

FADE IN -- Title:

For nearly forty years this story has given faithful service to the Young in Heart; and Time has been powerless to put its kindly philosophy out of fashion.

To those of you who have been faithful to it in return

...and to the Young in Heart --- we dedicate this picture.

FADE OUT:

MS -- Dorothy stoops down to Toto -- speaks to him -- then runs down road to b.g. -- Toto following --

DOROTHY

She isn't coming yet, Toto. Did she hurt you? She tried to, didn't she? Come on -
- we'll go tell Uncle Henry and Auntie Em. Come on, Toto.

LS -- Farm yard -- Dorothy enters left b.g. along road -- Toto following her -- CAMERA PANS right -- she comes forward thru gate -- runs forward to Aunt Em and Uncle Henry working at Incubator --

DOROTHY (CONT'D)

Aunt Em! Aunt Em!

MS -- Aunt Em and Uncle Henry working with baby chicks in incubator -- Dorothy runs in -- speaks to them -- Dorothy picks up baby chick -- CAMERA TRUCKS back as Aunt Em and Dorothy come forward -- Aunt Em puts chick in coop with hen -- then TRUCKS forward as they go to b.g. to incubator -- Dorothy reacts -- Uncle Henry looks at her -- CAMERA PANS her to left across yard --

DOROTHY (CONT'D)

Aunt Em!

AUNT EM

Fifty-seven, fifty-eight --

DOROTHY

Just listen to what Miss Gulch did to Toto! She --

AUNT EM

Dorothy, please! We're trying to count! Fifty-eight--

DOROTHY

Oh, but Aunt Em, she hit him over the --

(CONTINUED)

2.

CONTINUED:

UNCLE HENRY

Don't bother us now, honey -- this old incubator's gone bad, and we're likely to lose a lot of our chicks.

DOROTHY

Oh -- oh, the poor little things. Oh, but Aunt Em, Miss Gulch hit Toto right over the back with a rake just because she says he gets in her garden and chases her nasty old cat every day.

AUNT EM

Seventy -- Dorothy, please!

DOROTHY

Oh, but he doesn't do it every day -- just once or twice a week. And he can't catch her old cat, anyway. And now she says she's gonna get the sheriff, and --

AUNT EM

Dorothy! Dorothy! We're busy!

DOROTHY

Oh -- all right.

MCS - Aunt Em and Uncle Henry taking chicks out of incubator -

UNCLE HENRY

Poor little orphan, and her Miss Gulch troubles. Gosh all hemlock - you know, she ought to have somebody to play with.

AUNT EM

I know, but we all got to work out our own problems, Henry.

UNCLE HENRY

Yes.

AUNT EM

Oh, I hope we got them in time.

UNCLE HENRY

Yes.

MLS -- Zeke -- Hunk and Hickory working on wagon -- Hickory and Zeke lowering bed of wagon into place --

ZEKE

How's she coming?

(CONTINUED)

3.

CONTINUED: (2)

HUNK

Take it easy.

CS -- Hunk on ground -- gets finger caught under wagon bed -- reacts --

HUNK (CONT'D)

Ow! You got my finger! CS -- Zeke and Hickory holding wagon bed --

ZEKE

Well, why don't you get your finger out of the way!

MLS -- Zeke and Hickory put wagon bed in place -- Hunk sitting on ground by wagon -- Dorothy enters -- comes forward to Zeke -- CAMERA TRUCKS forward on them -- they speak -- Zeke exits left f.g. -- Hunk enters -- speaks to Dorothy -- Hickory exits right -- PAN left as Hunk and Dorothy go over by wagon -- they speak -- Dorothy exits right -- Hunk hits his finger with hammer -- whirls around --

HICKORY

Come on - come on - over this way.

ZEKE

Okay.

HICKORY

There you are.

HUNK

Right on my finger!

ZEKE

It's a lucky thing it wasn't your head.

DOROTHY

Zeke, what am I going to do about Miss Gulch? Just because Toto chases her old cat --

ZEKE

Listen, honey, I got them hogs to get in.

HUNK

Now lookit, Dorothy, you ain't using your head about Miss Gulch. Think you didn't have any brains at all.

DOROTHY

I have so got brains.

(CONTINUED)

4.

CONTINUED: (3)

HUNK

Well, why don't you use them? When you come home, don't go by Miss Gulch's place. Then Toto won't get in her garden, and you won't get in no trouble. See?

DOROTHY

Oh, Hunk, you just won't listen, that's all.

HUNK

Well, your head ain't made of straw, you know.

MLS - Int. Barn - Hickory working on wind machine - straightens up - reacts - Dorothy comes forward - CAMERA TRUCKS forward as Hickory goes to her - he speaks to her - turns motor of wind machine on - they watch it - oil spurts out into Hickory's face - he reacts - Dorothy exit left -

HICKORY

Oh! Oh, it feels like my joints are rusted. Listen, Dorothy, don't let Hunk kid you about Miss Gulch. She's just a poor sour-faced old maid that -- she ain't got no heart left. You know, you

should have a little more heart yourself,
and have pity on her.

DOROTHY

Well, gee, I try and have a heart.

HICKORY

Now look, here's something that really
has a heart. This is the best invention I
ever invented.

DOROTHY

This?

HICKORY

Sure. It's to break up winds, so we don't
have no more dust storms. Can you imagine
what it'll mean to this section of the
country? I'll show you. It works
perfectly now. Here's the principle. You
see that fan -- that sends up air
currents into the sky. These air currents
-- Oh, stop it!

DOROTHY

Oh!

(CONTINUED)

5.

CONTINUED: (4)

HICKORY

Who did it? Now wait a minute.

DOROTHY

Hickory!

HICKORY

Now what happened? I'll bet Hunk did
that.

MLS -- Zeke driving pigs into pen -- Dorothy enters in b.g.
walks along railing of pen -- Zeke goes to b.g. -- CAMERA
TRUCKS forward -- Zeke pours feed into trough --

ZEKE

Say! Get in there before I make a dime
bank out of you! Listen, kid, are you
going to let that old Gulch heifer try
and buffalo you?

MCS -- Zeke poring feed into trough -- speaks --

ZEKE (CONT'D)

She ain't nothing to be afraid of. Have
a little courage, that's all.

MLS -- Dorothy walking along railing between pig pens --

DOROTHY

I'm not afraid of her.

MCS -- Zeke picks up another bucket of feed -- pours it into
trough --

ZEKE

Then the next time she squawks, walk
right up to her and spit in her eye.
That's what I'd do!

MLS -- Dorothy on railing -- loses her balance -- falls into
pig pen --

DOROTHY

Oh!

MCS -- Zeke reacts -- CAMERA PANS left as he jumps into pen --
takes Dorothy's foot out of wire -- then picks her up --
CAMERA PANS right as he carries her out of pen -- puts her
down with Hunk and Hickory -- Zeke jumps out of pen -- sits
down -- wipes his brow --

(CONTINUED)

6.

CONTINUED: (5)

DOROTHY (CONT'D)

Oh! Oh, Zeke! Help! Help me, Zeke!
Get me out of here! Help!

HICKORY

Are you all right, Dorothy?

DOROTHY

Yes, I'm all right. Oh -- I fell in and -
- and Zeke --

MCS -- Zeke -- Dorothy -- Hunk and Hickory -- they all look at Zeke -- they laugh -- Aunt Em enters with plate of crullers -- CAMERA TRUCKS forward on Hunk -- Aunt Em and Hickory -- they speak -- Hunk and Hickory each take cruller -- go to b.g. -- CAMERA PULLS back as Aunt Em comes forward to Zeke and Dorothy -- she speaks to Zeke -- CAMERA TRUCKS forward as Dorothy and Aunt Em walk to b.g. -- Dorothy takes cruller -- Aunt Em runs to b.g. --

DOROTHY (CONT'D)

Why, Zeke, -- you're just as scared as I am!

HUNK

What's the matter -- gonna let a little old pig make a coward out of you?

HICKORY

Look at you, Zeke -- you're just as white --

AUNT EM

Here, here, what's all this jabber-wapping when there's work to be done? I know three shiftless farm hands that'll be out of a job before they know it!

HICKORY

Well, Dorothy was walking along the --

AUNT EM

I saw you tinkering with that contraption, Hickory. Now, you and Hunk get back to that wagon!

HICKORY

All right, Mrs. Gale. But some day they're going to erect a statue to me in this town, and --

(CONTINUED)

7.

CONTINUED: (6)

AUNT EM

Well, don't start posing for it now. Here, here -- can't work on an empty

stomach. Have some crullers.

HUNK

Gosh, Mrs. Gale.

AUNT EM

Just fried.

HICKORY

Thanks.

HUNK

Swell.

ZEKE

You see, Dorothy toppled in with the big Duroc...

AUNT EM

It's no place for Dorothy about a pig sty! Now you go feed those hogs before they worry themselves into anemia!

ZEKE

Yes'am.

DOROTHY

Auntie Em, really -- you know what Miss Gulch said she was gonna do to Toto? She said she was gonna --

AUNT EM

Now, Dorothy, dear, stop imagining things. You always get yourself into a fret over nothing.

DOROTHY

No --

AUNT EM

Now, you just help us out today, and find yourself a place where you won't get into any trouble.

MCU -- Dorothy reacts -- speaks --

DOROTHY

Some place where there isn't any trouble.

(CONTINUED)

CONTINUED: (7)

MS -- Dorothy and Toto -- she tosses him a piece of the cruller -- Toto eats it -- Dorothy speaks as she walks forward -- she sings -- leans against haystack -- then walks over near rake -- CAMERA PANS right --

DOROTHY (CONT'D)

Do you suppose there is such a place,
Toto? There must be. It's not a place
you can get to by a boat or a train.
It's far, far away -- behind the moon --
beyond the rain --

DOROTHY (CONT'D)

(sings)

Somewhere, over the rainbow, way up high,
There's a land that I heard of once in a
lullaby.

Somewhere, over the rainbow, skies are blue, And the dreams
that you dare to dream really do.... CS -- Toto by wheel of
rake -- listening to song -- DOROTHY o.s. (sings) ...come
true.... MCS -- Dorothy singing -- swings on wheel of rake --
then walks forward around wheel -- Toto jumps up onto seat of
rake -- Dorothy pets him -- sits on front of rake -- CAMERA
PULLS back -- Dorothy finishes song --

DOROTHY (CONT'D)

(sings)

...Someday I'll wish upon a star And wake
up where the clouds are far behind me.

Where troubles melt like lemon drops, Away above the chimney
tops, That's where you'll find me. Somewhere, over the
rainbow, bluebirds fly. Birds fly over the rainbow, Why then -
- oh, why can't I? If happy little bluebirds fly Beyond the
rainbow Why, oh, why can't I? LS -- Miss Gulch rides along
country road on bicycle -- CAMERA PANS to right with her --
LS -- Miss Gulch rides forward to front of Gale's home --
stops and gets off her bicycle as Uncle Henry comes forward --

MISS GULCH

Mr. Gale!

UNCLE HENRY

Howdy, Miss Gulch.

MISS GULCH

I want to see you and your wife right
away....

(CONTINUED)

9.

CONTINUED: (8)

MCS -- Uncle Henry and Miss Gulch at gate -- they speak --
Uncle Henry lets go of the gate -- it hits Miss Gulch -- she
reacts -- exits left -- Uncle Henry puts paint brush down --
starts out left --

MISS GULCH (CONT'D)

... about Dorothy.

UNCLE HENRY

Dorothy? Well, what has Dorothy done?

MISS GULCH

What's she done? I'm all but lame from
the bite on my leg!

UNCLE HENRY

You mean she bit you?

MISS GULCH

No, her dog!

UNCLE HENRY

Oh, she bit her dog, eh?

MISS GULCH

NO!

LAP DISSOLVE TO:

LS -- Int. Gale Sitting room -- Aunt Em and Miss Gulch seated
-- Dorothy enters -- carrying Toto in her arms -- CAMERA
TRUCKS forward on them -- PANS to right with Dorothy to Uncle
Henry -- then Pans her left to Aunt Em and Miss Gulch -- Miss
Gulch shows order to Aunt Em -- Uncle Henry enters -- looks
at the order -- Miss Gulch picks up basket -- rises --
Dorothy screams at Miss Gulch -- Miss Gulch tries to take
Toto away from Dorothy -- Uncle Henry takes Toto -- puts him
into basket --

MISS GULCH (CONT'D)

That dog's a menace to the community.
I'm taking him to the sheriff and make
sure he's destroyed.

DOROTHY

Destroyed? Toto? Oh, you can't! You
mustn't! Auntie Em! Uncle Henry! You
won't let her, will you?

UNCLE HENRY

Of course we won't. Will we, Em?

(CONTINUED)

10.

CONTINUED: (9)

DOROTHY

Please, Aunt Em, Toto didn't mean to. He
didn't know he was doing anything wrong.
I'm the one that ought to be punished. I
let him go in her garden. You can send
me to bed without supper --

MISS GULCH

If you don't hand over that dog, I'll
bring a damage suit that'll take your
whole farm! There's a law protecting
folks against dogs that bite!

AUNT EM

How would it be if she keeps him tied up?
He's really gentle -- with gentle people,
that is.

MISS GULCH

Well, that's for the Sheriff to decide.
Here's his order allowing me to take him.
Unless you want to go against the law.

UNCLE HENRY

Uhh -- yeah --

AUNT EM

Now, we can't go against the law,
Dorothy. I'm afraid poor Toto will have
to go.

MISS GULCH

Now you're seeing reason.

DOROTHY

No --

MISS GULCH

Here's what I'm taking him in -- so he can't attack me again.

DOROTHY

Oh, no, no! I won't let you take him! You go away, you....! Oooh, I'll bite you myself!

AUNT EM

Dorothy!

DOROTHY

You wicked old witch! Uncle Henry, Auntie Em, don't let 'em take Toto! Don't let her take him -- please!

(CONTINUED)

11.

CONTINUED: (10)

MISS GULCH

Here! I've got an order! Let me have...

DOROTHY

Stop her!

AUNT EM

Put him in the basket, Henry.

MISS GULCH

The idea!

DOROTHY

Oh, don't, Uncle Henry. Oh, Toto! Don't...

MCU -- Dorothy crying -- looks o.s. to Aunt Em -- then to Uncle Henry then turns and starts out -- MS -- Dorothy runs out of the room -- Aunt Em rises -- looks after Dorothy -- then turns to Miss Gulch and Uncle Henry -- Aunt Em speaks to Miss Gulch -- CAMERA TRUCKS forward -- Aunt Em exits left -- Uncle Henry sits in chair at right f.g. -- grins --

AUNT EM

Almira Gulch, just because you own half
the county doesn't mean you have the
power to run the rest of us! For twenty-
three years, I've been dying to tell you
what I thought of you! And now -- well,
being a Christian woman, I can't say it!

LAP DISSOLVE TO:

MS -- Miss Gulch riding bicycle to left -- CAMERA TRUCKS
forward on basket on back of bicycle -- Toto sticks his head
out -- looks about -- then jumps out -- MS -- Toto jumps to
ground -- CAMERA PANS up as he runs down road to b.g. -- LS --
Miss Gulch riding forward down dirt road on her bicycle --
she exits left f.g. --

LAP DISSOLVE TO:

MS -- Int. Dorothy's room -- Dorothy sitting on floor by bed -
- crying -- Toto jumps in thru window and onto bed -- CAMERA
TRUCKS forward as Dorothy hugs him -- reacts -- speaks to him
-- then takes suitcase from under bed -- starts packing it --
(Toto barks)

DOROTHY

Toto, darling! Oh, I got you back! You
came back! Oh, I'm so glad! Toto!

(MORE)

(CONTINUED)

12.

CONTINUED: (11)

DOROTHY (CONT'D)

Oh, they'll be coming back for you in a
minute. We've got to get away! We've got
to run away -- quick!

LAP DISSOLVE TO:

MS -- Dorothy's and Toto's footprints in dirt road -- CAMERA
PANS up showing them walking down road to b.g. -- Dorothy
carrying suitcase and basket --

LAP DISSOLVE TO:

LS -- Dorothy and Toto walking to right across bridge -- MLS -
- Dorothy and Toto on bridge -- Dorothy looks down to f.g. --
Toto runs forward down path -- exits f.g. -- MLS -- Camp --
lettering on wagon -- CAMERA TRUCKS forward on wagon --

PROFESSOR

MARVEL

ACCLAIMED BY

The CROWNED HEADS of EUROPE Let Him
In His

Read Your PAST - PRESENT and FUTURE Crystal Also
Juggling and Sleight of Hand Dorothy enters in f.g. -- reads
sign -- reacts to Professor humming o.s. -- MLS -- Professor
steps down out of wagon -- sees Dorothy -- speaks to her as
he crosses to fire at left -- Dorothy comes forward --

PROFESSOR

Well, well, well -- house guests, huh?
And who might you be? No, no -- now
don't tell me.

MCS -- Professor sits by fire -- Dorothy comes forward --
they speak --

PROFESSOR (CONT'D)

Let's see -- you're -- you're travelling
in disguise. No, that's not right. I --
you're -- you're going on a visit. No,
I'm wrong. That's...You're -- running
away.

DOROTHY

How did you guess?

PROFESSOR

Professor Marvel never guesses -- he
knows! Now, why are you running away?

(CONTINUED)

13.

CONTINUED:

DOROTHY

Why --

PROFESSOR

No, no -- now don't tell me. They --
they don't understand you at home. They
don't appreciate you. You want to see
other lands -- big cities -- big

mountains -- big oceans --

DOROTHY

Why, it's just like you could read what
was inside of me.

MLS -- Professor and Dorothy by fire -- Professor roasting
wiener on stick --

PROFESSOR

Yes --

DOROTHY

Please, Professor, why can't we go along
with you?

CS -- Toto enters -- bites wiener off stick -- PROFESSOR o.s.
Well, we -- uh -- DOROTHY o.s. Oh, Toto, that's not.... MCS --
Professor and Dorothy -- Dorothy scolds Toto o.s.

DOROTHY (CONT'D)

...polite! We haven't been asked yet.

MLS -- Professor and Dorothy -- Toto in front of them eating
wiener -- Professor laughs and speaks -- puts another wiener
on stick --

PROFESSOR

He's perfectly welcome. As one dog to
another, huh? Here now -- let's see where
were we?

MCS -- Professor and Dorothy speak -- Professor puts stick
down at left --

PROFESSOR (CONT'D)

Oh, yes - you - you wanted to go home,
huh?

DOROTHY

Oh, no, I wanted to go along with you.

PROFESSOR

Oh --

(CONTINUED)

DOROTHY

Nobody cares about me at home. They wouldn't even miss me.

PROFESSOR

Aw, come, come, come --

DOROTHY

No, they won't - honestly.

PROFESSOR

Oh --

DOROTHY

Auntie Em was even going to let them kill Toto yesterday for biting Miss Gulch. Oh, please, Professor, why can't we go with you and see all the Crowned Heads of Europe?

PROFESSOR

Do you know any? Oh, you mean the thing -
- Yes, well, I -- I never do anything without consulting my crystal first.
Let's....

MLS -- Professor rises -- CAMERA PANS as he and Dorothy cross to right to wagon --

PROFESSOR (CONT'D)

...go inside here -- we'll -- Just come along. I'll show you. There you are - right in there.

MLS -- Int. Wagon -- Dorothy and Professor come in -- CAMERA TRUCKS forward -- Professor moves chair up for Dorothy -- then lights candles -- sits down -- puts on turban -- speaks to Dorothy -- she closes her eyes -- he takes her basket -- looks thru it -- takes out a photograph --

PROFESSOR (CONT'D)

That's right. Here -- sit right down here. That's it. Ha ha! This -- this is the same genuine, magic, authentic crystal used by the Priests of Isis and Osiris in the days of the Pharaohs of Egypt -- in which Cleopatra first saw the approach of Julius Caesar and Marc Anthony, and -- and so on -- and so on. Now, you -- you'd better close your eyes, my child, for a moment -- in order to be better in tune with the infinite. We --

we can't do these things without....

(CONTINUED)

15.

CONTINUED: (3)

INSERT -- CU -- photograph of Dorothy and Aunt Em --
PROFESSOR o.s. ...reaching out into the.... MCU -- Professor
looks at photograph --

PROFESSOR (CONT'D)

...infinite. Yes.

MCS -- Dorothy and Professor -- he puts photograph on chair --
Dorothy opens her eyes -- CAMERA TRUCKS forward as Professor
looks into the crystal --

PROFESSOR (CONT'D)

That's -- that's all right. Now you can
open them. We'll gaze into the crystal.
Ahh -- what's this I see? A house -- with
a picket fence....

CU -- Dorothy -- Camera shooting past Professor at right f.g.
-- Dorothy reacts --

PROFESSOR (CONT'D)

...and a barn -- with a weather vane and
a -- of a -- of a running horse.

MCU - Professor - Camera shooting past Professor at left f.g.
- he looks into crystal - speaks -

PROFESSOR (CONT'D)

No - it's - it's - a crowing rooster.

CU -- Dorothy -- Camera shooting past Professor --

DOROTHY

That's our farm!

PROFESSOR

Oh -- yes.

MCS -- Dorothy and Professor -- He looks into crystal -- then
looks down at photograph --

PROFESSOR (CONT'D)

Yes, there's -- there's a woman --
she's.... INSERT -- CU of the photograph -

-

MCS -- Dorothy and Professor -- he puts the photograph away again -- looks into crystal --

PROFESSOR (CONT'D)

...she's wearing a polka-dot dress....

MCU -- Professor -- Camera shooting past Dorothy --

(CONTINUED)

16.

CONTINUED: (4)

PROFESSOR (CONT'D)

...her face is careworn.

DOROTHY

Yes...That's Aunt Em.

PROFESSOR

Her -- her name is Emily.

CU -- Dorothy -- Camera shooting past Professor -- Dorothy reacts --

DOROTHY

That's right. What's she doing?

PROFESSOR

Well, I -- I can't quite see. Why, she's crying.

DOROTHY

Oh --

PROFESSOR

Someone has hurt her -- someone has just about broken her heart.

DOROTHY

Me?

MCU -- Professor -- camera shooting past Dorothy --

PROFESSOR

Well, it's -- it's someone she loves very much. Someone she's been very kind to. Someone she's taken care of in sickness.

CU -- Dorothy reacts -- speaks -- Camera shooting past
Professor --

DOROTHY

I had the measles once -- and she stayed
right by me every minute.

PROFESSOR

Uh-huh.

DOROTHY

What's she doing now?

MCU - Professor looks into crystal - Camera shooting past
Dorothy -

(CONTINUED)

17.

CONTINUED: (5)

PROFESSOR

Well, she's - she's going into a little
bed.... CU - Dorothy - Camera shooting
past Professor -

PROFESSOR (CONT'D)

...room --

DOROTHY

Has it poppies on the wall.... MCU -
Professor - Camera shooting past Dorothy

DOROTHY (CONT'D)

...paper?

PROFESSOR

I said it had poppies on the wall paper!
Eh -- she's -- What's this? Why, she's --
she's putting her hand on her heart --
she's -- she's dropping down on the....

CU -- Dorothy reacts -- Camera shooting Professor -- he
speaks -- exits right --

PROFESSOR (CONT'D)

...bed.

DOROTHY

Oh, no -- no!

PROFESSOR

That's all -- the Crystal's gone dark.

DOROTHY

Oh, you....

MCS -- Dorothy and Professor -- Dorothy jumps up -- picks up her basket -- goes to b.g. --

DOROTHY (CONT'D)

...you don't suppose she could really be sick, do you? Oh -- Oh, I've got to go home right away!

PROFESSOR

But -- what's this? I thought you were going along with me.

DOROTHY

Oh, no, no, I have to get to her right....

(CONTINUED)

18.

