont'd)

(Calling out to Badger)

Sorry, I just have to stay undercover
for a bit... thanks for the
hospitality... hullo, hullo...

*

(CONTINUED)

51 CONTINUED:

51

Mr. C. is shaking the telephone mouthpiece in frustration, as we all do-at times -- in his case, however, it's a bellflower.

MR. C. (cont'd)
Are you there?

We hear the sounds of real funky music -- echoes of Beach Boys but with a new spin -- it's the...

SONG - "SUMMER SUNDAE"

CUT TO:

52 EXT. SOMEWHERE IN THE WORLD - BEACH - DAY

52

A scene of beach perfection -- sand, sea, palm trees -- totally deserted -- well, not quite.

There's the ultimate beach bum -- the quintessential surfer waiting for the perfect wave... with one difference.

He's 18 inches tall, he's MR. C. JUNIOR -- cousin of Mr. C. Senior. And he's Scottish.

And where is he?

*

Right where that tiny deck chair is with an umbrella beside it. Right where the snoring is triggering Junior to blow his whistle and sparkle in and out.

Right where that multi-coloured T-shirt and red bandanna is, with the neon sunglasses and the personal stereo set, and the automatic soft-drink maker within hands-reach, with the bright flashing buttons and instant choice of favourite flavour.

Have we spotted everything?

Oh, and a seashell to the left of him. This seems to be making gurgling noises.

Junior, aged about 20, gorgeous, every kid's idea of a perfect hero (or will be), vulnerable and right now, way, way too lazy, is enjoying another day of pure pleasure.

He sparkles a few times just for the fun of it.

(CONTINUED)

52 CONTINUED:

52

He fixes his favourite drink -- a summer sundae -- and casually pushes the seashell towards him.

CUT TO:

53 EXT. BEACH - DAY

53

The seashell -- now we can hear Mr. C. Senior.

INTERCUT WITH:

54 EXT. SODOR - UNDERGROWTH - DAY

54

MR. C.

Junior, Junior -- where are you?

Junior lies back down in his deck chair -- he needs to be cooler, much cooler.

JUNIOR

Hi cousin. I'm in paradise.

Junior takes another sip of his drink.

JUNIOR (cont'd)

I just got on Cloud 9 and here I am.

MR. C.

(cough, cough)

Well...

JUNIOR

What's the matter?

MR. C.

I've run out of gold dust and because of that I'm losing my energy too. The universe of The Conductor Family is in jeopardy. You've got to come to The Island of Sodor now.

*

*

JUNIOR

Now -- but I'm waiting for the perfect wave.

MR. C.

No, you're not, you're coming here.

JUNIOR

Okay -- how?

(CONTINUED)

54 CONTINUED:

54

MR. C.

--- (exasperated)
On our railroad, that's how -- you
know that. You have to help me
find the source of all our family's
gold dust.

JUNIOR

Yeah -- I've already used up most
of mine.

MR. C.

(wearing a "Can you
believe this?"
expression)

What!... Then go to Shining Time
Station first. And in my signal house --
in the box under the stairs in my
little emergency pouch -- you'll find
the very last supply. Please take
care of it, Junior. I don't know
where to find any more. And don't
talk to anyone about the buffers.

*
*

JUNIOR

Which buffers? What trouble? How
do I begin to help you?

MR. C.

By getting here quickly -- I'm
counting on you.

But the bellflower has wilted and Mr. C. is gone.

Junior takes a last sip of his drink, a last look at the rays
of the sun, and starts packing up.

MIX TO:

55 INT. RAINBOW SUN COACH (TRAV.) - MUFFLE MTN. STATION - DAY 55

Lily on the Rainbow Sun. The train is slowing down, but keeps
on going.

LILY

This must be Muffle Mountain
(beat)
but the train isn't stopping -- so
it can't be.

(CONTINUED)

55 CONTINUED:

55

The carriage is empty except for Lily. As the train continues through the station we see -- but Lily doesn't -- Burnett in a telephone booth on the platform.

(CONTINUED)

55 CONTINUED: (2)

55

It's an image reflected in her carriage window.

56 EXT. MUFFLE MTN. STN. PLATFORM - TELEPHONE BOOTH - DAY

56

The telephone booth and Burnett, in conversation. He is holding a train schedule.

*
*

BURNETT

Lily wasn't on the Muffle Mountain train and this one goes straight to Shining Time... Yes, Stacy... let me know if you see her -- I'd appreciate it.

As Burnett Stone walks down the platform we turn to find Boomer in the telephone booth examining the train schedule that Burnett has left there. Boomer smiles sardonically after the departing Burnett as he meticulously shreds the schedule, scattering its pieces across the platform.

*
*
*

57 EXT./INT. COUNTRYSIDE/RAINBOW SUN COACH (TRAV.) - DAY

57

The carriage is silent.

Lily looks out the window and sees a boy on a white horse racing the train. It's Patch.

She takes out a photograph and looks at it. It is of Burnett and Tasha at a school dance. Another boy (Boomer) is in the background.

LILY

(reflective, to
bluebird)

I like this picture. I remember Grandpa saying Grandma Tasha's dress was as green as the apples on a summer apple tree. But that other boy Grandpa said was really nasty. His name was Boomer.

Then Lily starts playing her harmonica to break the silence -- she picks up the rhythm of the train wheels -- she's really good... but... the silence still overwhelms her playing.

She's getting nervous.

(CONTINUED)

57 CONTINUED:

57

LILY (cont'd)
(murmuring to herself)
I want to go home, I miss Mom --
and I don't want a baby brother or
sister.

(MORE)

(CONTINUED)

57 CONTINUED: (2)

57

LILY (cont'd)
(she cuddles Bluebird)
But I'm glad I've got you, Bluebird -
it's very quiet isn't it. Do you
really think we know where this
journey is taking us?

FADE TO:

58 OMITTED

58

59 EXT. SODOR - LITTLE BUSH BY THE TRACK - DAY

59

Mr. Conductor -- curling up under a little bush by the track.

MR. C.
It'll all be alright when my cousin
gets here.
(visibly weak)
I'll just have a little rest and
then carry on to where Thomas can
find me.

At that moment Thomas is coming over the bridge.

THOMAS
I can't see Mr. Conductor anywhere.

But Mr. C. tries to rally a cry, but he is too weak to do so.

And Thomas puffs on...

MIX TO:

60 OMITTED

60 *

61 EXT. SHINING TIME - MUFFLE MOUNTAIN - DAY

61

We see Patch ride into sight. He is travelling round a mountain path. He and we hear the sound of digging and falling rock. Moments later, the horse rears up, very frightened.

*

PATCH

That's the stranger. I'd better
tell Billy!

Boomer drags the beautiful mountain bush out of the ground and hurls it down the mountainside.

Patch rides on, looking back once or twice, but his horse isn't happy until Boomer is out of sight.

62 EXT./INT. RAINBOW SUN COACH (TRAV.)/SH.TIME STATION- DAY 62

On The Rainbow Sun, Lily looks out the window -- the train is stopping now.

As she looks out the window, Lily sees the station sign.

(CONTINUED)

62 CONTINUED:

62

LILY
(completely bewildered)
Shining Time? What does that mean?

Mutt is now barking and pouncing all four paws on the platform.

LILY (cont'd)
Do you want me to get off here?

Mutt barks again -- more and more agitated -- so Lily does so. He's leading her along the platform. We see a twirling * hat and pull out to see a bored porter. Some litter is blowing * along the platform -- and around the sign for Shining Time. Billy is handing over the train to a railroad worker for cleaning.

CUT TO:

62A EXT. SHINING TIME STATION - PLATFORM - DAY

62A

Billy is passing the bouquet tree and notices something. He fingers its leaves. Then he hears Stacy's voice. She comes out onto the platform and hands him his map.

STACY
(worried)
Oh, Billy, here's your map. I found it lying on the platform. Be careful - I think that Boomer would like to have it.

Billy starts to examine the map and is then interrupted by Patch calling out to him as he rides up on his horse.

PATCH (V.O.)
Mr. Twofeathers. Mr. Twofeathers.

PAN TO:

63 EXT. SHINING TIME STATION - NEARBY MEADOW - DAY

63

Billy joins Patch in the meadow that lies next to Shining Time Station.

PATCH
(agitated)
Mr. Twofeathers, I've seen the stranger and he looks like he's trying to destroy the mountain. He frightened my horse.

(CONTINUED)

63 CONTINUED:

63

Patch has now tethered his horse to a tractor, left in the middle of the meadow.

BILLY

Thank you for telling me, Patch.
I'm sorry your horse was frightened.

PATCH

What's Boomer looking for, Mr.
Twofeathers? *

BILLY

He wants to settle an old fight
with Burnett Stone... I think it's
about an engine -- I think that's
what he's looking for -- He also
wants to make a ton of money without
a care for the damage he'll do in
the process. *

PATCH

(beat)

Could the engine have something to
do with the shadowy lines on your
map?

BILLY

Yes she could and she could have
something to do with why this has
always been such a peaceful homeland.

Then Billy looks out over the meadow.

Everywhere is still. It's late afternoon. The meadow is
drenched with light.

Although it's filled with flowers and grasses, if you look as
Patch looks, there are two almost imperceptible thin straight
lines where no flowers are growing.

PATCH

Mr. Twofeathers -- why are no flowers
growing in the middle of this meadow?
I've never noticed that before.

BILLY

If we knew the answer to that
question, Patch, we'd be able to
understand the mystery of this
valley.

(CONTINUED)

63 CONTINUED: (2)

63

A gentle wind is blowing the grasses backwards and forwards, giving a shimmering effect to the lines where no flowers grow. It reminds us of the effect in the sky that Lily noticed in the Big City.

PATCH

Those lines almost look like the lines on your map, but maybe it's just the light playing tricks.

BILLY

Maybe...

We look again across the meadow -- and a cold wind drifts through the grasses.

Our eyes -- like Billy's -- discover Boomer, who is gazing back across the meadow. It's a threatening sight.

BILLY (cont'd)

But Patch, this valley is suffering and a way has to be found to make it better again. Otherwise Boomer will make a bad situation worse -- he likes to exploit the vulnerable.

We take in too, the crossroads where, at the beginning of our story, there had been families and cars. Now there are individuals, and two cars that do not stop for each other -- symbolically, a sense of community seems to be vanishing. The sign on the ice cream car is swinging with no one there. There's no juggler-- just his 'bats', and when Billy looks across the meadow again, Boomer is gone. *

Billy shivers and goes towards the station as Patch rides away...

