

UNTITLED FAIRY TALE

Written by Cat Vasko

WME/310-825-9000
Grandview/323-297-3440

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EXT. KINGDOM OF POSITANIA - DAY

As glorious a day as you've ever seen. The blue sky practically sparkles as, below, the velvety green leaves of trees frame the LONG STONE ROAD leading to a distant PALACE RIGHT OUT OF A FAIRY TALE: white marble balustrades, gilded rooftops, grand terraces.

A WIZENED OLD MAN'S VOICE explains:

JACOB (V.O.)

Once upon a time ...

EXT. ROAD TO PALACE - AERIAL VIEW

The road to the palace is packed with GLITTERING CARRIAGES, each more elegant than the last.

JACOB (V.O.)

... a parade of princesses were invited to seek the hand of a handsome prince.

INT. EMERALD CARRIAGE

Inside one, we see a beautiful scarlet-haired princess, EDWINA, being fussed over by an ARMY OF HANDMAIDENS. They cluster around her, putting the finishing touches on her dress, her makeup, her updo.

INT. PORCELAIN CARRIAGE

Inside another, we see a beautiful ebony-haired princess, LEONORA, practicing an operatic song. But when she tries to hit a high note, her voice CURDLES AND SHE CHOKES.

INT. SILVER CARRIAGE

The sound of her trying again and again to hit the note has drifted back to a beautiful golden-haired princess, GENERICA, who smiles triumphantly and exclaims:

GENERICA

Oh, what a marvelous day!

Her lady-in-waiting, WINNIFRED, who's been staring out the window, turns to her in irritation. An unkempt brunette with coke-bottle glasses.

WINNIFRED

Who are you talking to when you do that?

GENERICA

Why, to you, dear Winnifred.

WINNIFRED

You sound deranged.

All at once, Generica drops her sweet demeanor. In a low, threatening tone:

GENERICA

Listen up. You're here for one reason and one reason only: to help me land this walking bag of money.

WINNIFRED

What a romantic sentiment. Is it from a poem?

GENERICA

Spare me the attitude and concentrate on doing your job. And brush your hair.

Resuming her previous saccharine tone:

GENERICA (CONT'D)

Oh, how I'll miss these moments between us when I'm Queen of Positania, and you're stuck in an attic somewhere trying to spin straw into gold. *With a dwarf.*

INT. THRONE ROOM - SAME

PRESCOTT, the handsome, burly prince of every girl's dreams, stands in a line with his mother and father, KING OGDEN and QUEEN ODELLA. His parents seem smug and satisfied with what they see. But Prescott looks unsure.

PRESCOTT

You don't think it's sort of ... over-the-top?

We REVERSE to reveal an ENORMOUS GOLD THRONE. Its seat is at least sixteen feet high, and its elaborately decorated gold back, in which the family crest is surrounded by intertwining vines, reaches to the vaulted ceiling above.

PRESCOTT (CONT'D)

I'm going to need a ladder just to climb onto that thing.

On cue, a SERVANT WHEELS A LADDER INTO FRAME.

QUEEN ODELLA

It makes a statement about who you are, darling. You're not just any knave off the street. You're Prince Prescott of Positania. Powerful. Masculine.

KING OGDEN

A born ruler! A god among men!

Prescott grins, temporarily carried away by this notion of himself, but quickly shakes it off, saying:

PREScott

I know all that, of course. But I don't want these girls to feel too intimidated by me to be themselves.

But neither of his parents seems to have heard this. As if responding to a completely different statement:

QUEEN ODELLA

You're right, it *is* missing something.

KING OGDEN

(snapping his fingers)

One of those things you hold.

QUEEN ODELLA

Yes! Those balls on sticks!

PREScott

(annoyed)

A scepter?

KING OGDEN

Exactly!

EXT. ROAD TO PALACE - AERIAL VIEW

The first of the traffic jam of coaches is approaching the palace. MILES DOWN THE LINE we find Generica's silver carriage, still inching along slowly.

INT. GENERICA'S CARRIAGE

Generica launches a VOLLEY OF COMPLAINTS at Winnifred.

GENERICA

This is taking too long. It's too hot in here. My makeup is melting. And I don't even want to think about my hair.

Generica pats her hair. Suddenly her EYES WIDEN.

GENERICA (CONT'D)
Winnifred, where is my tiara?

WINNIFRED
I don't know. You must've forgotten to
put it on this morning.

GENERICA
And you didn't notice? You're supposed to
be my mirror!

WINNIFRED
I'm supposed to be your lady-in-waiting.

GENERICA
Well, I'd rather have a mirror. Then I'd
be looking at myself instead of ...
(gesturing at Winnifred)
... whatever you're doing over there.

Her hysteria mounting rapidly now:

GENERICA (CONT'D)
Oh, god, what will the prince think of me
if I don't even have a tiara?

WINNIFRED
Maybe he'll like your personality.

GENERICA
Very funny. You're fired.

WINNIFRED
Excuse me?

GENERICA
I said you're fired. Now get out of my
carriage.

Winnifred leaps to her feet, eyes ablaze.

WINNIFRED
You can't fire me! I quit!

GENERICA
Fine by me. Good luck at your next job
hawking magic beans to dairy farmers.

WINNIFRED
Good luck impressing the prince. I hope
he doesn't ask you anything more
complicated than your name.

EXT. ROAD TO PALACE

Abruptly, Winnifred comes FLYING OUT OF THE MOVING CARRIAGE, landing in a heap on the side of the road. Within moments Generica's carriage has disappeared over a hill, leaving her alone on the desolate road.

Pulling herself to her feet and dusting herself off:

WINNIFRED

What now?

She notices a GILDED SIGNPOST on the other side of the road. Underneath an arrow pointed ahead, it reads:

ROYAL PALACE OF POSITANIA	5 MILES
FOREST FULL OF POSSIBILITIES	7 MILES

Sure enough, just beyond the distant palace lies an ENDLESS WILDERNESS of densely packed trees. Looking at the other side of the sign, Winnifred sees an arrow pointing in an opposite direction under the words:

KINGDOM OF DALMANE	53 MILES
THE BORING LIFE YOU KNEW BEFORE	WHO CARES

WINNIFRED (CONT'D)

This is a very opinionated sign.

Turning back to the forest, Winnifred shields her eyes from the sun and studies it, biting her lip in thought.

Then, with a shrug:

WINNIFRED (CONT'D)

Forest it is, then.

She starts down the road.

INT. PRESCOTT'S SUITE - LATER

Prescott, dressed in his formal regalia, is being tended to by his devoted valet, NORWOOD, ancient and gnome-like, who straightens his lapels, brushes lint from his arms.

PREScott

I never thought I'd find a bride this way. I always thought I'd meet a damsel in distress on a heroic quest. Earn her hand by slaying a dragon, then live happily ever after.

With a wise sparkle in his eyes:

NORWOOD

There's still time, sire.

PREScott

Is there? I'm ...

(as if it's a horrible
secret)

... twenty-nine. If I don't marry soon
I'll have to go live on top of a mountain
somewhere and take up wizarding. Do you
have any idea how stupid I'll look? I
can't even grow a beard, the hair just
comes in all patchy.

NORWOOD

Then I suppose you should make tonight
count, sire.

Norwood places a HEAVY, GEM-STUDDED GOLD CROWN on
Prescott's head, then hands him an EQUALLY RIDICULOUS
GOLD SCEPTER topped with an enormous ruby.

INT. VESTIBULE OUTSIDE THRONE ROOM - NIGHT

HUNDREDS OF PRINCESSES teem outside the closed, two-story
doors to the throne room. After a moment, we realize
they're arrayed in an endless, snaking line delineated by
velvet ropes. At the front of the line is Generica.

Suddenly the doors open a crack to let out a WEEPING
PRINCESS. She rushes past the line, devastated, and exits
the hall, her SOBS ECHOING BACK AT THEM.

From inside, a HERALD'S VOICE ANNOUNCES:

HERALD (O.S.)

Princess Generica of Dalmane!

INT. THRONE ROOM

Generica walks in mincing, self-conscious steps up an
endless red carpet. HUNDREDS OF COURTIERS cluster on
either side, watching as she approaches the throne, atop
which Prescott sits, holding a scepter and looking bored.

GENERICA

Your highness.

She curtsies deeply.

GENERICA (CONT'D)

I am Princess Generica of Dalmane,
daughter of Queen Homogenia, heiress to
the realm of--

PRESCOTT

Why aren't you wearing a tiara?

Generica turns BRIGHT RED, INFURIATED.

CUT TO:

EXT. PALACE ROAD - NIGHT

Darkness has fallen as Winnifred limps toward the still-distant palace and the even more distant forest beyond. She pauses to take off her high heels and TOSS THEM INTO THE BUSHES before continuing.

But she's only made it a few steps when, with a MIGHTY THUNDERCLAP, the skies open up, DELUGING HER IN RAIN.

WINNIFRED

Oh come on.

INT. THRONE ROOM - SAME

Prescott, still seated atop the throne, is arguing with his parents, who stand below pleading with him.

QUEEN ODELLA

Any of the three would be perfectly fine, dear. Just pick one.

KING OGDEN

You know what might help? An ancient discernment spell taught to me by a mighty sorcerer. "Eenie, meenie, minie--"

PRESCOTT

Don't you think that if any of them were the one, I'd know?

QUEEN ODELLA

Oh, "the one." What does that even mean? Do you know why your father and I got married? Because of all the men who tried to wake me from my hundred-year nap, he was the only one perverted enough to make out with a girl in a coma.

KING OGDEN
And it worked.

INT. VESTIBULE OUTSIDE THRONE ROOM - SAME

Generica, Leonora and Edwina wait in the empty vestibule, eyeing each other with naked hostility.

EDWINA
Everyone knows men love redheads.

LEONORA
No, men love music.

An ORCHESTRA SWELLS AS SHE BEGINS TO SING:

LEONORA (CONT'D)
"I confess I've never met--"

GENERICA
That's right, stick to the lower octaves.

The ORCHESTRA DEFLATES, FALLS SILENT.

INT. THRONE ROOM

The argument continues:

PRESCOTT
They're all equally sweet and beautiful.
How can I possibly decide?

A silence falls. Then, with a flash of inspiration:

QUEEN ODELLA
I know of a way!

PRESCOTT
(hopeful)
You do?

QUEEN ODELLA
First thing tomorrow, we'll place a single pea under a stack of featherbeds, then have each of them lie on top.

King Ogden claps his hands together, delighted.

KING OGDEN
The old "princess and the pea" test!
Classic. Why didn't I think of that?

He beams at Queen Odella. But Prescott is confused.

PREScott

Are we going to make them ... clean the flattened pea off the floor?

KING OGDEN

A princess never *cleans*.

PREScott

So we'll make them eat it?

QUEEN ODELLA

A princess never eats!

PREScott

I don't understand.

QUEEN ODELLA

(impatient)

A true princess is so delicate that she will feel the pea through the featherbeds, revealing herself to be the one most worthy of your hand.

Prescott furrows his brow.

PREScott

That doesn't make any--

But the King and Queen are already striding toward the back of the room. Prescott goes to follow them--

--and realizes that first he has to find a way out of his chair. He calls out weakly to the empty space:

PREScott (CONT'D)

Anyone seen that ladder?

At these words, a THUNDERBOLT CRACKS OUTSIDE.

INT. PREScott'S SUITE - LATE NIGHT

Norwood is helping Prescott, now dressed in goofy pajamas, to hang up his princely regalia. Outside, the thunderstorm continues to RAGE LOUDLY.

PREScott

I don't understand this whole "princess and the pea" thing. Why would I want to marry the one who complains the most?

Norwood nods sympathetically. Somewhere in the distance, a repetitive BANGING can be heard.