CONTINUED: (6)

MCS -- Dorothy picks up Toto -- CAMERA PANS as she forward down steps -- she speaks to Toto -- reacts PANS left as she runs to b.g. -- picks up suitcase Toto to ground -- both run up hill in b.g. -- wind leaves around -- comes -- CAMERA -- puts -- blowing

DOROTHY (CONT'D)

...away! Come on, Toto! Oh, what'll I do? If we go home, they'll send you to the Sheriff. And if we don't, Aunt Em may -- well, she may die! I know what I'll do - I'll give you to Hunk. He'll watch out for you. But we've got to hurry. Goodbye, Professor Marvel -- and thanks a lot!

MLS -- Professor comes out of wagon -- CAMERA PANS him left to horse -- wind blowing -- Professor looks around -- starts out left with horse --

PROFESSOR

Better get under cover, Sylvester --
there's a storm blowing up -- a whopper,
to speak in the vernacular of the
peasantry. Poor little kid -- I hope she
gets home all right.

LAP DISSOLVE TO:

MS -- Farm Yard -- chickens fly down into yard -- run to b.g.
toward barn -- wind blowing weeds and dust -- CAMERA PANS up -
- Uncle Henry runs forward -- speaks to Hunk -- Hunk exits
into barn at left -- Uncle Henry comes forward -- CAMERA
TRUCKS back to Hickory working on wind machine -- they speak -
- then hurry to b.g. -- Zeke in b.g. runs forward -- Hickory
exits into barn --

UNCLE HENRY

Hunk, get them horses loose! Where's
Hickory. Hickory! Hickory! Doggone it!
Hick --

HICKORY o.s. Right here.

UNCLE HENRY (CONT'D)

Hey, what are you doing there?

HICKORY

This is my chance! The cyclone is coming.
Let me show you what my machine can do!
You see, it goes --

(CONTINUED)

19.

CONTINUED: (7)

UNCLE HENRY

Doggone you! Help Hunk get them horses
loose!

HICKORY

All right - you'll be sorry.

UNCLE HENRY

Go on, hurry up! Hurry up, I tell you!

LS -- Zeke points up to sky -- Hunk and others drive horses
out of barn --

ZEKE

She's here -- it's a twister! ELS -- The
Gale Farm -- Cyclone approaching --

MLS -- Aunt Em runs out of house -- cups hands to her mouth --
calls o.s. -- runs to b.g. to corner of house -- calls o.s. --

AUNT EM

Dorothy! Dorothy!

MLS -- Dorothy and Toto near fence -- Dorothy looks to b.g.
to house -- LS -- Uncle Henry -- Hunk -- Hickory and Zeke --
they turn horse loose -- it runs out right --

UNCLE HENRY

Come on -- everybody in the storm cellar!

MLS -- Dorothy and Toto moving forward against the wind --
weeds and sticks blowing thru -- Dorothy stops -- picks up
Toto -- MLS -- Aunt Em on porch -- Uncle Henry -- Hunk --
Zeke and Hickory run in -- Aunt Em calls o.s. again -- then
all start into storm cellar --

AUNT EM

Henry! Henry! I can't find Dorothy!
She's somewhere out in the storm!
Dorothy!

MLS -- Dorothy carrying Toto -- pushes gate open -- makes her
way thru wind -- CAMERA PANS right as she goes up on to porch
of house -- chair and things blow off the porch -- Dorothy
opens screen door -- the door blows off -- Dorothy exits into
house -- MLS -- Zeke and Hunk exit into storm cellar -- close
the cellar door -- MLS -- Dorothy in Living room -- CAMERA
PANS left as she runs across room -- calls o.s. -- TRUCKS
back as she hurries forward to kitchen -- then exits door
left --

DOROTHY

Auntie Em! Auntie Em!

(CONTINUED)

20.

CONTINUED: (8)

ELS -- The Gale farm -- the Cyclone approaching -- MS --
Dorothy sitting on edge of bed -- holding Toto in her arms --
the window blows loose -- hits Dorothy on the head -- she
falls to floor - then gets up dazed - sits on edge of bed -

Toto jumps up near her - she lies back on bed -- ELS - The Gale Farm - Cyclone hits it - swirling dust circles house - ELS - The house spinning up thru dust - ELS - The house spinning up thru dust - other wreckage flying thru -

LAP DISSOLVE TO:

CU - Dorothy lying on bed - opens her eyes - looks around - MS - Dorothy and Toto on bed - Dorothy sits up - CAMERA TRUCKS back as she sits up - looks out window - sees trees, furniture, etc. flying thru - MS - Dorothy looking out window - turns - speaks to Toto -

DOROTHY (CONT'D)

We're not on the ground, Toto!

MLS - Shooting thru window - Chicken coop flies thru - then a little old lady sitting in rocking chair - knitting - MS - Dorothy and Toto - Dorothy reacts - MLS - Shooting thru window - Cow floats thru - Cow mooing - MS - Dorothy and Toto - Toto barks - jumps down off the bed - (Cow o.s. mooing) MCS - Toto crawls under bed - MS -- Dorothy sitting on bed -- looking out window to b.g. -- reacts as various things float thru -- Two men in row boat float in -- both tip their hats to Dorothy -- Dorothy waves to them -- MCS - Toto looks out from under bed - Cow moos o.s. - he darts back under the bed - MLS - Shooting through window - Cow floats thru - MCS - Dorothy rises - looks o.s. - MLS - Shooting thru window - tree floats thru - MCS -- Dorothy reacts -- turns --

DOROTHY (CONT'D)

We must be up inside.... MCS -- Toto looks out from under bed -- DOROTHY o.s.

...the cyclone. CS - Dorothy looking o.s. out window - reacts - CAMERA PANS as she sits on edge of bed - MS -- Dorothy -- seated on edge of bed -- looking out window -- Miss Gulch floats in -- riding her bicycle -- Dorothy reacts -- looks down to Toto -- Miss Gulch moves in closer to window -- her bicycle changes to broomstick -- her clothes into the flying robe and pointed hat -- MCS - Dorothy looking o.s. - reacts - puts her hands over her eyes - MLS -- Dorothy lies face down on the bed -- Miss Gulch floating thru in b.g.

(CONTINUED)

21.

CONTINUED: (9)

-- disappears -- MS -- the swirling funnel of the cyclone -- the house spins in apart from the cyclone -- MLS - Dorothy holding Toto in her arms - throws herself down on the bed - screams - ELS - The spinning house - the cyclone whirling in the background - (Dorothy screaming) MLS -- Dorothy and Toto lying on bed -- house spinning -- Dorothy screams -- ELS - The house whirling down thru dust - exits lower right - ELS -- The house whirls in at top -- floats down thru -- ELS -- The house floating down thru clouds -- MLS -- Dorothy and Toto lying on bed -- the house crashes to ground -- Dorothy screams -- she looks around -- then gets up off the bed -- goes to b.g. -- picks up the basket -- opens door -- MCS -- Dorothy walks forward -- looking around o.s. -- CAMERA PANS as she walks to right f.g. -- exits -- Int. Farm House -- MCS -- Dorothy enters from l.f.g. and opens the door to reveal Munchkinland -- CAMERA BOOMS forward through the door and around to the right -- to shoot down on FULL SHOT of Civic Center of the Munchkin Village -- Dorothy looks around confused by it all -- MLS -- Dorothy with Toto in her arms looks about the Village and speaks -- Munchkins rise before camera in f.g. and watch her --

DOROTHY (CONT'D)

Toto -- I've a feeling we're not in
Kansas anymore.

CS -- Dorothy with Toto in her arms -- looks about and speaks
--

DOROTHY (CONT'D)

We must be over the rainbow!

LS -- Dorothy puts Toto down to the ground -- turns to the b.g. -- reacts and backs slowly toward the camera -- exits right-

LAP DISSOLVE TO:

MLS -- Glinda looks o.s. to the right to Dorothy -- MCU -- Dorothy look o.s. to l.f.g. -- reacts -- speaks --

DOROTHY (CONT'D)

Now I -- I know we're not in Kansas.

MLS -- Glinda -- CAMERA PANS her right to Dorothy and Toto -- CAMERA TRUCKS forward -- they speak --

GLINDA

Are you a good witch, or a bad witch?

DOROTHY

Who, me? Why, I'm not a witch at all.

I'm Dorothy Gale from Kansas.

(CONTINUED)

22.

CONTINUED: (10)

GLINDA

Oh! Well....

CS -- Toto -- Dorothy's feet in b.g. -- GLINDA o.s. ...is that the Witch?

DOROTHY

Who, Toto?

MCS -- Glinda and Dorothy -- they speak and look o.s. to l.f.g.--

DOROTHY (CONT'D)

Toto's my dog.

GLINDA

Well, I'm a little muddled. The Munchkins called me because a new witch has just dropped a house on the Wicked Witch of the East. And there's the house, and here you are, and that's all...

MCS -- Wicked Witch of the East's feet protruding from under the farm house -- GLINDA o.s. ...that's left of the Wicked Witch of the East. MCU -- Dorothy looks o.s. to l.f.g. -- reacts -- GLINDA o.s. And so what the Munchkins want to know... MCU -- Glinda looks o.s. to Dorothy and speaks --

GLINDA (CONT'D)

...is, are you a good witch, or a bad witch?

MCU -- Dorothy looks to l.f.g. -- speaks -- reacts to noise o.s. --

DOROTHY

Oh, but I've already told you, I'm not a witch at all -- witches are old and ugly. What was that?

MCU -- Glinda looks to r.f.g. and speaks --

GLINDA

The Munchkins. They're laughing because I am a witch. I'm Glinda, the Witch of the North.

MCU -- Dorothy looks to l.f.g. -- reacts -- speaks --
curtsies --

(CONTINUED)

23.

CONTINUED: (11)

DOROTHY

You are! Oh, I beg your pardon! But I've never heard of a beautiful.... MCU --
Glinda looks to r.f.g. and speaks --
DOROTHY o.s.

...witch before.

GLINDA

Only bad witches are ugly.

MCS -- Glinda and Dorothy -- they speak -- Dorothy reacts to noise o.s. -- CAMERA TRUCKS back -- Munchkins enter from b.g. behind flowers -- Glinda sings --

GLINDA (CONT'D)

The Munchkins are happy because you have freed them from the Wicked Witch of the East.

DOROTHY

Oh. But, if you please -- what are Munchkins?

GLINDA

The little people who live in this land -- it's Munchkinland, and you are their national heroine, my dear. It's all right -- you may all come out and thank her. It's all right now - you may all come out.

GLINDA (CONT'D)

(sings)

Come out, come out, wherever you are And

meet the young lady who fell from a star.

LS -- Dorothy and Glinda -- Toto with them -- Munchkins in f.g. -- others enter in b.g. -- Glinda leads Dorothy toward the b.g. as she sings -- CAMERA BOOMS up and forward --

GLINDA (CONT'D)

(sings)

She fell from the sky, she fell very far.
And Kansas she says is the name of the
star.

MLS -- Munchkins -- one rises from manhole in street -- they sing and move toward the r.f.g. --

MUNCHKINS

(sing)

Kansas she says is the name of the star.

(CONTINUED)

24.

CONTINUED: (12)

LS -- Dorothy, Glinda and Toto with them -- Munchkins watch them as they move to pond -- Glinda sings --

GLINDA

(sings)

She brings you good news. Or haven't you
heard?

When she fell out of Kansas, a miracle occurred. MCS -- Glinda and Dorothy standing by the pond -- Dorothy sings -- Munchkins in b.g. --

DOROTHY

(sings)

It really was no miracle. What happened
was just this:

The wind began to switch -- the house to pitch And suddenly the hinges started to unhitch. Just then, the witch -- to satisfy an itch -- Went flying on her broomstick thumbing for... MLS -- Munchkin dances forward and sings -- others behind him move to him and sing -- DOROTHY o.s. (sings) ...a hitch.

A MUNCHKIN

And oh, what happened then was rich!

SEVERAL MUNCHKINS

The house began to pitch The kitchen took
a slitch

MCS -- Munchkins -- CAMERA TRUCKS along past Munchkins as
they sing --

MUNCHKINS

(sing)

It landed on the Wicked Witch In the
middle of a ditch Which was not a healthy
situation For the Wicked Witch.

LS -- Munchkins as they dance and sing -- CAMERA BOOMS back
entering Glinda and Dorothy at right --

MUNCHKINS (CONT'D)

(sing)

The house began to pitch The kitchen took
a slitch It landed on the Wicked Witch in
the middle of a ditch

Which Was not a healthy.... LS -- Carriage drawn by ponies
comes forward -- CAMERA TRUCKS back before it -- Munchkins
gather around -- Dorothy and Glinda at right -- Munchkins
sing --

(CONTINUED)

25.

CONTINUED: (13)

MUNCHKINS (CONT'D)

(sing)

....sitch-

Uation for The Wicked Witch, Who Began to twitch And was
reduced To just a stitch Of what was once.... MS -- Glinda
and Dorothy -- Munchkins in b.g. -- Dorothy starts to move
toward the l.f.g. --

MUNCHKINS (CONT'D)

(sing)

...The Wicked....

LS -- Carriage, Glinda, Dorothy and Munchkins -- Dorothy
moves to the carriage and is helped in -- Munchkins sing and
dance --

MUNCHKINS (CONT'D)

(sing)

...Witch!

MS -- Dorothy carriage facing Munchkins in b.g. -- one steps forward from crowd and speaks -- another follows and speaks -- Dorothy turns to f.g. as Glinda speaks o.s. --

MUNCHKIN NO. 1

We thank you very sweetly For doing it so neatly.

MUNCHKIN NO. 2

You've killed her so completely That we thank you very sweetly. GLINDA o.s. Let the joyous news be spread MCS -- Glinda looks to f.g. and speaks -- Munchkins in b.g. --

GLINDA

The Wicked Old Witch at last is dead!

LS -- Dorothy in carriage -- Glinda standing on dais at left - - carriage moves toward b.g. followed by procession of soldiers -- CAMERA BOOMS forward as carriage turns and comes toward f.g. -- Munchkins sing and dance --

MUNCHKINS

(sing)

Ding Dong! The Wicked Witch is dead.
Which old Witch?

The Wicked Witch! Ding Dong! The Wicked Witch is dead. Wake up, you sleepy head. Rub your eyes Get out of bed. Wake up, the Wicked... MLS -- Dorothy in carriage -- CAMERA PANS right slightly with her -- she exits right as procession of soldiers enter and march to right -- CAMERA TRUCKS back --

(CONTINUED)

26.

CONTINUED:

MUNCHKINS (CONT'D)

(sing)

...Witch is dead!

She's gone where the Goblins go Below...Below...Below Yo -- ho, let's open up and sing And ring the bells out. Ding Dong! The merry-oh! Sing it high Sing it.... LS -- Carriage with Munchkins following -- CAMERA TRUCKS back slightly as carriage comes forward to steps at right --

MUNCHKINS (CONT'D)

(sing)
...low

Let them know The Wicked Witch is dead! MLS -- Three Heralds move forward from building -- Mayor enters and comes forward followed by Barrister and City Fathers -- CAMERA BOOMS back over Dorothy in carriage in f.g. -- Mayor moves to carriage -- Dorothy steps from the carriage and Mayor leads her toward the b.g. -- MCS -- Dorothy and Mayor -- Mayor leads her to Barrister and City Fathers -- turns and speaks -- Barrister and City Fathers and Mayor sing --

MAYOR

As Mayor of the Munchkin City In the
County of the Land of Oz I welcome you
most regally

BARRISTER

But we've got to verify it legally To
see...

MAYOR

To see?

BARRISTER

If she...

MAYOR

If she?

BARRISTER

Is morally, ethic'ly

FATHER NO. 1

Spiritually, physically

FATHER NO. 2

Positively, absolutely

27.

ALL OF GROUP

Undeniably and reliably Dead! MCS -- Glinda on dais of fountain -- she looks o.s. to f.g. and smiles -- MLS -- Coroner moves up steps toward the r.f.g. -- CAMERA PANS right slightly as he moves to Mayor and Dorothy -- unrolls scroll and sings -- scroll reads: CERTIFICATE OF DEATH --

CORONER

As Coroner, I must aver I thoroughly
examined her. And she's not only merely
dead, She's really, most sincerely dead.

MLS -- Dorothy, Mayor, Barrister and City Fathers -- Mayor
steps forward and looks to the f.g. and sings --

MAYOR

Then this is a day of Independence For
all the Munchkins and their descendants!

BARRISTER

If any!

MAYOR

Yes, let the joyous news be spread.

LS -- Mayor, Dorothy, Barrister, City Fathers and Munchkins
gathered at steps -- Mayor speaks -- Munchkins cheer and
dance --

MAYOR (CONT'D)

The Wicked Old Witch at last is dead!

MUNCHKINS

(sing)

Ding Dong! The Witch is dead. Which old
witch?

The Wicked Witch! MLS -- Munchkins move up steps to the left -
- CAMERA BOOMS up with them and holds on kids sleeping in
nest -- BOOMS on and then down as Munchkins come forward from
between huts and sing and dance --

MUNCHKINS (CONT'D)

(sing)

Ding Dong! The Wicked Witch is dead!
Wake up, you sleepy head! Rub your eyes,

Get out of bed. Wake up, the Wicked Witch is dead! She's gone
where the Goblins go Below...below...below. Yo ho, let's open
up and sing, And ring the bells out. Ding Dong! The merry-
oh! Sing it high, Sing it low. Let them know The Wicked Witch
is dead!

(CONTINUED)

LS -- Munchkin soldiers parade and march -- CAMERA BOOMS back and up as they come forward -- Dorothy, Mayor and others entered on steps at right -- others in b.g. -- MLS -- Soldiers lined up before steps -- three tots move in through line of soldiers and CAMERA PANS them right entering Dorothy standing on steps -- they dance and sing -- exit left -- three tough kids come forward --

THREE TOTS

(sing)
We represent the Lullaby League, the
Lullaby League,

The Lullaby League And in the name of the Lullaby League We wish to welcome you to Munchkinland. MCS -- Three Tough Kids look to r.f.g. and sing and dance-

THREE TOUGH KIDS

(sing)
We represent the Lollypop Guild, the
Lollypop Guild,

The Lollypop Guild And in the name of the Lollypop Guild MLS -
- Three Tough Kids sing and hand Lollypop to Dorothy standing on steps at right -- they move to other Munchkins in b.g. -- CAMERA BOOMS up as they come forward and sing --

THREE TOUGH KIDS (CONT'D)

(sing)
We wish to welcome you to Munchkinland.

MUNCHKINS

(sing)
We welcome you to Munchkinland Tra la la
la la la

Tra la la tra la la Tra la la la la la la MS -- Dorothy standing with Mayor, Barrister and City Fathers -- she turns from one to the other as they sing

MAYOR

From now on you'll be history

BARRISTER

You'll be hist...

CITY FATHER

You'll be hist...

MAYOR

You'll be history

GROUP

And we will glorify your name

(CONTINUED)

29.

CONTINUED: (2)

MAYOR

You'll be a bust...

BARRISTER

Be a bust...

CITY FATHER

Be a bust...

GROUP

In the hall of fame!

LS -- Dorothy, Mayor and City Fathers -- camera shooting past Munchkins in f.g. -- CAMERA BOOMS with them as they come forward -- Glinda enters -- Munchkins gather before Glinda and City Fathers and Dorothy and sing -- smoke cloud appears and Witch enters -- Munchkins react

MUNCHKINS

(sing)

Tra la la la la

Tra la la tra la la Tra la la la la la... CS -- Witch -- looks o.s. to Munchkins -- Munchkins in b.g. -- react and run -- CAMERA BOOMS left with Witch to farm house -- she looks at Witch of the East's feet protruding from under the farm house -- Ext. Civic Center of Munchkin Village -- MCS -- Dorothy and Glinda -- Dorothy holding Toto as she looks o.s. to left f.g. -- is frightened -- speaks with Glinda --

DOROTHY

I thought you said she was dead.

GLINDA

That was her sister -- the Wicked Witch of the East. This is the Wicked Witch of the West. And she's worse than the other one was.

MS -- The Wicked Witch turns away from the farm house -- CAMERA PANS, TRUCKS right with her as she goes to Dorothy and Glinda -- the Munchkins are prostrate on the ground in b.g. --

The Witch speaks with Glinda and Dorothy --

WITCH

Who killed my sister? Who killed the
Witch of the East? Was it you? Answer me!

GLINDA

Leave her alone!

(CONTINUED)

30.

CONTINUED: (3)

WITCH

You stay out of this! I'm here for
vengeance! So it was you, was it? You
killed her,....

CS -- Dorothy and Glinda -- Dorothy speaks to the Witch o.s.
in f.g. --

WITCH (CONT'D)

...didn't you?

DOROTHY

No -- No! It was an accident! I didn't
mean to kill anybody!....

MCU -- Witch -- speaks to Dorothy o.s. -- waves her
broomstick about -- DOROTHY o.s. ...Really I didn't!

WITCH

Didn't mean it, eh? Accident, eh? Well,
my little pretty, I can cause accidents,
too -- and this is how I do it! GLINDA
o.s.

Aren't you forget-.... MS -- Witch, Dorothy and Glinda --
Munchkins on the ground in b.g. -- The Witch reacts as Glinda
speaks - CAMERA TRUCKS left with her as she turns, goes back
to the wrecked farm house --

GLINDA

...ting the ruby slippers?

WITCH

The slippers -- yes.....the slippers!

MS -- The Witch of the East's legs protruding from underneath the wrecked house -- the ruby slippers disappear and the stockings are drawn back under the house -- CS -- The Witch reacts as she looks down -- then turns, looks back to o.s. f.g. -- speaks --

WITCH (CONT'D)

They're gone!

MLS -- The Witch kneeling down by the house -- she rises, CAMERA TRUCKS her right to Dorothy and Glinda -- Glinda stops her, points down to Dorothy's feet --

WITCH (CONT'D)

The ruby slippers! What have you done with them? Give them back to me, or I'll --
--

(CONTINUED)

31.

CONTINUED: (4)

GLINDA

It's too late! There they....

CU -- The ruby slippers on Dorothy's feet -- Glinda's wand points to them -- GLINDA o.s. ...are, and there they'll stay! MCU -- Dorothy and Glinda -- Dorothy reacts as she looks down -- gasps as she looks at the Witch o.s., then up at Glinda --

DOROTHY

Oh!

WITCH o.s. Give me back my slippers! MCU -- Witch speaks to Dorothy o.s.--

WITCH

I'm the only one that knows how to use them. They're of no use to you! Give them back to me!

MCU -- Dorothy and Glinda -- Glinda advises Dorothy -- WITCH o.s. Give them back!

GLINDA

Keep tight inside of them -- their magic must be very powerful, or she wouldn't want them so badly!

MS -- The Witch rises, threatens Dorothy -- Glinda laughs, speaks -- the Witch reacts, looks up o.s. -- then continues to threaten Dorothy --

WITCH

You stay out of this, Glinda, or I'll fix you as well!

GLINDA

(laughs)

Oh, rubbish! You have no power here. Be gone, before somebody drops a house on you, too.

WITCH

Very well -- I'll bide my time -- and as for you, my fine lady, it's true, I can't attend to you here and now as I'd like, but just try to stay out of my way....
MCU -- Witch threatens Dorothy o.s. in f.g. --

WITCH

... -- just try! I'll get you, my....

(CONTINUED)

32.

CONTINUED: (5)

MCU -- Dorothy and Glinda -- Dorothy reacts as the Witch laughs o.s. -- WITCH o.s. ...pretty, and your little dog, too! (laughs) MLS -- The Witch backs away from Dorothy and Glinda as the CAMERA BOOMS back -- she laughs menacingly -- the Munchkins hug the ground with fear -- the Witch disappears in a cloud of fire and smoke -- MCS -- Glinda and Dorothy -- Glinda speaks to the Munchkins o.s.

GLINDA

It's all right. You can get up -- she's gone.

LS- The Munchkins all rise, start to move toward Glinda and Dorothy as Glinda speaks to them --

GLINDA

It's all right. You can all get up.