64 OMITTED

64

65 INT. SHINING TIME STATION - DAY

65

Lily is now inside Shining Time Station. She is looking around confused, and then sits down in bewilderment with Mutt beside her.

LILY

What is this place -- where is everyone?

(MORE)

(CONTINUED)

65 CONTINUED:

65

LILY (cont'd)
(to Mutt)
-What have you brought me here for?

Before Mutt can respond, the silence is broken by a bunch of noises and remarks. They seem to be coming from the mural. Suddenly a light goes on in the signal house window.

Lily is clearly pleased with her situation -- it's all noisy again! *

It's Mr. C. Junior, responding to the call and arriving for duty. We hear him before we see him. Lily goes up to the mural and starts investigating it.

JUNIOR (V.O.)
I do not want to do this... I don't
know how to do this... Who does cuz
think I am, Houdini...?

Then there is a big sparkle. Lily jumps back and Junior appears right in front of the little red-painted door, coughing and brushing gold dust off his clothes. Mutt goes up to greet Junior.

JUNIOR (cont'd)
Oh man, this is too much -- got to
get more gold dust, got to get to
the Island...

He is looking adorably dishevelled in his conductor's uniform sans hat, but with a nifty bandanna around his neck.

He sees Lily.

JUNIOR (cont'd)
Hi -- who are you?

LILY
(taking this in her
stride)
I'm Lily. Who are you?

JUNIOR
C. Junior. Did I drop some
sunglasses as I came in?

Lily shrugs "I don't know".

Junior is trying to turn the knob in the little red door. Nothing happens.

(CONTINUED)

65 CONTINUED: (2)

65

LILY
Here -- try this.

She tries to open the door with the side of her ticket.

LILY (cont'd)
I'm always losing my key at home.

She can't get the little red door to open, either.

LILY (cont'd)
It usually works.

JUNIOR
Well, I might as well use up more
of this stuff. See you, Lily.

He sparkles out, and as he does so, some gold dust falls on
the ledge. *

Lily is peering through the little painted window and then
spots the gold dust. *

LILY
(to herself)
But, what is this stuff? *

Stacy interrupts her just as Billy is coming out of his
workshop. *

STACY
Are you... Lily? *

Startled, Lily turns and nods. Stacy is clearly relieved. *

STACY (cont'd)
Oh, your Grandpa's very upset. You
got the wrong train. I'd better
take you back to Muffle Mountain.
Billy - the trains are all late
today. I've had to redo the
schedule. There seem to have been
so many problems since Mr.C. left. *

Mutt comes bounding across the station to greet Billy. *

LILY
(pointing to Mutt)
Is this where he lives? He came
all the way from the city with me --
he's the reason I'm here. I followed
him onto the wrong train.

(CONTINUED)

65 CONTINUED: (3)

65

STACY

Billy -- this is Burnett Stone's
-grand-daughter.

Billy is mentally putting the pieces together.

BILLY

Howdy --

(MORE)

(CONTINUED)

65 CONTINUED: (3)

65

BILLY (cont'd)
(then, to Mutt)
-So what's this all about, Mutt?

Crash -- the noise comes from the other side of the painting.

LILY
(excited)
That's Junior -- the little man who
lives in the wall.
(then realizes)
I mean...

BILLY/STACY
Junior! What's he doing here?

Lily looks longingly at the window again. She taps on it,
gives a little wave, and then follows Stacy out.

LILY
What does Shining Time mean?

STACY
It's an old railroad expression.
Shining Time is when the train starts
and the wheels spin. It's the
beginning of a journey.

LILY
Stacy -- I don't think I did get
the wrong train. I think I got the
right one, and I think I'm beginning
to find out why.

As they exit the station a mother is collecting her little
girl, who gives the baby her mother is holding a little kiss.
This registers with Lily, who turns her head a second time to
look at them before exiting.

CUT TO:

66 INT. SHINING TIME STATION - MURAL - DUSK

66

There is a loud crash from behind the door on the mural. This
brings Mutt to the mural. *

JUNIOR (V.O.)
(muffled, from behind
the painting)
What's that doing there? Hmmm,
nice bed.

(MORE)

(CONTINUED)

66 CONTINUED:

66

JUNIOR (V.O.) (cont'd)
Now before I tackle the big job of
helping my cuz, I'll have a little
rest and then I'll be all ready for
action.

The lights go out and there is a loud snore. Mutt yawns - he
just can't help himself and we. . .

MIX TO:

67 EXT. SODOR - DUSK

67

Mr. Conductor is anxiously hunting for his watch. He can't
find it, so he checks the time by blowing on a dandelion.
Such an easy task causes him some trouble.

MR. C.
(even more alarmed, and
determinedly moving on)
Dinner time... Where's my cousin
got to...? Who else can possibly
help me now?

A68 EXT. STACY'S CAR - PASSBY - STONE BRIDGE

A68*

68 INT. STACY'S CAR - NEAR CROSSROADS - TRAVELLING - DUSK

68

The top of Lily's hair blowing in the wind as she drives along
with Stacy. They are following a road that runs towards a
lake with Muffle Mountain in the distance.

Lily is showing Stacy one of her photographs.

LILY
Stacy -- did you know my Grandma?

STACY
My mother did... She was a wonderful
dancer, and Billy says that Burnett
was once the finest railroad engineer
in the valley. I wish...

But Lily interrupts her.

LILY
There's Grandpa -- who's that arguing
with him?

(CONTINUED)

69 EXT. SHINING TIME - CROSSROADS - DUSK

69

Burnett and Boomer confront each other.

P.T. BOOMER

That engine, she's in that mountain,
isn't she? *

BURNETT

Even if she were, she'd be no good
to you now.

BOOMER

You're wrong, Burnett Stone. She'd
be good for one thing - scrap. *

Then Boomer leaps on his bike and roars into the darkness as
Stacy and Lily get out of the car at the crossroads.

CUT TO:

70 EXT. CROSSROADS - DUSK

70

Stacy and Lily are walking over to Burnett.

LILY

Who was that man with Grandpa?

STACY

(slightly preoccupied)

A man who doesn't like beauty.

(beat)

Lily, could I borrow that photograph?
I promise to take care of it.

Lily hands it to her.

Everywhere is suddenly very still and silent. This unnerves
Lily.

BURNETT

Lily.

LILY

Grandpa.

STACY

Good evening, Burnett.

(CONTINUED)

70 CONTINUED:

70

BURNETT

Goodnight, Stacy... and thank you.

Stacy starts up her car again.

LILY

You said "I wish", Stacy.

STACY

I wish...? Oh yes, I wish -- you'd
come back and see us tomorrow -- if
your Grandpa will let you.

Then Stacy is gone and the silence is even louder.

Lily doesn't like the silence. She's desperate to communicate
with Burnett -- surely, she can trust him.

Burnett is securing some pieces of equipment that have slipped
in the back of the pick-up truck.

LILY

Grandpa, I saw this really cool guy
at the station -- really little and
kind of...

(her voice trailing
off)

... golden.

Silence.

LILY (cont'd)

Can you believe that?

They are now getting in the truck.

*

BURNETT

I used to believe that, but now I
only believe what I see.

The truck door shuts. So does the conversation.

*

71 OMITTED

71

71A EXT. - TRUCK DRIVES BY

71A*

72 EXT. SHINING TIME - BURNETT'S HOUSE - DUSK

72

Burnett and Lily drive up to a small house with an apple tree outside. The house is at the foot of the mountain on the other side of the valley.

(CONTINUED)

72 CONTINUED:

72

Every window is shuttered.

MIX TO:

72A INT. TRUCK

72A

Burnett and Lily share an uncomfortable moment of silence before getting out of the truck. *

73 INT. SHINING TIME - BURNETT'S HOUSE - NIGHT

73

Lily at the supper table with Burnett. She looks around the room. There are no photographs, just marks on the walls where they used to be.

LILY

Grandpa, don't you like photographs anymore?

BURNETT

No.

Silence. Then --

LILY

Why don't you live in the valley?

BURNETT

Because I don't like trains.

LILY

But the trains come to Muffle Mountain.

BURNETT

To the other side of the mountain. This side there's neither sight nor sound of them.

Silence. Then --

LILY

Are you sure you don't like trains, Grandpa?

BURNETT

I'm sure.

Lily is about to say something else. Then decides against it. She stands up and gets something out of her pocket. It's the friendship bracelet.

(CONTINUED)

73 CONTINUED:

73

LILY

Here Grandpa -- this is for you. I
made it -- I hope it fits.

She goes to put it on her Grandpa's wrist but he stops her.

(CONTINUED)

73 CONTINUED: (2)

73

BURNETT

Thank you Lily, I'll do it.

Lily picks up the dishes, disappointed.

When she's left the room the bracelet is still on the table.

Burnett gets up and goes over to his turntable. Beside it is a photograph of a beautiful young woman (Tasha). We hear the lilting sounds of a beautiful waltz.

SONG - "HE LOVES SHE LOVES" (TBA)

Burnett is listening to this song in his shuttered room.

FLASH CUT TO:

74 EXT. SHINING TIME - BURNETT'S GARDEN [DREAM] - DAY

74

Black-and-white images of a young man and woman dancing together in the sunlight. We recognize the place as being underneath the apple tree in Burnett's garden long ago.

As this sequence ends, Burnett is facing Tasha, takes her hand, and kisses it.

MIX TO:

75 INT. SHINING TIME - BURNETT'S HOUSE [PRESENT-DAY] - NIGHT

75

Burnett is with us, but Tasha is gone. He takes the photograph and holds it to his face. The door is ajar and Lily is listening and looking at her Grandpa. He looks up.

LILY

(gently)

That's Grandma's favourite song.

BURNETT

(quietly but not
unkindly)

Go to bed, Lily.

And he puts the photograph down. Lily goes into the bedroom and closes the door.

*
*

MIX TO:

76 EXT./INT. SH. TIME - BURNETT'S HOUSE - LILY'S ROOM - NIGHT 76

*

(CONTINUED)

76 CONTINUED:

76

Lily is in bed.

She gets out to go to the window and opens the shutters just a tad.

76A EXT. SHINING TIME - NIGHT

76A

Lily's POV of the mountain. We -- like her -- gradually hear something...