PRESCOTT (CONT'D)

Although I guess complaining would be easier to take than singing.

The BANGING RECURS. Louder this time. Tilting his head:

PRESCOTT (CONT'D)

Is someone at the door?

EXT. CASTLE - SAME

Winnifred, drenched from head to toe, is still FRANTICALLY BANGING on the door when it SWINGS INWARD, sending her FLYING INSIDE.

INT. ENTRY HALL

Winnifred tumbles into a heap at Prescott's feet. At the sight of the sopping wet, barefoot girl, a hopeful expression blossoms on his face. He extends a hand--

PRESCOTT

Here, let me help you.

But Winnifred waves him away and pushes herself up. As she raises her face for the first time:

WINNIFRED

I'm okay, thanks.

Prescott tries not to flinch at what he sees. If he'd been hoping for an unconventional beauty to be magically dropped in his lap, those hopes were just dashed.

WINNIFRED (CONT'D)

Hi. I'm Winnifred.

As she extends a hand for him to shake, she notices his pajamas. Abruptly, she busts out laughing.

PRESCOTT

What?

WINNIFRED

Nice PJs.

PRESCOTT

(defensive)

This castle can get very drafty at night.

WINNIFRED

I bet. So do you work here, or ...

PRESCOTT

No, I don't work here. I live here. I'm Prince Prescott of Positania?

Winnifred does a double take.

WINNIFRED

You're the prince? The one everyone's trying to lock down?

PRESCOTT

"Lock down"?

WINNIFRED

Sorry. I meant, uh, lock ... eyes with. Across a crowded room. In order to experience the magic and wonder that is love at first sight.

Prescott laughs.

PRESCOTT

Nice save.

WINNIFRED

It was worth a shot.

PRESCOTT

Are you hungry? I can wake up the chef. He makes a mean coquilles St. Jacques.

WINNIFRED

Oh, no need to do that.

(beat)

But do you think anyone would mind if I made myself a sandwich?

INT. KITCHEN - LATE NIGHT

Winnifred and Prescott sit next to one another on one of the butcher-block counters, each wolfing down a massive sandwich with tremendous relish.

PRESCOTT

How'd you come to be wandering around in a thunderstorm? Barefoot?

WINNIFRED

I was a lady-in-waiting to one of the princesses.

(MORE)

WINNIFRED (CONT'D)

But I, uh, got separated from her in the storm. Carriage turned back into a pumpkin at midnight, lots of confusion, you know how it is.

She continues cheerfully:

WINNIFRED (CONT'D)

So, did you choose a bride?

PRESCOTT

It's a little hard to know whether you want to spend the rest of your life with someone based on a two-minute interaction in front of hundreds of courtiers and your parents.

WINNIFRED

Oh, just get it over with and pick the prettiest one.

PRESCOTT

Excuse me?

WINNIFRED

That's what you're going to do eventually, isn't it? Be honest.

Prescott is visibly offended by this.

PRESCOTT

How do you know what I'm going to do?

WINNIFRED

It's not an insult. That's just the kind of world we live in.

PRESCOTT

If you're so interested in honesty, then why don't you tell me the truth?

WINNIFRED

About what?

PRESCOTT

No loyal lady-in-waiting would allow herself to be separated from her princess so easily.

Winnifred hesitates a moment. Then:

WINNIFRED

Okay. I got fired. So I decided to go into the forest.

PRESCOTT
(horrified)
The forest? Why?

WINNIFRED
To look for an adventure.

Prescott is confused by this for a moment. Then, seeming to realize something, he nods.

PRESCOTT
Oh. I get it.

WINNIFRED
You do?

PRESCOTT
Sure. You're thinking maybe you'll meet a poor miller by a well, and then he'll--

WINNIFRED
--fall in love with me for my virtue and kindness, at which point he'll reveal himself to secretly be a king?
(laughing)
Come on.

PRESCOTT
It could happen.

WINNIFRED
But I'm not virtuous. And I'm definitely not kind.

PRESCOTT
Well, then you should try to be.

WINNIFRED
My whole life people have told me what to do. From now on, I do what I want.

PRESCOTT
You'll never find a husband with that attitude.

WINNIFRED
Did it ever occur to you that maybe I don't care whether I get married?

PRESCOTT
How can you not care?

WINNIFRED
Like this.

She takes a huge bite of her sandwich. Mouth full:

WINNIFRED (CONT'D)

Mmmmm. Delicious.

INT. GRAND HALL - LATER

As Prescott leads Winnifred through the palace's grand hall, he explains the meanings of the three-story tapestries decorating its walls.

PREScott

This one here's the story of how my great-grandparents met.

WINNIFRED

Looks pretty complicated.

PREScott

Oh, it was. See, my Nana accidentally dropped a gold ball into a pond, and a frog came hopping out. Of course she didn't know he was my Pop-Pop, under a curse from a wicked witch. But he asked if he could sleep on her pillow, and out of kindness and compassion she agreed. In the morning, the curse had been lifted.

WINNIFRED

And she had no idea he was a prince.

PREScott

None.

WINNIFRED

In spite of the fact that he could talk.

Prescott pauses, considering.

PREScott

Okay, maybe she had *some* idea.

Winnifred laughs, gestures at an upcoming panel.

WINNIFRED

And this one?

PREScott

My grandma and grandpa. She lived in a distant fortress, and hundreds of men had already sought her hand in vain.

(MORE)

PRESCOTT (CONT'D)

When Grandpa arrived, he understood why,
for Grandma looked to him like an old
crone. But she explained--

WINNIFRED

--that she was under some kind of spell,
and if he could break it she'd reveal
herself as the beauty she truly was?

Prescott is genuinely astonished.

PRESCOTT

How did you know that?

WINNIFRED

(laughing)
Just a lucky guess.

INT. EAST WING

Prescott has shown Winnifred to a bedroom in the castle's endless east wing. Holding the door open for her:

PRESCOTT

Well, good luck on your adventure.

WINNIFRED

Good luck choosing a bride.

PRESCOTT

Oh, I won't need luck. I have peas.

WINNIFRED

What?

PRESCOTT

Don't worry about it.

Winnifred steps inside. Smiles at him before saying:

WINNIFRED

Goodnight, Prince Prescott. Thanks for
helping out a damsel in distress.

She shuts the door. Prescott stands there for a moment, his face thoughtful. Suddenly a voice behind him says:

NORWOOD (O.S.)

You like her.

Prescott STARTLES, spins around to see Norwood standing behind him.

PRESCOTT

Have you been following me? That's pretty creepy, Norwood.

NORWOOD

It's my job, sire.

PRESCOTT

I really don't think it is.

NORWOOD

(ignoring this)

You like her, but you know the queen will never let you marry her.

PRESCOTT

Someone so unkempt, with so many of her own ideas? I'd be lucky if Mother didn't throw her in the dungeon.

He sighs forlornly.

PRESCOTT (CONT'D)

If only there were some kind of magic wand we could wave to make her *seem* more like a princess ...

NORWOOD

Indeed. If only.

Prescott shrugs. Not picking up on Norwood's portentous tone or syntax.

PRESCOTT

Oh well.

He starts back down the hall, leaving Norwood alone.

CUT TO:

INT. WINNIFRED'S BEDROOM - THE NEXT MORNING

Cheerful, lemony sunlight streams in through a massive window framing a gorgeous view of Positania.

A tiny figure in the room's massive, pillow-y bed, Winnifred wakes up slowly, stretching her arms over her head and yawning. Turns toward the view and takes it in with a sleepy, glazed expression.

FAIRY HOTPERSON (O.S.)

Well, it's about time.

With a SHRIEK, Winnifred leaps out of bed to find a FAIRY sitting in a chair in a corner. She has an unlined face and silver hair, and is wearing a shimmering dress.

WINNIFRED

Who are you?

FAIRY HOTPERSON

I thought you were supposed to be smart.
(beat)
Look around. You're a penniless servant with a crush on a prince--

WINNIFRED

I don't have a crush on him!

FAIRY HOTPERSON

Oh, okay, "you don't have a crush on him." I got you.

She winks at Winnifred.

FAIRY HOTPERSON (CONT'D)

But seriously, think about it for a second. I sparkle, I have a wand ...

WINNIFRED

(eyes widening)

Are you my ... fairy godmother?

FAIRY HOTPERSON

Please. "Fairy godmother" is my mom. I'm a Fairy Hotperson.

WINNIFRED

That doesn't have much of a ring to it.

FAIRY HOTPERSON

The point is, I'm here to help you. Any wish you have, I can make come true.

Winnifred squints her eyes and presses her fingers to her temples as if deep in concentration.

WINNIFRED

I wish ... that you ... would disappear.

FAIRY HOTPERSON

(not amused)

You know what I meant. Any wish related to clothes, shoes, your general appearance and availability for the prince or events related to the prince. Need a ballgown? Some earrings?

(MORE)

FAIRY HOTPERSON (CONT'D)

An elaborate hairstyle that stays in place without products? I'm your girl.

By now Winnifred is pulling on her dress, trying to finger-comb her hair, wiping smudges from her glasses before replacing them firmly on the bridge of her nose.

WINNIFRED

I don't really care about that kind of thing. And anyway, I'm leaving today. But if you could maybe conjure me some hiking boots, or a picnic?

With an irritated sigh, Fairy Hotperson pulls a magic wand from the sleeve of her dress and FLICKS IT AT WINNIFRED, who WINCES AS IF SHE'S BEEN STRUCK.

WINNIFRED (CONT'D)

Ow!

She quickly covers her eyes.

WINNIFRED (CONT'D)

You blinded me!

FAIRY HOTPERSON

(rolling her eyes)

Take off your glasses, you idiot.

Winnifred obeys. Blinks once or twice. Realizes:

WINNIFRED

I can see.

FAIRY HOTPERSON

The words are "thank" and "you."

WINNIFRED

Thank you. This'll be really helpful on my adventure.

FAIRY HOTPERSON

Your adventure?

WINNIFRED

Yeah. I'm fleeing my lowly circumstances. Going into the forest to seek my destiny.

FAIRY HOTPERSON

Oh, honey, no you aren't.

WINNIFRED

People do it all the time!

FAIRY HOTPERSON

Sure, woodcutters' sons, banished sorcerers, your occasional king in disguise planning to hang out around wells and wait for virtuous peasants to come by. But you're a girl.

WINNIFRED

That's awfully old-fash--

But before she can finish her sentence, Fairy Hotperson has FLICKED THE WAND AT HER AGAIN. Her plain dress is INSTANTLY TRANSFORMED into a corseted, brocaded, hoop-skirted and over-the-top BALLGOWN.

FAIRY HOTPERSON

Can you breathe?

WINNIFRED

Sort of.

She flicks the wand again. Winnifred GASPS as the gown TIGHTENS. Barely able to choke out the words:

WINNIFRED (CONT'D)

I think I'm starting to understand why Generica's so nasty all the time.

FAIRY HOTPERSON

Just a couple finishing touches--

She DANCES HER WAND THROUGH THE AIR and just like that, a pair of GLASS SLIPPERS appear on Winnifred's feet, encasing them tightly like bugs in amber.

WINNIFRED

Are these ... glass shoes?

FAIRY HOTPERSON

Trust me, they're all the rage among working girls trying to land wealthy guys. Plus they make it impossible for you to move quickly.

WINNIFRED

Watch me.

She stumbles to the door and throws it open.

INT. EAST WING HALLWAY

Winnifred takes off as fast as she can for the Great Hall, but only makes it a few steps before she STUMBLES.

WINNIFRED
Stupid glass shoes.

Picking herself up, she takes another few steps before realizing she's completely OUT OF BREATH.