MCS -- Glinda and Dorothy -- CAMERA PULLS back as Glinda

speaks -- the Munchkins enter, crowd about the two -- they bow as Glinda mentions the Wizard of Oz - CAMERA TRUCKS to left as Glinda and Dorothy move down steps of fountain dais -- Glinda instructs Dorothy, kisses her on the forehead -- CAMERA PANS Dorothy left as she walks through the Munchkins to the start of the Yellow Brick Road --

GLINDA

Pooh -- what a smell of sulphur! I'm afraid you've made rather a bad enemy of the Wicked Witch of the West. The sooner you get out of Oz altogether, the safer you'll sleep, my dear.

DOROTHY

Oh, I'd give anything to get out of Oz altogether -- but which is the way back to Kansas? I can't go the way I came.

GLINDA

No -- that's true. The only person who might know would be the great and wonderful Wizard of Oz himself!

DOROTHY

The Wizard of Oz? Is he good or is he wicked?

GLINDA

Oh, very good, but very mysterious. He lives in the Emerald City, and that's a long journey from here. Did you bring your broomstick with you?

(CONTINUED)

33.

CONTINUED: (6)

DOROTHY

No, I'm afraid I didn't.

GLINDA

Well, then, you'll have to walk. The Munchkins will see you safely to the border of Munchkinland. And remember, never let those ruby slippers off your feet for a moment, or you will be at the mercy of the Wicked Witch of the West.

DOROTHY

But, how do I start for Emerald City?

GLINDA

It's always best to start at the beginning -- and all you do is follow the Yellow Brick Road.

CS -- Dorothy turns, starts to speak to Glinda o.s. in f.g. --

DOROTHY

But -- what happens if I --- CS -- Glinda speaks to Dorothy o.s. in f.g. --

GLINDA

Just follow the Yellow Brick Road.

CS -- Dorothy look up o.s., open-mouthed with astonishment -- she speaks -- CAMERA PANS down to her feet as she starts to follow the Yellow Brick Road -- CAMERA PULLS back slightly as she walks around it -- the Mayor steps in, speaks to her -- other Munchkins speak -- CAMERA PANS left with Dorothy as she progresses along the road -- other Munchkins give her advice -
-

DOROTHY

My -- ! People come and go so quickly here! Follow the Yellow Brick Road. Follow the Yellow Brick Road?

MAYOR

Follow the Yellow Brick Road.

1ST MUNCHKIN

Follow the Yellow Brick Road.

WOMAN

Follow the Yellow Brick Road.

BARRISTER

Follow the Yellow Brick Road.

(CONTINUED)

34.

CONTINUED: (7)

ELS -- Shooting down from high set-up to Dorothy on the Yellow Brick Road -- the Munchkins all grouped along the border of the road -- CAMERA BOOMS up as they sing while

Dorothy walks around the road --

FIDDLERS

Follow the Yellow Brick Road. Follow the
Yellow Brick Road. Follow, follow,
follow, follow, Follow the Yellow Brick
Road. Follow the Yellow Brick Follow
the...

LS -- Dorothy comes forward down the Munchkin-lined Yellow
Brick Road -- she dances, skips along -- CAMERA BOOMS rapidly
back along the road ahead of her -- Munchkins entered lined
up along the road -- all greet her, then follow her down the
road -- the Five Fiddlers sing as they head the procession --
Dorothy passes through the gates of Munchkinland and exits to
f.g. -- the Munchkins stop at the gates --

FIDDLERS

(sing)
...Yellow Brick

Follow the Yellow Brick Road. You're off to see the Wizard
The Wonderful Wizard of Oz You'll find he is a whiz of a Wiz
If ever a Wiz there was. If ever oh ever a Wiz there was The
Wizard of Oz Is one because Because, because, because,
because, because... Because of the wonderful things he
does.... ELS -- Dorothy dances down the Yellow Brick Road to
the b.g. -- camera shooting over the heads of the Munchkins
in the f.g. as they sing to her -- she turns, waves to them --
they wave back and Dorothy continues on down the road as the
Munchkins cheer --

FIDDLERS

(sing)
You're off to see the Wizard The
Wonderful Wizard of Oz!

LAP DISSOLVE TO:

ELS -- Ext. Cross Roads of Yellow Brick Road -- Dorothy and
Toto come forward along the road from b.g. - CAMERA BOOMS
down to left as she pauses in the center of the cross roads --
looks about, speaks --

DOROTHY

Follow the Yellow Brick Road? Follow the
Yellow....?

MCU -- Dorothy, puzzled as she looks about o.s. --

(CONTINUED)

CONTINUED: (8)

DOROTHY

Now which way do we go?

LS -- Dorothy standing in the center of cross roads -- a Scarecrow on a pole in the cornfield at right -- he speaks, points to right -- Dorothy whirls about and looks at him --

SCARECROW

That way is a very nice way. CS --
Scarecrow, his arm pointing to right --

CU -- Dorothy, a bit frightened as she looks about o.s. - she speaks, looks down at Toto as he barks o.s. --

DOROTHY

Who said that?

CU -- Toto barking at the Scarecrow o.s. -- MLS -- The Scarecrow in the field of corn -- Toto barks o.s. -- MCU - Dorothy looks down and speaks to Toto o.s. --

DOROTHY

Don't be silly, Toto. Scarecrows....

MLS -- The Scarecrow in field in b.g. -- camera shooting past Dorothy in f.g. -- the Scarecrow speaks, points to left with his other arm --

DOROTHY

...don't talk.

SCARECROW

It's pleasant down that way, too.

CU -- Dorothy reacts, watches the Scarecrow o.s. -- speaks to Toto -- looks up as the Scarecrow speaks o.s.

DOROTHY

That's funny. Wasn't he pointing the other way?

SCARECROW o.s. Of course, people do.... MLS -- Scarecrow in field -- shooting past Dorothy in f.g. -- the Scarecrow crosses his arms and points in both directions --

SCARECROW

...go both ways!

MCU -- Dorothy reacts, speaks as she starts forward --

DOROTHY

Why....

(CONTINUED)

36.

CONTINUED: (9)

LS -- Dorothy steps forward to the cornfield as she speaks to the Scarecrow -- CAMERA TRUCKS forward --

DOROTHY

...you did say something, didn't you? CS-
The Scarecrow shakes his head, then nods -

-

MLS -- Dorothy looking at the Scarecrow as he nods his head -- she speaks to him --

DOROTHY

Are you doing that on purpose, or can't
you make up your mind?

MCU -- The Scarecrow explains -- shows his straw head --

SCARECROW

That's the trouble. I can't make up my
mind. I haven't got a brain -- only
straw.

MCS -- Dorothy questions the Scarecrow o.s. in f.g. --

DOROTHY

How can you talk if you haven't got a....
MCU -- Scarecrow speaks to Dorothy o.s. in
f.g. -- DOROTHY o.s.

...brain?

SCARECROW

I don't know. But some people without
brains do an awful lot of talking, don't
they?

MCS -- Dorothy nods, speaks --

DOROTHY

Yes, I guess you're right.

MLS -- Dorothy steps over the fence and into the cornfield --
speaks as she steps up to the Scarecrow -- CAMERA STARTS
forward --

DOROTHY

Well, we haven't really met properly,
have we?

MCU -- Scarecrow --

SCARECROW

Why, no.

(CONTINUED)

37.

CONTINUED: (10)

CS -- Dorothy curtsies, speaks --

DOROTHY

How do you do?

CS -- Scarecrow nods, speaks --

SCARECROW

How do you do?

CS -- Dorothy speaks --

DOROTHY

Very well, thank you.

MLS -- Dorothy standing in front of the Scarecrow -- the
Scarecrow complains about his position --

SCARECROW

Oh, I'm not feeling at all well. You
see, it's very tedious being stuck up
here all day long with a pole up your
back. MCU -- Dorothy --

DOROTHY

Oh, dear -- that must be terribly
uncomfortable. Can't you get down?

MLS -- Scarecrow on pole -- Dorothy standing in front of him -
- they speak -- she moves around to the back of the pole --

SCARECROW

Down? No, you see, I'm -- Well, -- I'm --

DOROTHY

Oh, well, here -- let me help you.

SCARECROW

Oh, that's very kind of you -- very kind.

CS -- Dorothy examining the back of the Scarecrow as she tries to unfasten him --

DOROTHY

Well, oh, dear -- I don't quite see....

MCU -- The Scarecrow reacts, looks down at Dorothy o.s.
DOROTHY o.s. ...how I can --

SCARECROW

Of course, I'm not bright about doing things, but if you'll just....

(CONTINUED)

38.

CONTINUED: (11)

CS -- Dorothy starts to follow the Scarecrow's directions --
SCARECROW o.s. ...bend the nail down in the back, maybe I'll slip off and...

DOROTHY

Oh....

MLS -- Dorothy turns the nail and the Scarecrow falls to the ground --

DOROTHY

...yes.

SCARECROW

Ohhhh --

DOROTHY

Ohh!

MS -- The Scarecrow falls into scene -- Dorothy enters, questions him as he puts back some straw into his coat that had dropped out -- the Scarecrow rises, starts to whirl about

--

SCARECROW

Whhhooops! Ha-ha -- there goes some of
me again!

DOROTHY

Oh -- does it hurt you?

SCARECROW

Oh, no -- I just keep picking it up and
putting it back in again.

DOROTHY

Ohhh --

SCARECROW

My, it's good to be....

MLS -- Dorothy screams as the Scarecrow whirls about and
falls over the cornfield fence -- she rushes to him -- the
CAMERA TRUCKS forward as she kneels beside him -- they speak -
-

SCARECROW

...free!

DOROTHY

Oh! Oh! Ohhh!

(CONTINUED)

39.

CONTINUED: (12)

SCARECROW

Did I scare you?

DOROTHY

No, No -- I -- I just thought you hurt
yourself.

MCU -- Scarecrow -- shooting past Dorothy in right f.g.

SCARECROW

But I didn't scare you?

MCU -- Dorothy -- shooting past the Scarecrow in left f.g. --

DOROTHY

No -- of course not.

MCU -- The Scarecrow reacts, speaks -- shooting past Dorothy in the right f.g. --

SCARECROW

I didn't think so.

MCS -- The Scarecrow and Dorothy seated by fence -- a crow flies in from left and alights on the Scarecrow's shoulder --
MCU -- Dorothy reacts as she sees the crow o.s. -- SCARECROW o.s. Boo! Scat! MCS -- Scarecrow and Dorothy -- the crow hops to the Scarecrow's shoulder, picks up some of the Scarecrow's straw and flies away with it -- Scarecrow speaks to Dorothy --

SCARECROW

Boo! You see, I can't even scare a crow!
They come from miles.... MCU -- Dorothy listening -- SCARECROW o.s.

...around just to eat in my field and laugh in my face! MCU --
The Scarecrow --

SCARECROW

Oh, I'm a failure, because I haven't got a brain.

MCU -- Dorothy reacts, speaks --

DOROTHY

Well, what would you do with a brain if you had one?

MCS -- Scarecrow and Dorothy -- shot favoring the Scarecrow -- they speak -- he begins to sing -- CAMERA PULLS back as he rolls down to the Yellow Brick Road -- Dorothy rises, moves to him -- holds him up as he starts to fall --

(CONTINUED)

40.

CONTINUED: (13)

SCARECROW

Do? Why, if I had a brain, I could --
(sings)

I could while away the hours, Conferrin'
with the flowers, Consultin' with the
rain. And my head I'd be scratchin' While
my thoughts were busy hatchin' If I only

had a brain. I'd unravel every riddle For
any individ'le

In trouble or in pain. CS -- Dorothy holds the Scarecrow as
she sings -- shot favoring Dorothy --

DOROTHY

(sings)

With the thoughts you'll be thinkin' You
could be another Lincoln If you only had
a brain.

MCS -- Dorothy holding the Scarecrow as he sings -- he jumps,
whirls about -- CAMERA TRUCKS forward as he goes into a
sitting position, then PANS up with him as he rises beside
Dorothy, continues to sing --

SCARECROW

(sings)

Oh, I could tell you why The ocean's near
the shore I could think of things I never
thunk before,

And then I'd sit -- and think some more. I would not be just
a nuffin' My head all full of stuffin' My heart all full of
pain. I would dance and be merry... MCS - Scarecrow and
Dorothy - she watches as he sings, dances about - he whirls,
jigs about - falls to his knees - Dorothy reacts - CAMERA
TRUCKS forward as he dances back up the Yellow Brick Road -
then PULLS back as he comes forward to Dorothy again - he
dances to left to the cornfield - CAMERA PANS left - he falls
over the fence, then rolls back under it as Dorothy rushes to
help him - he reacts, sits on the curb of the road -

SCARECROW

(sings)

...Life would be a ding-a-derry If I only
had a brain!

(CONTINUED)

41.

CONTINUED: (14)

MCS - The Scarecrow seated on curb of road as Dorothy looks
down at him - CAMERA PULLS back as he feels about his coat -
Dorothy points to some of his straw on the road - a crow
flies into the scene and lands near the straw - the Scarecrow

reacts - MCS - The Scarecrow trembles with fear as Dorothy tries to comfort him - MCU - The crow picks up the straw and flies up -- MLS - Dorothy and the Scarecrow react as the crow flies out to left with the straw in his mouth - CAMERA BOOMS up to left as the Scarecrow rises, goes to the fence and shakes his fist at the crow flying over the cornfield in the b.g. - MLS - The Scarecrow dances back to right along the road as the CAMERA PULLS back, PANS right with him - Dorothy rushes to him, stops him and points o.s. to left - LS - The crow lands in the cornfield - MCS - Dorothy and the Scarecrow looking o.s. to left - the Scarecrow reacts, assures Dorothy - then the CAMERA PULLS back as he dances forward, gains momentum and runs out to left - LS - The Scarecrow runs to left, makes a big jump over the cornfield as the CAMERA PANS with him - MLS - The Scarecrow jumps in from right and lands in the cornfield - several crows fly out of the corn - MS - Dorothy runs forward to the fence, reacts as she looks o.s. to f.g. - MS - The Scarecrow moves to right through the corn stalks - CAMERA TRUCKS right - he bends down, finds his straw and stuffs it back into his coat - MLS - The Scarecrow runs forward, jumps into the air and flies out to right f.g. - LS - The Scarecrow soars over the field to the road - Dorothy waves to him MS - The Scarecrow falls into the scene as he lands on the Yellow Brick Road - CAMERA PULLS back as Dorothy rushes to him - the Scarecrow begins to dance again, doing a series of splits - CS - Toto jumps on a pumpkin, starts it rolling out onto the Yellow Brick Road at right - CAMERA PANS right - LS - Toto follows the pumpkin as it rolls forward down the road - CAMERA PULLS back between the Scarecrow's legs - the pumpkin hits the Scarecrow, hitting the Scarecrow up out of scene - Dorothy looks on, frightened - LS - CAMERA PANS up with the Scarecrow as he soars up into the air - LS - Shooting down from the Scarecrow's angle to Dorothy as she looks up o.s. - MS - CAMERA PANS down with the Scarecrow as he falls back toward the road - exits out of shot - MLS - The Scarecrow falls back into scene and lands on the Yellow Brick Road - he runs out to left - MLS - CAMERA PULLS back before the Scarecrow as he dances forward, bumping into one side of fence, then bouncing from that to the fence on the other side of road, then back to the fence at left, and so on down the road - CAMERA PANS right with him as he runs forward past Dorothy and falls through a fence which breaks under his weight - CS - The Scarecrow sits up, looks about - blinks his eyes - CS - Dorothy reacts as she starts forward, looks o.s. to f.g.

(CONTINUED)

CONTINUED: (15)

- REVERSE ACTION shot of Scene 93 (MLS - CAMERA PULLS back before the Scarecrow as he dances forward, bumping into one side of fence, then bouncing from that to the fence on the other side of road, then back to the fence at left, and so on down the road - CAMERA PANS right with him as he runs forward past Dorothy and falls through a fence which breaks under his weight) MLS - The Scarecrow bounces off a fence rail and starts to dance forward down the road as he sings - CAMERA PULLS back ahead of him - Dorothy entered - he sings to her - some straw falls from his coat - the Scarecrow slumps to the ground - Dorothy starts to bend down -

SCARECROW

(sings)

Gosh, it would be awful pleasin' To
reason out the reason For things I can't
explain. Then perhaps I'll deserve you,
And be even worthy erv you If I only had
a brain.

MLS -- Ext. Yellow Brick Road -- Dorothy rushes to the Scarecrow lying on the road -- she picks up some of his straw -- kneels by him -- CS -- Dorothy kneeling by the Scarecrow -- she speaks as she helps him put back some of the straw -- they react -- Scarecrow half-rises --

DOROTHY

Wonderful! Why, if our Scarecrow back in
Kansas could do that, the crows'd be
scared to pieces!

SCARECROW

They would?

DOROTHY

Um-hmm.

SCARECROW

Where's Kansas?

DOROTHY

That's where I live. And I want to get
back there so badly I'm going all the way
to Emerald City to get the Wizard of Oz
to help me.

SCARECROW

You're going to see a Wizard?

DOROTHY

Um-hmm.

(CONTINUED)

43.

CONTINUED: (16)

SCARECROW

Do you think if I went with you this Wizard would give me some brains?

DOROTHY

I couldn't say. But even if he didn't, you'd be no worse off than you are now.

SCARECROW

Yes -- that's true.

DOROTHY

But maybe you'd better not. I've got a witch mad at me, and you might get into trouble.

SCARECROW

Witch? Huh! I'm not afraid of a witch! I'm not afraid of anything --- except a lighted match.

DOROTHY

I don't blame you for that.

SCARECROW

But I'd face a whole box full of them for the chance of getting some brains. Look - - I won't be any trouble, because I don't eat a thing -- and I won't try to manage things, because I can't think. Won't you take me with you?

MCU -- Dorothy -- shooting past Scarecrow in right f.g.

DOROTHY

Why, of course I will!

LS -- Dorothy and the Scarecrow rise from the road -- the Scarecrow jumps up -- yells -- Dorothy holds him up -- they speak -- they start to sing -- CAMERA BOOMS to left as they walk down the road and exit to b.g. --

SCARECROW

Hooray! We're off to see a Wizard!

DOROTHY

Oh -- well -- you're not starting out very well.

SCARECROW

Oh, I'll try! Really, I will.

(CONTINUED)

44.

CONTINUED: (17)

DOROTHY

To Oz?

SCARECROW

To Oz!

BOTH

(sing)

We're off to see the Wizard The Wonderful
Wizard of Oz We hear he is a whiz of a
Wiz If ever a Wiz there was If ever oh
ever a Wiz there was, The Wizard of Oz

Is one because Because, because, because, because, because
Because of the wonderful things he does. We're off to see the
Wizard The Wonderful Wizard of Oz!

LAP DISSOLVE TO:

LS -- Dorothy and Scarecrow come forward along Yellow Brick
Road -- CAMERA PULLS back to show Wicked Witch hiding behind
tree at left -- she turns, exits to left -- Dorothy reacts as
she sees the apple orchard at right - she goes up to one of
the trees -- CAMERA STARTS TO BOOM forward on her --

DOROTHY

Oh -- apples -- Oh look! Oh. Oh ---

MCS -- Dorothy standing by the First Tree -- she picks an
apple off -- reacts as the tree takes the apple back and
slaps Dorothy's hand --

DOROTHY

Ouch!

MCU -- First Tree opens its "mouth" -- speaks to Dorothy o.s.
--

TREE

What do you think you're doing?

MCS -- Dorothy replies to the tree -- then reacts --

DOROTHY

We've been walking a long ways and I was hungry and -- Did you say.... MCU -- The First Tree -- gestures as it speaks --

FIRST TREE

She....

MLS -- Scarecrow and Dorothy standing before the First Tree as it speaks to the Second Tree in b.g. --

(CONTINUED)

45.

CONTINUED: (18)

FIRST TREE

...was hungry! Well, how would you like to have someone come along and pick something off of you?

MCU -- Scarecrow and Dorothy react, speak as they look o.s. at the tree --

DOROTHY

Oh, dear -- I keep forgetting I'm not in Kansas.

SCARECROW

Come along, Dorothy -- you don't want any of those apples. Hmm! MCU -- First tree reacts, and speaks --

FIRST TREE

What do you mean - she doesn't want any of those apples? Are you hinting my apples aren't what they ought to be? MCU -
- Scarecrow and Dorothy --

SCARECROW

Oh, no! It's just that she doesn't like

little green....

MCU -- The Tree reacts, makes a grab for the two o.s. --
SCARECROW o.s. ...worms!

TREE

Oh....

MLS -- The First Tree grabs for the two -- the Scarecrow
fights him off as Dorothy runs out to right f.g. -- the
Scarecrow follows her out --

TREE

...you...

SCARECROW

Go -- Go!

TREE

...Oh -- Help -- let me out. I'll give
you little green....

MCS -- Dorothy -- the Scarecrow backs in from left f.g. --
gestures at the Trees o.s. -- speaks -- then makes faces at
the trees -- TREE o.s. ...worms.

(CONTINUED)

46.

CONTINUED: (19)

SCARECROW

I'll show you how to get apples. TREE
o.s.

You can't.... MS -- The First tree winds up, throws apples
o.s. to f.g. --

TREE

...do that to me! I'll....

MCS -- Scarecrow and Dorothy react as the apples begin to hit
them -- the Scarecrow falls back to the road -- TREE o.s.
...show you! LS -- Shooting past the Trees at left as they
throw apples at Scarecrow and Dorothy and Toto in the b.g. --
The Scarecrow rises, dodges about --

TREES

You can't do that! You can't do that!
Hey!

CS -- First Tree laughs as it throws apples to f.g. --
SCARECROW o.s. Hooray! LS -- Shooting past the Trees at left
as they throw apples at the Scarecrow and Dorothy in the b.g.
-- Scarecrow picks them up --

SCARECROW
Hooray! I guess that did it! Help
yourself.

DOROTHY
Oh --

MS -- Dorothy comes forward as she picks up the apples --
CAMERA PANS and TRUCKS forward as she starts to pick up two
apples -- she sees a tin foot -- reacts -- examines it --
CAMERA PULLS back and BOOMS up as she stands up by the Tin
Man -- Scarecrow comes in from left -- CAMERA PULLS back as
they examine him -- he tries to speak -- Dorothy picks up the
oil can --

DOROTHY
Why, it's a man! A man made out of tin!

SCARECROW
What?

DOROTHY
Yes. Oh -- look --

TIN MAN
Oil can.....Oil can....

(CONTINUED)

47.

CONTINUED: (20)

DOROTHY
Did you say something?

TIN MAN
Oil can....

SCARECROW
Oil can what?

DOROTHY

Oil can? Oh -- oh, here it is!

MCS -- Scarecrow and Dorothy examine the Tin Man -- he tries to speak -- they oil him about the mouth --

DOROTHY

Where do you want to be oiled first?

TIN MAN

My mouth -- my mouth!

SCARECROW

He said his mouth.

DOROTHY

Here -- here --

SCARECROW

The other side....

DOROTHY

Yes --- there.

CU -- The Tin Man tries to speak -- squeaks out a few sounds -
-

TIN MAN

Mm.....mm...mm....

MCS -- Dorothy and Scarecrow listen as the Tin Man starts to speak -- Dorothy starts to pull the axe arm of the Tin Man down -- Scarecrow oils him --

TIN MAN

...m...m...my, my, my, my goodness -- I can talk again! Oh -- oil my arms, please -- oil my elbows.

DOROTHY

Oh...

(CONTINUED)

48.

CONTINUED: (21)

MLS -- Dorothy lowers the right arm of the Tin Man so that it

hangs naturally -- Scarecrow busy with the oil can -- the Tin Man begins his story --

TIN MAN

Oh --

DOROTHY

...Oh, did that hurt?

TIN MAN

No -- it feels wonderful. I've held that
axe up for ages. Oh ---

DOROTHY

Oh, goodness! How did you ever get like
this?