It's the sound of a train engine's whistle.

Lily is filled with curiosity and puzzlement.

CUT TO:

77 EXT. MUFFLE MOUNTAINSIDE - LUNGING ARENA - NIGHT

77

Patch is outside, lunging his horse.

Suddenly he, too, hears the sound of a train whistle echoing all around him. Patch hugs his horse -- in excited enjoyment not fear.

78 EXT./INT. SH. TIME - BURNETT'S HOUSE - LILY'S ROOM - NIGHT 78

Then we move slowly back to Lily's window and hear her voice murmuring to herself.

LILY

How come I can hear a train engine
whistle in the valley if the mountain
is supposed to muffle the sound of
the trains from the other side?

*

*

*

*

*

CUT TO:

79 INT. SHINING TIME - BURNETT'S HOUSE - NIGHT

79

CLOSE UP: Burnett, taking in a deep breath, seems to be deep in thought as he quietly stokes up the fire in his room.

*

*

CUT TO:

80 OMITTED (MOVED TO 81AA)

80

81 EXT. SHINING TIME STATION PLATFORM - NIGHT

81

Stacy and Billy are sitting on a bench with Mutt between them.
The moon is full close by.

Stacy is showing Billy the school photo that Lily lent her.

BILLY

...Burnett and Boomer had a big
quarrel about an engine --then Boomer
left town. And we never saw him
again... till now.

STACY

Did you ever see the engine?

BILLY

No, never -- but I believe she was --
is, if she still exists -- important
to Burnett and to this valley. Burnett
had three passions in his life --
Tasha, trains, and this valley.

STACY

(beat)

Billy -- when Mr. Conductor blows
his whistle for his sparkles - I've
taken it for granted that's all he
needs to get to the Island of Sodor -
but maybe he also uses a secret
railroad.

*
*
*
*
*
*

Billy stays quiet, so Stacy decides to continue.

STACY (cont'd)

...And maybe the beauty that we
know is all around us is because of
the gold dust and because of the
railroad... and that the mysterious
engine is connected to all of this
somehow.

*
*
*
*
*

Suddenly Stacy notices the bouquet tree.

(CONTINUED)

81 CONTINUED:

81

STACY (cont'd)
(shocked)
Billy -- look at the bouquet tree --
it's losing its blossoms and it's
much too early for that.

Billy gets up.

BILLY
Yes it is -- much too early,
(then getting himself
together)
but right now Mutt needs his supper --
I'd better be on my way. Good night,
Stacy.

STACY
Good night, Billy.

We leave Stacy looking at the photo together with the painting
of Burnett as a little boy.

She seems to be making up her mind about something.

81AA EXT. SHINING TIME - MUFFLE MOUNTAIN - NIGHT (FORMERLY
SC.80)

81AA

Boomer, frantically using a noisy mechanical digger -- caring *
only to get at the mountain. *

CUT TO:

81A EXT. WATERMILL LINE - NIGHT

81A

Percy puffs along with his mail train. We see a switch move - *
which sends him down the wrong track. *

81B EXT. LIGHTHOUSE LINE - NIGHT

81B

And Thomas steams on his journey too, pulling his mail train
along by the shimmering sea.

82 EXT. SODOR - RAILYARDS - NIGHT

82

Thomas and Percy on their routes come together at a junction. *

Unknown to the engines, Diesel 10 is resting in a shed adjacent
to the platform.

(CONTINUED)

82 CONTINUED:

82

He can see and hear everything, too, through the splintered wood.

Toby is puffing slowly and quietly in from the other side. He sees Diesel and foreshortens his stop to take in the situation. Diesel does not see him -- neither, for now, do Thomas or Percy - who arrives after Thomas.

PERCY

I'm sorry I'm late Thomas, but there was something wrong with the track switches and I went the long way around.

We see Diesel grinning evilly.

THOMAS

Never mind Percy, Mr. Conductor would still be proud of us.

PERCY

He talked about buffers in his sleep last night. Buffers are at the end of a railway -- I think that's how he travels here.

THOMAS

(anxiously looks left and right)

I don't think we should say anymore -- my wheel suddenly feels a little wobbly. I think Diesel is around here somewhere.

Diesel is grinning his evil grin and sidles away from his hiding place and along the track.

Toby quietly puffs up to Thomas and Percy.

TOBY

I'm sorry, you two, Diesel heard every word you said... I'm going after him to see what he does next. You'd better carry on and get the mail delivered.

PERCY

You're very brave, Toby.

TOBY

Oh, Diesel won't bother with an old engine like me -- he thinks I'm scrap already!

(CONTINUED)

82 CONTINUED: (2)

82

And Toby puffs stoically on.

MIX TO:

83 EXT. SODOR - SCRAPYARDS - SMELTING FURNACES - NIGHT

83

The flames of the smelting yards -- even brighter at night -- fanning the flames of Diesel's plans. Splatter and Dodge join him.

Moments later, we see Toby stop close by.

DIESEL 10

Come in and join the party, Splodge.

SPLATTER & DODGE

We're going to have a party? Who's got the balloons?

DIESEL 10

(with a withering
look)

Correction -- join the party that's over. Just like Twinkle Toes' Magic Railway is going to be over... gone... and the buffers busted.

Splatter and Dodge look terrified. Toby is furious.

DIESEL 10 (cont'd)

We don't know where the entrance to his railway is, so we don't know which are the right buffers -- therefore you've all got to destroy all of them...

SPLATTER & DODGE

What are you going to do?

DIESEL 10

It's time to finally put Twinkle Toes' lights out... this is a job for the Boss...

TOBY'S POV -- We see the claw emerging.

TOBY

(whispering to himself)

I've got to delay him... I've got to distract him...

At that, Toby gives a whistle.

DIESEL 10

It's the old teapot -- smash him!

(CONTINUED)

83 CONTINUED:

83

The claw takes a swing at a pile of scrap which comes crashing down in front of him, blocking his own way and that of the others.

SPLATTER & DODGE

Er... Boss... did you mean to do that?

DIESEL 10

(livid)

I always mean what I do.

Toby puffs triumphantly away.

FADE DOWN

FADE UP TO

84 EXT. SODOR - RAIL SIDINGS - DAY

84

FADE UP SONG: "A REALLY USEFUL ENGINE"

Thomas puffing along the line and passing Henry, looking mournful.

THOMAS

Morning, Henry. What's the matter?

HENRY

I've got boiler ache.

THOMAS (cont'd)

Then it's a good thing that I'm off to fetch special coal for you.

HENRY

Thank you, Thomas. Special coal will make me feel much better.

84A EXT. SODOR - OLD SIDINGS NEAR MAGIC BUFFERS - DAY

84A

Thomas arrives at the old sidings. He sets to work collecting the trucks.

He doesn't realize that the sixth truck is not coupled properly.

He doesn't notice that it is quietly sliding backwards.

He doesn't notice a set of old buffers obscured by bramble.

(CONTINUED)

84A CONTINUED:

84A

He never sees the last truck mysteriously disappear.

Thomas sets off back, with five trucks.

THOMAS

Oh, Mr. Conductor, I do hope you're
all right.

CUT TO:

85 EXT. SODOR - VIADUCT - DAY

85

Mr. Conductor is walking along the viaduct.

MR. C.

(a little breathless)

It's really hard to believe I won
the Conductor Family's five mile
Walkathon last year.

(beat)

Maybe Thomas can see me from here.

Diesel 10 is creeping up behind him.

DIESEL 10

He can't... but I can.

Mr. C. turns, looking for a way to escape, but he can't. One
way it's Diesel, the other way, the gorge -- way, way below.

But Diesel 10 is already closing in on Mr. C.

It's too late. Diesel 10's claw grasps Mr. Conductor like
King Kong grasping the girl.

DIESEL 10 (cont'd)

I've got you, Twinkle Toes, and
next I'll get that blue puffball,
too.

Mr. Conductor is being dangled over the gorge. As he is, Mr.
C. notices some loose bricks falling from the viaduct.

DIESEL 10 (cont'd)

Bye, bye Twinkle Toes.

One brick after another crumbles beneath him on the viaduct.
Mr. Conductor is trying to fight off the claw.

He finally wrenches something out of his pocket -- it's his
toolkit. He manages to yank out his pliers.

(CONTINUED)

85 CONTINUED:

85

The clip holding the pipe to the claw has two wires -- one green, one blue.

MR. C.

(gasping)

One of the cables opens the claw --
the other one will tighten it.
Which one am I going to cut? Please
let this be the right one. Please
let me have enough strength to do
this and escape from Diesel. I
have to survive -- the universe
needs us.

*

There's no time to lose. He and we hold our breath. He cuts
and -- yes -- the claw springs upwards.

MR. C. (cont'd)

It's the right one!

The claw opens and Mr. C. is flung upwards and outwards. His
resting place is in the middle of a cushiony sack of grain at
the base of a windmill.

As Mr. C. lands, he turns to camera and says.

MR. C. (cont'd)

Did you put that there for me? You
must have known I was coming -- how
very thoughtful of you...

(beat, then)

And Mutt -- I hope you're thinking
of me too.

*

MIX TO:

86 EXT. SHINING TIME - BURNETT'S HOUSE - GARDEN - DAY

86 *

We see Mutt running towards us down the road and into Burnett's
garden. Lily is sitting alone, clearly bored.

STORYTELLER [LILY, ADULT]

Mutt was carrying out the next
part of his plan.

*

*

Mutt immediately starts barking at the shuttered house.

Burnett comes out into the garden. Mutt dashes away and tucks
himself around the side of the house, peeping out. Burnett
starts fixing some branches of the apple tree.

*

*

(CONTINUED)

86 CONTINUED:

86

BURNETT

Was that a dog I heard barking?

LILY

(instantly honest)

Yes... but he's gone now.

And we notice that Burnett is wearing Lily's bracelet. *

Lily gets up and walks closer to Burnett. She starts to quietly play a gentle, lilting version of "He Loves She Loves" on her harmonica.

LILY (cont'd)

Grandma loved to dance to this...
didn't she?

Burnett has paused but does not look at Lily.

BURNETT

Yes.

LILY

(more a fact than a
question)

And you danced with her.

BURNETT

(beat)

I can't remember.

He leaves what he is doing and returns indoors.

Lily is feeling rebellious.