WINNIFRED (CONT'D)
(gasping for air)
Stupid ... corset ...

She staggers down the hall, rounds a corner only to RUN DIRECTLY INTO NORWOOD. Totally out of breath now:

WINNIFRED (CONT'D)
Sorry ... looking for the door ...

For a moment Norwood is too stunned by her transformation to respond. Then, slowly, a triumphant smile spreads across his face.

NORWOOD
You're not going anywhere, "Your Highness."

INT. BALLROOM

Generica, Edwina, and Leonora gaze upward at something O.S., all looking equally intimidated.

QUEEN ODELLA
Is everything all right, girls?

We REVERSE to see a TOWERING STACK OF MATTRESSES in the center of the room, a stepladder at their side.

EDWINA
If I might, Your Majesty -- what is this?

QUEEN ODELLA
Well, our dear son the prince is quite taken with all of you. So we've set up a little test to help him decide.

GENERICA
And what exactly is this test evaluating?

QUEEN ODELLA
Why, your delicacy, of course. For a true princess is nothing if not delicate.

Abruptly, Edwina falls over. As the others turn to her in alarm, she whimpers:

EDWINA

I'm so sorry. I'd just been standing upright for far too long.

LEONORA

What a load of--

(collecting herself)

I mean, I'd love to help you up, dear friend, but I'm afraid I lack the upper body strength. Also courage.

GENERICA

And I weigh ninety-four pounds. Eighty-four without my jewelry.

QUEEN ODELLA

Edwina, dear, why don't you go first.

Tentatively, Edwina climbs the ladder, gaining confidence with each step until finally she's at the top. As she rolls onto the uppermost mattress, she calls down:

EDWINA

Surprisingly comfortable.

QUEEN ODELLA

Is it.

EDWINA

You know, normally I have trouble sleeping on a conventional mattress, being so delicate and all. But this is actually quite to my liking.

In a QUICK CUT we see Leonora do the same routine:

LEONORA

Oh, yes, so comfortable. Like sleeping on air. Why did I never think of this? Or should I say--

(launching into song again)

"I confess I've never seen--"

Queen Odella hastily cuts her off.

QUEEN ODELLA

Thank you, that will be all. Generica, why don't you take a turn?

NORWOOD (O.S.)

Wait!

Everyone TURNS AT ONCE to see Norwood at the back of the ballroom, holding open the door for someone.

NORWOOD (CONT'D)

I have one more contestant, Your Grace.

Leonora, Edwina and Generica exchange baffled looks as Norwood disappears through the door, only to reappear, PUSHING IN FRONT OF HIM a very hesitant Winnifred, who BLANCHES when she sees Generica standing there. The princess' JAW DROPS at the sight of her former servant.

GENERICA

She's not a princess! She's a lady-in-waiting I fired yesterday!

Queen Odella squints at Winnifred.

QUEEN ODELLA

She looks like a princess to me.

WINNIFRED

She's right, I'm not--

Quickly, Norwood grabs the back of Winnifred's corset and YANKS IT HARD, CHOKING HER into silence.

NORWOOD

The lady is here at the request of the prince. I hope you're not implying that Prince Prescott is *wrong* about something.

Seeing an opportunity, Leonora interjects:

LEONORA

If the Prince wants her here, then far be it from me to go against his wishes.

EDWINA

Yeah. Same. If there's one thing I'm all about, it's his wishes.

Norwood PUSHES WINNIFRED FORWARD until she's standing in front of the stack of mattresses.

GENERICA

This is ridiculous!

Winnifred opens her mouth to confess, but Generica speaks first. In a threatening tone:

GENERICA (CONT'D)

If you so much as touch that ladder--

Winnifred's expression changes to one of SHEER DEFIANCE as she places a glass-slipped foot on the bottom rung.

WINNIFRED

Don't tell me what to do.

Her face determined, she begins to climb, slowly and painstakingly, gasping for breath. Finally she reaches the top and rolls onto the uppermost mattress, relieved.

QUEEN ODELLA

(calling up)

Are you quite comfortable?

Winnifred rolls back and forth. Can't seem to settle in. The three princesses begin to TITTER AND WHISPER, all convinced they're the one who's going to win.

QUEEN ODELLA (CONT'D)

Is anything wrong?

WINNIFRED

No. No, I'm fine.

But she keeps rolling back and forth. Queen Odella can't see it, but she's scratching at her constrictive dress, kicking its folds off her feet and legs.

GENERICA

I told you she didn't belong here!

Winnifred continues to shift and turn, making the stack of mattresses sway precipitously.

GENERICA (CONT'D)

Now get her down so I can win this thing.

On cue, the stack of mattresses TEETERS SHARPLY, THEN FALLS, sending Winnifred TUMBLING TO THE GROUND with a terrified YELP. A few of the mattresses BURST ON IMPACT, filling the air with feathers.

Winnifred rises from the ground, her face SCARLET. But she's surprised to see that Queen Odella is ECSTATIC.

QUEEN ODELLA

At last, a maiden who is truly worthy!

Looking around at the SNOWDRIFT OF FEATHERS:

WINNIFRED

Worthy of what?

NORWOOD

(beaming)

Why, the prince's hand, of course!

WINNIFRED

Hang on, I didn't mean to--

But she's cut short by a CHORUS OF OUTRAGE from the
princesses, who ALL CRY OUT AT ONCE:

EDWINA

That's it? It's over?

LEONORA

What kind of test was that, anyway?

GENERICA

Look at this mess she made!

LEONORA

Can she even sing?

EDWINA

I'm confused about the rules.

GENERICA

This isn't fair!

Queen Odella turns to them disapprovingly.

QUEEN ODELLA

You ladies seem to have a lot of *opinions*
all of a sudden. I'd hate for word to
spread to any of the other eligible
princes in the land.

At this all three princesses fall silent, sulking.

QUEEN ODELLA (CONT'D)

Now go get dressed for tonight's ball or
I'll see to it that none of you ever
finds a husband.

Queen Odella STRIDES FROM THE BALLROOM. The three
princesses follow, although not without glancing back at
Winnifred resentfully. Generica's last through the door,
looking back at Winnifred to mouth *I'LL KILL YOU*.

As soon as they're gone, Norwood appears at Winnifred's
elbow, grinning.

NORWOOD

I knew you could do it.

WINNIFRED

Do *what*?

NORWOOD

Detect the lump made by a single pea
through twenty featherbeds, of course.

Winnifred lifts the bottom mattress off the ground. Sure enough, a SINGLE GREEN PEA lies underneath, FLATTENED.

WINNIFRED

I didn't know that was there!

Soothingly, as he leads her toward the door:

NORWOOD

Shhhh.

As they exit into the

INT. HALLWAY

Winnifred continues:

WINNIFRED

And who said I wanted the hand of the
prince in the first place?

Norwood steers her rapidly toward her room.

NORWOOD

The lady must be exhausted, to babble on
so. Perhaps she needs a rest.

Norwood pushes her through the door to her bedroom, where Fairy Hotperson is passed out on the bed, SNORING.

INT. WINNIFRED'S BEDROOM

As Norwood SLAMS THE DOOR, Fairy Hotperson jolts awake.

NORWOOD

I think the lady is in need of some
additional lady-fying.

FAIRY HOTPERSON

No way. Not until I see the money.

Winnifred glances back and forth between them, alarmed.

WINNIFRED

Do you two ... know each other?

Ignoring her, Norwood completely drops his submissive-servant demeanor as he hisses at Fairy Hotperson:

NORWOOD

You said you'd done this before.

FAIRY HOTPERSON

I have! At least, I've seen it done,
which is practically the same thing.

NORWOOD

It's not the same thing at all!

Gesturing at Winnifred, who is attempting to unlace the corset of her dress while hopping on one foot:

FAIRY HOTPERSON

It's not my fault it's not working.
Normally they want to be princesses.

NORWOOD

So give her another zap.

Winnifred's eyes widen at this. As Fairy Hotperson raises her magic wand again:

WINNIFRED

Please, don't--

CUT TO:

INT. BALLROOM - NIGHT

Among a CROWD OF COURTIERS, the King, Queen, Leonora and Edwina look on as Prescott waltzes Generica around the dance floor unenthusiastically.

GENERICA

I don't think what happened today was very fair. If you'd just let me take the mattress test--

PREScott

Wow. That does not sound right.

Just then, the ROOM FALLS SILENT. The chamber orchestra stops playing mid-phrase, the dancing couples pause mid-step, even Generica is struck dumb. Prescott, confused, turns around to see ...

WINNIFRED. In a diaphanous pink gown that seems LIT FROM WITHIN, she floats into the room. Somehow she's gone from frazzled oddball to angelic beauty in less than one day.

Prescott's jaw drops open as she drifts toward him, her steps so smooth her head doesn't bob an inch. A beatific smile remains frozen on her face. In a new, demure voice:

WINNIFRED

My liege.

She curtsies deeply. Prescott can barely stammer:

PRESCHOTT

Wow. May I -- would you -- could we dance?

She lifts her face, but keeps her eyes downcast.

WINNIFRED

I see my liege already has a dance partner. But I'll gladly wait my turn.

Practically shoving Generica away:

PRESCHOTT

No, that's all right, we can dance now.

MOMENTS LATER

All eyes are on Winnifred as she drifts around the dance floor in Prescott's arms. Except for the princesses, everyone looks thrilled, not least Norwood, who stands off to the side with a self-satisfied air.

PRESCHOTT (CONT'D)

Hey, so I was thinking today about your adventure.

WINNIFRED

My what?

PRESCHOTT

The whole going off into the forest to seek your fate thing.

WINNIFRED

Why would I want to do that? Think of the dangers! The unknowns! The humidity!

She pats at her hair. Prescott LAUGHS.

PRESCHOTT

You do a great Generica.

WINNIFRED

Whatever do you mean?

PRESCOTT

It's okay, you can drop the perfect
princess act.

But Winnifred's not listening to him anymore as she exclaims to no one in particular:

WINNIFRED

Oh, what a glorious evening! Would that this moment could last forever.

She twirls away from Prescott and begins to sing:

WINNIFRED (CONT'D)

"I never thought that I would be--"

Leonora EAGERLY JOINS IN:

LEONORA

"In the arms of such as he--"

Prescott presses his hands to his ears and shouts:

PRESCOTT

Stop it, stop it, stop it!

The room falls silent. Everyone stares, baffled, as he waves a hand back in forth in front of Winnifred's face.

PRESCOTT (CONT'D)

What happened to you?

When she doesn't answer, just continues smiling vacantly, he turns demandingly to Norwood and the King and Queen.

PRESCOTT (CONT'D)

Yesterday she was the only girl I actually liked. Now she's just like the rest of them!

EDWINA

Hey! We haven't done anything except try to be whatever you wanted us to be.

LEONORA

Yeah! If you don't like us, maybe it's because you're being too hard to please!

Generica shakes her head as she steps away from them.

GENERICA

Wow. I am so sorry, Your Highness. I don't know why they think they can talk to you like that. Come on, let's go.

She tries to take his arm, but he shakes her off. Queen Odella quickly approaches him and cajoles soothingly:

QUEEN ODELLA

Prescott, darling, I know you're feeling overwhelmed by all of this. But this is the only maiden who proved herself worthy of your hand. Just look at her!

Queen Odella gestures at Winnifred, who obediently drops into a DEEP CURTSY.

QUEEN ODELLA (CONT'D)

She's perfect!

PREScott

Not to me! I want her the way she was!
What happened to her?

Behind him, an embarrassed Norwood CLEARS HIS THROAT.
Everyone turns to him in surprise. In a small voice:

NORWOOD

I think I might know.