TIN MAN

Oh -- well, about a year ago -- I was
chopping that tree -- minding my own
business -- when suddenly it started to
rain....

MCS -- Scarecrow and Dorothy listen to the Tin Man -- he
grows weak -- they work his arms back and forth -- Scarecrow
oils his neck for him -- Dorothy raps on the Tin Man's chest -
- they react -- Tin Man explains, then steps backward toward
tree --

TIN MAN

...and right in the middle of a chop,
I...I rusted solid. And I've been that
way ever since.

DOROTHY

Well, you're perfect now.

TIN MAN

My...my neck. My...my neck. Perfect?
Oh -- bang on my chest if you think I'm
perfect. Go ahead -- bang on it!

DOROTHY

Oh --!

SCARECROW

Beautiful! What an echo!

TIN MAN

It's empty. The tinsmith forgot to give
me a heart.

DOROTHY AND SCARECROW

No heart?

TIN MAN

No heart.

DOROTHY

Oh --

TIN MAN

All hollow. Oh --

CS -- Tin Man falls back as Scarecrow and Dorothy enter to help him -- he holds them off -- begins to sing --

TIN MAN

(sings)

When a man's an empty kettle, He should
be on his mettle. And yet I'm torn apart.
Just because I'm presumin' That I could
be kind-a human, If I only had a heart.

MCU -- Tin Man leans over toward Dorothy and sings as CAMERA PANS left slightly -- then leans back --

TIN MAN

(sings)

I'd be tender -- I'd be gentle And awful
sentimental Regarding Love and Art I'd be
friends with sparrows...

CS -- Dorothy and Scarecrow listening to the Tin Man -- he comes forward slightly -- reacts as he hears Snow White's Voice o.s. -- then continues with song --

TIN MAN

(sings)

...And the boy who shoots the arrows If I
only had a heart. Picture me....a
balcony....Above a voice sings low.

SNOW WHITE'S VOICE

Wherefore art thou, Romeo?

TIN MAN

I hear a beat....how sweet! Just to

register emotion Jealousy -- Devotion --
And really feel the part, I could stay
young and chipper, And I'd lock it with a
zipper, If I only had a heart...!

(CONTINUED)

50.

CONTINUED:

MLS -- Dorothy, Tin Man and Scarecrow -- the Tin Man Comes forward as he starts his dance -- Dorothy and Scarecrow -- CAMERA PULLS back -- he stops as one of his joints sticks -- Dorothy oils it -- Tin Man comes forward a few more steps, then the other knee sticks -- they oil that for him -- he thanks them -- CAMERA PULLS back, PANS left as he runs backwards down the road and starts his dance -- MCS -- Dorothy and Scarecrow watching o.s. to left f.g. MLS -- Shooting past Scarecrow and Dorothy at right to the Tin Man as he dances before them -- MLS -- CAMERA PANS slightly with the Tin Man as he dances about -- he taps his chest, makes the whistle in his funnel hat blow -- then continues to dance -- MCS -- Dorothy and the Scarecrow look at each other with amazement as they watch the dance of the Tin Man -- Dorothy whispers to the Scarecrow -- MLS -- The Tin Man dancing -- he jumps forward slightly, folds his arms, then locks in that position -- starts to lean to left -- MLS -- CAMERA PANS Dorothy and Scarecrow as they rush to left to help the Tin Man -- they catch him in time -- he starts to fall in the other direction -- they rush around to catch him, but he now starts to fall to the other side -- this business is repeated -- then CAMERA PANS to right as the Tin Man stumbles toward b.g. -- Scarecrow tries to get out of the way and falls over -- Dorothy grabs the Tin Man's hand --

DOROTHY

Oh --

MCS -- The Tin Man sits down -- Dorothy reacts, speaks with him -- Scarecrow enters from left -- Dorothy oils the Tin Man some more, then asks him to go to the Emerald City, too -- then all react as the Witch laughs o.s. -- they rise to their feet as CAMERA PANS up to the right to the Witch standing on the roof of Tin Man's cottage --

DOROTHY

Oh, oh, oh, oh, oh, oh, oh, oh, are you all right?

TIN MAN

I'm afraid I'm a little rusty yet.

DOROTHY

Oh, dear -- That was wonderful! You know -- we were just wondering why you couldn't come to Emerald City with us to ask the Wizard of Oz for a heart.

TIN MAN

Emerald City? Why, that's a long and dangerous journey. And it might rain on the way.

(CONTINUED)

51.

CONTINUED: (2)

SCARECROW

But you've just been saying how much you want a heart.

DOROTHY

And I'll keep the oil-can handy.

TIN MAN

Well, suppose the Wizard wouldn't get me one when we got there?

DOROTHY

Oh, but he will! He must! We've come such a long way already.
(Witch laughs o.s.)

TIN MAN

Ohh -- what's that? Oh --

WITCH

You call that long?

MLS -- The Witch on the Tin Man's roof -- she speaks as she looks o.s. to f.g. --

WITCH

Why, you've just begun! Forgotten about me,....

MCS - Tin Man, Dorothy and Scarecrow react as the Witch speaks o.s. - WITCH o.s. ...eh? Well, I haven't forgotten about you! CS -- The Witch speaks to the three o.s. in f.g. --

WITCH

Helping the little lady along, are you,
my fine gentlemen?

MCS -- Tin Man, Dorothy and Scarecrow -- WITCH o.s. Well,
stay away from her! CS -- Witch speaks, points at the
Scarecrow o.s. --

WITCH

Or I'll stuff a mattress with you!

MCS -- Tin Man, Dorothy and Scarecrow -- Tin Man points to
the trembling Scarecrow -- then the Tin Man reacts -- points
to himself -- WITCH o.s. And you! I'll use you for a bee-
hive! (laughs) CS -- The Witch speaks, throws a ball of fire
o.s. --

WITCH

Here, Scarecrow! Want to play ball?

(CONTINUED)

52.

CONTINUED: (3)

LS -- Dorothy, Tin Man, Scarecrow standing at left as the
Witch on the roof throws down a ball of fire at them -- she
laughs gleefully -- CS - Witch speaks to Dorothy o.s. -

WITCH

And as for you, my little....

MLS - Tin Man putting out the fire as Dorothy helps the
Scarecrow, who is rolling about in the grass - she reacts as
Witch speaks o.s. - WITCH o.s. ...Dorothy, I wish.... MCU -
Dorothy hugs Toto tightly as Witch speaks o.s. - WITCH o.s.
...you luck with the Wizard of Oz. And a.... CS - Witch
speaks to Dorothy o.s. - then laughs -

WITCH

...happy journey back to Kansas!

MLS -- The Witch laughs -- sits on her broomstick in a
position to fly away -- smoke fills the shot, obscuring Witch
from sight -- Ext. Forrest -- CS -- Dorothy holding Toto in
her arms -- watching o.s. LS -- Cloud of smoke as Witch
disappears -- MS -- The Tin Man -- Dorothy and Scarecrow
looking o.s. -- CAMERA TRUCKS forward on them -- Tin Man and
Scarecrow speak -- snap their fingers -- Tin Man reacts to

buzzing sound --

SCARECROW

I'm not afraid of her. I'll see you get safely to the Wizard now, whether I get a brain or not! Stuff a mattress with me! Hah!

TIN MAN

I'll see you reach the Wizard, whether I get a heart or not. Bee-hive -- bah! Let her try and make a bee-hive out of me! You know -- Hmm? What's that?

MLS - Tin Man and Scarecrow sitting down - Dorothy in b.g. near tree - comes forward as Tin Man and Scarecrow rise - she speaks - reacts when she sees bee on her arm - turns around as Tin Man takes bee off her arm -

TIN MAN

Oh! They're - they're gone now.

DOROTHY

Oh, goodness! Did any of them sting you?

TIN MAN

I - I guess they tried to, but they bent their stingers.

(CONTINUED)

53.

CONTINUED: (4)

DOROTHY

Oh, dear. I don't know what I'd do if a whole swarm kept -- Oh! Oh! Oh, there's one on me!

TIN MAN

Oh - I'll get it!

DOROTHY

Oh! Oh!

CS - Scarecrow - Dorothy and Tin Man - Tin Man looks at dead bee in his hand - speaks and cries -

DOROTHY

Oh --

TIN MAN

Oh, see - I killed it. Oh, I killed that poor little honey bee!

DOROTHY

Oh-oh-

CU - Tin Man crying - speaks -

TIN MAN

It's only a man without a head who could do a thing like that. Poor little bee. CU - Dorothy reacts - reaches o.s. -

DOROTHY

Oh, there....

CU - The Tin Man as Dorothy reaches in - wipes away his tears

-

DOROTHY

...there. Don't cry. There. CU - Dorothy looks o.s. - speaks -

DOROTHY

As a matter of fact, that's just an old drone bee, and it would have died.... CU - Tin Man looks o.s. - DOROTHY o.s.

...anyway.

TIN MAN

Yes?

DOROTHY o.s. You put it out of its misery.

(CONTINUED)

54.

CONTINUED: (5)

TIN MAN

Oh.

DOROTHY o.s. It's.... CS - Scarecrow - Dorothy and Tin Man - they speak and laugh -

DOROTHY

...just that the Witch is so wicked. I

don't think you two ought to come with me because you'll get into trouble.

SCARECROW

Oh, you don't think we're going to stand by and let her get away with fireballs and bees, do you?

TIN MAN

No, sir!

SCARECROW

No, sir!

DOROTHY

Oh, you're the best friends anybody ever had! And it's funny, but I feel as if I've known you all the time. But I couldn't have, could I?

SCARECROW

I don't see how. You weren't around when I was stuffed and sewn together, were you?

TIN MAN

And I was standing over there rusting for the longest time.

DOROTHY

Still, I wish I could remember. But, I guess it doesn't matter anyway. We know each other now, don't we?

SCARECROW

That's right.

TIN MAN

We do.

SCARECROW

To Oz?

TIN MAN

To Oz!

(CONTINUED)

MLS -- Scarecrow -- Dorothy and Tin Man -- CAMERA PANS right as they dance down to brick road -- Scarecrow picks up basket -- CAMERA TRUCKS back as they dance forward -- then turn and go up road to b.g. -- exit --

THE THREE

(sing)

We're off to see the Wizard The Wonderful
Wizard of Oz We hear he is a whiz of a
Wiz If ever a Wiz there was. If ever, oh
ever a Wiz there was The Wizard of Oz is
one because Because, because, because,
because, because Because of the wonderful
things he does We're off to see the
Wizard The Wonderful Wizard of Oz!

LAP DISSOLVE TO:

LS -- Int. Dark and Eerie Forest -- Tin Man -- Dorothy and Scarecrow walking forward down brick road --

LAP DISSOLVE TO:

LS -- Tin Man -- Dorothy and Scarecrow walking forward slowly -- MCS -- Tin Man -- Dorothy and Scarecrow stop -- look around off screen -- Dorothy frightened -- speaks --

DOROTHY

I don't like this forest! It's -- it's dark and creepy!

SCARECROW

Of course, I don't know, but I think it'll get darker before it gets lighter.

DOROTHY

Do -- do you suppose we'll meet any wild animals?

TIN MAN

We might.

DOROTHY

Oh --

SCARECROW

Animals that -- that eat straw?

TIN MAN

Some -- but mostly lions, and tigers, and bears.

CU -- Dorothy reacts --

(CONTINUED)

56.

CONTINUED: (7)

DOROTHY

Lions?

CU -- Scarecrow reacts -- speaks --

SCARECROW

And tigers?

CU -- Tin Man looks o.s. -- speaks --

TIN MAN

And bears.

MCS -- Tin Man -- Dorothy and Scarecrow -- Dorothy frightened
--

DOROTHY

Oh! Lions and tigers and bears!

MLS -- Tin Man -- Dorothy and Scarecrow walk forward along
brick road -- CAMERA PANS them to right -- they react to
growl o.s. --

DOROTHY

Oh, my!

TIN MAN -- SCARECROW AND DOROTHY

Lions and tigers and bears!

DOROTHY

Oh, my!

TIN MAN -- SCARECROW AND DOROTHY

Lions and tigers and bears!

DOROTHY

Oh, my!

TIN MAN -- SCARECROW AND DOROTHY

Lions and tigers and bears!

DOROTHY

Oh, my!

TIN MAN -- SCARECROW AND DOROTHY

Lions and tigers and bears!

(CONTINUED)

57.

CONTINUED:

DOROTHY

Oh, my!
(screams)

MCS -- Tin Man -- Dorothy and Scarecrow frightened -- speak --
look o.s. -- react --

TIN MAN

And bears!

DOROTHY

What sort of an animal is that?

TIN MAN

It-it-it-it - it's a huge one!

SCARECROW

D-d-d-don't be fr-fr-frightened. I - I'll
- I'll protect you. Oh, look!

LS -- Lion on fallen tree -- Dorothy -- Scarecrow and Tin Man
in f.g. on brick road -- the lion jumps toward them -- CAMERA
TRUCKS back as they three move back -- the Lion takes two
great leaps -- lands on the brick road -- Tin Man and
Scarecrow fall at side of road -- Dorothy hides behind tree --
(Lion growling) CU -- Lion growling -- CS -- Scarecrow
trembling -- CU -- Lion growling -- CU -- Dorothy looks out
around tree -- reacts -- CU -- Lion growling -- CS -- Tin Man
trembling -- CS -- Lion sneers -- CAMERA PANS as he stands on
his hind legs -- puts up his paws -- speaks --

LION

Put 'em up! Put 'em....

LS -- Lion -- Tin Man and Scarecrow -- Dorothy back of tree
in b.g. -- CAMERA TRUCKS forward -- Lion speaks and gestures -

-

LION

...up! Which one of you first? I'll
fight you both together if you want!
I'll fight you with one paw tied behind
my back. I'll fight you standing on one
foot.

MCS -- Lion speaks -- CAMERA PANS him to right to Tin Man --
Dorothy in b.g. --

LION

I'll fight you with my eyes closed. Oh --
pulling an axe on me, eh? MCU -- Tin Man
trembling --

(CONTINUED)

58.

CONTINUED: (2)

MCS -- Lion speaks -- CAMERA PANS him left to Scarecrow --
Dorothy in b.g. watching -- PANS lion to right to Tin Man --

LION

Sneaking up on me, eh? Why!
(snarls)

TIN MAN

Here -- here. Go 'way and let us alone!

LION

Oh, scared, huh?

CU -- Dorothy looks out from around tree -- reacts -- LION
o.s. Afraid, huh? MCS -- Lion and Tin Man -- Lion speaks and
laughs -- CAMERA PANS him to left to Scarecrow -- Dorothy in
b.g.

LION

How long can you stay fresh in that can?
(laughs)
Come on -- get up and fight, you
shivering junk yard! Put your hands up,
you lop-sided bag of hay!

CS -- Scarecrow reacts -- speaks --

SCARECROW

Now that's getting personal, Lion. MCU --
Tin Man looks o.s. -- speaks --

TIN MAN

Yes -- get up and teach him a lesson. MCS
-- Scarecrow and Lion -- Dorothy in b.g. -
-

SCARECROW

Well -- what's -- wrong with you teaching
him?

MCU -- Tin Man reacts -- speaks --

TIN MAN

Well -- well --, I hardly know him. CS --
Toto barking -- CU -- Lion snarls --
speaks

LION

Well, I'll get you, anyway, Pee-Wee. CU --
Dorothy reacts -- exits left f.g. --

(CONTINUED)

59.

CONTINUED: (3)

MLS -- Lion and Dorothy -- Toto runs into shrubs -- Lion
starts after him -- Dorothy picks up Toto -- comes forward
over to Scarecrow and Tin Man -- CAMERA PANS left as Lion
starts for Toto -- Dorothy slaps his hand -- he backs away --
crying --

DOROTHY

Shame on you!

MCU -- Lion -- Camera shooting past Dorothy at left f.g. --
Lion crying -- speaks --

LION

What -- what did you do that for? I
didn't bite him.

DOROTHY

No, but you tried to.

CS -- Dorothy and Lion -- CAMERA PULLS back -- Scarecrow and

Tin Man enter at left -- Dorothy speaks to Lion -- he cries and speaks --

DOROTHY

It's bad enough picking on a straw man, but when you go around picking on poor little dogs --

LION

Well, you didn't have to go and hit me, did you? Is my nose bleeding?

DOROTHY

Well, of course not. My goodness, what a fuss you're making. Well, naturally, when you go around picking on things weaker than you are -- Why, you're nothing but a great big coward!

LION

You're right -- I am a coward.

MCU -- Lion -- Camera shooting past Dorothy -- Lion crying -- speaks --

LION

I haven't any courage at all. I even scare myself. Look at the circles under my eyes.

MS -- Tin Man -- Scarecrow -- Dorothy and Lion -- they speak -
- Lion crying --

(CONTINUED)

60.

CONTINUED: (4)

LION

I haven't slept in weeks.

TIN MAN

Why don't you try counting sheep?

LION

That doesn't do any good -- I'm afraid of 'em.

SCARECROW

Oh, that's too bad. Don't you think the

Wizard could help him, too?

DOROTHY

I don't see why not. Why don't you come along with us? We're on our way to see the Wizard now. To get him a heart.

TIN MAN

And him a brain.

DOROTHY

I'm sure he could give you some courage.
MCU -- Lion -- Camera shooting past
Dorothy --

LION

Well, wouldn't you feel degraded to be seen in the company of a cowardly lion? I would.

CS -- Dorothy -- Tin Man and Scarecrow -- Camera shooting past Lion at right f.g. --

DOROTHY

No, of course not.

MCS -- Tin Man -- Dorothy -- Scarecrow and Lion --

LION

Gee, that's -- that's awfully nice of you. My life....

MLS -- Dorothy and Group -- Dorothy puts Toto down -- Lion Sings as the four walk and dance along brick road to right --
CAMERA TRUCKS with them --

LION

...has been simply unbearable.

DOROTHY

Oh.

(CONTINUED)

61.

CONTINUED: (5)

LION

(sings)

Yeh, it's sad, believe me, Missy When you're born to be a sissy, Without the

vim and verve. But I could show my
prowess -- Be a lion not a mou-ess -- If
I only had the nerve I'm afraid there's
no denyin' I'm just a dande-lion -- A
fate I don't deserve. I'd be brave as a
blizzard --

TIN MAN

(sings)
I'd be gentle as a lizard --

SCARECROW

(sings)
I'd be clever as a gizzard --

DOROTHY

(sings)
If the Wizard is a Wizard who will serve.

CS -- Tin Man and Scarecrow sing -- CAMERA PANS to right to
Dorothy and Lion --

SCARECROW

(sings)
Then I'm sure to get a brain --

TIN MAN

(sings)
A heart --

DOROTHY

(sings)
A home --

LION

(sings)
The nerve.

MLS -- Scarecrow -- Tin Man -- Dorothy and Lion sing as they
dance forward along brick road -- CAMERA TRUCKS ahead --

ALL

(sing)
Oh, we're off to see the Wizard The
Wonderful Wizard of Oz. We hear he is a
whiz of a Wiz If ever a Wiz there was....

LS -- Dorothy -- Lion -- Tin Man and Scarecrow dance down
brick road to b.g. -- all exit --

(CONTINUED)

CONTINUED: (6)

ALL

(sing)

...If ever, oh ever, a Wiz there was The
Wizard of Oz is one because Because,
because, because, because, because
Because of the wonderful things he does!
We're off to see the Wizard The Wonderful
Wizard of Oz!

Camera on Crystal -- the images of Tin Man -- Dorothy --
Scarecrow and Lion in crystal as they march along arm in arm --
- CAMERA TRUCKS back showing the Witch and Nikko looking into
crystal -- Witch laughs -- CAMERA PANS her left to table --
she mixes poison -- CAMERA PANS her to right to Crystal --
She holds poison over the crystal -- waves her hand over it --
the images of group fade out -- Poppy Field fades in --
CAMERA TRUCKS forward on Crystal --

WITCH

A-hah!

(laughs)

So! You won't take warning, eh? All the
worse for you, then. I'll take care of
you now instead of later! Hah! When I
gain those ruby slippers, my power will
be the greatest in Oz! And now, my
beauties! Something with poison in it, I
think. With poison in it, but attractive
to the eye -- and soothing to the smell!

(laughs)

Poppies! Poppies! Poppies!

LAP DISSOLVE TO:

LS -- Poppy Field -- CAMERA PANS up -- then PANS left over
field -- to edge of forest -- Dorothy -- Scarecrow -- Lion
and Tin Man coming forward out of forest -- MCS -- Dorothy --
Lion -- Tin Man and Scarecrow all looking o.s. -- Dorothy
speaks --

DOROTHY

There's Emerald....

ELS -- Shooting over Poppy Field to towers of Emerald City --
Dorothy and Group in f.g. --

DOROTHY

...City! Oh, we're almost there at last!

At last!

MCS -- Dorothy -- Lion -- Tin Man and Scarecrow -- they speak
--

(CONTINUED)

63.

CONTINUED: (7)

DOROTHY

It's beautiful, isn't it? Just like I
knew it would be. He really must be a
wonderful Wizard to live in a City like
that!

LION

Well, come on, then. What are we waiting
for?

SCARECROW

Nothing! Let's hurry!

LS -- Dorothy -- Tin Man -- Scarecrow and Lion run to b.g.
thru poppy field --

DOROTHY

Yes -- let's run!

LION

Yes.

MLS -- Tin Man -- Scarecrow -- Dorothy and Lion running
forward thru Poppy Field -- CAMERA TRUCKS right -- MS -- Tin
Man and Scarecrow running thru poppies -- CAMERA TRUCKS right
-- both gesture --

SCARECROW

Come on -- come on --

TIN MAN

Hurry -- hurry --

MS -- Dorothy and Lion running thru poppies -- CAMERA TRUCKS
right -- MS -- Dorothy running to right -- staggers a little -
- slows down -- ELS -- Scarecrow and Tin Man running forward
thru poppy field -- Lion in b.g. -- Dorothy enters in far
b.g. -- Scarecrow and Tin Man stop on hill -- call and
gesture

SCARECROW

Oh! Oh, come on, come on!

TIN MAN

Look -- you can see it here. It's wonderful!

SCARECROW

Emerald City!

MLS -- Dorothy running slowly to right -- CAMERA PANS her to Lion -- Tin Man and Scarecrow -- Dorothy staggers -- puts her hand to her head --

(CONTINUED)

64.

CONTINUED: (8)

DOROTHY

Oh -- Oh -- what's happening? What is it?

MCU -- Dorothy puts her hand to her head -- speaks --

DOROTHY

I can't run anymore. I'm so.... CS --
Tin Man and Scarecrow -- DOROTHY o.s.

...sleepy.

SCARECROW

Here -- give us your hands, and we'll pull you....

MLS -- Dorothy and Group --

SCARECROW

...along.

DOROTHY

Oh, no -- please. I have to rest for just a minute. Toto!

CS -- Toto lying among poppies -- DOROTHY o.s. Where's Toto --
MLS -- Dorothy and Group -- Dorothy lies down among the poppies --

SCARECROW

Oh, you can't rest now -- we're nearly there! MCU - Lion yawns and speaks -

LION

What did she -- do that for?

The images of Lion - Tin Man - Scarecrow and Dorothy in
Crystal - they speak - CAMERA TRUCKS back showing Witch and
Nikko standing near crystal - Witch laughs and speaks - the
images fade out - Nikko exits - CAMERA TRUCKS forward on
Witch -

SCARECROW

Hey, Dorothy!

TIN MAN

Dorothy!

LION

Dorothy!

(CONTINUED)

65.

CONTINUED: (9)

TIN MAN

Dorothy! You can't sleep here! You can't
sleep in the middle of a field!

WITCH

(laughs)

Call away! Call away! She won't hear any
of you again! And there's nothing you can
do about it, either.

(laughs)

Bring me my wishing cap! I'll call the
Winged Monkeys to fetch me those
slippers! Hurry! Hurry! Hurry! Hurry! It
worked very smoothly!