LILY

(muttering)

Yes you can.

And she walks moodily away from the cottage.

MIX TO:

86A EXT. BURNETT'S HOUSE - CLIMBING TREE

86A

Lily leans against another tree in the corner of the field behind Burnett's cottage. She is tearing up pieces of grass and throwing them away. Then she and we hear a voice -- it's Patch. *

(CONTINUED)

86A CONTINUED:

86A

PATCH (V.O.)

I bet you don't know how to climb
that tree.

*

Lily looks up as Patch walks around in front of the tree.

Without saying a word, Lily suddenly jumps up and climbs the
tree... fast.

PATCH (cont'd)

Where did you learn to do that?

LILY

On my fire escape.

Lily is now climbing back down the tree.

LILY (cont'd)

I'm Lily. Do you live here?

PATCH

Yes -- my mum and dad run the
stables.

Burnett is walking down the lane.

BURNETT

Good morning, Patch.

PATCH

Good morning, Mr. Stone. I'm going
to ride into Shining Time -- could
Lily come with me... if she'd like
to...?

LILY

(eagerly)

I'd like to...

BURNETT

You can go, but be back by sunset.

Mutt is observing this and happily wags his tail. Lily is
surprised her grandpa has agreed.

LILY

Do you want to come, too?

Burnett remains enigmatic.

BURNETT

I never go there now...

(CONTINUED)

86A CONTINUED: (2)

86A

Burnett continues down the lane.

LILY
(wistfully)
Bye, Grandpa.

MIX TO:

87 EXT. SHINING TIME - BURNETT'S HOUSE - GATE POST - DAY

87

Lily and Patch at the gate post. Patch is on his horse and Lily is sitting on the fence beside him. Mutt is waiting for them.

PATCH
(to Lily)
So, have you ridden a horse before?

Lily shakes her head.

LILY
No - but I'm going to now.

Patch seems pleased -- it makes up for before.

Lily climbs up onto the horse and they ride away.

Mutt is running along beside them, and then goes on ahead.

MIX TO:

87A EXT. BURNETT'S HOUSE - CANOPY TRAIL - DAY

87A

Lily, Patch, and Mutt head off to Shining Time.

88 EXT. SHINING TIME - MUFFLE MOUNTAIN - LAKE - DAY

88

Storm clouds gather. Lily and Patch are riding around the lake, we can hear their voices across the meadow. Muffle Mountain is right beside them. Patch is clearly observing something.

LILY (V.O.)
I read in a book that if you get
lost in the wilderness, you should
never eat white, yellow or red
berries.

(CONTINUED)

88 CONTINUED:

88

PATCH (V.O.)

I don't get lost - it's not the
wilderness - it's home... The
summerspan birds are usually flying
around this lake -- they nest at
the foot of the mountain. They
should be here by now...

*
*
*

(CONTINUED)

88 CONTINUED: (2)

88

LILY (V.O.)

Patch -- Grandpa says that trains
don't go up that mountain, but...

PATCH (V.O.)

(excited)

But what, Lily?

LILY (V.O.)

I'm sure I heard one last night.

PATCH (V.O.)

So it's not just me. You see Lily,
I've heard it too. Lots of times...
but if we've both heard it...

LILY (V.O.)

Why not Grandpa too? There's nothing
wrong with his hearing.

89 EXT. SHINING TIME - MEADOW - DAY

89

Lily and Patch are riding through an idyllic landscape.

This is the beginning of a magical sequence.

90 EXT. SHINING TIME - MUFFLE MOUNTAIN - VALLEY/MEADOW - DAY

90

As they start their journey, Patch comments:

PATCH

I've always wanted to go this way --
we're following some shadowy lines
I've seen on a map. They're like
railroad tracks without any rails.

As he says this, Patch's horse starts tossing his head and
swishing his tail. He pounds the ground -- indicating "I
want to go faster," and he does so.

Suddenly the riders and the horse are thundering along as if
driven by a current of energy.

Then we experience this from the riders' POV and it's a joyous
feeling.

The horse is picking up the gold dust on his hooves as he
gallops along the shadowy lines. Then Lily and we see the
magical effect of this in the sky...

*
*

(CONTINUED)

90 CONTINUED:

90

the gold dust in two lines, moving in rhythm to that of the horses' hooves. For sure it is reminiscent of the line in the Big City sky.

Suddenly the extraordinary journey ceases as quickly as it began.

PATCH (cont'd)

If they are railroad tracks -- they must be magic ones...

LILY

But why did they suddenly stop?

PATCH

I don't know.

And they carry on at a normal pace.

FADE OUT MUSIC

MIX TO:

91 EXT. SHINING TIME STATION - PARKING LOT - DAY

91

We find P.T. Boomer, who is putting a box on the back of his motorcycle.

Lily and Patch arrive as Billy comes out of the station. Mutt is with him. Patch is tethering his horse to a lamp post and secures it even more tightly as he sees Boomer.

BILLY

Don't worry, Patch. I'll look after him.

Boomer is now leaning against his motorbike. Patch has gone into the station with Lily. Boomer and Billy confront each other. The scene is reminiscent of the Western "High Noon".

The foliage on the bouquet tree is all gone -- the branches are blowing mysteriously in the wind.

BILLY (cont'd)

(looking across the meadow)

It looks like there's a big storm coming. We've been safe from storms in this valley for a long while. Let's hope this one is just passing through -- like yourself, P.T. Boomer.

*

(CONTINUED)

91 CONTINUED:

91

But Billy's words cut no cloth with Boomer, who looks across at the mountain and makes a threatening statement. Unfortunately, Patch is already going inside the station, and doesn't hear it.

BOOMER

I am passing through -- right through into that mountain and then booof!

(he gestures explosion)

No more engine, no more protector.

No more mountain of rocks -- just a mountain of money.

And he rides away.

BILLY

(calling after him)

That mountain won't change -- it can survive anything Boomer -- including you.

Mutt hurries into the station. He needs to make sure his plan is going to work.

CUT TO:

92 INT. SHINING TIME STATION - DAY

92

We are at the mural. The previously jewel-like reflections of colour from the stained glass windows are now a little muted. Lily is saying goodbye to Patch.

LILY

I think I'll stay around here.

*
*

PATCH

That's OK, I have some errands to do, but I'll meet you back here in time for sunset.

*

LILY

Thank you Patch.

Patch leaves, and Lily hears Junior's voice singing.

He sparkles in, tap dancing on a skateboard, as he listens to his stereo set.

Lily is clearly delighted to see him.

(CONTINUED)

92 CONTINUED:

92

JUNIOR

Bisto -- I'd given up on meeting
you again. Hey, it's starting to
look a bit gloomy 'round here, isn't
it... Anyway, what's blue, green,
red and says "peep-peep"?

(CONTINUED)

92 CONTINUED: (2)

92

LILY

A parrot, and you mean "chirp-chirp".

JUNIOR

Nah -- trains -- talking trains.

Junior is straightening his jacket, polishing his whistle, and wondering where he might house his rainbow-coloured paper umbrella cocktail stick.

JUNIOR (cont'd)

I'm off to see them now on the Island of Sodor... and my cousin. I overslept, so I better hurry. Do you want to come?

LILY

(nervously wild about the idea)

Can we be back here by sunset?

JUNIOR

Hope so -- I want to get back to the beach.

Mutt comes in very quietly, and then barks.

LILY

What do you think, Mutt?

Mutt barks enthusiastically.

LILY (cont'd)

All right.

Junior taps the tunnel on the mural.

JUNIOR

It's this way. We'll take the shortcut. Hmm... I'll have to use Cuz's emergency supply of gold dust.

(shrugs)

But it's the only way to travel and we'll find lots more soon.

Junior has already sprinkled gold dust on the bench. Lily picks some up in her hand.

LILY

Gold dust! Can I take this little bit back for Grandpa?

*
*

(CONTINUED)

92 CONTINUED: (2)

92

JUNIOR

Be my guest -- I'll look after it
for you.

He pops the gold dust into his pocket and gives a bow --

Then Junior creates a huge burst of gold dust around himself
and Lily.

JUNIOR (cont'd)

Here we go.

WHOOSH TO:

93 INT. MUFFLE MOUNTAIN - MAGIC RAILROAD - DAY

93

Junior and Lily are on the Magic Railroad, being bumpily swept
along -- as if they're on non-existent bouncing balls -- in
what seems to be a tunnel.

Junior is tossing around his last supply of gold dust, as he
and Lily pop in and out down the track. It's very dark in
the tunnel, and the gold dust creates little pools of light.

JUNIOR

Bit bouncy, isn't it?

Lily nods.

LILY

Where are we?

JUNIOR

On the Conductor's Railroad

LILY

Magic Railroad.

*

JUNIOR

Whatever - we're travelling
thousand's of miles to the Island
but

(bump, bump)

I don't think this railroad will
last much longer... It'll vanish,
like the engine...

LILY

What engine?

(CONTINUED)

93 CONTINUED:

93

JUNIOR

The one that used to travel on this
-railroad... Cuz and I never saw it,
and we don't know what happened to
it.

(beat)

Are you ready, Lily? Here are the
buffers...

Suddenly he spots Henry's missing coal truck.

JUNIOR (cont'd)

Hey... what's that doing there...
now...

There are the buffers ahead -- they slow down, but there's no
need.

These are magic buffers to glide through... and they do --

94 EXT. SODOR - RAILWAY SIDINGS - DAY

94

Right into the old sidings on the other side of the buffers
where the coal truck disappeared. Junior is now taller than
Lily.

LILY

You've grown bigger.

JUNIOR

Or maybe you're smaller. I'm just
adjusting properly to my new
surroundings.

(he gives a sigh)

This is the only place it happens
to me.

LILY

Where are we?

JUNIOR

The Island of Sodor, of course!
This way -- Bogus!

LILY

What's the matter?

JUNIOR

(sneezing)

I think I'm allergic to grass.

(CONTINUED)

94 CONTINUED:

94

Junior leads Lily up the high embankment. They both peek over the top.

Below them lies the Island of Sodor in all its marvelous magic.

LILY

What's that noise?

JUNIOR

The trains -- I told you, they talk.
We're just too far away to hear
what they're saying yet.