CUT TO:

INT. GRAND HALL - LATER

The King, Queen, Prescott and Norwood stand in a FURIOUS LINE in front of Fairy Hotperson, whose arms are crossed over her chest defiantly. Winnifred stands to the side with a vapid look on her face, like a switched-off robot.

NORWOOD

I thought I was hiring a professional.

FAIRY HOTPERSON

I stand by my work.

PREScott

Look at her! What kind of fairy godmother would do this to someone?

FAIRY HOTPERSON

For the last time, I am *not* a fairy godmother, I am a Fairy Hotperson.

KING OGDEN

I don't think that's a thing.

FAIRY HOTPERSON

So she's a little out of it. Big picture:
she's here, she looks great, and she'll
definitely marry you now.

PREScott

Give me that.

He reaches out to snatch the wand away from her, but the moment he closes his fingers around it, it DISAPPEARS.

FAIRY HOTPERSON

It's a magic wand, remember?

She waves her other hand, in which the wand has miraculously appeared.

FAIRY HOTPERSON (CONT'D)

And magic doesn't go backwards.

PREScott

So you can't reverse the spell?

FAIRY HOTPERSON

No returns or exchanges. Sorry.

A brief silence as everyone contemplates this. Then, brazening on with forced conviviality:

KING OGDEN

What a shame. I guess you'll just have to marry her the way she is.

PREScott

I don't want to marry her the way she is.

KING OGDEN

Okay, then marry one of the others.

PREScott

No!

King Ogden leans toward Fairy Hotperson. In a low voice:

KING OGDEN

I don't suppose there's anything you can do about him, is there?

PREScott

Half the tapestries in this castle are about spells being reversed. There has to be some way.

A beat of silence. Then, sighing, Fairy Hotperson says:

FAIRY HOTPERSON

You'll never find it. And even if you do,
you'll never find your way back.

PRESCOTT

Find what?

FAIRY HOTPERSON

The Book of All Undoing. It contains the formula to break any spell. But it's too far away -- across the Great Desert, beyond the Mighty Sea, beneath the shade of the Black Forest.

Prescott considers this for a millisecond. Then he STRAIGHTENS UP, STICKS OUT HIS CHEST heroically.

PRESCOTT

Norwood, get out my good armor.

CUT TO:

EXT. PALACE ENTRANCE - THE NEXT MORNING

A CHEERING CROWD OF POSITANIANS have gathered on the palace lawn as, with a FANFARE OF TRUMPETS, the drawbridge is lowered to reveal the heroic sight of ...

Prescott, STAGGERING AWKWARDLY under the weight of his shiny, never-before-used armor as Winnifred GLIDES ALONG NEXT TO HIM, looking lighter than air.

PRESCOTT

Why didn't anyone warn me about how heavy this stuff was?

Queen Odella and King Ogden come rushing out after him.

QUEEN ODELLA

Are you sure about this, darling? You've never even been on a practice quest.

PRESCOTT

(loudly, to the crowd)

Yes. It's my destiny to rescue this damsel in distress from the terrible curse that's been placed upon her.

Winnifred SMILES CHEERILY AT THE CROWD, WAVES.

EXT. ROAD THROUGH FOREST

Winnifred and Prescott walk along the sun-dappled road through the forest. Winnifred is wide-eyed, taking in everything around her as if for the first time. Finally Prescott attempts:

PRESCOTT

So. Tell me a little about yourself.

WINNIFRED

Surely my liege's own life story is of more interest.

PRESCOTT

Well, no, it isn't, because I already know it. Having lived it and all.

WINNIFRED

My liege is so clever!

PRESCOTT

Will you cut it out with the "liege" stuff? I'm Prescott.

WINNIFRED

As you like, My Prescott.

PRESCOTT

(frustrated)

No, not "my," just--

But he falls silent as they emerge outside an

EXT. BAVARIAN COTTAGE

It's a cottage right out of a fairy tale -- rough stone walls, thatched roof, flower boxes under the windows. Winnifred CRIES OUT DELIGHTEDLY:

WINNIFRED

My, what a charming cottage!

PRESCOTT

(hissing)

Shhhh! What if a wicked witch lives here?

But it's too late. From inside a voice calls out:

FILTHY (O.S.)

Guys! They made it!

The front door FLIES OPEN and the house's inhabitants come RUNNING OUT, tripping over one another in their eagerness. They're DWARVES. SEVEN OF THEM.

As they line up in front of Prescott and Winnifred, the dwarf in front introduces himself:

FILTHY (CONT'D)

Greetings, Your Majesty. I'm Filthy, and these are my brothers Dirty, Grimy, Wormy, Germy, Mildew and Blotch.

As he names them, the other dwarves BOW ELABORATELY, except for Blotch, who merely repeats:

BLOTHCH

Bloooooootch.

PRESCOTT

If you don't mind my saying so, those are terrible names.

Filthy sighs impatiently.

FILTHY

You think we don't know that? That's why we're so happy you're here.

Prescott furrows his brow.

PRESCOTT

I think there's been a misunderstanding.

FILTHY

Yeah right. You think we don't know a virtuous huntsman hiding a princess from an evil queen when we see one?

PRESCOTT

(offended)

I am not a *huntsman*.

FILTHY

It's all good, pal. Your part is over.
She's ours now.

(to Winnifred)

Look, it's not like there's nothing in it for you. You keep house for us for a few years, cook, make beds--

MILDEW

Wash, sew, knit--

WORMY

And generally just keep everything clean
and orderly--

FILTHY

And at the end of it all, we *guarantee* an
introduction to a handsome prince.

(beat)

You're cool with being briefly poisoned
by an apple, right?

WINNIFRED

Is it shiny?

Prescott quickly steps in front of her.

PRESCOTT

Look, you've got the wrong people. I've
never even heard of this evil queen. And
I certainly don't know why she's going
around poisoning people with fruit.

Scratching his head, Filthy reluctantly admits:

FILTHY

We *were* told the princess would have skin
as white as snow, lips as red as blood
and hair as black as ebony.

(beat)

But beggars can't be choosers. So we'll
take this one.

PRESCOTT

She's not an *object*.

Winnifred, who's been standing quietly behind Prescott,
CLEARS HER THROAT DELICATELY.

WINNIFRED

My liege--

FILTHY

We'd be doing you a favor. Do you know
how hard princesses are to look after?

WINNIFRED

My liege ...

PRESCOTT

You don't understand. I'm trying to
rescue her. This is a quest.

WINNIFRED
(irritated now)
My liege!

As Prescott and Filthy turn to her, she quickly wipes the annoyed expression off her face and says sweetly:

WINNIFRED (CONT'D)
I believe we know of an ebony-haired princess seeking to marry a prince.

PRESCOTT
(realizing)
That's right, we do.
(to Filthy)
I should warn you, though, she sings.

FILTHY
Of course she does! How else would she entice woodland creatures to help her with her chores?

MOMENTS LATER

Filthy takes notes as Prescott dictates.

PRESCOTT
You'll find her at the Royal Palace of Positania, One Positania Lane, Positania.

The dwarves all BOW DEEPLY, except for Blotch, who merely intones one last time:

BLOTHC
Bloooooootch.

EXT. GRASSY HILLS - LATER

As they walk along, Prescott turns to Winnifred and says:

PRESCOTT
Why'd you do that for Leonora?

WINNIFRED
Because every princess deserves her handsome prince, of course.

PRESCOTT
It's funny you say that, since I'm pretty sure she would have stabbed you with her own tiara to keep you away from me.

Just then they crest a hill. From here, they can see the Great Desert, a VAST, DESOLATE LANDSCAPE of cracked earth that appears to go on forever, interrupted only by the occasional black skeleton of a long-dead tree.

PRESCOTT (CONT'D)
There it is. The Great Desert.

WINNIFRED
Not as great as my liege!

Prescott sighs.

PRESCOTT
This is going to be a long trip.

EXT. DESERT - DAY

Winnifred trudges along behind Prescott, looking as miserable as he does. The sun beats down cruelly, drenching both of them in sweat.

WINNIFRED
I'm hot, my liege.

PRESCOTT
I heard you the first sixty-three times.

WINNIFRED
My discomfort is such that I fear I can't go on. Oh! I'm fainting!

She tumbles to the ground theatrically, the back of her hand pressed to her forehead.

PRESCOTT
If you were really fainting you wouldn't be able to tell me.

WINNIFRED
(annoyed)
Nonetheless, I am mortally fatigued. Pay attention to me or I shall surely perish.

But Prescott's eye is on something ahead.

PRESCOTT
Do you see that?

Winnifred leaps to her feet eagerly, her mortal fatigue forgotten. Sure enough, there's something sparkling on the horizon.

EXT. OASIS - LATER

The sun is setting by the time Winnifred and Prescott stagger up to the BABBLING FOUNTAIN of an OASIS. A gorgeous stone sculpture flowing with water, inexplicably placed in the middle of nowhere.

They both run toward it eagerly and plunge their cupped hands into the water, SCOOPING IT INTO THEIR MOUTHS. When they've finally drunk their fill, they lie back on the dirt next to the fountain, SATISFIED.

But just then a STENTORIAN MALE VOICE BOOMS:

DJINNIE (O.S.)
Who has drunk from my fountain?

Winnifred and Prescott open their eyes to discover a MASSIVE, ANGRY DJINN hovering over them. Barrel-chested with blazing eyes.

Winnifred cries out:

WINNIFRED
I have seen the face of my doom before
me! Oh, would that I had never--

Prescott quickly sits up, cutting her off.

PRESCOTT
I'll handle this.
(to the Djinn)
We're very sorry. We didn't know this was
your fountain. You should really think
about putting up a sign, or something.

He stands, extending a friendly hand.

PRESCOTT (CONT'D)
I'm Prescott.

The Djinn ignores his hand, booming:

DJINNIE
The lady was right. I am the face of your
doom. For I am Djinnie of the Great
Desert, and all who drink the magical
water of my oasis must die by my hand.

PRESCOTT
Djinnie?

DJINNIE
Yes.

PRESCOTT

I think you mean Djinn.

DJINNIE

I do not.

PRESCOTT

But Djinnie is a girl's name.

DJINNIE

It is a very manly name.

PRESCOTT

Short for Jennifer.

DJINNIE

Who are you, to drink the magical water
of my fountain and then try to tell me
what is and is not a man's name, in my
own desert?

WINNIFRED

Stop provoking him!

DJINNIE

You are now my prisoners. I will take you
to the deepest dungeon of my palace,
where at daybreak you will die by--

PRESCOTT

--your hand. Yeah. We got it.

Djinnie SPRINKLES ALL THREE OF THEM with water from the fountain, then WAVES A HAND IN THE AIR.

DJINNIE

To the dungeon!

With a flash, they find themselves standing in

INT. DJINNIE'S DUNGEON

Lamplight flickers on the stone walls of the deep dungeon. Prescott and Winnifred blink rapidly as they discover that they are now standing inside the bars of a cell, with Djinnie on the outside grinning at them.

DJINNIE

I will return at first light to shepherd
you to your fate.

He waves another hand in the air and disappears.
Winnifred immediately SLAPS PRESCOTT ACROSS THE FACE.

PRESCOTT

Hey!

WINNIFRED

(tearful)

This is all your fault!

PRESCOTT

My fault? We wouldn't even be here if it weren't for you and your curse!

WINNIFRED

Why can't you accept me as I am?

PRESCOTT

Because this isn't you! And believe me, if you could be around you, you wouldn't accept you for you either!

Winnifred opens her mouth to retort, then falters.

WINNIFRED

My liege might need to explain the situation to me one more time.

Rolling his eyes, Prescott steps to the front of the cell. Tries all the bars, but they're FIRMLY ANCHORED. Attempts to rattle the padlock, but it's made of thick black metal, so heavy he can barely move it.