LAP DISSOLVE TO:

MLS -- Lion -- Tin Man and Scarecrow -- Dorothy lying in
poppies -- Lion starts to cry -- Scarecrow speaks -- holds
the Lion up -- Lion drops as Tin Man and Scarecrow start to
pick up Dorothy --

TIN MAN

(crying)

Oh - oh, poor Dorothy!

SCARECROW

Don't cry -- you'll rust yourself again!

LION

Comin' to think of it, forty winks
wouldn't be bad.

SCARECROW

Don't you start it, too!

TIN MAN

Oh! We ought to try and carry Dorothy.

SCARECROW

I don't think I could, but we could try.

TIN MAN

Let's.

SCARECROW

Yes.

TIN MAN

Oh -- now look at him! This is terrible!

(CONTINUED)

66.

CONTINUED: (10)

SCARECROW

Here, Tin Man -- help me. CS -- Dorothy
as Scarecrow tries to lift her --

MLS -- Tin Man and Scarecrow -- Dorothy and Lion lying among
poppies -- Tin Man and Scarecrow react -- call for help --

SCARECROW

Oh, this is terrible -- can't budge her
an inch! This is a spell, this is!

TIN MAN

It's the Wicked Witch! What'll we do?
Help! HELP!

SCARECROW

It's no use screaming at a time like
this! Nobody will hear you! Help!

LS -- Tin Man and Scarecrow on top of hill -- crying for help
-- Superimposed shot of the Good Witch as she waves wand --
snow starts to fall --

SCARECROW

HELP -- HELP!

CS -- Dorothy lying among poppies -- snow falling on her
SCARECROW o.s. Help! Help! LS -- Tin Man and Scarecrow on
top of hill -- Superimposed shot of the Good Witch waving
wand -- snow falling -- The Superimposure fades out --
SCARECROW o.s. Look - It's snowing! It isn't snowing. It
couldn't be! But it is! No, it isn't! Yes, it is! Oh, maybe
that'll help! CS -- Dorothy lying among poppies -- snow
falling on her -- she opens her eyes -- SCARECROW o.s. Oh,
but it couldn't help. MCS -- Scarecrow looking down o.s. --
snow falling -- CAMERA PANS as he kneels down to Dorothy --
she wakens -- sits up -- Lion sits up in b.g. -- Dorothy
looks o.s. to left -- CAMERA PANS up to Tin Man -- then PULLS
back -- Dorothy jumps up -- takes oil can from basket -- they
oil the Tin Man --

SCARECROW

It does help. Dorothy, you're waking up!

DOROTHY

Oh --

LION

Oh -- unusual weather we're having, ain't
it?

(CONTINUED)

67.

CONTINUED: (11)

DOROTHY

Look! He's rusted again. Oh, give me
the oil can -- quick! Oh-oh, quick!

SCARECROW

Yes -- there --

DOROTHY

Oh -- here quick -- oh! - we'll oil him
up.

MCS -- Images of Tin Man -- Dorothy -- Scarecrow and Lion in
Crystal -- CAMERA TRUCKS back showing Witch and Nikko looking
into Crystal -- The Witch reacts -- speaks -- the images fade
from Crystal --

SCARECROW

-- A hot water bottle would be good if we
had one.

DOROTHY

Oh, he's been crying! Why have you been --

WITCH

Curse it! Curse it! Somebody always
helps that girl! But shoes or no shoes,
I'm still great enough to conquer her.
And woe to those who try to stop me!

LAP DISSOLVE TO:

LS -- Dorothy -- Lion -- Scarecrow and Tin Man on hill in
Poppy Field -- Dorothy speaks -- all react to voices singing -
- The four of them come forward down hill --

DOROTHY

Come on -- let's get out of here! Look --
Emerald City is closer and prettier than
ever!

VOICES o.s. You're out of the woods You're out of the dark
You're out of the night Step into the sun Step into the light
Keep straight ahead for....

LAP DISSOLVE TO:

MLS -- Dorothy -- Lion -- Scarecrow and Tin Man arm in arm
tramping to right -- CAMERA TRUCKS right --

(CONTINUED)

68.

CONTINUED: (12)

VOICES

(sing)

...The most glorious place --

LAP DISSOLVE TO:

MS -- Int. Tower Room -- The Witch gestures with broomstick --
CAMERA PANS left -- then right as she runs around to window --
stands on sill -- speaks -- then flies out --

WITCH

To the Emerald City -- as fast as
lightning!

ELS -- The Witch flying on broomstick -- CAMERA PANS as she
circles tower -- then flies out left --

LAP DISSOLVE TO:

LS -- Gate to Emerald City -- Dorothy -- Lion -- Tin Man and
Scarecrow enter left f.g. -- skip to b.g. to gate --

VOICES

(sing)

-- Of the earth or the sky Hold onto your
breath Hold onto your heart Hold onto
your hope -- March up to the gate And bid
it open --- open --- open.

MS -- Dorothy -- Tin Man -- Lion and Scarecrow at gate --
they ring the bell -- CU -- Doorman pops head thru little
window in door -- looks down o.s. -- speaks --

DOORMAN

Who rang that bell?

MS -- Dorothy and group at gate -- Doorman at window -- he
speaks to the group -- they look around --

DOROTHY AND OTHERS

We did.

DOORMAN

Can't you read?

SCARECROW

Read what?

DOORMAN

The notice!

DOROTHY AND SCARECROW

What notice?

DOORMAN

It's on the door -- as plain as the nose
on my face! It -- Oh -- CU -- Doorman
reacts -- starts out --

MS -- Dorothy and group at door -- Doorman disappears -- re-
enters -- hangs sign on door -- then exits -- closing window -
- Dorothy and others read sign -- Dorothy knocks on door --
Doorman re-enters -- speaks to them --

DOROTHY AND OTHERS

"Bell out of order. Please knock."

DOORMAN

Well, that's more like it. Now, state
your business!

DOROTHY AND OTHERS

We want to see the Wizard.

DOORMAN

Ooooh! The Wizard? But nobody can see
the Great Oz! Nobody's ever seen the
Great Oz! Even I've never seen him!

DOROTHY

Well, then -- how do you know there is
one? CU -- Doorman speaks -- reacts --
starts out --

DOORMAN

Because he -- I -- Oh, you're wasting my
time!

DOROTHY o.s. Oh, please! Please.... CS -- Dorothy -- Tin Man
and Lion -- Dorothy speaks

DOROTHY

...sir. I've got to see the Wizard! The
Good Witch of the North sent me! CU --
Doorman looks o.s. -- speaks --

DOORMAN

Prove it.

MS -- Dorothy and Group at door -- Doorman at little window
of door -- looks down at them --

(CONTINUED)

70.

CONTINUED:

SCARECROW

She's wearing the ruby slippers she gave
her.

CU -- Ruby slippers on Dorothy's feet -- DOORMAN o.s. Oh....
CU -- Doorman speaks and gestures --

DOORMAN

...so she is! Well, bust my buttons!
Why didn't you say that in the.... CS --
Dorothy -- Tin Man and Lion smiling --
DOORMAN o.s.

...first place? That's a horse.... CU -- Doorman looks down
o.s. -- speaks -- exits -- closing window --

DOORMAN

...of a different color! Come on in!

LS -- Dorothy and Group at gate as it opens -- People moving
about on street of Oz in b.g. -- Cabby drives in from right --
CAMERA TRUCKS forward -- Dorothy and group go to cab --

CABBY

Cabby! Cabby! Just what you're looking
for! Take you any place in the City, we
does.

MLS -- Cabby on seat of cab -- Dorothy and Group standing
alongside -- CAMERA TRUCKS forward on Cabby --

DOROTHY

Well, would you take us to see the
Wizard?

CABBY

The Wizard? The Wizard? I -- can't --
Well -- Yes, of course. But first I'll
take you to a little place where you
can....

MCS -- Dorothy -- Lion -- Tin Man and Scarecrow -- CAMERA

PULLS back as they climb into cab -- Dorothy looks at horse -- reacts -- speaks to Cabby -- CAMERA TRUCKS back as Cabby drives forward -- singing -- people wave to Cabby -- CABBY o.s. ...tidy up a bit -- what?

DOROTHY

Oh, thank you so much. We've been gone such a long time, and we feel so mess -- What kind of a horse is that? I've never seen a horse like that before!

(CONTINUED)

71.

CONTINUED: (2)

CABBY

No -- and never will again, I fancy.
There's only one of him, and he's it.
He's the Horse of a Different Color,
you've heard tell about.

(sings)

Ha -- ha -- ha --

Ho -- ho -- ho -- And a couple of tra -- la -- las. That's how we laugh the day away In the Merry Old Land of Oz. Bzz -- bzz -- bzz -- Chirp -- Chirp -- Chirp -- And a couple of la -- di.... LS -- Cabby -- Dorothy and group riding thru street of Oz -- people gather around -- wave --

CABBY

(sings)

...das --

That's how the crickets crick all day In the Merry Old Land of Oz! We get up at twelve.... MCS -- Cabby driving cab as he sings -- Dorothy -- Lion and others in cab -- crowd following --

CABBY

(sings)

...And start to work at one Take an hour
for lunch....

LS -- Cab moving to right thru Street of Oz -- Crowd following -- CAMERA PANS right -- Cab stops -- Dorothy and others get out -- CAMERA TRUCKS forward as they exit into building -- sign above door reads: WASH & BRUSH

UP CO. --

CABBY

(sings)
...And then at two we're done Jolly good
fun!

Ha -- ha -- ha -- Ho -- ho -- ho -- And a couple of tra -- la
-- las. That's how we laugh the day away In the Merry Old
Land of Oz! Ha -- ha -- ha -- Ho -- ho -- ho -- Ha -- ha --
ha -- ha -- That's how we laugh the day away With a ho -- ho --
- ho Ha -- ha -- ha In the Merry Old Land of Oz! MLS -- Three
Masseurs filling the Scarecrow with new straw -- they sing as
they work -- CAMERA TRUCKS back to left showing men polishing
the Tin Man -- they sing -- CAMERA TRUCKS back showing girls
doing Dorothy's hair -- they sing -- CAMERA PANS left showing
girls clipping the Lion -- all sing -- Dorothy -- Tin Man and
Scarecrow -- Lion rises -- the Four of them start out --
CAMERA PANS left --

(CONTINUED)

72.

CONTINUED:

MASSEURS

(sing)
Pat, pat here,

Pat, pat there, And a couple of brand new strawz. That's how
we keep you young and fair In the Merry Old Land of Oz.

POLISHERS

(sing)
Rub, rub here,

Rub, rub there, And whether you're tin or brahz. That's how
we keep you in repair In the Merry Old Land of Oz!

MASSEUSE

(sings)
We can make a dimpled smile out of a
frown --

DOROTHY

(sings)
Can you even dye my eyes to match my
gown?

MASSEUSE

Uh-huh.

DOROTHY

Jolly old town!

MANICURISTS

(sing)
Clip, clip here,

Clip, clip there. We give the roughest clawz

LION

That certain air of savoir faire In the
Merry Old Land of Oz!

SCARECROW

Ha -- ha -- ha --

TIN MAN

Ho -- ho --ho

DOROTHY

Ho -- ho --ho -- ho

LION

Hah!

(CONTINUED)

73.

CONTINUED: (2)

ALL

(sing)
That's how we laugh the day away In the
Merry Old Land of Oz! That's how we
laugh....

LS -- Dorothy and Group come out into Street -- all singing --
CAMERA TRUCKS back as they start forward -- Dorothy looks up
to sky -- reacts --

ALL

(sing) ...the day away -- Ha --
ha -- ha -- (etc.)
In the Merry Old Land of Oz! Ha -- ha --
ha --

Ho -- Ho - ho -- MS -- Tin Man -- Scarecrow -- Dorothy and
Lion -- crowd in b.g. -- all looking up to sky -- they react -

-

LION

Who's her? Who's her?

DOROTHY

It's the Witch! She's followed us here!

TIN MAN

Can't that female take no for an answer?

DOROTHY

Oh --

CUE VOICE

S-u-r-r-e-n-d-e-r- Dorothy or die! W. W.
W. CS -- Two Oz women looking up to sky --

OZ WOMAN

Dorothy? Who's Dorothy?

MCS -- Two Oz Women run to right -- CAMERA PANS --

OZ WOMAN

The Wizard will explain it! CS -- Man and
Woman looking up to the sky --

MAN

To the Wizard!

MCS- Oz Man speaks -- others run thru in b.g. --

MAN

To the Wizard!

(CONTINUED)

74.

CONTINUED: (3)

MS -- Tin Man -- Scarecrow -- Dorothy and Lion react --

DOROTHY

Dear, whatever shall we do?

SCARECROW

Well, we'd better hurry if we're going to
see the Wizard!

LS -- Dorothy and group run out at right -- crowd following --

LAP DISSOLVE TO:

LS -- Crowd of Townsfolk moving thru Street of Oz - CAMERA TRUCKS back -- LS -- Crowd moving to b.g. to steps of Palace -
- Guard on steps -- speaks and gestures --

GUARD

Here -- here -- here -- wait a minute!
Wait a minute! Stop - stop - stop! It's
all right!

MS - Guard speaks and gestures -- CAMERA TRUCKS forward

GUARD

Every -- It's all right! Everything is
all right! The Great and Powerful Oz has
got matters well in hand - I hope -- So
you can all go....

LS -- Crowd in street in front of Palace -- Guard in f.g. --
speaks to them --

GUARD

...home -- and there's nothing to worry
about.

MLS -- Dorothy -- Tin Man -- Scarecrow and Lion making their
way thru crowd -- CAMERA PANS them to right to Guard on steps
-- GUARD o.s. Get out of here now -- go on! Go on home -- I -
I -- go home. MS -- Dorothy -- Tin Man -- Scarecrow and Lion -
- Camera shooting past Guard at right f.g. --

DOROTHY

If you please, sir. We want to see the
Wizard right away -- all four of us.

MS -- Guard -- Camera shooting past Dorothy and Group in f.g.
--

GUARD

Orders are -- nobody can see the Great
Oz! Not nobody -- not nohow!

(CONTINUED)

75.

CONTINUED: (4)

MS - Dorothy and Group - Camera past Guard at sight f.g. -

DOROTHY

Oh, but we must!

MS - Guard - Camera past Dorothy and Group in b.g. - Guard speaks and gestures -

GUARD

Orders are - not nobody! Not nohow!

MS - Dorothy and group - Camera past Guard at right -

GUARD

He's in conference with himself on account of this....

CS - Guard - Camera shooting past Dorothy -

GUARD

...trouble with the Witch. And even if he
wasn't you wouldn't have been able to see
him anyway on account of nobody has - not
even us in the Palace!

MS - Dorothy - Tin Man - Scarecrow and Lion - Camera shooting past Guard at right -

DOROTHY

Oh, but -- but please. It's very important.

LION

And -- and I got a permanent just for the occasion.

GUARD

Not nobody! Not.... CU - Horn inside of Guard's cape - GUARD o.s.

...nohow! CS - Guard - Camera shooting past Dorothy -

GUARD

Pardon me. We've gotta change the guards.

MS - Guard - Camera shooting past Dorothy and Group - CAMERA PANS right as Guard crosses to Sentry house - sentry house revolves - CS - Guard in Sentry House - turns fake mustache upside down - MLS - Guard steps out of Sentry house - CAMERA PANS left as he comes forward to Dorothy and Group - CAMERA TRUCKS forward -

CONTINUED: (5)

GUARD

Now - what do you want?

DOROTHY AND OTHERS

We want to see the Wizard.

GUARD

Not nobody! Not....

MLS -- Dorothy and Group at left -- Guard at right --

GUARD

...nohow!

TIN MAN

That's what the other man said.

SCARECROW

But she's Dorothy!

CS -- Guard reacts -- speaks -- Camera past Dorothy and Scarecrow in f.g. --

GUARD

The Witch's Dorothy? Well -- that makes a difference. Just wait here -- I'll announce you at once.

MS -- Guard shoulders his sword - CAMERA PANS him to right -- he exits into Palace -- At the Palace Gates -- MCS -- Tin Man, Dorothy, Scarecrow and the Lion as they look o.s. to right, react -- they speak -- the Lion moves away from them and steps up on the terraced garden -- CAMERA BOOMS forward to left -- he starts to sing --

SCARECROW

Did you hear that? He'll announce us at once! I've as good as got my brain!

TIN MAN

I can fairly hear my heart beating!

DOROTHY

I'll be home in time for supper!

LION

In another hour, I'll be King of the
Forest. Long Live the King!

(sings)

If....

CS -- The Lion sings --

(CONTINUED)

77.

CONTINUED:

LION

(sings)

...I were King of the Forest, Not Queen,
not Duke, not Prince....

MLS -- The Scarecrow, Dorothy and Tin Man group about in
front of the Lion as he sings --

LION

(sings)

My regal robes of the forest.... CS --
Lion sings -- gestures --

LION

(sings)

Would be satin, and not cotton, and not
chintz.

I'd command each thing, be it fish or fowl. MCU -- Lion sings
--

LION

(sings)

With a woof and a woof, and a royal
growl. As....

MLS -- Scarecrow, Dorothy and Tin Man listening to the Lion --

LION

(sings)

...I'd click my heel All the trees would
kneel And the mountains bow And the bulls
kowtow MCU -- Lion -- gestures, grimaces
and sings --

LION

(sings)

And the sparrow would take wing 'F --

I...'f -- I...were King!

MS - The Guard opens the peep window of the doors and looks o.s. to f.g. - reacts to the song - CAMERA TRUCKS forward on him - LION o.s. (sings) Each rabbit would show respect to me. The chipmunks... MCS -- Lion continues with song -- gestures magnificently as he concludes--

LION

(sings)
...genuflect to me. Though my tail would
lash I would show compash For every
underling. 'F -- I...'f -- I --- were
King Just King!....

(CONTINUED)

78.

CONTINUED: (2)

MS - Lion standing in left f.g. as he finishes song - Scarecrow, Dorothy and Tin Man in front of him - they bow, then dance about as they sing - then kneel down -

ALL

(sing)
Each rabbit would show respect to him The
chipmunks genuflect to him

SCARECROW

And his wife would be Queen of the May.
MCS - Lion -

LION

I'd be monarch of all I survey....

LS - Scarecrow, Dorothy and Tin Man bow -- then a carpet is rolled down in front of the Lion -- all come forward as the CAMERA PULLS back -- Dorothy acts as flower girl -- they come forward to royal robe -- it is placed on the Lion, as they turn about, then start back to the throne -- the Tin Man crowns the Lion with a half of a flower pot --

LION

(sings)
Monarch of all I survey.... MCU -- Lion
sings -- laughs -- speaks --

LION

(sings)

Mah -- hah -- hah -- hah -- hah -- hah --
hah -- hah -- hah -- ha-narch!
(laughs)
Of all I survey!

MLS -- Scarecrow, Dorothy and Tin Man bow before the Lion as he concludes -- Dorothy kneels, speaks -- Lion moves down from the terrace garden and comes forward as the others question him -- CAMERA TRUCKS back to right with them -- Lion starts up the Palace steps --

DOROTHY

Your Majesty, if you were king You
wouldn't be afraid of anything?

LION

Not nobody, not nohow!

TIN MAN

Not even a rhinoceros?

LION

Imposserous!

(CONTINUED)

79.

CONTINUED: (3)

DOROTHY

How about a hippopotamus?

LION

Why, I'd thrash him from top to
bottomamus!

DOROTHY

Supposin' you met an elephant?

LION

I'd wrap him up in cellophant!

SCARECROW

What if it were a brontosaurus?

LION

I'd show him who was King of the Fores'!

ALL

How?

LION

How?

MCU -- Lion explains --

LION

Courage!

What makes a King out of a slave? Courage! MLS -- Lion explains to Scarecrow, Tin Man and Dorothy

LION

What makes the flag on the mast to wave?
Courage!

CU - The Guard sticks his head out of the peep window in the gates - looks o.s. to f.g. - CAMERA TRUCKS forward on him - LION o.s. What makes the elephant charge his tusk In the misty.... MCU -- Lion --

LION

...mist, or the dusky dusk? What makes
the muskrat guard his musk? Courage!

MLS -- Scarecrow, Tin Man and Dorothy listening to the Lion --

LION

What makes the sphinx the seventh wonder?
Courage!

(CONTINUED)

80.

CONTINUED: (4)

What makes the dawn come up like thunder? Courage! What makes the Hottentot so hot? What puts the "ape" in apricot? What have they got that I ain't got? MCS -- Shooting past the Lion to the Scarecrow, Dorothy and Tin Man -- they all speak --

ALL

Courage!

MCU -- Lion speaks, then reacts --

LION

You can say that again! Hah. Huh!?

MS -- Tin Man, Dorothy and Scarecrow standing in front of

Lion -- all react as the Guard comes forward from b.g. -- roars at them -- then enters the palace -- CAMERA TRUCKS forward as Dorothy begins to cry -- the others try to comfort her --

GUARD

Go on home! The Wizard says go away!

ALL

Go away?

DOROTHY

Oh --

SCARECROW

Looks like we came a long way for nothing.

DOROTHY

Oh -- and I was so happy! I thought I was on my way home!

TIN MAN

Don't cry, Dorothy!

CU -- The Guard looks out through the peep window to o.s. f.g. - CAMERA TRUCKS forward -- TIN MAN o.s. We're going to get you to the Wizard. SCARECROW o.s. We certainly are! How? How are we? CS -- Tin Man, Lion and Scarecrow grouped about Dorothy - Lion and Scarecrow speak -- Dorothy speaks as she sobs --

LION

Would...would it do any good if I roared?

SCARECROW

Who at?

(CONTINUED)

81.

CONTINUED: (5)

LION

I don't know.

DOROTHY

Auntie Em was so good to me -- and I never appreciated it. Running away --

and hurting her feelings.

CU -- Dorothy sobs, then speaks to the others o.s. --

DOROTHY

Professor Marvel said she was sick. She
may be dying -- and -- and it's all my
fault!

CU -- The Guard, with streams of tears pouring down his
cheeks -- CU -- Dorothy sobbing --

DOROTHY

Oh, I'll never forgive myself! Never --
never -- never!

MS -- The Guard looking out window -- he sobs -- speaks --
CAMERA PULLS back to enter Dorothy and her three friends --
the Guard exits from the window -- Dorothy and the others
rise as the gates to palace open - a long corridor seen in
b.g. -- they start cautiously forward down it -- CAMERA
TRUCKS forward --

GUARD

Oh, oh -- please don't cry any more.
I'll get you into the Wizard somehow.
Come on. I had an Aunt Em myself once.

Int. Corridor -- MS -- CAMERA TRUCKS back ahead of the
Scarecrow, Lion, Dorothy and Tin Man as they come forward --
they stop at intervals, keep the Lion from running back --
then they tip-toe forward -- react to echo --

LION

Wait a minute, fellahs. I was just
thinkin'. I really don't want to see the
Wizard this much. I better wait for you
outside.

SCARECROW

What's the matter?

TIN MAN

Oh, he's just ascafed again.

(CONTINUED)

82.

CONTINUED: (6)

DOROTHY

Don't you know the Wizard's going to give you some courage?

LION

I'd be too scared to ask him for it.

DOROTHY

Oh, well, then -- we'll ask him for you.

LION

I'd sooner wait outside.

DOROTHY

But why? Why?

LION

Because I'm still scared!

DOROTHY

Oh, come on.

LION

Ohh!

SCARECROW

What happened?

LION

Somebody pulled my tail.

SCARECROW

Oh, you did it yourself!

LION

I -- Oh --

SCARECROW

Here -- Come on.

LION

What was that?

DOROTHY

Our echo.

OZ'S VOICE

Tap - tap - tap - tap - What was that - that - that? Our echo - echo - echo.

MLS - The Lion starts to bolt, but the others grab him -
Dorothy speaks as they face down corridor to b.g. - Voice of
Oz heard -

(CONTINUED)

83.

CONTINUED: (7)

DOROTHY

Oh, come on - come on! We'll soon find
the Wizard!