*

94A EXT. SODOR - DAY

94A*

Panoramic pastoral scene of the engine puffing through the
Island

*

*

MIX TO: *

95 EXT. SODOR - MAIN STATION - DAY

95

And we are at the main station with a scene of great activity
from the big engines, Henry, Gordon and James. Henry's trucks
are being loaded with exotic merchandise suitable for a grand
engine. James is pushing trucks filled with oil drums, Gordon
is looking on.

*

GORDON

Well done, Henry, well done, James.
What useful engines we all are.

Diesel, with Splatter and Dodge, are witnessing all this
business and it's making Diesel even more bad-tempered.

SPLATTER & DODGE

So Boss, how come you let Twinkle
Toes escape?

Diesel becomes even more enraged.

DIESEL 10

I did it on purpose. I was testing
him... to see if he could... escape.

SPLATTER & DODGE

(to each other)

Did he mean to say that?

Diesel positions his claw to take a swipe at his side-kicks.
They back off.

(CONTINUED)

95 CONTINUED:

95

DIESEL 10
Playtime's over, Splodge -- now
it's time for the next lesson, it's
called 'how to stop being stupid'.

He is not looking where he is going. He bumps into the back
of James' last truck and gets oil all over his face.

FREEZE AND MIX TO:

95A EXT. SODOR - DAY

95A

Thomas and Percy deep in conversation.

THOMAS
I was up near the buffers at the
old siding when the last coal truck
disappeared.

*
*

PERCY
(excited)
Maybe the old sidings are the
entrance to Mr. Conductor's railway.

*

THOMAS
Percy -- you are clever. Now you
help keep them safe while I search
for Mr. Conductor.

Percy is speechless and stunned.

MIX TO:

96 EXT. SODOR - COUNTRYSIDE NEAR WINDMILL - DAY

96

Thomas, puffing along the line with his coaches Annie and
Clarabel.

Suddenly he gives a big smile and a happy "peep-peep".

THOMAS
Annie, Clarabel -- there's Mr.
Conductor -- we've found him!... Oh --

Thomas is closer now and we're watching this from his POV.

He's very confused. He wasn't expecting to see Junior.

(CONTINUED)

96 CONTINUED:

96

JUNIOR

Hi, Thomas -- don't look so
surprised. I know you haven't seen
me since --

THOMAS

(interrupting)

-- you stuffed party poppers down
my funnel.

JUNIOR

Hey, we had a laugh.

THOMAS

You did...

LILY

(coming out of her
hypnotic state at
experiencing this
conversation)

You're talking to each other.

JUNIOR

Ah -- first prize. Lily -- this is
Thomas. Thomas -- this is Lily.
Now, where's my cousin?

97 EXT. SODOR - RAILWAY LINE/WINDMILL/THOMAS (TRAV.) - DAY

97

Thomas is puffing along with Lily and Junior aboard. Ahead
of them is a windmill. *

Lily is admiring the sight of the blades going around. Then
she spots something.

LILY

What's that shining at the windmill?

JUNIOR

Bisto, Lily -- it's my cousin.

Mr. C. is sitting at the bottom of the windmill. The sun has
been catching the brass plate of his hat.

CUT TO:

98 EXT. SODOR - WINDMILL - DAY

98

Lily and Junior are standing close to Thomas. Junior looks
at Mr. C. *

(CONTINUED)

98 CONTINUED:

98

JUNIOR

So, did you bring me all this way
to look at you sunbathing?

MR. C.

(struggling to get up)
No, I did not. I landed here after
escaping from a heavy metal monster
who kidnapped me. He doesn't like
me, he doesn't like steam engines
and he won't like you either.

THOMAS

I'm very sorry I scared you, Mr.
Conductor. I didn't mean to cause
an accident.

MR. C.

It wasn't your fault Thomas. I
think Diesel made your whistle go
wobbly.

JUNIOR

I say, cuz, you look rough. Let's
get more gold dust, then you can
sort the monster out and go home,
and I can get back to the beach.

*

MR. C.

Listen to me, Junior... I've got
bad news...

There's the sound of a telephone. It's coming from a
bellflower on the ground beside Junior.

MR. C. (cont'd)

I'll get that!

Mr. C. instinctively goes to grab the "phone," but Junior
gets to it first. Mr. C. desperately wants to get it back
because he knows who it is.

JUNIOR

Hi there... No, I'm his cousin...
Who's this?... Oh, hi Hatty...

Mr. C. winces.

JUNIOR (cont'd)

... Yeah, he's lying around
somewhere.

(CONTINUED)

98 CONTINUED: (2)

98

Mr. C. squirms with embarrassment. He wrestles the bellflower away from Junior.

MR. C.
Sir Topham Hatt, Sir -- he just wanted to be friendly... No Sir, he's not a dog... well let's say he's more like a puppy who needs a good trainer.

He glares at Junior.

There is the sound of explosions down the bellflower.

MR. C. (cont'd)
Yes Sir, of course I know all Scotsmen are wonderful... Everything is under control... goodbye, Sir.

*
*

JUNIOR
Cuz, this is Lily. She's staying with her grumpy old Grandpa Stone.

MR. C.
(curious & surprised)
Hullo, Lily.

Then, feeling weak, he turns to Junior, only to find that his cousin is now sprawled on the windmill, enjoying the sun as the wind picks up.

MR. C. (cont'd)
Get down. It's much too windy to be up there.

JUNIOR
This is just like the fun fair... Give us two secs.

Junior is suddenly spinning around on the windmill, faster and faster. Then, in a trice, he is off it, and flying through the air.

99 EXT. SODOR - WINDMILL - DAY

99

And... horror of horrors... he lands right on top of Diesel, who, at that very moment, is passing by.

Diesel looks up and glares in triumph.

(CONTINUED)

99 CONTINUED:

99

The wind blows all Junior's kit away... except for his bandanna. *

Junior gestures "oh well" and decides to make the best of a bad situation.

We see him disappearing around a corner -- doing his best to "windsurf" on the back of Diesel.

100 EXT. SODOR - WINDMILL - DAY

100

Lily and Mr. C. with Thomas nearby.

LILY

What's going to happen to Junior?

MR. C.

Oh, our family is pretty good at getting itself out of trouble... eventually! You know, Lily, that cousin of mine has a lot of guts. He just needs to put it to good use. He'll give Diesel a run for his wheels - I just hope they wear out quickly! *

*
*

FADE TO:

101 OMITTED
THRU
102A

101*
THRU
102A

MIX TO:

103 EXT. SODOR - NEAR MAGIC BUFFERS - DUSK

103

It's dusk, and Percy is travelling along the line that leads to the old sidings.

PERCY

Yes, I'm frightened... no, I'm not going to turn back -- I'm a Really Useful Engine. Useful Engines aren't scared. I have to make sure these sidings are safe -- I have to make sure the magic railway is safe... Mr. Conductor needs it.

Percy hears strange noises. Then he hears an owl hooting.

(CONTINUED)

103 CONTINUED:

103

PERCY (cont'd)
Oh, shiver my pistons. I hope those
sidings aren't haunted.

At that moment a bird's nest falls on Percy's funnel and
settles itself comfortably around Percy's face.

PERCY (cont'd)
Well, at least the birds have flown
the nest! Anyway, I'm just going
to carry on.

He carefully eases towards the sounds coming from the sidings.

The wind is now blowing and moving the brambles.

We can see the magic buffers.

We can see Splatter and Dodge.

SPLATTER & DODGE
See those buffers? They're next.
The Boss wants the job done fast --
we'd better start now.

Percy registers shock and puffs away.

PERCY
How are we all going to help each
other now.

103A EXT. SHINING TIME - MUFFLE MOUNTAIN - SUNSET (FORMERLY
101)

103A

It's sunset, and Burnett is standing by the rockface, looking
down to the lake and the road beyond.

He hears footsteps. It's Patch.

Burnett is very anxious.

*

BURNETT
Where's Lily?

PATCH
I wish I knew. I'm sorry, Mr. Stone --
She wasn't at the station when I
went back for her.

The man and the boy stare each other out -- then Burnett
returns to where he was looking, and Patch goes to collect
his horse.

(CONTINUED)

103A CONTINUED:

103A

BURNETT
(quietly)
We'll find her, don't worry.

PATCH
(encouraged by the
gesture)
Mr. Stone -- I've heard an engine's
whistle on this mountain.

BURNETT
(quickly)
You heard wrong, Patch.
(beat)
Anyway, I'd be too deaf to hear.

Burnett starts walking back down the mountain.

PATCH
(calling after him)
But Lily says you heard a dog bark.

Patch is now alone -- or is he...?

*

He hears a rustle and whips around.

It's P.T. Boomer.

BOOMER
(stage whisper)
You never hear wrong, do you? Now
where exactly did you hear that
whistle?

PATCH
I'll never tell you that.

BOOMER
(producing cash)
Not even for this? Think what you
could buy with this.

PATCH
Forget it, Boomer.

Boomer goes to grab Patch, but he is too fast for Boomer and
he runs away. Boomer takes a moment to look around and does
a double take on something that he notes in his notebook.

*

*

*

CUT TO:

103B EXT. THE LAKE - SUNSET (FORMERLY 101A)

103B

Patch is galloping across the grassland next to the lake. Boomer emerges through the trees behind him -- he is catching up to him, but Patch gallops faster, and Boomer skids to a halt in the grass, wheels spinning.

103C EXT. RAINBOW SUN / MEADOW SUN (TRAV.) - SUNSET (FORMERLY 102)

103C

It's a beautiful sky, but a stormy one as Billy drives the Rainbow Sun towards Shining Time.

Patch is racing on his horse towards Shining Time too. We cut between the two of them.

CUT TO:

103D INT. SH. TIME STATION INTERIOR - SUNSET (FORMERLY 102A)

103D

Billy comes up to the ticket booth with a clock for Stacy. *

BILLY

Sorry Stacy, not even the clocks
are running on time - but I've fixed
this one. *

Patch dashes in. *

PATCH

Mr. Twofeathers! I'm sure Mr. Stone
knows the secret of the mountain.
There's an engine in there, but now --
because of me -- Boomer knows the
secret too, and he's putting us all
in danger. And I don't know where
Lily is.

STACY

I do. I think Junior has gone to
the Island of Sodor to help Mr.
Conductor - and I think Lily's gone
with him. *

MIX TO:

104 EXT. SODOR - COUNTRYSIDE CAMPFIRE - NIGHT

104

Lily and Mr. C. and Thomas at the campfire. MR. C. is trying to keep Lily entertained.