PRESCOTT

Come on!

He kicks one of the bars in frustration, then FALLS BACKWARD, CLUTCHING HIS FOOT IN PAIN.

PRESCOTT (CONT'D)

OW!

He falls to the ground next to Winnifred, who is calmly sitting against one of the walls of the cell, wiping her face clean with a handkerchief while looking into a compact mirror.

PRESCOTT (CONT'D)

What are you doing now?

WINNIFRED

Fixing my makeup.

PRESCOTT

You're going to die in, like, six hours.

WINNIFRED

That's right. 'Tis my last ever chance to
be beautiful, thanks to you.

She nonchalantly tips water from her canteen onto the handkerchief, then continues dabbing at her face.
Prescott's eyes widen as he realizes:

PRESCOTT

You didn't have that water before.

WINNIFRED

Of course not.

PRESCOTT

So where did it come from?

WINNIFRED

Why, the oasis, naturally.

He snatches the canteen from her hands, shakes it, hears the last few drops of water sloshing inside.

WINNIFRED (CONT'D)

I need that to fix my face!

PRESCOTT

No, we need this to get out of here. It's magical, remember?

Before she can say anything else, he flicks water at her, then at himself.

WINNIFRED

Hey!

Prescott looks upward and says in a hopeful voice:

PRESCOTT

Um, magic? Could we go to the seaside, please?

But nothing happens.

WINNIFRED

Perhaps my liege should be more specific.

PRESCOTT

I can't. I've never been there. Where should I say we want to go?

WINNIFRED

I'd be happy just to be on the other side of those bars.

PRESCOTT

No, wait--

But it's too late. In a flash, Winnifred and Prescott reappear just outside the bars to their cell.

PRESCOTT (CONT'D)

Now look what you did! We could have used that water to go anywhere!

He shakes the canteen desperately, but there's nothing left inside.

PRESCOTT (CONT'D)

You know what? This isn't worth it!

He HURLS THE CANTEEN AT THE WALL, where it hits with a RESOUNDING CLANG, then stomps away from her, UNHOOKING THE GAS LAMP FROM THE WALL and carrying it toward stairs that curve upward into darkness. Desperate:

WINNIFRED

Surely my liege will not abandon me alone in the darkness!

Prescott wheels around, furious.

PRESCOTT

This is too hard! All I wanted was to be a hero, and now instead I'm going to be murdered by a genie with a girl's name. How's that going to look on my tapestry?

Suddenly the Djinnie's voice BOOMS FURIOUSLY:

DJINNIE (O.S.)

IT IS NOT A GIRL'S NAME!

He comes BOUNDING DOWN THE STAIRS, and in an instant is LOOMING OVER THEM, ENRAGED. Spotting the canteen:

DJINNIE (CONT'D)

You stole water from my oasis? Now you must surely die!

PRESCOTT

You said we had until dawn!

DJINNIE

I changed my mind!

He raises his hands, which now SPARKLE WITH ELECTRICITY.

DJINNIE (CONT'D)
Prepare to meet your doom.

The electricity in his hands forms FEARSOME, CRACKLING SPHERES. He's about to unleash them when, overcome:

WINNIFRED
Woe is me! For here we shall perish, and
none shall ever know our fate!

Djinnie pauses. The spheres of electricity vanish.

DJINNIE
No one knows you came here?

PRESCOTT
(cautious)
No ...

DJINNIE
So the tale of my fearsome prowess will
never reach your land?

PRESCOTT
I don't know how it would, since we'll be
dead.
(realizing)
Of course, if we were to narrowly escape
with our lives, we'd warn everyone about
you. And your fearsome prowess.

WINNIFRED
In sooth we would indeed!

PRESCOTT
The tale of your magical oasis would be
told for generations.

DJINNIE
Keep talking.

PRESCOTT
There would be no one who didn't know
your story. You'd be the stuff of legend.
Little kids would check under their beds
for you before falling asleep at night.

WINNIFRED
Maidens would cower at your very name!

PRESCOTT
Yes. Everyone will be afraid of the name
... Djinnie.

Djinnie thinks about this for a moment. Then:

DJINNIE

I suppose I could turn my back for a few moments, during which time you two could run up the stairs, down the corridor, through the third door on the right, down another corridor and then through the fourth door on the left.

A brief silence follows. Then, promptly:

DJINNIE (CONT'D)

I said, I suppose I could--

PRESCOTT

Right. Got it.

He grabs Winnifred's hand and pulls her to the stairs, still carrying the LAMP to light their way.

EXT. DESERT OUTSIDE - NIGHT

The djinn's turreted palace is nestled among dark, towering sand dunes that take gentle bites out of the starry night sky. Suddenly Winnifred and Prescott come BURSTING OUT OF A SIDE DOOR, gasping for breath. The minute it swings shut behind them, the palace VANISHES.

Looking around, unable to believe her eyes:

WINNIFRED

We're free! Using only his wit and cleverness, my liege has rescued us from the mighty djinn of the desert!

PRESCOTT

I kinda did, didn't I?

He extinguishes the lamp and stows it in his pack.

WINNIFRED

My liege is a great hero!

PRESCOTT

I like the sound of that.

WINNIFRED

(beginning to sing)

"When a hero I did need--"

PRESCOTT

Okay, you can stop now.

EXT. SAND DUNES - MORNING

The sun is rising as Winnifred and Prescott trudge up a seemingly endless sand dune.

WINNIFRED

Does my liege have a map, or something?

PREScott

My navigation tutor failed me. Should I have mentioned that before now?

But just then, as she crests the top of the dune, Winnifred shouts joyfully:

WINNIFRED

Look! The Mighty Sea!

Sure enough, ahead, beyond a shore studded with docks and boats, an ENDLESS BLUE SEA stretches to the horizon.

WINNIFRED (CONT'D)

It's even more glorious than I imagined!
As blue as the most precious sapphire, as infinite as the most--

PREScott

Calm down.

EXT. DOCKS - LATER

Prescott negotiates with a wizened old SAILOR as Winnifred stands on the edge of the dock, continuing:

WINNIFRED (B.G.)

As sparkling as a thousand diamonds, as deep as the heart of a noble man ...

PREScott

Do we have a deal?

WINNIFRED (B.G.)

As untamed as the spirit of the wind, as full of possibility as the dew of a winter's eve ...

SAILOR

I don't know, kid. This old girl's in pretty bad shape.

We REVERSE to see a row of stately ships, then PAN DOWN until we find a TINY SAILBOAT knocking between two of them. Its paint is peeling, its sail tattered.

SAILOR (CONT'D)
You ever been out to sea before?

PREScott
No. But my sailing tutor was the finest
in all the land. He took me around the
entire moat. Twice.

CUT TO:

EXT. SAILBOAT - LATER

A VIOLENT STORM ROARS OVERHEAD as rogue waves LASH AT THE BOAT, tossing it hither and fro. Winnifred is sobbing, hysterical, as Prescott attempts in vain to control the boat's sail. Shouting to Winnifred:

PREScott
I know you're scared, but I need you to--

WINNIFRED
I'm not scared!

PREScott
Then why are you crying?

WINNIFRED
Because my dress is ruined!

PREScott
We didn't make it this far without
killing each other just to give up now!

By now the sailboat is tilted to one side as a MASSIVE WAVE BUILDS UNDERNEATH IT.

PREScott (CONT'D)
Use the rudder! We gotta get ahead of the
wave before it crests!

As if on cue, the sail RIPS FREE FROM ITS MOORINGS and disappears on the wind. The wave SWEEPS THE BOAT UPWARD until it's nearly vertical. And then it comes CRASHING DOWN, SMASHING THE BOAT TO SMITHREENS.

UNDERWATER

The sounds of the storm are muted as Prescott and Winnifred are PLUNGED INTO THE WATER. Both begin to sink rapidly, weighed down by armor and skirts, respectively. Hard as they both try, they can't seem to push themselves upward. Their terrified eyes meet as they sink ...

... and then everything goes BLACK.

There's the faint sound of WAVES LAPPING AT A SHORE.
WHISPERED VOICES, too faint to pick out any words.

And then nothing.

FADE TO:

EXT. BEACH - MORNING

Prescott opens his eyes, then immediately rolls over, COUGHING UP SEAWATER. When he's finished, he realizes he's lying on the high-tide line of a deserted beach.

PRESCHOTT

Winnifred?

He looks up and down the beach. But there's no sign of her. He's alone.

PRESCHOTT (CONT'D)

Winnifred!

A SEDUCTIVE FEMALE VOICE REPLIES:

OCEANA (O.S.)

You won't find her.

Prescott turns in the direction of the voice and is shocked to see a BEAUTIFUL MERMAID perched on a rock emerging from the waves.

PRESCHOTT

Who are you?

OCEANA

I am Oceana, Queen of the Sea. It was my royal guard that retrieved you and your princess from a watery grave.

PRESCHOTT

Is she ... dead?

OCEANA

I assure you, she is quite alive. But you'll never see her again.

PRESCHOTT

You took her prisoner!

OCEANA

Don't be ridiculous! What would we do with a human on our hands, keep her in an air bubble? No, we simply traded her.

PREScott

"Traded her"?

OCEANA

Yes. You see, recently my youngest daughter announced she was in love with the prince of these shores. Of course the very idea was ridiculous. But you know how teenagers can be.

PREScott

Sure.

OCEANA

I managed to talk her out of it, but the prince was not so easy to persuade. He's--

She lowers her voice to a whisper, as if sharing a terrible secret.

OCEANA (CONT'D)

He's twenty-nine, you know.
(in her normal voice)

So, since he was determined to marry someone ...

Prescott is horrified to realize:

PREScott

You gave him Winnifred?

OCEANA

The arrangement made everyone quite happy. And when she and the prince saw one another it was love at first sight.

PREScott

You don't understand. She's cursed. She'd fall in love at first sight with a boulder if you slapped a crown on it.

OCEANA

You know what's a curse? Daughters. Speaking of which, I'd better go before the little nitwit comes looking for me and decides she wants to marry you.

PREScott

Can you just tell me where the palace is?

Oceana points up the shore.

OCEANA

It's that way. But you'll have to really put those man-legs to work if you want to get there in time for the wedding.

PREScott

The *wedding*?! How long was I passed out?

OCEANA

A couple of hours.

PREScott

They're going to get married after knowing each other a *couple of hours*?

OCEANA

Why are you grilling me about human behavior? You thought you could cross the Mighty Sea in a dinghy. Maybe you guys just aren't that smart.

Prescott starts walking up the shore in the direction of the palace.

OCEANA (CONT'D)

Wait!

He turns back.

OCEANA (CONT'D)

Don't you want your wisdom of the sea?

PREScott

My what now?

OCEANA

When a human catches sight of a mermaid, the mermaid has to answer any question he asks. It's part of the deal.

(encouraging)

Go ahead. Ask me anything. Anything at all.

Prescott hesitates. Then:

PREScott

Okay. About that girl you took.

Oceana sighs, irritated.

OCEANA

Why do people *always* ask me relationship questions? You think that's the only thing I have wisdom about?

PREScott

You said I could ask you anything!

OCEANA

Would you ask a merman about relationships? No. You'd probably ask him something about shipbuilding, or, I don't know, swords.

PREScott

I don't have any questions about swords.

OCEANA

Sure you don't. For your information, I've forgotten more about swords than you'll ever know.

PREScott

(sighing impatiently)

That girl is under a spell, and I need to find the Book of All Undoing to lift it.

OCEANA

The one in the Black Forest?

PREScott

Do you know of two Books of All Undoing?

OCEANA

The North Road from the palace will lead you to the forest. After that, you're on your own.

PREScott

You don't know what the book looks like?