OZ'S VOICE

The Wizard - The Wizard - The Great and
Powerful Wizard of Oz - Oz - Oz-Oz - Oz -
Oz - Oz - Oz!

ELS -- Shooting down the corridor to the doors at the end --
they open as the voice of Oz booms out --

OZ'S VOICE

The Great Wizard of Oz. Come forward!

MS -- Scarecrow, Lion, Dorothy and Tin Man come forward - the
Lion speaks, hides his eyes --

LION

Tell me when it's over! Oh!

ELS -- The four move down the corridor to the b.g. -- LS --
Int. Throne Room -- The Four enter through door at left --
CAMERA PANS them right as they move toward center of room --
they react as they see the throne in the b.g. -- flame and
smoke belching forth from the throne --

LION

Oh! Look at that! Look at that! Oh --
Ohhhh -- I want to go home -- I want to
go home!

LS -- Throne -- fire and smoke issuing forth --

OZ'S VOICE

I am Oz, the Great and Powerful!

MLS -- The Four trembling and shaking with fear --

OZ'S VOICE

Who are you?

LS -- Throne --

OZ'S VOICE

Who are you?

MLS -- The Four react with fear -- the others shove Dorothy forward -- she comes forward, speaks --

DOROTHY

I -- If you please, I - I am Dorothy,

(CONTINUED)

84.

CONTINUED: (8)

MCU -- Dorothy -- speaks, looks back at the others --

DOROTHY

...the small and meek. We've come to ask
you --

ELS -- Throne -- flame and smoke pouring out --

OZ'S VOICE

Silence!

MCU -- Dorothy reacts, turns and runs back to the others --

MLS -- Dorothy returns to the other three -- speaks -

DOROTHY

Ohhh -- Jiminy Crickets! ELS -- Throne --

OZ'S VOICE

The Great and Powerful Oz knows why you
have come. Step forward,....

MLS -- The Four -- the Tin Man shakes, speaks - comes wobbling forward --

OZ'S VOICE

...Tin Man!

TIN MAN

Ohhhh -- it's me!

LS - Throne --

OZ'S VOICE

You dare to come to me for a heart, do

you? You clinking, clanking, clattering
collection of caliginous....

MCU -- Tin Man trembling with fear -- he speaks, then reacts
as the Voice booms out -- turns to run --

OZ'S VOICE

...junk!

TIN MAN

Ohhhh -- yes...yes, sir -- Y-Yes, your
Honor. You see, a while back, we were
walking down the Yellow Brick Road, and --

OZ'S VOICE

Quiet!

TIN MAN

Ohhhhhh!

(CONTINUED)

85.

CONTINUED: (9)

LS -- The Tin Man runs back to Dorothy, Lion and the
Scarecrow as flames pour from the throne in b.g. -- the Voice
speaks -- the Scarecrow almost collapses -- then moves
forward and salaams in front of the throne --

OZ'S VOICE

And you, Scarecrow, have the effrontery
to ask for a brain?

MLS -- Scarecrow kneeling in f.g. as the other three watch
from the b.g. -- he speaks -- salaams --

OZ'S VOICE

You billowing bale of bovine fodder!

SCARECROW

Y-Yes -- Yes, Your Honor -- I mean, Your
Excellency -- I -- I mean -- Your
Wizardry! LS -- Throne --

OZ'S VOICE

Enough!

MLS -- Scarecrow rises, runs back to Lion, Tin Man and
Dorothy --

OZ'S VOICE

...Uh -- And you,.... LS -- Throne --

OZ'S VOICE

...Lion!

MLS -- Scarecrow, Dorothy, Lion and Tin Man -- the Lion groans with fear as he comes slowly forward --

DOROTHY AND SCARECROW

Oh -- Oh -- Ohhhh! LS -- Throne -- MCU -- Lion tries to speak -- faints and falls back -- MLS -- The Lion falls to the floor -- Dorothy and the others run forward to him --

DOROTHY

Oh -- Oh -- Oh!....

MCS -- Scarecrow and Dorothy bending over Lion -- Dorothy reacts, turns and speaks as she looks toward the throne o.s. in f.g. --

DOROTHY

...You ought to be ashamed of yourself -- frightening him like that, when he came to you for help!

(CONTINUED)

86.

CONTINUED:

ELS -- Throne --

OZ'S VOICE

Silence!....

MLS -- The Four -- Dorothy and Scarecrow sit down as they react to Oz's Voice --

OZ'S VOICE

...Whippersnapper!

MLS -- Throne --

OZ'S VOICE

The beneficent Oz has every intention of granting....

MCS -- Scarecrow and Dorothy bending over Lion -- the Lion

revives, sits up, speaks -- Dorothy starts to pull him up --

OZ'S VOICE

...your requests!

LION

What's that? What'd he say?

DOROTHY

Oh -- Oh, come on.

LION

Huh? What'd he say?

MS -- Dorothy helps the Lion to his feet -- the four of them listen as Oz speaks --

OZ'S VOICE

But first, you must prove yourselves
worthy by performing a very small task.
LS -- Throne --

OZ'S VOICE

Bring me the broomstick of the Witch...

MS -- The Four, trembling with fear -- the Tin Man speaks --

OZ'S VOICE

...of the West.

TIN MAN

B-B-B-B-But if we do that, we'll have
to kill her to get it! LS -- Throne --

(CONTINUED)

87.

CONTINUED: (2)

OZ'S VOICE

Bring me her broomstick, and I'll grant
your requests.

MS - The trembling Four -- the Lion starts to speak --

OZ'S VOICE

Now, go!

LION

But -- but what if she kills us first?

OZ'S VOICE

... I

MLS -- Throne --

OZ'S VOICE

...said, -Go!

MS -- The Four -- the Lion jumps with fright -- LS -- The Four standing in front of the throne in b.g. -- CAMERA PANS left with the Lion as he runs out of the throne room and into the corridor -- ELS -- shooting down the length of the corridor -- the Lion comes running forward toward camera -- CAMERA PANS left with him as he dives through window to exit -
-

FADE OUT:

FADE IN -- TRUCKING SHOT of weird trees of the Haunted Forest -- PANS DOWN to sign post --

HAUNTED FOREST

WITCHES CASTLE

MILE

I'D TURN

BACK IF I

WERE YOU!

LAP DISSOLVE TO:

LS -- Dorothy -- Scarecrow -- Tin Man and Lion walking thru forest -- they walk forward -- CAMERA TRUCKS ahead of them -- they stop -- look at the sign post -- MCS -- Dorothy -- Scarecrow -- Lion and Tin Man looking at sign -- Lion reads -- nods -- turns to b.g.

(CONTINUED)

88.

CONTINUED:

-- Tin Man and Scarecrow stop him -- the others shake their head -- CAMERA TRUCKS back as they walk forward again -- Lion growling -- they react to noise o.s. --

LION

"I'd turn back if I were you."
(growls)

CS -- Two owls on limb of tree --

MS -- Dorothy -- Scarecrow -- Lion and Tin Man react -- Lion runs to b.g. -- Scarecrow and Tin Man catch him -- carry him forward -- he cries -- CS -- Two crows on limb of tree -- MS - Dorothy and group - they speak - Lion hands spray to Dorothy - Scarecrow takes the spray - throws it o.s. right -

TIN MAN

From now on, we're on enemy ground. You should have something to protect yourself with.

LION

She - she can have my Witch Remover.

DOROTHY

Does it work?

LION

No, but it's wonderful for threatening with.

DOROTHY

Oh --

SCARECROW

Oh, here - give me that thing! MLS -
Spray hits the ground - then vanishes -

MS - Dorothy and Group react - speak - net flies out of Lion's hand - all react -

SCARECROW

Oh, did - did you see that?

TIN MAN

Oh - look out.

SCARECROW

You know something? MCU -- Lion and Scarecrow --

SCARECROW

I believe they're spooks around here. MCU
-- Dorothy and Tin Man --

CONTINUED: (2)

TIN MAN

That's ridiculous! Spooks -- that's....
MCU -- Lion and Scarecrow -- TIN MAN o.s.

...silly.

LION

Don't you believe in spooks?

MS -- Dorothy and group -- Tin Man goes up out of scene --
others react --

TIN MAN

No. Why only -- Oh --

DOROTHY

Oh! Oh, Tin Man! Oh!

LS -- Dorothy -- Lion and Scarecrow watching Tin Man -- he
falls to ground in f.g. -- Dorothy and Scarecrow run forward -
- help him up --

DOROTHY

Oh -- Oh --

SCARECROW

Oh -- are you -- are you all right? CS --
Lion, his eyes closed tight -- speaks --

LION

I do believe in spooks, I do believe in
spooks. I do -- I do -- I do -- I do -- I
do -- I....

MS -- Image of Lion in Crystal -- Witch and Winged Monkeys
looking into crystal -- Image of Lion fades out -- CAMERA
PANS left as Witch runs around -- goes to Winged Monkeys --
she speaks to them -- CAMERA TRUCKS forward -- Winged Monkeys
fly out -- others flying thru in b.g. -- CAMERA TRUCKS back --

LION

...do believe in spooks. I do believe in
spooks! I do -- I do -- I do -- I do --
I do -- I do!

WITCH

(laughs)
You'll believe in more than that before
I've finished with you. Take your army
to the Haunted Forest, and bring me that
girl and her dog! Do what you like with
the others, but I want her alive and
unharmmed!

(MORE)

(CONTINUED)

90.

CONTINUED: (3)

WITCH (CONT'D)

They'll give you no trouble, I promise
you that. I've sent a little insect on
ahead to take the fight out of them.
Take special care of those ruby slippers.
I want those most of all. Now, fly!
Fly! Bring me that girl and her slippers!
Fly! Fly! Fly!

LAP DISSOLVE TO:

LS - Dorothy - Scarecrow - Tin Man and Lion walking forward
thru Haunted Forest - Lion yells - MCU - Lion growling -
Jitterbug on his nose - he looks down at it - speaks - CAMERA
TRUCKS back - Tin Man slaps the bug away -

LION

What's that? What's that? Take it away -
take it away - Take it away!
(cries)

TIN MAN

Hold still - hold still --

MLS - Scarecrow - Dorothy - Tin Man and Lion - Dorothy jumps
as Jitterbug bites her leg - Tin Man speaks - all start
forward - Tin Man yells - Dorothy takes bug off his neck -
Bug bites Scarecrow - he jumps in the air - falls to ground -
jumps up again - CAMERA PANS the Four to right - they react
to quivering trees and noise - CAMERA TRUCKS back - Dorothy
and others tremble and move about as they sing -

DOROTHY

Oh! Something bit me, too!

TIN MAN

Now come on - you're acting silly --
(yells)

SCARECROW

Oh, come on now - everybody --
(yells)

DOROTHY

(sings)
Did you just hear what I just heard?

LION

(sings)
That noise don't come from no ordinary
bird.

DOROTHY

It may be just a cricket Or a critter in
the trees.

(CONTINUED)

91.

CONTINUED: (4)

TIN MAN

It's giving me the jitters In the joints
around my knees.

CS - Scarecrow and Tin Man - CAMERA PANS to right to Lion and
Dorothy - each sing -

SCARECROW

Oh, I think I see a jijik And he's fuzzy
and he's furry I haven't got a brain But
I think I ought to worry!

TIN MAN

I haven't got a heart But I got a
palpitation.

LION

As Monarch of the Forest I don't like the
situation.

DOROTHY

Are you gonna stand around And let 'em
fill us full of horror?

LION

I'd like to roar 'em down -- But I think
I lost my roarer.

LS - Dorothy - Lion - Scarecrow and Tin Man running around -
the tree quivering - MS - Scarecrow - Tin Man - Lion and

Dorothy huddled together - looking o.s. -

TIN MAN

It's a whozis.

SCARECROW

It's a whozis?

LION

It's a whatzis.

TIN MAN

It's a whatzis?

LION

Whozat?

TIN MAN

Whozat?

SCARECROW

Whozat?

(CONTINUED)

92.

CONTINUED: (5)

MCS - Scarecrow - Tin Man - Lion and Dorothy - Dorothy steps forward - sings - CAMERA PANS right as she dances back near Lion -

DOROTHY

Whozat?

Who's that hiding In the tree top? It's that rascal The Jitter Bug. Should you catch him Buzzin' round you Keep away from The Jitter Bug! Oh, the bats.... MS - Scarecrow - Tin Man - Lion and Dorothy - Dorothy singing - CAMERA PANS - TRUCKS back as all dance -

DOROTHY

...and the bees

And the breeze in the trees Have a terrible, horrible buzz. But the bats and the bees And the breeze in the trees Couldn't do what the Jitter Bug does. So be careful Of that rascal Keep away from --

SCARECROW - TIN MAN AND LION

-- The Jitter Bug! Oh, The Jitter - Oh, the Bug Oh, the Jitter -

ALL

Bug-bug-a-bug-bug-bug-bug-a-boo!

MS - Lion runs over by tree - tree catches hold of Lion's tail - Scarecrow runs in - releases Lion - tree grabs Scarecrow - he finally gets free - CAMERA PANS left as Scarecrow runs over to Dorothy held by another tree - Tin Man starts to chop at tree - Limb of tree hits him over the head - Tin Man staggers - throws axe o.s. - Lion enters - CAMERA TRUCKS as the four dance -

ALL

In a twitter

In the throes

SCARECROW

Oh, the critter's

Got me dancin' on a thousand toes.

TIN MAN

Thar she blows!

(CONTINUED)

93.

CONTINUED:

LS - Dorothy and Group dancing - Trees of the forest moving in rhythm - MS - Lion and Tin Man dancing - CS - Lion and Tin Man dancing - LS - Tin Man - Lion - Dorothy and Scarecrow dancing - MLS - The Four dancing - ELS - The army of Winged Monkeys flying over Haunted Forest - MLS - Dorothy and Group dancing - look up o.s. - react - ELS -- The army of Winged Monkeys flying over Haunted Forest -- MLS -- Dorothy and Group react -- run to b.g.-- LS -- The Winged Monkeys fly down into forest -- CAMERA PANS RIGHT as they fly down near Dorothy and group running to b.g. -- LS -- The Winged Monkeys landing -- run out at right -- ELS -- Shooting down as the Winged Monkeys land -- Dorothy and group exit far b.g. -- LS - - The Winged Monkeys capturing the group -- Dorothy runs out right -- MLS -- The Winged Monkeys running after Dorothy -- CAMERA PANS right -- LS -- Dorothy runs forward -- two Winged

Monkeys after her -- they exit right f.g. -- MLS -- Tin Man swinging axe at the Winged monkeys --

TIN MAN

Go away now!

MLS -- Winged Monkeys tromping on the Scarecrow --

SCARECROW

Help! Help!

MS - Lion in center of group of monkeys - he doubles his fists - speaks - Monkey in tree hits him over the head with axe -

LION

Why, I'll -- Foul! Foul!

LS -- Two Winged Monkeys running to b.g. with Dorothy - they swoop up into the air -- exit upper b.g. -- MCS -- Toto runs forward -- looks up o.s. -- barks -- ELS -- Two Winged Monkeys carrying Dorothy -- Flying to right over haunted forest -- MCS -- Toto barking -- Winged Monkey picks him up -- CAMERA PANS right as he flies out with Toto -- ELS -- Army of Winged Monkeys flying to right over the Haunted Forest -- MLS -- The Winged Monkeys tearing Scarecrow apart -- Scarecrow yells -- the Winged Monkeys exit right -- Tin Man and Lion enter -- CAMERA TRUCKS forward on them as Lion and Tin Man try to put Scarecrow together --

SCARECROW

Help! Help! Help! Help! Help!

TIN MAN

Oh! Well, what happened to you?

(CONTINUED)

94.

CONTINUED: (2)

SCARECROW

They tore my legs off, and they threw them over there! Then they took my chest out, and they threw it over there!

TIN MAN

Well, that's you all over.

LION

They sure knocked the stuffings out of you, didn't they?

SCARECROW

Don't stand there talking! Put me together! We've got to find Dorothy!

TIN MAN

Now, let's see -- this goes -- Oh, I wish I were better at puzzles.

LION

Wait a minute. This is the left one. He walks bad enough already.

TIN MAN

Oh, poor Dorothy. We may never see her again.

SCARECROW

Who do you suppose they were? And where did they take her? A fine thing - to go to pieces at a time like this!

TIN MAN

Now, now, don't fret.

SCARECROW

Oh, dear, dear.

TIN MAN

We'll get you together!

LAP DISSOLVE TO:

CS -- Toto in Witch's lap -- CAMERA TRUCKS back -- Witch rises -- Nikko standing at right -- Witch puts Toto in basket -- Dorothy at left f.g. crying -- Witch turns to Dorothy -- speaks to her -- Nikko carries Toto to b.g. -- Dorothy goes over to Nikko --

WITCH

What a nice little dog! And you, my dear. What an unexpected pleasure!

(MORE)

(CONTINUED)

95.

CONTINUED: (3)

WITCH (CONT'D)

It's so kind of you to visit me in my
loneliness.

MCS -- Dorothy reacts -- turns -- speaks to Witch -- CAMERA
TRUCKS forward on them -- CAMERA PANS left as Witch crosses
to Nikko -- speaks to him --

DOROTHY

What are you going to do with my dog?
Give him back to me!

WITCH

All in good time, my little pretty -- all
in good time.

DOROTHY

Oh, please give me back my dog!

WITCH

Certainly -- certainly -- when you give
me those slippers.

DOROTHY

But the Good Witch of the North told me
not to.

WITCH

Very well! Throw that basket in the river
and drown him!

MLS -- Dorothy crying -- speaks to Witch -- then steps up on
step -- Witch looks down at slippers on Dorothy's feet --

DOROTHY

No! No -- no! Here -- you can have your
old slippers -- but give me back Toto.

WITCH

That's a good little girl. I knew you'd
see reason.

CS -- Slippers on Dorothy's feet -- the hands of the Witch
reach in -- begin to tremble -- CS -- Witch jumps back --
Dorothy reacts -- Witch looks at her -- hands --

WITCH

Ahh! Ah!

DOROTHY

I'm sorry. I didn't do it! Can I still
have my dog?

(CONTINUED)

96.

CONTINUED: (4)

WITCH

No! Fool, that I am! I should have remembered -- those slippers will never come off, as long as... CU -- Dorothy reacts -- speaks -- WITCH o.s.

...you're alive.

DOROTHY

What are you gonna do? CU - Witch looks up o.s. - speaks -

WITCH

What do you think I'm going to do? But that's not what's worrying me -- it's how to do it. These things must be done delicately....

CS -- Toto sticks his head out of basket -- WITCH o.s. ...or you hurt the spell. MS -- Witch and Dorothy -- Nikko standing by table in b.g. -- Toto jumps out of basket -- runs out door in b.g. -- Dorothy speaks to Toto -- Witch turns on Nikko -- he runs out in b.g. --

DOROTHY

Run, Toto, run!

WITCH

Catch him, you fool!

LS -- Toto running forward down steps -- Nikko after him -- CAMERA PANS down to left with Toto -- MS -- Dorothy at window -- looking down o.s. -- Witch comes forward to her -- MLS -- Toto runs forward over drawbridge as bridge starts up -- CS -- Toto on edge of drawbridge -- looks down o.s. -- MLS -- Toto on edge of drawbridge -- Guards run forward -- carrying spears -- Toto jumps -- (Guards yell) MS -- Toto jumps down among rocks -- DOROTHY o.s. Run, Toto, run! MLS -- Guards throwing spears o.s. -- all yelling -- MLS -- Toto running to b.g. -- spears fall around him -- Toto runs up among rocks in b.g. -- DOROTHY o.s. Run, Toto, run! MCU -- Dorothy crying -- speaks --

DOROTHY

He got away! He got away!

MCS -- Dorothy and Witch -- CAMERA TRUCKS forward on them -
Witch speaks to Dorothy -- CAMERA TRUCKS as Witch hurries to
b.g. --

WITCH

Ohhh! Which is more than you will! Drat
you and your dog!

(MORE)

(CONTINUED)

97.

CONTINUED: (5)

WITCH (CONT'D)

You've been more trouble to me than
you're worth, one way or another -- but
it'll soon be over now!

MCS -- Witch picks up huge hour glass -- turns it over --
speaks --

WITCH

Do you see that? That's how much longer
you've got to be alive! And it isn't....
CU -- Dorothy crying -- WITCH o.s.

...long, my pretty! It isn't long! CS -- Witch looks o.s. --
speaks -- CAMERA PANS as she runs to b.g. --

WITCH

I can't wait forever to get those shoes!
CU -- Dorothy crying -- exits left --

MS -- Dorothy -- CAMERA PANS her left -- she crosses -- looks
at hour glass -- CU -- Hour Glass-

LAP DISSOLVE TO:

ELS - Toto jumping down rocky edge of mountains - (Toto
barking)

LAP DISSOLVE TO:

MLS - Toto runs forward - looks o.s. - barks - exits left
f.g. - MS -- Ext. Haunted Forest -- the Lion and the Tin Man
put the Scarecrow back together -- they speak -- then react,
look off to right as they hear Toto barking o.s.

TIN MAN

There. Now, that's the best we can do

without any pins.

LION

Yeah --

SCARECROW

Oh, don't worry about me. I'm all right.
We must worry about Dorothy.

TIN MAN

But how can we find her? We don't even
know where she is. Look! There's....

LS -- Toto comes running forward through forest -- CAMERA
PANS him left to the Tin Man, Lion and Scarecrow -- TIN MAN
o.s. ...Toto! Where's he come from? CU -- Toto barks at the
three o.s. in f.g. -- CS -- Lion, Scarecrow and Tin Man
react, speak --

(CONTINUED)

98.

CONTINUED: (6)

SCARECROW

Why, don't you see? He's come to take
us....

MLS -- The Tin Man, Scarecrow and Lion react, rise -- Toto
barks, leads them as they run down trail to right b.g. --
CAMERA PANS with them --

SCARECROW

...to Dorothy!

TIN MAN

Oh --

SCARECROW

Come on, fellows!

LAP DISSOLVE TO:

Int. Tower Room -- Close on the hour glass on the table --
CAMERA PULLS back to reveal Dorothy standing by the table as
she watches the sand run through the glass -- she looks about
desperately --

LAP DISSOLVE TO:

ELS -- The Tin Man, Scarecrow and Lion making their way over

rocky hillside -- Toto barks as he waits for them

LAP DISSOLVE TO:

CU -- Toto makes his way over top of the rocks -- barks -- exits out to right -- MS -- The Lion, Tin Man and Scarecrow struggling up the rocks -- the Tin Man slips -- ELS -- The Tin Man slips off the side of the rocks -- hangs to the Lion's tail to keep from falling -- the Scarecrow tries to help him --

LION

Oh -- Oh -- Oh -- I....

MS -- the Tin Man hanging to Lion's tail -- they speak -- Scarecrow tries to get up to help them both --

LION

...I -- I -- I hope my strength holds out.

TIN MAN

I hope your tail holds out. Oh --

LAP DISSOLVE TO:

(CONTINUED)

99.

CONTINUED: (7)

CU - The Hour Glass - more sand in the bottom - MCS - In. Tower Room - Dorothy watching the hour glass - CAMERA PANS with her as she runs to the door, tries it - then runs to another door - finds that locked, also - CAMERA TRUCKS forward slightly as she sobs, then turns and comes slowly forward as the CAMERA PULLS back to left with her - she begins to sing - CAMERA PANS her right as she sits, sobbing, by the crystal of the Witch -

DOROTHY

(sings)

Someday, I'll wake and rub my eyes And in
that land beyond the skies You'll find me

CU -- Toto makes his way over the top of the rocks and exits out to right -- The Lion's head appears, followed by that of the Tin Man and Scarecrow -- they look o.s. to f.g. -- Lion points, speaks --

LION

What's that? What's that?