(CONTINUED)

104 CONTINUED:

104

He is showing her a card trick - it involves the King of Clubs.

LILY

Where did you learn to do that?

(CONTINUED)

104 CONTINUED:

104

MR. C.

In Old Bombay - from a Monarch
Butterfly. When it came to card
tricks, she sure knew how to wing
it.

*
*
*
*

LILY

(indulgently)

Mr. C.... I'm supposed to be back
by sunset.

*

MR. C.

(gently)

I'm sorry, Lily, but maybe your
Grandpa can guess where you are.

LILY

(amazed)

He can?

MR. C.

Maybe -- because I think he's been
here himself -- long ago... but if
he can help, I wish he'd hurry back.
I didn't tell Junior, but he'll
soon grow as weak as I.

LILY

(thoughtfully)

You love Junior, don't you?

MR. C.

(resignedly)

Yes, even though he makes me mad...
that's what families are for... to be
there for each other in the bad times
as well as the good, isn't it?

LILY

(thoughtfully)

Yes...

Mr. Conductor sees that the conversation has a special meaning
for Lily. And he looks at her encouragingly.

LILY (cont'd)

(confidently)

Yes, it is.

(beat)

Junior said there used to be an
engine for the Magic Railroad -- if
only we could find that. We could
still get back to Shining Time.

(CONTINUED)

104 CONTINUED: (3)

104

MR. C.

That engine disappeared.

*

LILY

(quietly confident)

*

I heard an engine's whistle -- near
Grandpa's house -- it seemed to be
right inside the mountain.

Mr. Conductor rallies.

MR. C.

That's it! I've remembered the
clue... stoke up the magic in the
mountain and the Lady will smile --
(downcast)

-- but we need more information.
Oh, Lily, I think your Grandpa could
really help if he'd just believe
that he could.

MIX TO:

105 INT. WORKSHOP - NIGHT

105

There seems to be nothing in the darkness, and then we see
hands -- Burnett's hands.

Now we hear Burnett whispering.

BURNETT

So Lady, what are we to do? -- It
all seemed so easy when Tasha and I
were children.

Silence.

Then we see a gleam of something golden. It seems to be taking
shape.

Burnett is finding the lights, and as he does so, revealed to
us is --

LADY -- the most beautiful little steam engine, with golden
trim. She does not have a face like the engines on the Island
of Sodor -- but she still seems to have extraordinary presence.

Again, we hear echoes from the past.

MIX FLASHBACK:

106 EXT. - MUFFLE MOUNTAIN STATION [FLASHBACK] - DAY

106

Burnett and Tasha as children. The engine known as Lady is in this scene, but we see only glimpses of parts of her. We do not see her face.

BURNETT [AS A CHILD]
One day, Tasha, I'm hoping to be
able to drive this engine and I'll
take you with me.

TASHA [AS A CHILD]
Promise you will, Burnett... promise.

BURNETT [AS A CHILD]
I promise.

CUT TO:

107 INT. SH. T. - MUFFLE MTN. - WORKSHOP [PRESENT-DAY] - NIGHT 107

We are back in the present day in the workshop.

We and Burnett hear a scuffle. For a moment we and he think it's Boomer.

BURNETT
Boomer!

*
*

He and we are wrong. It's Patch.

BURNETT (cont'd)
How did you find me here?

*
*

PATCH
I found the entrance to your workshop
ages ago - but I'd never tell anyone -
not even a bully like Boomer.

*
*
*
*

BURNETT
You're braver than I was Patch.

*
*

Now we can also see that Lady is a little worn and damaged.

PATCH
(in awe)
So it is true, we did hear an engine
in the mountain.

*

(CONTINUED)

107 CONTINUED:

107

BURNETT

(glad it's Patch)

"All mountains have their secrets --
that won't surprise a kid like you.

*
*

Patch is walking around, looking at Lady.

PATCH

Can I help you, Mr. Stone?

Burnett throws Patch a cleaning cloth.

BURNETT

You can finish cleaning. This
engine's name is Lady.

(CONTINUED)

107 CONTINUED: (2)

107

PATCH

(carefully polishing)

Why is she locked up?

BURNETT

She's not -- she's safe from harm.
Or was...

PATCH

Boomer is looking for Lady - isn't
he?

BURNETT

Yes - he is.

PATCH

He heard you and I talking about
her too - why does he want to harm
her Mr. Stone?

BURNETT

Because Boomer has no compassion or
imagination. He was always more
interested in making money than
making sense. When we were young
men, he was angry because he didn't
want to believe in magic, and jealous
because Lily's Grandma loved me...
so he took revenge. He found Lady
and threatened to destroy her if I
didn't let him drive her. Unlike
you Patch, I gave in to a bully.
He drove her, he used up all her
coal, he made her go too fast, then
he crashed her. After that, he ran
away, and I brought her here to a
new hiding place. I fixed her as
best I could. But I could never
make up for the mistake I made.
And I've never been able to bring
her to life - to make her steam.

Burnett gently puts his hand out to her.

BURNETT (cont'd)

She's as precious as gold, Patch,
and that's all Boomer is interested
in - her trim to sell, for scrap.
But magic is worth more than that -
I'll always fight to protect her.

(CONTINUED)

107 CONTINUED: (3)

107

PATCH

(puzzled)

- She can whistle -- I've heard her.

BURNETT

(whispering)

I know -- so have I... that's because
she's magic.

On the wall behind Lady, Patch sees a map of a railroad. All the lines on it are straight, and he realizes they are in exactly the same configuration as those appearing as shadowy lines on Billy's map.

(CONTINUED)

107 CONTINUED: (4)

107

PATCH

This must be the map of her Magic
Railroad... But the railroad's energy
is fading away... *

(realization dawning)

I sensed it when we were out riding. *
Lily and I were riding on the ground *
above it.

BURNETT

The railroad needs Lady, and I don't
know how to make her steam. I've
tried every coal in the valley --
it seems like it's her own special
secret. But I need to know it now
more than ever.

PATCH

Because of Lily?

BURNETT

Yes -- most of all, because of Lily.

FADE TO:

108 EXT. SODOR - COUNTRYSIDE/DIESEL 10'S ROOF (TRAV.) - NIGHT 108

The sight of Diesel, who is hurtling through the Island of
Sodor countryside. Junior is treating this as a game, as he
plays air guitar.

They approach and go under a series of bridges. Junior ducks
every time. Diesel is getting angrier and shrieking louder.

JUNIOR

Not enjoying the exercise, Diesel?
You should try surfing -- it's a
lot more peaceful.

Diesel shrieks again and he is heard by:

109 EXT. SODOR - COUNTRYSIDE CAMPFIRE - NIGHT 109

Lily, Mr. C., Thomas, and now Percy.

They hear Diesel's shrill in the distance.

THOMAS

Diesel sounds very angry.

(CONTINUED)

109 CONTINUED:

109

LILY
Oh -- poor Junior.

(CONTINUED)

109 CONTINUED:

109

PERCY

We must get Lily back to her Grandpa
-now -- in case the Magic Railroad
is closed forever. But how could
Lily go without gold dust?

*
*

There is complete silence.

MR. C.

Only in the lost engine.
(beat of great
significance)
Unless.... Thomas....

Thomas just somehow knows what's coming next.

MR. C. (cont'd)

Will you take Lily, please?

THOMAS

(appalled)
Through the buffers?

Mr. Conductor nods.

THOMAS (cont'd)

But what if I make a mistake --
I've made two already!

MR. C.

But what if you don't?

THOMAS

But what if I go on the railway and
my wheels don't work?

MR. C.

But what if they do?

THOMAS

But -- what if -- if -- ?

MR. C.

Yes?

THOMAS

(whispering)
What if it's dark...?

MR. C.

It will be -- for a while.

(CONTINUED)

109 CONTINUED: (2)

109

THOMAS

And cold...

MR. C.

Maybe...

THOMAS

And how will I get back again?

MR. C.

Because you're a Really Useful Engine
and will find a way.

THOMAS

Then I'll try.

MR. C.

(Pleased)

Lily, take my hat as a keepsake to
bring good luck.

*

LILY

But Mr. C., I don't want to leave
you like this!

MR. C.

I know, but you must go back to
your Grandpa.

THOMAS

(Resolute)

Yes, Lily, you must. And I'm going
to take you.

*

Lily puts the hat in her knapsack.

MIX TO:

110 EXT. SODOR - MAGIC BUFFERS - NIGHT

110

CLOSE UP: The Magic Buffers, and then we see Thomas
approaching and WHIP AROUND to his POV

THOMAS

Oh cinders and ashes -- what's going
to happen now?

The buffers get closer and closer and then -- yes -- he and
Lily are going through.

111 INT. SH. T. - MUFFLE MTN. - MAGIC RR/THOMAS (TRAV.) - DAY 111

We see the Magic Railroad from Thomas' POV and it looks and sounds scary.

THOMAS

It is dark -- it is cold -- it is
bumpy --

Suddenly, Thomas and Lily spot the missing coal truck.

THOMAS (cont'd)

There's the missing coal truck!

LILY

Stoke up the magic in the mountain --
that's part of Mr. Conductor's clue
to his gold dust.

THOMAS

And that's what you do with coal --
stoke it up to make it steam!

*
*

In her excitement Lily loses her concentration and falls from the cab and starts tumbling backwards.

THOMAS (cont'd)

Lily... Lily?

There is silence. Thomas is scared.

THOMAS (cont'd)

Lily -- where are you?

Lily has arrived back at the coal truck. She too is confronting her fear of silence.

LILY

(murmuring)

I'm not afraid, but I do need a
ride! Please come back for me,
Thomas.

Thomas is summoning all his courage.

THOMAS

I'm not going to lose Lily -- and
I'm not going to lose that coal
truck again either. I'm going back,
and I'm going alone --

SONG: "THOMAS AND THE MAGIC RAILROAD"

(CONTINUED)

111 CONTINUED:

111

Thomas turns his wheels anti-clockwise and the bravest little blue engine in the world accelerates back down the railroad -- looking prouder and prouder every moment.

MIX TO:

112 INT. SH. TIME - MAGIC RR/AT THE COAL TRUCK - DAY

112

Thomas and Lily are reunited.

*

LILY

*

You're a really useful engine Thomas.

*

They couple the coal truck to the back of Thomas and move on again.