OCEANA

No one does. Everyone who's ever laid eyes on it has been driven mad by what they saw.

(beat)

Bet you wish you'd asked me about swords now, don't you?

And then, with a backflip, she DISAPPEARS INTO THE SEA.

Prescott hesitates. Looks up the beach in the direction of the castle.

Down the beach in the direction of giving up. Up and down. Up and down. Finally he BELLOWS IN FRUSTRATION:

PRESCOTT
AAAAARRRRRRRGH!

But the sound merely echoes back at him. After a moment, he starts off toward the castle.

EXT. PALACE BY THE SEA - SUNSET

The grand terrace of the palace by the sea is TEEMING WITH WEDDING GUESTS, all trying to get a glimpse inside the red velvet curtains of the balcony above.

Then, with the BLARING OF A HORN, the curtains part to reveal Winnifred in a HUGE CUPCAKE OF A WEDDING DRESS, holding hands with the devastatingly handsome, strong-jawed PRINCE MERRICK and blushing becomingly. As he raises their hands to the sky:

MERRICK
Ladies and gentlemen, I am proud to present to you your new queen-to-be!

Everyone APPLAUDS RAUCOUSLY as a pompously dressed CARDINAL appears between the two of them. Once the crowd has quieted down:

CARDINAL
We are gathered here at dusk to join in most sacred matrimony--

PRESCOTT (O.S.)
Wait!

Everyone turns and GASPS IN HORROR at the sight of Prescott, his clothes in tatters, panting as he makes his way down the aisle. Winnifred cries out in shock:

WINNIFRED
Prescott?

MERRICK
You know this guy?

WINNIFRED
He was once the great love of my life, until he was lost at sea. I waited an eternity hoping for his safe return--

Prescott rolls his eyes.

MERRICK

Wait a minute. There was a great love of
your life before me?

WINNIFRED

I thought him dead!

PRESCOTT

Seriously? After a couple
of hours?

MERRICK

So I was what, your
consolation prince?

The crowd has begun to RUSTLE.

PRESCOTT

I'm prepared to duel for her, if you
wouldn't mind loaning me some ...
(drawing a blank)
... duel materials.

Merrick hesitates. Looks out over the expectant crowd.

MERRICK

We'd better discuss this inside.

INT. PALACE BY THE SEA - LATER

Winnifred tries to comfort Merrick, whose head is in his
hands as Prescott stands in front of him.

MERRICK

I just can't believe this. First I lose
my mermaid, then I find a new bride only
to discover she's already in love with
someone else.

PRESCOTT

You can't be totally surprised. You just
met her this morning.

MERRICK

I thought it was one of those love-at-
first-sight things.

(beat)

Although if I'm being totally honest with
myself, maybe I was just excited to have
a queen. I really hate being single.

WINNIFRED

A prince as valiant and handsome as
yourself will surely marry soon.

MERRICK

In time for the holidays? I doubt it. And then it's Valentine's Day, then my birthday, then the questing season ... Do you know how depressing it is to return from a quest to an empty palace?

Prescott nods sympathetically.

MERRICK (CONT'D)

I thought it was fate that had delivered her into my arms. But I guess it was just a tempest.

PREScott

(to Winnifred)

Into his arms? Did you--

Winnifred blushes.

PREScott (CONT'D)

Okay, well, it doesn't count, because you're cursed.

Hastily changing the subject:

WINNIFRED

I'm terribly sorry, fair Prince by the Sea. Would that I knew of a mermaid to take my place.

Prescott's eyes widen as he remembers:

PREScott

You know, we don't know any mermaids, but we do know a couple of princesses.

Merrick perks up at this. Gaining steam:

PREScott (CONT'D)

We already promised somebody the ebony-haired one, but there's still a blonde and a redhead who are very eager to get married. Believe me.

MERRICK

My mermaid had red hair.

PREScott

There you go! Her name's Edwina. If you sent a messenger tonight, you could probably have her here by next week.

Merrick grins.

EXT. PALACE BY THE SEA - THE NEXT MORNING

Winnifred, still wearing the cupcake dress, waves goodby to Merrick, who stands on the other side of a drawbridge, his thick hair glistening in the sun.

WINNIFRED

So long, fair Prince by the Sea!

Merrick waves back as the drawbridge begins to raise. Once he's out of sight, Winnifred and Prescott, both carrying brand-new overstuffed packs, turn to the road and begin walking.

PREScott

You know, someone probably could have found you something else to wear.

WINNIFRED

What's wrong with this?

She bats her eyelashes at him innocently. Sighing:

PREScott

Nothing. Never mind.

He shoulders her heavy pack for her, and off they go.

EXT. ROAD THROUGH HILLS - LATER

Prescott and Winnifred walk along in silence until finally he turns to her and says:

PREScott

I still can't believe you were going to marry someone else.

WINNIFRED

Is my liege *still talking* about that?
'Twas but a passing spell of insanity brought on by grief. I could never truly love another. For my liege is the greatest of men.

PREScott

When you keep saying that over and over, it starts to sound insincere--

But the words die on his lips as he sees what's around the bend. Eyes wide:

PREScott (CONT'D)

The Black Forest.

Sure enough, a DEEP, DARK WOODS LOOMS AHEAD, foreboding. Prescott grabs Winnifred's wrist and pulls her toward it:

PRESCOTT (CONT'D)
Come on, let's go!

But she HOLDS HER GROUND, standing so firmly that eventually he LOSES HIS GRIP AND FALLS BACKWARD. Pulling himself back to his feet:

PRESCOTT (CONT'D)
What's wrong with you? We're almost there! This is where we'll find the Book of All Undoing!

Winnifred stares at her feet.

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

WINNIFRED
(small voice)
I'm frightened.

PRESCOTT
There's nothing to be afraid of.

WINNIFRED
I was told that everyone who sees the book is driven insane.

PRESCOTT
How'd you hear about that?
(beat, realizing)
You were with Merrick again last night, weren't you?

WINNIFRED
(coy)
He thought I had a right to know.

PRESCOTT
He was trying to get you to stay!

WINNIFRED
Because he actually loves me!

PRESCOTT
(yelling now)
For the last time, *this isn't you!*

She recoils. Prescott continues in a lower, gentle voice:

PRESCOTT (CONT'D)

All we have to do is get in, find the book, undo the spell and get out. Then we can go back to Positania and be married.

At the word "married," Winnifred PERKS RIGHT UP.

WINNIFRED

My liege is right. I should never have questioned him.

EXT. BLACK FOREST - LATER

Prescott and Winnifred have arrived at the OMINOUS TREELINE of the Black Forest. THORNY VINES, wrist-thick, form impenetrable walls between the MASSIVE BLACK TRUNKS of ancient, towering trees.

There's just one opening, a hole in the vines a few feet high, through which nothing but DARKNESS can be seen. Prescott is suddenly hesitant, intimidated.

PRESCOTT

Maybe we should rethink this plan.

But Winnifred is already RUNNING TOWARD THE HOLE AT FULL SPEED, shouting gleefully:

WINNIFRED

We're going to be married! I'm going to be a bride! I'm going to--

As she passes into the darkness of the forest, her words CUT OFF CLEANLY, as if sliced with a knife. Prescott is left alone in an OMINOUS SILENCE.

PRESCOTT

I'm not scared. Why should I be scared?

The hole seems to YAWN LARGER as he stares it down.

PRESCOTT (CONT'D)

I'm Prince Prescott of Positania. Powerful. Masculine. A born ruler, a god among men ...

He's not especially convincing, even to himself. Finally, with a DEEP BREATH, he musters enough courage to step through the hole--

INT. BLACK FOREST

--and emerges into the SHADOWY DIMNESS of the Black Forest. As he whips his head around frantically, he takes in his surroundings:

Bent, gnarled tree trunks HULKING LIKE TWISTED BODIES ...

An impenetrable CANOPY OF DARK LEAVES OVERHEAD ...

No sign of the entrance he just came through in any direction, just TREES UPON TREES receding endlessly into the shadows ...

And NO SIGN OF WINNIFRED.

PREScott

Where'd she go now?

But his voice merely ECHOES BACK AT HIM HAUNTINGLY.

With another quick glance around to confirm that EVERY DIRECTION LOOKS EXACTLY THE SAME, Prescott tentatively starts walking, pausing every few steps to call out:

PREScott (CONT'D)

Winnifred!

But there's no answer, just the FAINT STIRRING OF WIND in the trees. To his terrified ears it sounds as if it's hissing *Prescott, Prescott, Prescott*.

He starts to RUN, PANICKED, TRIPPING OVER ROOTS as he stumbles forward. Who knows how much time passes as he wanders the woods -- could be minutes, could be HOURS. Finally, he spies something among the trees ahead: a FAINT GOLDEN GLOW.

EXT. CLEARING

Prescott finds his way to a SMALL CLEARING in the trees. As the GOLDEN GLOW ILLUMINATES HIS FACE, he stops, completely in awe at what he sees there.

It's an ENORMOUS LEATHER-BOUND BOOK, at least ten feet wide, open to its middle. The right-hand page is blank, but the left-hand page is RAPIDLY FILLING with BEAUTIFUL GOLDEN SCRIPT, as if written by an unseen hand.

And standing in front of it, hypnotized, reading rapidly, is WINNIFRED.

PREScott

There you are!

She turns to him with a bewildered expression.

WINNIFRED

Prescott? What are you doing here?

PREScott

Have you just been sitting here this whole time?

WINNIFRED

No, I woke up alone in a dark wood standing over an open book that writes itself, but decided to wait and see if you'd stumble along to read it to me.

PREScott

You're so *sarcastic*.

A grin spreads across his face as he realizes:

PREScott (CONT'D)

It worked! I don't know how, but it worked!

He throws his arms around her.

PREScott (CONT'D)

The spell is lifted!

Still piecing it together, Winnifred says slowly:

WINNIFRED

The spell that turned me into a princess. That you escaped a djinn and rescued me from a prince to undo.

Prescott lets her go, frowning in confusion.

PREScott

How do you know all that?

WINNIFRED

It's all here.

She flips a few pages back and begins to read aloud:

WINNIFRED (CONT'D)

"And so Prince Prescott and the enchanted Winnifred set out on their journey ..."

She flips ahead, then continues:

WINNIFRED (CONT'D)

"The mighty djinn towered over him ..." (flip)

"The prince by the sea was even more handsome than Prescott ..." (flip)

"Who knows how long he stood before the entrance to the Black Forest, too terrified to enter ..." (flip)

PRESCOTT

(defensive)

None of that is how I remember it.

Winnifred has arrived on the last page. Reading the words as they appear:

WINNIFRED

"And although Prince Prescott did not yet know it ..." (flip)

PRESCOTT

"He had arrived at the end of his quest." (flip)

The writing stops. The book lies silent and still in front of them.

Prescott and Winnifred exchange a fearful glance. In a voice loaded with dread:

PRESCOTT (CONT'D)

What kind of book *is* this? (flip)

From behind him, the same WIZENED VOICE we heard at the outset of our story intones:

JACOB (O.S.)

It's the story of your life. And hers. And everyone else's. (flip)

Prescott and Winnifred WHEEL AROUND to find themselves facing a pair of MIDDLE-AGED MEN. With their pinched faces and old-fashioned clothes, they certainly look the part of EVIL CONJURERS.

WILHELM

We've been wondering when you two would show up here. (flip)

Scared, but trying not to let it show, Winnifred steps toward them and holds out a friendly hand.

WINNIFRED

I'm Winnifred. What are your names? (flip)

Jacob eyes her hand distastefully.

JACOB

We are the Brothers Grimm. I am Jacob,
and this is Wilhelm.

WILHELM

Will for short.

Turning to him, Jacob scolds:

JACOB

Don't make *friends* with them!