MCU -- Tin Man, Lion and Scarecrow peering over the rocks, they speak -- Lion reacts as he watches down o.s. to f.g. -- SCARECROW o.s. That's the castle of the Wicked Witch! Dorothy's in that awful place!

TIN MAN

Oh, I hate to think of her in there.
We've got to get her out.
(cries)

SCARECROW

Don't cry now. We haven't got the oil-can with us and you've been squeaking enough as it is.

LION

Who's them? Who's them?

ELS -- The Witch's Winkies marching about in the Castle Courtyard -- MCU -- Tin Man, Lion and Scarecrow peering over the rocks -- they speak -- the Lion tries to turn back, but others grab him, push him forward --

SCARECROW

I've got a plan how to get in there.

LION

Fine. He's got a plan

(CONTINUED)

100.

CONTINUED: (8)

SCARECROW

And you're going to lead us.

LION

Yeah. Me?

SCARECROW

Yes, you.

LION

I -- I -- I -- I -- gotta get her outta

there?

SCARECROW

That's right.

LION

All right, I'll go in there for Dorothy --
Wicked Witch or no Wicked Witch -- guards
or no guards -- I'll tear 'em apart.

(growls)

I may not come out alive, but I'm going
in there. There's only one thing I want
you fellows to do.

SCARECROW AND TIN MAN

What's that?

LION

Talk me out of it.

TIN MAN

No, you don't.

SCARECROW

Oh, no!

LION

No? Now, wait a minute.

TIN MAN

You don't neither --

SCARECROW

Up!

LION

Now...

LAP DISSOLVE TO:

(CONTINUED)

101.

CONTINUED:

CU -- Hour glass -- CS -- Int. Tower Room -- Dorothy sobbing
against the Witch's throne -- she cries out -- CAMERA PULLS
back to right to enter the crystal -- Auntie Em's image

appears as she calls for Dorothy -- Dorothy reacts, looks into the crystal -- Auntie Em fades out and the Witch fades in -- she mocks Dorothy -- CAMERA TRUCKS forward to CU of Witch, then UP TO LEFT to Dorothy as she draws away from the crystal -- sobs --

DOROTHY

I'm frightened, I'm frightened, Auntie Em
-- I'm frightened!

AUNTIE EM

Dorothy -- Dorothy -- where are you?
It's me -- it's Auntie Em. We're trying
to find you. Where are you?

DOROTHY

I -- I'm here in Oz, Auntie Em. I'm
locked up in the Witch's castle...and
I'm trying to get home to you, Auntie Em!
Oh, Auntie Em, don't go away! I'm
frightened! Come back! Come back!

WITCH

Auntie Em -- Auntie Em -- come back!
I'll give you Auntie Em, my pretty!
(laughs)

LAP DISSOLVE TO:

MS -- Lion, Scarecrow and Tin Man and Lion moving along among the rocks -- they stop -- CAMERA STARTS forward -- CU -- Toto barks -- MCS -- Scarecrow quiets Toto -- then CAMERA PANS up over the Scarecrow, Lion and Tin Man as three Winkie Guards appear over the rocks in b.g. -- CAMERA BOOMS back as they start forward toward the three, who are whispering together --

SCARECROW

Sssh -- Toto -- be quiet -- (etc.)

MCS -- Scarecrow, Lion and Tin Man whispering together -- the Lion looks around, sees the Winkies in back of them -- CAMERA BOOMS back as the Lion tries to speak -- but is speechless with fright -- the Guards jump forward, seize the three and they disappear behind the rocks -- legs and arms seen as they fight -- CU -- Hour Glass -- MLS- Int. Tower Room -- Dorothy trying to open one of the doors -- CAMERA TRUCKS forward -- MCS -- Tin Man, Scarecrow and Lion enter up from behind the rocks -- all are dressed in Winkie Guard uniforms - they speak -

(CONTINUED)

CONTINUED: (2)

SCARECROW

Whew! That wasn't my plan - but something happened, didn't it?

TIN MAN

You put up a great fight, Lion.

SCARECROW

Yeah --

TIN MAN

I don't know what we'd have done without you.

LION

Hah. I - I must have bitten you a couple of times.

MLS -- Winkie Guards marching about in the Castle courtyard --
MCS -- Lion, Tin Man and Scarecrow watching from the rocks --
they speak -- come forward behind the rocks as the CAMERA
TRUCKS back with them --

SCARECROW

Come on -- I've got another idea.

LION

Do -- do you think it'll be polite -- dropping in like this?

TIN MAN

Come on -- come on.

LS -- The Winkies marching into the castle -- the Tin Man, Lion and Scarecrow join the end of the line, the Lion in the rear -- as they march toward the castle, the Lion has trouble keeping his tail under the uniform -- CAMERA TRUCKS forward as they enter the castle, Toto following -- the drawbridge is pulled up -- LS - Int. Entrance Hall of Castle - camera shooting down from high set-up as the Winkies march into the hall - CAMERA BOOMS down on the file to Scarecrow, the Tin Man, and the Lion, who are at the end of the file CU - Hour Glass - MCS - Int. Tower Room - Dorothy seated on steps near the crystal - she sobs - Int. Hallway -- LS -- The Lion, Scarecrow and Tin Man duck back into a recess in the wall -- the rest of the Winkies continue on to exit --

TIN MAN

Where do we go now?

LION

Yeah.

(CONTINUED)

103.

CONTINUED: (3)

CS -- Toto barking on steps -- he turns, starts up them CS --
Lion, Tin Man and Scarecrow -- Scarecrow points o.s., speaks -
- he exits --

SCARECROW

There!

LS -- Toto runs up the stairs from the hall as the Lion,
Scarecrow and Tin Man run forward from b.g. and start up the
stairs after Toto -- Upper Hallway -- LS -- Toto runs in from
left -- CAMERA PANS right slightly as he runs to door and
starts to scratch at it -- the three rescuers enter -- CAMERA
TRUCKS forward as they speak --

SCARECROW

Wait! We'd better make sure. Dorothy,
are you in there?

MS -- Int. Tower Room -- Dorothy standing by window -- she
reacts to hearing Lion o.s. -- CAMERA PANS, TRUCKS with her
as she runs to the door -- yells -- LION o.s. It's us!

DOROTHY

Yes, it's me! She's locked me in!

MCS - Dorothy at door - she speaks to the others o.s. -

DOROTHY

Oh, I knew you'd get here in time!

MCS -- Int. Hallway -- The Lion speaks to Scarecrow and Tin
Man as they move excitedly about --

LION

Listen, fellows. It's her. We gotta get
her out! Open this door!

CS - Int. Tower Room - Dorothy standing by door - she reacts
as she hears the three outside the door - LION o.s. Open the

door! Open.... MCS - The three outside the door push about madly - then stop their efforts at the door as the Scarecrow and Tie Man bawl out the Lion - he pouts -

LION

...the door! Open the door! Open the door! Open the door! Open the door!

TIN MAN

Don't push!

SCARECROW

Stop pushing!

(CONTINUED)

104.

CONTINUED: (4)

LION

Oh - I was only trying to help. Ohhh!

CS -- Int. Tower Room -- Dorothy at door -- she pleads to the three on the outside -- looks o.s. to hour glass --

DOROTHY

Oh, hurry -- please hurry!

CU -- Hour Glass -- very little sand left in the top -- DOROTHY o.s. The hour glass is almost emp-.... CS -- Dorothy at door -- She speaks to those on other side --

DOROTHY

...ty!

TIN MAN o.s. Stand back! MS - Int. Hallway - The Lion, Tin Man and Scarecrow remove their Winkie outfits - Tin Man starts to chop in the door - CS -- Int. Room -- Dorothy steps back from the door as it is chopped in -- CAMERA PANS right -- MS -- Int. Hallway -- The Tin Man chopping the door down MCS - Int. Room -- Dorothy anxiously watching -- she looks at the hour glass o.s. -- CU -- Hour glass -- not much sand remaining -- MCS -- Dorothy reacts -- MLS - Int. Hallway - Scarecrow and Lion in f.g. watch as the Tin Man breaks the door in - MCS -- Int. Room -- Dorothy reacts, rushes to left - CAMERA PANS -- MLS -- Int. Hallway -- Dorothy rushes out the door of room -- greets the Tin Man, Lion, Scarecrow and Toto -- CAMERA TRUCKS forward -- they rush out to left -- PAN left --

DOROTHY

Oh -- Oh -- Oh! Toto -- Toto!

LION

Did they hurtcha?

DOROTHY

Lion, darling -- I knew you'd come!

TIN MAN

Dorothy!

DOROTHY

I knew you would!

SCARECROW

Hurry -- we've got no time to lose!

(CONTINUED)

105.

CONTINUED: (5)

Int. Entrance Hall -- camera shooting up from side of stairs --
- LS -- Dorothy, Lion, Tin Man, and Scarecrow enter at top of
stairs -- CAMERA PANS with them as they run down the stairs --
they rush toward the entrance, but the huge doors swing shut
in front of them -- MS -- The Four hammer at the door -- then
react, turn and look up to right f.g. as the Witch speaks
o.s. -- CAMERA TRUCKS forward --

DOROTHY

Oh!

WITCH o.s. Going so soon? I wouldn't.... CS -- Witch and
Nikko looking down from the top of stairs --

WITCH

...hear of it. Why, my little par-....

MCS -- Scarecrow, Tin Man, Dorothy and the Lion by the door --
WITCH o.s. ...ty's just beginning! MLS -- Witch and Nikko at
top of stairs -- she laughs -- CAMERA PANS down to reveal the
Winkies rushing into the entrance hall -- MCS -- Scarecrow,
Tin Man, Dorothy and Lion huddled by door -- the Lion speaks --
-

LION

Trapped! Trapped like mice -- er --
rats! MLS - The Winkies advancing -

MCS - The Four huddled by door - Tin Man speaks to Lion, who
tries to roar -

TIN MAN

Go ahead - do something! Roar! Roar!

MCS - The Winkie Guards advance with a menacing roar - MCS -
The Four huddled against door - the Lion reacts, speaks -

LION

What good'll it do us?

ELS -- Shooting down from the top of the hall, past the Witch
on landing in f.g. to the Winkies advancing to the four
huddled against the door -- the Winkies roar -- CS -- Witch
and Nikko looking down from the top of stairs -- she yells
down to her Winkies --

WITCH

That's right. Don't hurt them right away.
We'll let....

MCU - Dorothy backed against the door - Toto in her arms -
tears flowing down her cheeks - WITCH o.s. ...them think
about it a little, first!

(CONTINUED)

106.

CONTINUED: (6)

MS -- The Winkies growl as they shove out their spears CU --
Toto in Dorothy's arms -- he growls at the Winkies o.s. -- CU
-- Scarecrow looks up o.s. -- WITCH o.s. How does it feel....
MS -- What the Scarecrow sees: CAMERA PANS up along the rope
that holds the huge candelabra up over the hall -- WITCH o.s.
...my little visitor? CU -- Scarecrow looking about up o.s. --
CAMERA PANS, PULLS back as he steps over to where the rope is
fastened to the wall -- WITCH o.s. Can you imagine what I'm
going to do to you? MCS -- The Witch picks up the hour glass -
- hurls it down o.s. as she laughs -- ELS -- Full shot of the
entrance hall as the hour glass crashes to the floor below --
bursts into a cloud of flame and smoke -- LION o.s. Here we
go, boys! MCS- The Scarecrow seizes the Tin Man's axe and
chops the candelabra rope with it --

DOROTHY

Oh!

ELS -- High angle from above the candelabra as the huge chandelier crashes down on the Winkies below --

DOROTHY

Oh!

CS -- The Witch screams down to her Winkies --

WITCH

Seize....

MLS -- Shooting past the Winkies in the f.g. as they struggle under the candelabra to the Scarecrow, Lion, Tin Man and Dorothy as they run out of hall -- CAMERA PANS left -- WITCH o.s. ...them! Stop them, you fools! MLS -- The Witch rushes forward down the stairs -- yells at her Winkies -- CAMERA PANS her down the stairs, then she leads the Winkies out of the hall --

WITCH

They've gotten away! Stop them! Stop them!

Int. Corridor -- as the Witch and Winkies pass out of shot, Dorothy and her friends peer out from behind a recess, then run back into the hall as they exit left LS - The four rush back into the hall - CAMERA TRUCKS back to left - they look about - the Scarecrow speaks -

SCARECROW

It's no use trying the doors again! Which room is it?

(CONTINUED)

107.

CONTINUED: (7)

MLS - The Winkies running back through the corridor - MLS - Dorothy, Scarecrow, Lion, Tin Man react as they hear the Winkies approaching - CAMERA PANS left as they start up the stairs -

LION

They're coming back!

DOROTHY

Ohhh!

SCARECROW

Oh - upstairs, quickly!

TIN MAN

Go on!

MLS -- The Witch comes running back into the hall -- her Winkies right behind her -- she gives them orders -- the Guards separate --

WITCH

There they go! Ah -- now we've got them!
Half you go that way -- half you go that way!

ELS -- camera shooting up to the Lion, Tin Man and Scarecrow just disappearing at the top of stairs -- WITCH o.s. Hurry! Hurry! Go! MLS - The Witch hits her Guards with her broomstick in an effort to speed them up - CAMERA PANS left slightly as they rush up the stairs -

WITCH

Go! Go! (etc.)

ELS -- Ext. Battlements -- Scarecrow, Dorothy, Lion and Tin Man run down the steps from the tower in the b.g. -- they run along the battlement to exit left -- LS -- The Foursome running forward along battlement -- they stop -- yell -- then CAMERA BOOMS right with them as they run along toward second tower -- they stop, Dorothy screams --

LION

Where -- where do we go now?

SCARECROW

This way! Come on!

ELS -- A Group of Winkies coming out of the tower at the head of steps in b.g.

(CONTINUED)

108.

CONTINUED: (8)

-- they roar menacingly -- LS -- Scarecrow, Tin Man, Lion and Dorothy run along battlement to left as CAMERA BOOMS with them -- LS -- The other group of Winkies appears in the other

tower -- they mumble -- charge forward -- LS -- One Group of Winkies charges down the steps in the f.g. as we see the other group come forward along the battlement in b.g. -- CAMERA BOOMS to left -- LS -- In. Hall -- Scarecrow, Dorothy, Tin Man and the Lion rush down the hall to b.g. -- are confronted by Winkies -- Dorothy screams -- more Winkies rush in from left f.g., trapping the four -- MCS -- The Four -- they react as they look o.s. to f.g. -- Dorothy screams -- they turn, run back -- LS -- In. Tower -- The Four run to left as Winkies pour in from right -- to other Winkies enter from left -- Dorothy screams as they are captured -- CAMERA PANS right as they back up against the table in f.g. -- Winkies surround them -- MLS -- The Witch enters in b.g. -- comes forward to her Winkies in f.g. -- CAMERA PULLS back as she comes up to Scarecrow, Dorothy and the Tin Man -- she speaks to them --

WITCH

Well -- ring around the rosy -- a pocket full of spears! Thought you'd be pretty foxy, didn't you? Well, I'm going to start in on you right here - one after the other!

CS -- Tin Man, Dorothy and Scarecrow -- Lion hiding behind the Tin Man -- all tremble with fear -- WITCH o.s. And the last to go will see the first three go before her! And your mangy little dog, too! MCU -- Witch smiles as she looks up o.s. -- CAMERA PANS up as she holds her broom up to the torch on wall -- CS -- The Four react with fear -- MCU -- The broomstick catches fire -- CAMERA PANS down to the Witch as she lowers it -- speaks --

WITCH

How about a little fire, Scarecrow?

CS -- Lion, Tin Man, Dorothy and Scarecrow -- all react as the broom is thrust into the scene and catches the Scarecrow's arm on fire -- he shouts, Dorothy screams -- Dorothy picks up a bucket as the CAMERA PULLS back, throws the water on Scarecrow --

SCARECROW

No -- No -- No -- No!

DOROTHY

Ohh! OHH! OHH!

SCARECROW

Help! I'm burning! I'm burning! I'm burning! Help! Help! Help!

CONTINUED: (9)

MS -- Dorothy throwing water at Scarecrow -- some of it hits the Witch in the face -- Tin Man standing at left with the Lion --

SCARECROW

Help!

MCU -- The water hits the Witch in the face -- MS -- The Witch screams as the water hits her -- Tin Man, Lion, Dorothy and Scarecrow look at her -- MLS -- The Lion, Tin Man, Dorothy and Scarecrow watch the Witch as she screams and melts away -- camera shooting past Winkies in the f.g. -- the Witch curses as she disappears, finally only her cloak and hat remain on the floor -- her voice fades away --

WITCH

Ohhh -- you cursed brat! Look what you've done! I'm melting! Melting! Oh -
- what a world -- what a world! Who would have thought a good little girl like you could destroy my beautiful wickedness!?
Ohhh! Look out! Look out! I'm going.
Ohhhh! Ohhhhhh....

CS -- Lion, Tin Man, Dorothy and Scarecrow looking down o.s. amazed -- CS -- Shooting down to the Witch's cloak and hat smoldering on the floor -- Toto enters from left and sniffs at them -- CAMERA PULLS back slightly as Nikko enters, growls -- CS -- Leader of Winkies speaks to the Four o.s. in f.g. -- other Winkies in b.g. --

LEADER

She's....she's....dead! You've killed her!

CS -- Lion, Tin Man, Dorothy and Scarecrow react -- Dorothy speaks, points to the Scarecrow --

DOROTHY

I -- I didn't mean to kill her....really
I didn't! It's...it's just that he was on fire!

MLS -- The Four standing in front of the Winkies -- the Leader turns to the others and speaks -- the Winkies kneel as they hail Dorothy --

LEADER

Hail to Dorothy! The Wicked Witch is
dead!

(CONTINUED)

110.

CONTINUED: (10)

WINKIES

Hail! Hail to Dorothy -- The Wicked
Witch is dead!

CS - Dorothy, with Tin Man, Lion and Scarecrow in back of her
- she speaks -

DOROTHY

You mean, you're...you're all happy about
it?

CS - The Leader raises up his head - speaks to Dorothy o.s.
in f.g. - other Winkies in back of him -

LEADER

Very happy - now she won't be able to hit
us with a broom....

CS - Dorothy, with Lion, Tin Man and Scarecrow in back of her
- Dorothy turns to the Tin Man - LEADER o.s. ...anymore!

DOROTHY

The broom!

MLS -- The Leader gives the broom to Dorothy as the
Scarecrow, Lion and Tin Man react with joy -- CAMERA TRUCKS
forward as Dorothy speaks to them -- the Winkies speak --
they sing - Dorothy and her friends dance about, then exit
out to b.g. -

DOROTHY

May we have it?

LEADER

Please! And take it with you!

DOROTHY

Oh -- thank you so much! Now we can go

back to the Wizard and tell him the
Wicked Witch is dead!

LEADER

The Wicked Witch is dead!

ALL

The Wicked Witch is dead! The Wicked
Witch is dead!

Hail - Hail - the Witch is dead. Which old Witch? - the
Wicked Witch. Hail - Hail - the Wicked Witch is dead.

(CONTINUED)

111.

CONTINUED: (11)

Hail - Hail - the Witch is dead Which old Witch? - the Wicked
Witch....

LAP DISSOLVE TO:

ELS - In Emerald City - Streets are thronged with people -
the procession enters from b.g., led by a band -

ALL

(sing)

Hail - hail - the Wicked Witch is dead!

MLS - The Band marching along the crowded streets - they
turn, exit out to left f.g. -

ALL

(sing)

Ding Dong! The Witch is dead. Which old
Witch?

The Wicked Witch! Ding Dong! The Wicked Witch is dead! ELS -
The Procession comes forward through the crowded streets -
surrounded by flower girls are Dorothy, the Tin Man, Lion and
Scarecrow - the Scarecrow is carrying the Witch's broomstick -

ALL

(sing)

Wake up, you sleepy head Rub your eyes

Get out of bed Wake up, the Wicked Witch is dead! MS - CAMERA
TRUCKS back with the Tin Man, Lion, Dorothy and the Scarecrow

as they come forward through the singing crowds - they wave, smile, etc. -

ALL

(sing)

She's gone where the Goblins go Below --
below -- below! Yo ho, let's open....

LS - The Procession passes girls lined up in front of the palace - the four pass along in front of them at left - all wave greetings -

ALL

(sing)

...up and sing

And ring the bells out. Ding Dong! The merry-oh Sing it high Sing it.... ELS - Full shot of the area in front of Palace - the Procession files around in it to the right -

ALL

(sing)

...low.

(CONTINUED)

112.

CONTINUED: (12)

Let them know The Wicked Witch is dead! Ding Dong! The Witch is dead. Which old.... ELS - CAMERA BOOMS back to left with the Procession as it comes forward -

ALL

(sing)

...witch?

The Wicked Witch Ding Dong! The Wicked Witch is dead! ELS - CAMERA PANS right with the Procession as it marches toward the palace - CAMERA BOOMS around to one of the huge crystals as the Tin Man, Dorothy, Scarecrow and Lion enter through the palace gates -

ALL

(sing)

Wake up, you sleepy head. Rub your eyes -

Get out of bed. Wake up, the Wicked Witch is dead. She's gone where the Goblins go - Below - below - below. No ho, let's open up and sing And ring the bells out. Ding Dong! The merry-oh Sing it high --

LAP DISSOLVE TO:

Int. Throne room -- LS -- Throne -- Oz's voice booms out as the CAMERA PULLS back to reveal the Scarecrow, Dorothy, Lion and Tin Man standing in front of it --

OZ'S VOICE

Can I believe my eyes? Why....

MLS -- The Four trembling with fear -- CAMERA PULLS back as Dorothy comes forward with the broomstick and places it on the steps to throne -- she speaks --

OZ'S VOICE

...have you come back?

DOROTHY

Please, sir. We've done what you told us. We've brought you the broomstick of the Wicked Witch of the West. We melted her.

OZ'S VOICE

Oh

MLS -- Throne --

OZ'S VOICE

...you liquidated her, eh? Very....

(CONTINUED)

113.

CONTINUED: (13)

MS -- Dorothy smiling, with the Tin Man, Lion and the Scarecrow in back of her also looking pleased -- she speaks -- they react as Oz speaks --

OZ'S VOICE

...resourceful!

DOROTHY

Yes, sir. So we'd like you to keep your promise to us, if you please, sir.

OZ'S VOICE

Not so fast! Not.... MLS -- Throne --

OZ'S VOICE

...so fast! I'll have to give the matter a little thought. Go away and come back tomorrow!

MS -- Dorothy, with her three friends behind her -- she reacts, speaks -- the Tin Man and the Lion put in a word for her --

DOROTHY

Tomorrow? Oh, but I want to go home now.

TIN MAN

You've had plenty of time already!

LION

Yeah!

MLS -- Throne --

OZ'S VOICE

Do not arouse the wrath....

MCU -- Toto at Dorothy's feet -- CAMERA PANS right with him as he runs to a curtain that hangs near the throne steps --

OZ'S VOICE

...of the Great and Powerful Oz! I said -
- come back tomorrow!

MS -- The Four -- Dorothy speaks as she looks o.s. to right f.g. -- CAMERA PULLS back to right to enter the curtain where Toto ran in the b.g. -- it shakes as Toto starts to pull it back --

DOROTHY

If you were really great and powerful,
you'd keep your promises!

(CONTINUED)

114.

CONTINUED: (14)

OZ'S VOICE

Do you presume to criticize the....

MLS -- Toto pulls back the curtain to reveal the Wizard at the controls of the throne apparatus -- his back to the camera

OZ'S VOICE

...Great Oz? You ungrateful creatures!

MLS -- The Four react with fear -- Scarecrow looks o.s. to right -- points for Dorothy --

OZ'S VOICE

Think yourselves lucky that I'm....

LS -- Shooting past the Four at left to the Wizard at the controls of the throne apparatus -- the Four react as they see him after Dorothy calls their attention to him --

OZ'S VOICE

...giving you audience tomorrow, instead of....