*

113 INT. SH. TIME - MUFFLE MTN. - MAGIC RR/CAVERNS/THOMAS (TRAV.) - DAY

113

We hold our breath -- on either side of Thomas and Lily seem to be dark caverns and ahead of them, looming up closer, and closer is nothing but a huge set of buffers.

Thomas and Lily can only carry on or stop -- if it's not too late.

It is -- but it doesn't matter.

As they hit the buffers, they -- like those on the Island of Sodor allow the passengers to pass into the light.

CUT TO:

114 EXT. SHINING TIME - MUFFLE MOUNTAINSIDE - DAY

114

CLOSE-UP: Thomas -- dazed and amazed -- emerges into what is now daylight.

Thomas' POV -- and now it is confirmed.

We are on the mountain, outside the site of Grandpa's workshop. This is the entrance to the Magic Railroad from the valley.

But it appears that Thomas can go no further. He definitely feels a stranger in a foreign land.

THOMAS

*

I can't go any further - my wheels won't let me.

*

*

(CONTINUED)

114 CONTINUED:

114

Lily leaps out of the cab and starts to run and slide down the long slope towards Burnett's workshop.

LILY

Then I'll be back, Thomas, I promise,
but I must find Grandpa.

*

Thomas is petrified.

115 EXT. SHINING TIME - MUFFLE MOUNTAIN - DAY

115

Then two events happen -- fast.

Patch comes riding up the slope.

LILY

Where's Grandpa? Can you take me
to him?

*
*
*

PATCH

Jump up.

*
*

Lily leaps on the horse and they start riding.

LILY

Oh Patch, I knew I could count on
you.

116 EXT. SHINING TIME - MUFFLE MOUNTAIN - DAY

116

P.T. Boomer is on the mountain.

P.T. BOOMER

I'm going to get my revenge Burnett
Stone - on you - and that engine!
Do you know what revenge sounds
like?

*
*
*

He sets off a huge explosion.

The impact jolts Thomas off the ground and he starts bumping
down the mountain -- leaving the coal truck behind.

THOMAS

Oh bother my boiler - I've left the
coal truck behind, but I think Lily
is going to need it anyway.

We see Lily, Patch, and the horse react to the sound of the
explosion. But they must ride on.

*
*

We see Thomas's reflection in Boomer's goggles and he then
chases Thomas on his motorbike.

*
*

116A EXT. MUFFLE MOUNTAIN - DAY

116A

Thomas sliding down the mountain.

117 EXT. SHINING TIME - MEADOW - DAY

117

Suddenly, -Thomas hits the ground above The Magic Railroad and *
with a sparkle, gravity pushes him through the meadow at the *
place where no flowers grow. Unfortunately it does the same
for Boomer who spills his motorcycle - as he is sucked beneath *
the meadow by the wake of Thomas' sparkle.

CUT TO:

118 INT. SH. TIME - MUFFLE MTN. - ANOTHER BRANCH OF MAGIC RR/ 118
THOMAS (TRAV.) - DAY

Thomas whistles a realization to himself.

THOMAS

This must be another branch of the
Magic Railroad. Just wait until I
tell Percy. Who's that following
me?

*
*

Boomer, who is behind Thomas, is spinning out of control.

*

BOOMER

(terrified)

AAAGH!

CUT TO:

119 INT. SHINING TIME - BURNETT'S WORKSHOP - DAY 119

Lily rushes in with Patch following behind. Lily is simply
desperate.

LILY

(pleading)

Grandpa -- everything I've seen at
Shining Time is true and there's
this Island with talking trains and
they said you might have been there.
But Mr. Conductor is very sick and
Junior's in danger and I've left
poor Thomas behind. Please help me.

Lily is desperately trying to open her knapsack. She pulls
out Mr. C.'s hat and shows it to Burnett.

He holds it in the palm of his hand, but quietly says:

BURNETT

I want to Lily - but I don't know
how.

*
*

All at once, Lily realizes where she is -- the workshop leads
into where she came from in the Railroad.

She walks a few steps towards a beautiful glowing light and
then sees, to her surprise and delight, Lady.

(CONTINUED)

119 CONTINUED:

119

LILY

This is the lost engine from long ago, isn't it? Now we can go back to the Island and bring Mr. Conductor and Junior home.

BURNETT

I'm sorry, Lily. I can't make her steam, I've tried every coal in the valley - but nothing works - and now I know I've run out of time to help.

*
*
*
*
*

But Lily suddenly knows the answer -

LILY

(Quietly)

Grandpa, what's her name?

BURNETT

Lady

LILY

Lady of course! Coal. Special coal from the Island of Sodor -- that's what Lady needs.

*

Patch's horse is pawing the ground -- he has a journey to make.

LILY (cont'd)

Patch there's a coal truck at the top of the mountain - where a little blue engine with a face is waiting too. Please fetch the truck.

*
*
*
*
*

PATCH

Sure I will

(beat)

But are you okay Lily?

*
*
*
*

Patch mounts his horse -- and he's gone.

CUT TO:

119A EXT. SHINING TIME - MUFFLE MOUNTAIN - DAY

119A*

We see Patch tightening around the pommel of his saddle.

*

120 INT. SHINING TIME - MUFFLE MOUNTAIN - WORKSHOP - DAY

120

Lily and Burnett.

He is preparing Lady for her journey too.

LILY

Why couldn't you tell anyone about
Lady?

BURNETT

Because I felt I'd let everyone
down -- most of all Mr. Conductor's
family. They chose me to be Lady's
driver.

(CONTINUED)

120 CONTINUED:

120

We notice that very quietly they have been joined by Mutt, who is here to make sure everything goes according to his grand plan.

Now, Lily is plucking up courage to ask the most important question of all.

LILY

Did Grandma love Lady as much as you do? Did she take a ride on her?

Burnett stays absolutely still and doesn't look at Lily. Then he says, as he still works:

BURNETT

Grandma loved her because I loved her, but she never took a ride on Lady. I couldn't fix her in time.

Lily stays silent.

BURNETT (cont'd)

I wanted to take Tasha on our Shining Time.

LILY

On your Shining Time?

Burnett still can't look at her.

BURNETT

A wonderful journey when the train wheels turn and the rails shine. It was always going to be tomorrow -- tomorrow Lady would work again... tomorrow would be perfect...

*

Then he looks up.

BURNETT (cont'd)

And then it was too late, and so I shut out tomorrow.

Lily puts out her hand to him.

LILY

Grandpa -- don't shut out today too.

And Burnett strokes her hair. As he does this, Lily takes Burnett's hand and ties the friendship bracelet in a little knot so that it fits his wrist better.

(CONTINUED)

120 CONTINUED: (2)

120

And in that moment he gives her a wonderful smile. We hear the sound of horse's hoofbeats and Patch calling out.

(V.O.)

*

Lily, Mr. Stone -- I've got the coal.

121 OMITTED

121

122 INT. SHINING TIME - MUFFLE MOUNTAIN - WORKSHOP - DAY

122*

A huge roar -- Lady is alive and steaming.

With much pride, Burnett, with Lily, Patch and Mutt aboard, eases Lady off the sidings and onto The Magic Railroad.

123 INT. SH. TIME - MUFFLE MTN. - MAGIC RR/LADY (TRAV.) - DAY

123

On The Magic Railroad, the wonderful lights around them all seem shades of green.

BURNETT

Well, m'Lady -- the lights are all green for you -- green for glory.

Burnett and Lily look at each other lovingly. Mutt looks up happily between them. Lady goes by, and we are behind her -- seeing Lily putting her arm around Burnett.

LILY

(gently and very certain)

Tasha would have loved this journey.

BURNETT

(decisively)

Yes. And she would love it that you are with me now.

124 INT. SHINING TIME - MUFFLE MTN. - MAGIC RAILROAD - DAY

124

And as Lady moves along the rails and gathers speed, we see -- thanks to the care and commitment of those around her, as well as her own determination to survive -- the proof that she is now truly herself again.

(CONTINUED)

124 CONTINUED:

124

Shadow by shadow, light by light, and seen by Lily as a reflection on the side of the railroad, Lady's lovely, happy face is revealed again.

125 INT. SH. TIME - MUFFLE MTN. - MAGIC RR/LADY (TRAV.) - DAY 125

LILY
(to herself)
"Stoke up the magic in the mountain
and the Lady will smile..." But
what's the rest of Mr. Conductor's
clue...?

126 INT. SHINING TIME - MUFFLE MTN. - MAGIC RAILROAD - DAY 126

And as this happens, we witness that the rails are becoming clear and golden.

PATCH
(in wonder)
The railroad's getting its energy
back.

We notice, too, the ultimate wonder of The Magic Railroad.

Beautiful multi-coloured shavings -- all the colors of the rainbow -- fall behind her and gather on the ground between the rails.

Then, the wind created by the force of the moving engine blows them down the tracks and away.

127 INT. SH. TIME - MUFFLE MTN. - MAGIC RR/LADY (TRAV.) - DAY 127

We see Lily studying this phenomenon with great interest, as well as wonder.

She quickly takes her toy Bluebird out of her knapsack and catches some of the shavings, then pops them back in her knapsack along with her Bluebird.

128 INT. SHINING TIME - MUFFLE MTN. - MAGIC RR/BRANCH LINE/LADY (TRAV.) - DAY - LATER 128

In the midst of these marvels, Lily notices a flash of blue.

It's Thomas, at the point where the branch line from the meadow meets the Magic Railroad's main line.

129 INT. SH. TIME - MUFFLE MTN - MAGIC RR/BANCH LINE - DAY 129

Thomas is bumping along, but as Lady's wake of shimmering shavings settles on the rusty tracks, Thomas gains traction and he speeds up.

CUT TO:

130 EXT. SODOR - SMELTING YARDS - DAY 130

We see the smelting yards and in the distance, FADE UP the screech of Diesel.

Next we see Diesel 10, with Junior on top of him -- now slightly the worse for wear, and out of breath.

JUNIOR

I'm sorry cousin. I'm sorry Lily.
I haven't been very whatever it is --
responsible, reliable, really useful --
but I will be!

Diesel pounds into the smelting yard, to the shock of James.

Diesel grinds to a halt and flings Junior onto James.

Startled, James begins to back away from Diesel 10 -- right towards the furnaces.

The monstrous Diesel is now moving towards James, who continues to back towards the furnaces.