WILHELM

I wasn't, I was just--

JACOB

You know what your problem is? You want
everyone to like you.

Realizing Winnifred and Prescott are listening, Jacob turns back to them, RESUMES HIS INTIMIDATING MANNER.

JACOB (CONT'D)

We are your creators. The authors of your very being. You exist solely within a series of tales we've written.

WILHELM

We call them "fairy tales."

JACOB

I told you I *hate* the way that sounds.

WILHELM

Do you have a better idea?

JACOB

I don't know. Something grim, like us. "Scary tales"? No, that's not good.

WINNIFRED

Let me get this straight. The reason everything we've done is in this book of yours is because we're just ... *characters* in some story you wrote?

WILHELM

It's overwhelming, I know. Most people who find out simply can't believe it.

Prescott's eyes widen with the realization:

PREScott

That's what Oceana meant when she said everyone who sees the book goes mad.

JACOB

No. We drive them mad. With horrors.

WILHELM

Oh, would you just drop it already?
They've seen the book, they get it. The truth is scary enough without all your "Brothers Grimm" nonsense.

Winnifred is still struggling with all of this.

WINNIFRED

It's not possible. It doesn't make sense. What kind of story ends with the characters finding out it's a story?

JACOB

The kind that's been sabotaged.

(beat)

By you two. You did the sabotaging, in case that wasn't clear.

WILHELM

And it's not just this story you wrecked. You've been wreaking havoc all over the place.

PREScott

(genuinely baffled)

How?

JACOB

That prince was *supposed* to marry the mermaid. There was a princess who was meant to go to work for those dwarves, but when she showed up she found out the position had already been filled. And that djinn? The day after you two stumbled in, he was scheduled to be imprisoned in a magic lamp.

PREScott

(eager)

You mean this lamp?

He pulls it out of his pack and thrusts it at them. Jacob BURIES HIS FACE IN HIS HANDS, exasperated.

WINNIFRED

Out of curiosity, how was our story
supposed to go?

WILHELM

It was a simple, straightforward tale.
One of our best.

JACOB

I'll tell it.

WILHELM

Fine, go ahead. You're so touchy.

JACOB

(ignoring him)

It went something like this. "Once upon a time, a parade of maidens were invited to seek the hand of a handsome prince. When the prince was unable to decide, the king and queen proposed a test: each girl would sleep on a stack of featherbeds, and she who was delicate enough to feel the pea they placed underneath would be the one he should marry."

WINNIFRED

But I never felt the pea under the mattresses. They just thought I did.

PREScott

Then who ...

His eyes meet with Winnifred's as they both realize:

PREScott (CONT'D)

Generica. She's the one who was supposed to feel the pea.

WINNIFRED

She would have, too. She's incredibly high-maintenance.

JACOB

But she didn't get the chance, because of you. And now your world is on the verge of total destruction.

Winnifred is still struggling to absorb all this.

WINNIFRED

I don't understand. So we messed up a couple of your "fairy tales"--

WILHELM

(to Jacob)

You're right, we need a better name.

WINNIFRED

--or whatever it is you want to call them. How exactly is that going to bring about the end of the world?

WILHELM

We don't just write these things for the sake of it. We write them to show people how to live. How to be.

JACOB

Wickedness is punished with imprisonment, birds pecking out your eyes, being forced to dance until you drop dead, that kind of thing. And goodness is rewarded with marriage.

WINNIFRED

(exasperated)

Why is everything always about marriage?

Jacob GLARES AT HER, then continues:

JACOB

But when the handsome prince refuses to marry the most deserving princess, when the evil genie goes free--

WILHELM

When instead of following her heart, the little mermaid makes the practical choice and moves back in with her mother--

JACOB

The very fabric of your universe unravels.

Prescott and Winnifred look at Wilhelm expectantly.

WILHELM

That's true. He's not just being scary for the sake of it. This time, anyway.

WINNIFRED

So what do we do? How can we fix it?

A silence falls. Desperate now:

WINNIFRED (CONT'D)

Nobody knows?

Prescott clears his throat. Then, grandly:

PRESCOTT
I know. The hero has to save the day.

Off Winnifred's confusion:

PRESCOTT (CONT'D)
That's me.

WINNIFRED
Oh. Of course.
(beat)
How, exactly?

Prescott straightens up, puffs out his chest.

PRESCOTT
By stepping up. Embracing my destiny.
Doing what I want to do the least, in
order to save the people I love the most--

WINNIFRED
This build-up is wasting valuable time--

Undeterred, he continues in the same grandiose tone:

PRESCOTT
By going home ... and marrying Generica.

CUT TO:

EXT. GREEN FOREST - DAY

Jacob and Wilhelm have shown Prescott and Winnifred to the EDGE OF THE BLACK FOREST, where a much less threatening REGULAR FOREST begins.

As they watch them cross over into the DAPPLED SUNLIGHT of the green forest:

WILHELM
Good luck!

JACOB
Try not to screw everything up even worse than it already is!

Then they turn back and DISAPPEAR AMONG THE SHADY TREES. After a moment, Prescott and Winnifred head in the opposite direction.

EXT. FOREST - AFTERNOON

Winnifred and Prescott walk through the forest in glum silence. Finally:

WINNIFRED

There's something I still don't understand: If you weren't going to marry Generica when all this was over, who were you planning to marry?

He turns to her in surprise.

PREScott

You, of course.

Winnifred laughs.

WINNIFRED

Good one. But seriously.

PREScott

I was seriously going to marry you. Why do you think I did all this? For fun?

Winnifred frowns.

WINNIFRED

Did it ever occur to you to wonder whether I wanted to marry you?

PREScott

I'm Prince Prescott of Positania. Everyone wants to marry me.

WINNIFRED

Wow. Do you even hear yourself?

Winnifred looks down at her dress. Her EYES WIDEN as she realizes for the first time:

WINNIFRED (CONT'D)

Am I already wearing a *wedding dress*?

PREScott

Technically that's not my fault.

WINNIFRED

Unbelievable.

PREScott

I rescued you! You should be thanking me!

WINNIFRED

You didn't rescue me for me, you rescued me for your tapestry! So you could be a "hero" like your dad and grandpa!

PREScott

You were different than the others. Better than them. And I was the only one who saw it.

WINNIFRED

But you're exactly the same! You thought you deserved something better than the usual boring princess. But you're the usual boring prince. You're rich and you're handsome and you're smug, and you think you should get to be a great hero just because of who you were born--

PREScott

And because I really, really want it!

Winnifred is about to fire back when they emerge from the trees and find themselves standing in the middle of a

EXT. CLEARING IN THE WOODS

A SINGLE, TALL TOWER rises from the center of the clearing. It's made of stones fit smoothly and perfectly together, and has no door or windows that they can see.

As they circle it cautiously:

WINNIFRED

Maybe whoever lives here really likes their privacy.

Just then, from the bushes, a SPOOKY MALE VOICE INTONES:

DENLEY (O.S.)

Run. Run for your lives.

Winnifred and Prescott WHEEL AROUND, startled, but there's no sign of the voice's owner.

WINNIFRED

Who's there?

DENLEY (O.S.)

Someone who knows the madness that resides within the doorless tower. Run while you still can!

Suddenly, from above, a bell-like voice rings out:

WOMAN (O.S.)
Denley, is that you? I knew you'd change
your mind!

From the bushes at the edge of the clearing steps out PRINCE DENLEY, a gawky, tall, awkward-looking fellow in fancy armor similar to Prescott's. Tilting his head back to address the woman in the tower:

DENLEY
I haven't changed my mind, and I'm not
going to!

WOMAN (O.S.)
But you said you loved me! What could I
have done to drive you away?

DENLEY
You're clingy, you're obsessive, you need
male validation for everything you do--

HYSTERICALLY SOBBING is the only answer from above.

DENLEY (CONT'D)
This is proving my point!

He turns back to Prescott and Winnifred. In a low voice:

DENLEY (CONT'D)
Stay away from her, man. She's crazy.

WOMAN (O.S.)
Denley, please!

DENLEY
(to Prescott and Winnifred)
I gotta go.

He RUNS OFF INTO THE FOREST, his armor clanking in a not-especially-dignified way.

WOMAN (O.S.)
Denley? Are you still there?

Unsure what to do, Prescott calls up:

PRESCOTT
Uh, Denley had to go to an ...
appointment. We're Prince Prescott of
Positania and Winnifred.

WOMAN (O.S.)
Winnifred of ... ?

WINNIFRED
Of Winnifred.

There's a silence as the unseen woman considers this.
Then, with a sigh of resignation:

WOMAN (O.S.)
Come on up.

Something comes TUMBLING DOWN the smooth side of the tower: a SLENDER, BRAIDED GOLDEN ROPE. Winnifred eyes it skeptically before testing her weight. Although the rope doesn't look strong enough, it holds.

With a shrug, Winnifred begins to climb, with Prescott following a few feet behind her.

Higher and higher they go, until they're well above the canopy of trees. Winnifred takes the opportunity to glance around. They're surrounded by IMPENETRABLE WOODS in every direction.

INT. TOWER - SAME

Winnifred puts one hand on the windowsill, then the other. With one final GRUNT OF EXERTION she boosts herself through the window, crash-landing at the slippered, delicate feet of ...

RAPUNZEL. She's wearing a beautiful golden dress and clutching the base of her beautiful golden braid, which she has LOOPED AROUND A HOOK and thrown from the window.

WINNIFRED
(realizing)
That was your hair?

Just then, Prescott comes FALLING THROUGH THE WINDOW. With a sigh of relief, Rapunzel UNHOOKS HER BRAID, begins winding it around her forearm like it's a length of cord. In a queenly, grandiose tone:

RAPUNZEL
Indeed. For I am Rapunzel, once the Crown Princess of Upriver, now the Perpetual Prisoner, the Disembodied Voice of the Doorless Tower, She of the Long Golden Hair Able to Bear the Weight of Five and Twenty Men.

WINNIFRED

That's a mouthful.

Rapunzel sighs. In a normal voice:

RAPUNZEL

I don't meet a lot of new people. So when I do I like to really enjoy it.

PREScott

Why did you call yourself the Perpetual Prisoner?

RAPUNZEL

Does this look like somewhere I'd choose to live? The only way into or out of this tower is the way you just came. I was finally on the verge of being rescued, but ... but ...

Her lower lip has begun to tremble, and there are tears in her eyes.

RAPUNZEL (CONT'D)

But I guess that's over now.

Rapunzel BURSTS INTO TEARS. Winnifred puts her arm around her comfortingly, but Rapunzel quickly shakes it off.

RAPUNZEL (CONT'D)

Please. I don't want to talk about it.

WINNIFRED

Okay, if that's what--

RAPUNZEL

It all began a few weeks ago, when the handsome Prince Denley overheard me singing my song of woe.

(quickly)

Don't worry, I didn't let him into my tower on the first date. I'm not that kind of princess. But he gradually gained my trust. He said he was building a ladder, adding one rung to it for each day he'd been in love with me, and that soon he'd use it to rescue me and make me his queen. But today ... today ...

She DISSOLVES INTO SOBS YET AGAIN. It would be a heartbreak sight, if it weren't so annoying.

PREScott
 (impatient)
 Today ...

RAPUNZEL
 He changed his mind.

Prescott and Winnifred exchange a worried glance. *Uh-oh.*
 Tentatively:

WINNIFRED
 Did he tell you why?

RAPUNZEL
 He said my hundred-foot braid made me look like a lunatic, and that I was probably psychologically damaged from living in a tower my whole life. So he's going to look for a bride "better prepared for the realities of queendom." Can you believe that? Since when do handsome princes care about reality?

Winnifred and Prescott meet eyes again. Starting to really panic now.