MS -- The Wizard at the controls -- his back to camera -- he speaks into the microphone -- he turns, looks o.s. to f.g. and sees that the curtain is gone -- reacts and turns back to the controls --

OZ'S VOICE

...twenty years from now. Oh -- oh oh!
The Great Oz has spoken! Oh -- Oh ---
....

LS -- Shooting past the Four at left to the Wizard as he pulls back the curtain --

OZ'S VOICE

... Oh Oh

MS - The Wizard peers out from behind the curtain - MS - Tin Man, Lion, Dorothy and Scarecrow react as they look at the Wizard o.s. to right - Dorothy speaks

DOROTHY

Who are you?

MCU - The Wizard peering out from curtain - he ducks back out of sight and his voice booms out again -

OZ'S VOICE

Oh - I - Pay no....

(CONTINUED)

115.

CONTINUED: (15)

LS -- Shooting past the Four at left to the Curtain in b.g. --
Dorothy goes over to it and starts to pull it aside --

OZ'S VOICE

...attention to that man behind the
curtain. Go - before I lose my temper!
The Great and Powerful ---....

MCS -- Dorothy pulls back the curtain to reveal the Wizard at
the controls -- he reacts as he sees Dorothy -- Dorothy
questions him -- the Wizard starts to speak into the
microphone -- then turns weakly back to Dorothy -- CAMERA
PULLS back slightly as the Lion, Scarecrow and Tin Man enter
and stand behind Dorothy --

OZ'S VOICE

... -- Oz -- has spoken!

DOROTHY

Who are you?

OZ'S VOICE

Well, I -- I -- I am the Great and
Powerful -- Wizard of Oz.

DOROTHY

You are?

WIZARD

Uhhhh -- yes...

DOROTHY

I don't believe you!

WIZARD

No, I'm afraid it's true. There's no
other Wizard except me.

MCS -- Dorothy and her three friends react -- Camera shooting
past the Wizard at left -- the Scarecrow and Lion speak
angrily --

SCARECROW

You humbug!

LION

Yeah!

CS -- Wizard -- shooting past Dorothy, the Lion and Scarecrow
-- the Wizard speaks --

(CONTINUED)

116.

CONTINUED: (16)

WIZARD

Yes-s-s -- that...that's exactly so. I'm
a humbug!

DOROTHY

Oh

MCU -- Dorothy -- Tin Man and Scarecrow behind her --

DOROTHY

...you're a very bad man! MCU -- The
Wizard reacts, speaks humbly --

WIZARD

Oh, no, my dear -- I'm -- I'm a very good
man. I'm just a very bad Wizard.

MCU - Scarecrow and Dorothy - Scarecrow threatens the Wizard
o.s. -

SCARECROW

You'd better be good enough to send
Dorothy back to Kansas!

CS - Wizard - shooting past Lion, Dorothy and Scarecrow in
f.g. -

WIZARD

Uh - now, please don't be angry with me.
I'll - I'll do anything you say, only...
only if you don't shout at me. It makes
me nervous!

SCARECROW

It makes you nervous?

WIZARD

Yes.

MCS -- Tin Man, Scarecrow, Dorothy and Lion -- shooting past
the Wizard in left f.g.

SCARECROW

What about us?

WIZARD

Well, I --

SCARECROW

What about the heart that you promised
Tin Man --?

(CONTINUED)

117.

CONTINUED: (17)

WIZARD

Well, I --

SCARECROW

-- And the courage that you promised
Cowardly Lion?

WIZARD

Well, I --

TIN MAN AND LION

And Scarecrow's brain? CS - Wizard - shooting past Lion,
Dorothy and Scarecrow in f.g. -

WIZARD

Well, I-- but you've got them. You've
had them all the...

MCS- Tin Man, Scarecrow, Dorothy and Lion - shooting past the
Wizard in left f.g. - the four react, speak together - the
Scarecrow moves around to the Wizard -

WIZARD

...time!

ALL TOGETHER

Oh, no we haven't!

TIN MAN

You don't get around us that easy!

LION

Not nohow!

WIZARD

Well --

SCARECROW

You promised us real things -- a real...

CS - Wizard - shooting past the Scarecrow at right - the Wizard reacts to their demands - starts to speak -

SCARECROW

...brain!

TIN MAN o.s. A real heart!

LION

Real courage. That's what we want.

(CONTINUED)

118.

CONTINUED:

WIZARD

You do? boys, you're aiming low. You not only surprise, but you grieve me.

MS -- The Wizard speaks to Tin Man, Dorothy, Lion and the Scarecrow -- the Wizard becomes eloquent -- steps closer to the Scarecrow --

WIZARD

Why, anybody can have a brain. That's a very mediocre commodity. Every pusillanimous creature that crawls on the earth -- or slinks through slimy seas has a brain!

MCU -- Wizard -- shooting past the Scarecrow at right --

WIZARD

From the rock-bound coast of Maine to the Sun.... oh - oh, no -- -- ah - Well, be that as it may. Back where I come from we have universities, seats of great learning -- where men go to become great thinkers. And when they come out, they think deep thoughts -- and with no more brains than you have.... But! They have

one thing you haven't got! A diploma!

MS -- The Wizard reaches back and obtains several diplomas -- selecting one and presents it to the Scarecrow as Dorothy, Tin Man and the Lion look on --

WIZARD

Therefore, by virtue of the authority vested in me by the Universitatus Committeatum e plurbis unum, I hereby confer upon you the honorary degree of Th.D.

SCARECROW

Th.D.?

MCU -- Wizard -- shooting past the Scarecrow at right --

WIZARD

Yeah -- that...that's Dr. of Thinkology!

CU -- The Scarecrow recites the Pythagoras Theorem -- reacts with joy --

(CONTINUED)

119.

CONTINUED: (2)

SCARECROW

The sum of the square roots of any two sides of an isosceles triangle is equal to the square root of the remaining side. Oh joy, rapture! I've got a brain!

MCS -- Wizard, Scarecrow, Dorothy, Tin Man and Lion -- the Scarecrow thanks the Wizard -- Wizard takes the Lion and leads him forward -- CAMERA TRUCKS back and PANS right -- the others follow -- the Wizard pauses on the throne steps -- opens a door and takes out a black bag -- takes a medal from the bag --

SCARECROW

How can I ever thank you enough?

WIZARD

Well, you can't. As for you, my fine friend -- you're a victim of disorganized

thinking. You are under the unfortunate delusion that simply because you run away from danger, you have no courage. You're confusing courage with wisdom. Back where I come from, we have men who are called heroes. Once a year, they take their fortitude out of mothballs and parade it down the main street of the city. And they have no more courage than you have. But! They have one thing that you haven't got! A medal! Therefore -- for meritorious....

MCU -- Lion -- shooting past the Wizard in the f.g. as he presents the medal to the beaming Lion --

WIZARD

...conduct, extraordinary valor,
conspicuous bravery against wicked
witches, I award you the Triple Cross.

MS -- Scarecrow, Tin Man and Dorothy watching as the Wizard presents the medal to the Lion --

WIZARD

You are now a member of the Legion of
Courage!

MCU -- The Wizard leans forward and kisses the Lion -- the
Lion reacts, speaks --

LION

Oh -- Oh -- shucks, folks, I'm
speechless!

(CONTINUED)

120.

CONTINUED: (3)

MS -- Dorothy, Tin Man, Scarecrow watch the Lion as he beams with joy over his new medal -- the Wizard turns to the Tin Man -- speaks to him --

WIZARD

As for you, my galvanized friend, you want a heart! You don't know how lucky you are not to have one. Hearts will never be practical until they can be made unbreakable. I could have been a world figure, a power among men, a - a

successful wizard, had I not been
obstructed by a heart.

TIN MAN

But I still want one.

WIZARD

Yes --

MCU -- Wizard -- shooting past the Tin Man in left f.g.

WIZARD

...back where I come from there are men
who do nothing all day but good deeds.
They are called phil...er -- er -- phil --
er, yes...good-deed-doers. And their
hearts are no bigger than yours. But!
They have one thing you haven't got! A
testimonial!

MCS -- The Tin Man waits as the Wizard bends down and gets a
heart-shaped watch from his black bag -- CAMERA TRUCKS
forward slightly as he presents it to the Tin Man as Dorothy,
Lion and Scarecrow look on --

WIZARD

Therefore, in consideration of your
kindness, I take pleasure at this time in
presenting you with a small token of our
esteem and affection. And remember, my
sentimental friend....

MCU -- Wizard -- shooting past the Tin Man in left f.g.

WIZARD

...that a heart is not judged by how much
you love, but by how much you are loved
by others.

CS -- Tin Man -- shooting past the Wizard in right -- Dorothy
standing at left -- the Tin Man listens to his watch, then
holds it up to Dorothy's ear --

(CONTINUED)

121.

CONTINUED: (4)

TIN MAN

Ahh --- Oh, it ticks! Listen!

DOROTHY

Yes...!

MS -- Scarecrow, Lion, Dorothy react as the Tin Man shows them the watch -- the Wizard smiles as he watches them -- Lion points to his medal --

DOROTHY

...yes.

TIN MAN

Look -- it ticks!

LION

Read...read what my medal says.

INSERT -- CU of the Medal on the Lion's chest -- reads
COURAGE --

LION

Courage!...

MS -- Int. Throne Room -- Scarecrow, Dorothy, The Wizard and Tin Man admire the Lion's medal -- then they ask about Dorothy's request --

LION

...Ain't it the truth! Ain't it the truth!

DOROTHY

Oh -- oh -- they're all wonderful.

SCARECROW

Hey -- what about Dorothy?

TIN MAN

Yes -- how about Dorothy?

LION

Yeah.

WIZARD

Ah --

LION

Dorothy next!

(CONTINUED)

CONTINUED: (5)

WIZARD

Yes. Dorothy -- ah -- Dor -- CU --
Dorothy --

DOROTHY

Oh, I don't think there's anything in
that black bag for me.

MCU - The Wizard protests - mumbles as he starts to look into
the bag -

WIZARD

Well, no - no -- on the contrary, on the -
---

MS -- The Wizard rummages through the bag as Dorothy and the
others look on -- he finds nothing, so he speaks
encouragingly of what he'll do - CAMERA TRUCKS forward
slightly -

WIZARD

...I -- ah -- on the contr -- -- Here --
Well, you force me into a cataclysmic
decision. The only way to get Dorothy
back to Kansas is for me to take her
there myself! CU -- Dorothy reacts,
speaks --

DOROTHY

Oh, will you? Could you? Oh -- but are
you a clever enough Wizard.... MCU -- The
Wizard -- DOROTHY o.s.

...to manage it?

WIZARD

Child -- you cut me to the quick! I'm an
old Kansas man myself...born and....

CU -- Dorothy is pleased -- looks about at the others --
WIZARD o.s. ...bred in the heart of the western wilderness --
Premier balloonist par.... MS -- Scarecrow, Dorothy, Lion and
Tin Man listening to the Wizard --

WIZARD

...excellence to the Miracle Wonderland
Carnival Company -- until one day, while

performing spectacular feats of
stratospheric skill never before
attempted by civilized man, an
unfortunate phenomena occurred. The
balloon failed to return to the fair.

(CONTINUED)

123.

CONTINUED: (6)

LION

It did?

MCU - The Wizard -

WIZARD

Yes. There was I, floating through space -
- a man without a continent! CU --
Dorothy --

DOROTHY

Weren't you frightened?

MS -- Scarecrow, Dorothy, Wizard, Tin Man and Lion on the
steps near the throne -- the Wizard speaks as they come
forward -- CAMERA PULLS back to left as they come forward to
door -- they pause -- then again come forward to the doorway -
- all react to the Wizard's announcement --

WIZARD

Frightened? You are talking to a man who
has laughed in the face of death --
sneered at doom and chuckled at
catastrophe. I was petrified. Then
suddenly the wind changed, and the
balloon floated down into the heart of
this noble city, where I was instantly
acclaimed Oz, the First Wizard de Luxe!

DOROTHY

Ohhh!

WIZARD

Times being what they were, I accepted
the job, -- retaining my balloon against
the advent of a quick get-away.

(laughs)

And in that balloon, my dear Dorothy, you
and I will return to the land of E

Pluribus Unum!

LAP DISSOLVE TO:

Ext. Public Square, Emerald City -- LS -- The Wizard and Dorothy in the basket of balloon -- Tin Man, Scarecrow and Lion standing on platform with them -- people of Oz grouped about them -- the Wizard speaks to them as the CAMERA MOVES forward -- the people cheer --

WIZARD

Good people of Oz, this is positively the finest exhibition ever to be shown --

(stammers)

(MORE)

(CONTINUED)

124.

CONTINUED: (7)

WIZARD (CONT'D)

-- yes -- well -- be that as it may -- I, your Wizard par ardua ad alta, am about to embark upon a hazardous and technically unexplainable journey into the outer stratosphere.

MCS -- Wizard and Dorothy in the basket -- the Wizard speaks to the crowd o.s. -- CAMERA PANS to left to enter the Tin Man and Scarecrow, then PANS right as the Wizard points to the Lion --

WIZARD

To confer, converse, and otherwise hobnob with my brother wizards. And I hereby decree that until what time -- if any -- that I return, the Scarecrow, by virtue of his highly superior brains, shall rule in my stead...assisted by the Tin Man, by virtue of his magnificent heart...and the Lion -- by virtue of his courage! Obey them as you would me! And - ah - well, that's all.

CU -- Toto in Dorothy's arms -- he barks at something o.s. -- People cheer o.s. WIZARD o.s. Thank you. MCU -- Oz woman with a cat in her arms -- MCU -- Toto barking in Dorothy's arms -- MCS -- Dorothy in basket of balloon -- Toto jumps from her arms -- she reacts, starts to climb out -- MLS -- Tin Man, Scarecrow and Lion on platform -- Wizard in the basket of balloon -- Dorothy climbs out -- yells

DOROTHY

Oh, come back here! Toto!

MCS -- Dorothy by the side of the basket -- she speaks to the Wizard, then runs down from the platform -- Lion and Scarecrow seen --

DOROTHY

Come back! Oh, don't go without me! I'll be right back! Toto!

MLS -- Wizard on balloon platform -- Scarecrow, Lion and Tin Man standing by -- The Wizard protests as the balloon starts to rise --

TIN MAN

Stop that dog!

WIZARD

This is a highly irregular procedure!
This is absolutely unprecedented!

(CONTINUED)

125.

CONTINUED: (8)

TIN MAN

Oh! Help me! The balloon's going up!

ELS -- The Wizard rises slowly in the basket of balloon as the Oz people watch -- Scarecrow and Tin Man try to hold the balloon down -- Dorothy runs up on the platform, the Lion following -- she yells to the Wizard -- he shouts back -- the Oz people wave goodbye -- the balloon exits to left f.g. --

WIZARD

-- Ruined my exit!

TIN MAN

Help!

DOROTHY

Oh! Come back! Don't go without me!
Please come back!

WIZARD

I can't come back! I don't know how it works!

DOROTHY

Oh --

WIZARD

Goodbye, folks!

OZ PEOPLE

Goodbye! Goodbye!

MCS -- Tin Man, Scarecrow and Lion grouped about Dorothy -- she speaks -- they ask her to stay with them -- then the Scarecrow reacts, points up o.s. --

DOROTHY

Oh, now I'll never get home!

LION

Stay with us, then, Dorothy. We all love you. We don't want you to go.

DOROTHY

Oh, that's very kind of you -- but this could never be like Kansas. Auntie Em must have stopped wondering what happened to me by now. Oh, Scarecrow, what am I going to do?

SCARECROW

Look -- here's someone who can help you!

(CONTINUED)

126.

CONTINUED: (9)

MS -- A group of Oz men react as they look up o.s. -- they bow out of the scene -- suddenly Glinda appears in the scene -
- CAMERA TRUCKS back to left over heads of the bowing Oz people as she moves down the steps and up onto the platform to Dorothy, Tin Man, Lion and Scarecrow -- CS -- Dorothy, Glinda and Scarecrow on the platform -- Dorothy speaks with Glinda -- CAMERA PULLS back to enter Tin Man and Lion -- Tin Man speaks --

DOROTHY

Oh, will you help me? Can you help me?

GLINDA

You don't need to be helped any longer.
You've always had the power to go back to

Kansas.

DOROTHY

I have?

SCARECROW

Then why didn't you tell her before?

GLINDA

Because she wouldn't have believed me.
She had to learn it for herself.

TIN MAN

What have you learned, Dorothy?

MCU -- Dorothy -- Lion behind her -- she speaks --

DOROTHY

Well, I -- I think that it -- that it
wasn't enough just to want to see Uncle
Henry and Auntie Em -- and it's that --
if I ever go looking for my heart's
desire again, I won't look any further
than my own backyard. Because if it
isn't there, I never really lost it to
begin with! Is that right?

MCS -- Tin Man, Dorothy, Glinda, Scarecrow and Lion on
platform -- they speak -- Glinda points down to Dorothy's
slippers --

GLINDA

That's all it is!

SCARECROW

But that's so easy! I should have
thought of it for you.

(CONTINUED)

127.

CONTINUED: (10)

TIN MAN

I should have felt it in my heart.

GLINDA

No. She had to find it out for herself.
Now, those magic slippers will take you
home in two seconds!

DOROTHY

Oh....

CS -- Dorothy and Glinda -- Scarecrow in b.g. -- Dorothy reacts, speaks -- turns about -- begins to cry as she realizes she will lose her three friends -- CAMERA PANS her left to Tin Man -- she wipes his tears away -- gives him his oil can and then kisses him -- then CAMERA TRUCKS forward slightly as she says goodbye to the Lion -- PANS right slightly as she turns to the Scarecrow -- hugs him -- then steps back to Glinda as CAMERA PANS slightly --

DOROTHY

...Toto, too?

GLINDA

Toto, too.

DOROTHY

Oh, now?

GLINDA

Whenever you wish.

DOROTHY

Oh, dear -- that's too wonderful to be true! Oh, it's -- it's going to be so hard to say goodbye. I love you all, too. Goodbye, Tin Man. Oh, don't cry. You'll rust so dreadfully. Here -- here's your oil-can. Goodbye.

TIN MAN

Now I know I've got a heart -- 'cause it's breaking.

DOROTHY

Oh -- Goodbye, Lion. You know, I know it isn't right, but I'm going to miss the way you used to holler for help before you found your courage.

LION

Well -- I would never've found it if it hadn't been for you.

(CONTINUED)

DOROTHY

I think I'll miss you most of all.

GLINDA

Are you ready now?

DOROTHY

Yes. Say goodbye, Toto.

MS -- Dorothy waves Toto's paw at the Tin Man, Lion and Scarecrow -- then speaks to Glinda -- Glinda instructs her --

DOROTHY

Yes, I'm ready now.

GLINDA

Then close your eyes, and tap your heels together three times.

MCU -- Dorothy's heels as she clicks them together three times -- MCU -- Dorothy and Glinda -- Glinda instructs her -- waves her wand -- Dorothy closes her eyes -- CAMERA TRUCKS in to a big CU of Dorothy -- she speaks -- the scene darkens behind her --

GLINDA

And think to yourself -- "There's no place like home; there's no place like home; there's no place like home."

DOROTHY

There's no place like home. There's no place like home. There's no place like home. There's no place like home.

LAP DISSOLVE TO:

ELS - The Munchkins waving goodbye from the gates of the Munchkin Village - DOROTHY o.s. There's no place like... CS - The Witch laughing - DOROTHY o.s. ...home. There's no place... MCS - The Wizard at the control panel in the Throne Room - he turns, looks o.s. to f.g. - reacts - pulls the curtain - DOROTHY o.s. ...like home. There's no place like home. MS - Glinda leading the Munchkins in a dance - Munchkins in the b.g. - DOROTHY o.s. There's no place like home. MCU - Lion growling - MS - The Tin Man breaking in the door of the Witch's Tower Room - DOROTHY o.s. There's no place like home. MS - Hickory's Wind Machine on the Gale farm - DOROTHY o.s. There's no place like home.

(CONTINUED)

129.

CONTINUED: (12)

CS - Horse looking out from stall - CS - Cow - CAMERA PANS slightly - MCS - Chickens moving about - CS - Auntie Em offers forward a plate of crullers -

LAP DISSOLVE TO:

CU -- Dorothy lying on pillow -- she mumbles -- Aunt Em's hands enter -- put cloth on Dorothy's head --

DOROTHY

(mumbling)

-- there's no place like home -- there's
no place like home --

AUNT EM o.s. Dorothy - Dorothy! It's me -- Aunt Em. CS -- Dorothy lying on bed -- mumbling -- she opens her eyes -- looks around room -- CAMERA TRUCKS back showing Aunt Em seated on edge of bed -- Uncle Henry standing by -- Professor Marvel enters at window -- speaks -- Dorothy reacts -- looks at him -- AUNT EM o.s. Wake up, honey.

DOROTHY

-- no place like home -- there's no place
like home -- no place --

AUNT EM

Dorothy. Dorothy, dear. It's Aunt Em,
darling.

DOROTHY

Oh, Auntie Em -- it's you!

AUNT EM

Yes, darling.

PROFESSOR MARVEL

Hello, there! Anybody home? I -- I just
dropped by because I heard the little
girl got caught in the big -- Well....

MCU -- Dorothy -- Camera shooting down past Aunt Em at right -
- PROFESSOR MARVEL o.s. ...she seems all right now. UNCLE
HENRY o.s. Yeah. MS -- Dorothy lying in bed -- Aunt Em seated
by her -- Uncle Henry standing by -- Professor at window --
Dorothy raises up on her elbow -- speaks -- Aunt Em puts her

back on pillow -- then rises and exits -- Hunk -- Hickory and Zeke enter -- kneel beside bed -- CAMERA TRUCKS forward -- they speak to Dorothy -- CAMERA PULLS back as Zeke and others exit right -- Aunt Em re-enters -- sits by Dorothy -- holds her head(hand) -- CAMERA TRUCKS back -- Zeke and others standing at right --

(CONTINUED)

130.

CONTINUED: (13)

UNCLE HENRY

She got quite a bump on the head -- we kinda thought there for a minute she was going to leave us.

PROFESSOR

Oh --

DOROTHY

But I did leave you, Uncle Henry -- that's just the trouble. And I tried to get back for days and days.

AUNT EM

There, there, lie quiet now. You just had a bad dream.

DOROTHY

No --

HUNK

Sure -- remember me -- your old pal, Hunk?

HICKORY

And me -- Hickory?

ZEKE

You couldn't forget my face, could you?

DOROTHY

No. But it wasn't a dream -- it was a place. And you -- and you -- and you -- and you were there.

PROFESSOR

Oh --
(others laugh)

DOROTHY

But you couldn't have been, could you?

AUNT EM

Oh, we dream lots of silly things when we
--

DOROTHY

No, Aunt Em -- this was a real, truly
live place. And I remember that some of
it wasn't very nice....

MCU -- Dorothy -- Camera shooting down past Aunt Em --

(CONTINUED)

131.

CONTINUED: (14)

DOROTHY

...but most of it was beautiful. But
just the same, all I kept saying to
everybody was, I want to go home. And
they sent me home.

MLS -- Dorothy lying in bed -- Aunt Em sitting by her --
Professor at window -- Uncle Henry -- Zeke -- Hunk and
Hickory standing by -- they laugh -- Toto jumps up on to bed -
- Dorothy takes Toto in her arms --

DOROTHY

Doesn't anybody believe me?

UNCLE HENRY

Of course we believe you, Dorothy.

DOROTHY

Oh, but anyway, Toto, we're home!

MCU -- Dorothy holding Toto in her arms -- Camera shooting
past Aunt Em at right f.g. -- Dorothy looks around room --
speaks -- tears come to her eyes -- Aunt Em rises -- puts her
arm around Dorothy -

DOROTHY

Home! And this is my room -- and you're
all here! And I'm not going to leave

here ever, ever again, because I love you
all! And -- Oh, Auntie Em -- there's no
place like home!

FADE OUT:

FADE IN -- THE END -- FADE OUT