Realizing the danger, Junior suddenly remembers -- He grabs inside his chest and pulls out the emergency supply of gold dust that Lily was saving for her Grandpa.

JUNIOR (cont'd)

I'll find you some more, Lily, I
promise, but if I'm going to be
able to help, it's now or never --
I've got to use up the last of this
stuff.

*
*

With that, he sparkles both himself and James off, and away from the fiery flames.

JUNIOR (cont'd)

James the Brains -- get us out of
here!

CUT TO:

131 EXT. SODOR - RAIL LINE NEAR MAGIC BUFFERS - DAY

131*

Junior sparkles in with James to the great surprise of Mr. Conductor, who is resting near a well marked "Sodor Water".

JUNIOR

Sorry to be so long, cuz.

MR. C.

Better late than never, Junior.

And they give each other a hug. This affectionate moment is rudely interrupted by a low, long roar.

132 OMITTED

132

133 EXT. SODOR - RAIL LINE NEAR MAGIC BUFFERS - DAY

133

The noise grows louder, and Lady suddenly bursts through the buffers and onto the Island of Sodor.

LILY

She's done it, Grandpa, she's done it! She's on the Island of Sodor.

Lily sees the two Mr. C.'s.

LILY (cont'd)

(excited)

Stop, Grandpa. Stop, Lady.

Burnett, Lily, Patch, and Mutt jump off Lady to join Mr. C. and Mr. C. Junior.

MR. C.

You know who this is, Junior?

JUNIOR

Reckon so -- this is one beautiful engine...

(then it clicks)

Oh-oh-oh ! are we glad to see you.

Suddenly their attention is diverted as Thomas bursts through the buffers right on the wheels of Lady.

He stops right behind her.

(CONTINUED)

133 CONTINUED:

133

LILY

Oh, Thomas, I'm so sorry I had to
-leave you behind.

Splatter and Dodge are watching this in disbelief.

SPLATTER & DODGE

We're still supposed to bust those
buffers.

SPLATTER & DODGE

You first --

SPLATTER & DODGE

No you -- who?

SPLATTER & DODGE

Me? Oh very well then --

Splatter and Dodge lurch towards the buffers, then stop
suddenly, bumping into each other.

133A EXT. SODOR - NEAR MAGIC BUFFERS - DAY (FORMERLY 136)

133A

We are close to the magic buffers and near the well. Burnett,
Patch, Lily, and Mutt are standing beside Lady. Junior is
standing beside Mr. Conductor, who is gathering his strength.
Percy and James are looking on.

*
*
*

Burnett hands Mr. C. his hat.

*

BURNETT

This is yours Mr. Conductor

*
*

LILY

I didn't think you could see Mr.
Conductor, Grandpa.

BURNETT

Neither did I, Lily, but you've
reminded me how.

Burnett leans down to inspect Lady's wheels for wear and tear.

*

LILY

We've still got to find the source
of Mr. Conductor's gold dust.

*
*
*

Suddenly Lily realizes something. She opens her knapsack and
scoops out the glorious shavings.

(CONTINUED)

133A CONTINUED:

133A

LILY (cont'd)
(quietly excited as
she remembers)
"...Stoke up the magic in the
mountain and the Lady will smile..."
Please try to remember the rest of
it, Mr. Conductor...

MR. C.
(very excited)
I have, Lily... I have. "Then watch
the swirls that spin so well"

*

LILY
(in wonder)
... just like all the wonderful
shavings around Lady on the
railroad... Mr. C., your family
must have guided you to more clues.

*

*

JUNIOR
(triumphant)
Of course they did! so well! A
well means water.

*

*

BURNETT
(in realisation)
Patch, please give Lily your water
dish... and fill your water bottle
up from the well.

*

*

Patch is confused, but does so.

JUNIOR
And Lily, put the shavings in there
with the water.

Puzzled, Lily does so, and Patch suddenly realizes.

PATCH
Now -- mix the ingredients together
and shake them around, like they
used to in the old days, panning
for gold.

Lily does so.

BURNETT
Throw it in the air Lily.

*

Lily does so.

(CONTINUED)

133A CONTINUED: (2)

133A

EVERYONE

Gold dust!

We see a wondrous cloud of gold dust against a blue, blue sky like the golden treasure of one's most beautiful dreams.

Suddenly, this peaceful moment is interrupted by Boomer, who tumbles out of The Magic Railroad just as Diesel has spied the happy gathering and is heading straight for them.

DIESEL 10

I'll get you, you blue puffball.
And you too, Twinkle Toes.

Diesel's claw reaches out and snatches at Thomas, but misses. Instead, he gets Boomer.

With a roar, Boomer and Diesel 10 race toward Lady.

THOMAS

Run, Lady, quickly -- and I'm going
to help you.

Lady charges off and Thomas follows, putting himself between Lady and Diesel 10.

Boomer yells at Burnett as he rockets by.

*

BOOMER

I'll get you, Burnett Stone, and
the engine too.

BURNETT

(calling back)

No you won't, Boomer -- because the
magic that you don't believe in
will get the better of you. Just
you wait and see.

Diesel, with Boomer clinging to his back, speeds after Thomas, who's right behind Lady.

They are approaching the viaduct.

MR. C.

Watch out for the viaduct. Junior,
we must help Thomas and Lady.

They try to sparkle, but it's still weak.

(CONTINUED)

133A CONTINUED: (3)

133A

LILY

You're both still getting your energy
-back. They're brave engines --
they'll win --

Lady crosses the viaduct first and stones fall.

It's too late for Thomas to stop. Diesel is getting close
behind. He's heading for the viaduct.

THOMAS

I'm a Really Useful Engine. I'm
sorry to ignore your warning Mr.
Conductor - but going over the
viaduct is the only way we can get
rid of Diesel and that nasty
passenger.

*
*
*

Thomas speeds up, and heads across the viaduct, which crumbles
as he crosses. A hole opens in the track ahead of him.

Thomas heroically jumps the gap. As he crosses, more of the
viaduct falls behind him. It is too late for Diesel to stop.

DIESEL 10

(in manic despair)

Puffball... teapot... tin kettle....
No-o-o-o-o!!

The rest of the viaduct falls in.

Diesel, with Boomer aboard, slides over the edge, and drops
onto a barge filled with sludge.

Diesel and Boomer are last seen floating off on a sea of
sludge, and right out of the picture.

MIX TO:

133B EXT. SODOR - NEAR THE MAGIC BUFFERS - DAY - LATER

133B

Lily, Burnett, Patch, and the engines are gathered together
as Mr. C., and Junior gain more strength they sparkle
beautifully in and out. Everyone applauds.

JUNIOR

So now that we've said goodbye to
all the bad guys -- how else can I
help?

(CONTINUED)

133B CONTINUED:

133B

MR. C.

You mean you don't want to go back
to the beach?

(CONTINUED)

133B CONTINUED:

133B

JUNIOR

Nah -- well -- just for a holiday
 but I'm ready to work -- hey --
 (turning to the
 audience)
 I may be needed in your town next.

MR. C.

That's my cousin.

Junior takes some gold dust and gives it to Lily.

JUNIOR

Take some, Lily. I promised it to
 you.

Lily in turn hands it carefully to Burnett.

*

BURNETT

(kindly)
 Thank you, Lily.

And then he sprinkles the gold dust onto her Bluebird.

FADE OUT AND IN ON:

134 OMITTED
 THRU
 136

134
 THRU
 136

137 EXT. INDIAN VALLEY - MUFFLE MTN - 20 YEARS LATER - DAY

137

Sunlight again, but at a different time -- 20 years later.

We travel down Muffle Mountain --washed by sunlight-- with
 the brilliant mountain bush, past the summerspan birds flying
 by the lake, take in the bouquet tree in full blossom, and
 across the meadow filled with golden flowers.

*

*

138 EXT. SHINING TIME - DAY

138

Then we join a young woman and her two little children and a
 dog just like Mutt. His name is Jeff.

They are having a picnic and they are looking at a scrapbook
 of gaily coloured postcards from exotic places, all signed
 "Junior", and family photos of the engines on the Island of
 Sodor, a beautiful picture of Lady, Sir Topham Hatt, Mr.

*

(CONTINUED)

138 CONTINUED:

138

Conductor, Stacy and Billy (who are proudly holding a plaque saying 'Indian Valley Achievement Award'). And of course, there is a picture of Mutt. There is also Burnett's drawing that he did as a child, when he first visited the Island of Sodor.

LILY [ADULT]

And this is Jeff's great-granddad,
Mutt, who made sure I got the wrong
train for the right reason.

Then, we come close on one of a young woman as a child. (It is Lily as a child.)

She is with her mother, father and one-year-old brother, who is clutching a toy Bluebird with beautiful, golden, sparkily wings.

LILY

And this is my much loved bluebird.
I gave it to your uncle for his
first birthday -- as the best present
I could give to him -- and this
picture was taken the day Dad came
back home.

We see that Burnett is also in the same photo, and we move to one of Tasha and finally to another.

In this, Burnett is at the window of his house -- the shutters are open and the sunlight is all around him. *

LILY (cont'd)

And this is my favourite photo of
your Great-Grandpa. This was the
day he opened all the shutters of
his house. Then we danced... under
the apple tree... to a lovely waltz.
I came back here every summer, and
I became an engineer like him.

Then we notice Mr. C. is listening with them... and, we notice across the fields, a man with his horse. It's Patch. *

He comes over and kisses his family.

BOY

Hello Daddy.

The little boy spots a picture of Thomas in the book.

(CONTINUED)

138 CONTINUED: (2)

138

BOY (cont'd)

I keep imagining I can meet Thomas.

*

Lily and Mr. Conductor smile.

Then she takes her children's hands and gets up.

LILY

Then, that's what counts. Now,
it's time to go home -- are you
coming too, Patch?

PATCH

Sure I am --

*

He puts his arm around Lily and his children.

We pull out to take in this moment and

*

MIX TO: *

139 EXT. SODOR - RAILROAD - DAY

139

Thomas, who is puffing home into the sunset, "peeps" happily
in agreement.

We hear our Storyteller's voice over these beautiful images.

*

STORYTELLER [LILY, ADULT] (V.O.)

Sometimes, all it takes is a little
train engine and the spirit of the
child within us, to see the beauty
in our lives and hope that we can
always find it there.

THE END

Britt Allcroft
July 23, 1999

*