RAPUNZEL (CONT'D)
 It's like everything that used to matter in this world -- virtue, delicacy, blondeness -- is suddenly *meaningless*.

Prescott looks at Winnifred as if to say *do something*. She hastily blurts out:

WINNIFRED
 Maybe ... maybe ...
 (inspired)
 Maybe you're better off without him.

RAPUNZEL
 How could that be?

WINNIFRED
 To lead you on like that only to change his mind? He kind of sounds like the crazy one. Were you in love with him?

RAPUNZEL
 Sure.

WINNIFRED
 Really?

RAPUNZEL

Close enough! It's not like I had
handsome princes lining up to rescue me,
you know? I had to take what I could get.

She narrows her eyes at Prescott, then smiles winningly.

RAPUNZEL (CONT'D)

Didn't you say you're a prince? Where's
your castle? I'd make a fantastic queen,
I swear.

WINNIFRED

(hasty)

Maybe marriage isn't the answer here.

RAPUNZEL

It's always the answer.

WINNIFRED

What about the kingdom you're from? I'm
sure they'd be thrilled to have their
crown princess back.

RAPUNZEL

Really? That never occurred to me during
the twenty years I've been stuck here.
But there's only one way out of this
tower. And it's not as if I can climb
down my own hair.

CUT TO:

INT. TOWER - LATER

Rapunzel squeezes her eyes shut as Winnifred positions a pair of scissors at the base of her neck.

PREScott

Three, two--

RAPUNZEL

Don't count. Just do it.

With a SINGLE SNIP, Winnifred cuts off the endless length of braid. As she holds it out, Rapunzel's EYES WIDEN.

WINNIFRED

Here it is. Your ticket out of here, your
way back to--

Rapunzel BURSTS INTO TEARS YET AGAIN.

PRESCOTT
(irritated)
What now?

RAPUNZEL
I'm sorry! It's just ... I spent two decades waiting to be rescued. What do I do now that that's never going to happen?

Winnifred FORCEFULLY KNOTS one end of the braid over the hook near the window. Holding out the opposite end:

WINNIFRED
You rescue yourself.

EXT. RIVERBANK - DAY

Prescott follows Winnifred and Rapunzel up a well-worn path alongside a placid river. A look of left-out irritation on his face as he listens to the two women CHATTERING CHEERFULLY.

WINNIFRED
You've really seen a dragon?

RAPUNZEL
You see a lot of things when you spend your whole life staring out a window.

PRESCOTT
(eager to join in)
I've always wanted to slay a dragon.

WINNIFRED
(ignoring him)
What do they look like?

RAPUNZEL
Kind of like giant flying squirrels.

Prescott shakes his head incredulously.

PRESCOTT
That can't be true. Everyone knows dragons are giant fire-breathing lizards with fearsome claws and fangs.

WINNIFRED
(to Rapunzel)
Don't mind him. He's just upset because now he'll never be a real hero.

PRESCOTT

What are you talking about? I'm hero-ing right now, as we speak!

WINNIFRED

Yes, I can already see it on your tapestry: "Prince Prescott of Positania, did exactly what his mommy told him to."

Prescott REDDENS, infuriated.

PRESCOTT

You know what your problem is? You don't believe in anything. Maybe you're right, maybe I am rich and handsome and smug, but you're *cynical*. And that's worse.

WINNIFRED

How is that worse?

PRESCOTT

Because you don't stand for anything!

WINNIFRED

Yes I do! I stand for not being a prissy, idiotic, helpless--

PRESCOTT

You can't just define yourself according to what you're *not*! You can't just stand on the sidelines of everyone else's lives, mocking them and telling them why everything they care about is wrong!

Winnifred is so stunned by this outburst that she can barely bring herself to stammer:

WINNIFRED

Why not?

PRESCOTT

Because it makes you *empty*!

RAPUNZEL

Guys ...

WINNIFRED

(on the verge of tears)
I am not *empty*.

PRESCOTT

You don't do anything. You don't risk anything. You don't care about anything or anyone--

RAPUNZEL
 (urgent)
 Guys!

Prescott halts his rant.

RAPUNZEL (CONT'D)
 We're here.

Winnifred and Prescott look up to realize they're facing an IMPOSING STONE WALL that stretches endlessly in either direction. A GRATE OF THICK STEEL bars an entrance that straddles the river, allowing water to flow through.

GUARD (O.S.)
 Who goes there?

Rapunzel straightens, assumes a QUEENLY POSTURE.

RAPUNZEL
 It is I, Rapunzel, your Crown Princess,
 formerly the Perpetual Prisoner, the No-
 Longer-Disembodied Voice of the Doorless
 Tower, She of the Long Golden -- She of
 the Long -- She of the ...

Her voice trails off.

RAPUNZEL (CONT'D)
 ... of the Hair.

A beat of silence. Then:

GUARD (O.S.)
 Who?

A small section of the stone wall OPENS OUTWARD, revealing itself to be a hidden door. The wary-looking GUARD steps out, holding up a crossbow with an arrow POISED TO SHOOT.

At the sight of it, Prescott quickly STEPS BEHIND RAPUNZEL. Winnifred rolls her eyes.

RAPUNZEL
 (less confident)
 I'm Rapunzel? I was the crown princess,
 until an evil witch took me captive and
 kept me hidden in a tower in the woods?

GUARD
 Oh. Yeah. I remember that.

The Guard lowers the crossbow. Prescott SIGHS IN RELIEF.

GUARD (CONT'D)

This is kinda awkward. Thing is, we're actually having the election right now.

Rapunzel, Prescott and Winnifred exchange confused looks.

PREScott

What's an election?

EXT. KINGDOM OF UPRIVER - MOMENTS LATER

Our adventurers follow the Guard through the streets of Upriver, past merchant stalls and thatch-roofed houses all PLASTERED WITH SIGNS for the various candidates.

GUARD

The throne's been sitting empty all these years. It's been chaos. And then it finally hit all of us -- why not just have anyone who wants to share their best ideas for running the kingdom, and we'll all vote on who we like most?

PREScott

Kings are born, not voted on. I should know; I'm going to be one someday.

GUARD

Uh-huh. And how've you been preparing for the job, if I might ask?

PREScott

I'm on a very heroic quest right now. I un-enchanted this maiden here and rescued this princess--

Winnifred COUGHS POINTEDLY, but Prescott persists:

PREScott (CONT'D)

--rescued this princess, and I also had a lot of very prestigious tutors growing up who taught me how to ride and fence, and, uh, I'm handsome, and--

GUARD

Let me tell you what I'm hearing: you like pretty girls and you have a horse. But the same could be said of me. Well, minus the horse.

They pass a sign for BLACKSMITH BILL: CHANGE UPRIVER CAN BELIEVE IN.

GUARD (CONT'D)

My money's on Blacksmith Bill. He's the kind of guy you feel like you could share a mead with, you know?

They round a corner to find themselves in front of the

EXT. PALACE OF UPRIVER

A rustic but grand palace. A MASSIVE CROWD OF CITIZENS stands outside awaiting the verdict of the vote. Over the entrance, a banner has been hung reading, "UPRIVER GENERAL ELECTION TODAY!"

Just then, a SQUIRE appears on a terrace above. He unravels a roll of parchment, then reads:

SQUIRE

Citizens of the Free Kingdom of Upriver,
it is my honor to introduce to you your
first-ever King-Elect ...

He pauses dramatically. The crowd is rapt, waiting.

SQUIRE (CONT'D)

William Smith!

RAUCOUS CHEERING FILLS THE SQUARE as a HANDSOME MAN in a peasant's plain sackcloth appears on the terrace.

GUARD

There he is!

BLACKSMITH BILL smiles and waves to the cheering crowd.

RAPUNZEL

(to Winnifred)

He's handsome, isn't he? Maybe I should try to marry him.

WINNIFRED

Or maybe you should try to be him.

(off Rapunzel's confusion)

Spend the next four years learning everything you can about being a leader, and then they'll elect you.

RAPUNZEL

(confused)

But who will I marry?

WINNIFRED

Anybody you want! Or nobody at all! Don't you see? You don't need to be married to be Queen-Elect of Upriver.

RAPUNZEL

It never occurred to me that I could do things without a man.

WINNIFRED

You already have. You rescued yourself from a doorless tower. Imagine what else you can do!

Prescott glares at Winnifred. But Rapunzel is thrilled, her cheeks flushed and eyes alight.

CUT TO:

EXT. UPRIIVER GATES - MORNING

Prescott and Winnifred, cleaned up and rested, throw the last of their things into a WOODEN CANOE. They're about to push off when Rapunzel comes RUSHING OUT.

RAPUNZEL

Wait! I have something for you!

Breathless, she hands something to Winnifred: the rope made from her golden hair, neatly coiled.

RAPUNZEL (CONT'D)

I don't have any use for it anymore. And who knows, maybe someday you'll need it.

Nodding, Winnifred tucks the rope inside her pack.

WINNIFRED

Okay. Thanks.

Rapunzel unties their boat from the dock, then pushes it into the current, calling out after them:

RAPUNZEL

Come see me in four years. We'll make a treaty or something. And by then I'll actually know what that means!

She waves goodbye as the current QUICKLY CARRIES THE CANOE away from the gate, then around a bend.

The second Rapunzel is out of sight, Prescott leans over and PUNCHES WINNIFRED IN THE ARM, HARD.

WINNIFRED

Ow!

PREScott

What was that? She was supposed to get married and live happily ever after, not get caught up in some half-baked political revolution!

WINNIFRED

Maybe this *is* her happily ever after.

PREScott

You didn't do this to help her. You did it to spite me.

WINNIFRED

You're right. The only reason anyone does anything is you.

PREScott

I can't believe I went through all of that to get you un-enchanted just so you could turn around and be mean to me.

WINNIFRED

It's ironic, isn't it? You were stuck with the perfect princess. Now I'm stuck with the perfect prince.

PREScott

Maybe we just shouldn't talk anymore.

WINNIFRED

Fine.

She lies back in the canoe and shuts her eyes to sleep. After a moment, Prescott does the same.

HOURS LATER

Winnifred wakes up slowly. Gentle sunlight dapples her face as the boat continues to DRIFT. Smiling, she tilts her face upward toward the sun.

And then she SITS STRAIGHT UP, ALARMED.

WINNIFRED (CONT'D)

Prescott. Prescott!

She shakes his arm, jolting him awake so suddenly that he LIFTS HIS HEAD AND BUMPS IT ON THE SEAT.

PREScott

Ow! What?

WINNIFRED

Look.

As she points upward, we REVERSE to reveal what she's staring at: the leaves of the trees overhead and the sky have turned the same UNIFORM GRAY. Almost as if all the color has been leached out of them.

As the two of them look around, they realize EVERYTHING AROUND THEM HAS GONE GRAY: the grass on the riverbank, the water, even the boat. They are the only two spots of color in a COMPLETELY MONOCHROMATIC LANDSCAPE.

PREScott

What happened?

WINNIFRED

I don't know.

Prescott cocks his head to the side. Distantly, a MAN'S VOICE CAN BE HEARD calling something over and over.

PREScott

I think it's coming from around the bend.

As the canoe rounds the curve, they see up ahead an

EXT. WOODEN DOCK

With a discouraged-looking MERCHANT perched on it. Laid out on blankets around him are a variety of DULL-LOOKING OBJECTS, and he's not doing much to enliven them as he calls out in a monotone:

MERCHANT

Items here, get your items. All kinds of objects of all different origins.

Prescott and Winnifred STEER THE CANOE TOWARD HIM. As Prescott reaches out to grab hold of the dock, the Merchant stands up to help him. Eager:

MERCHANT (CONT'D)

You folks in the market for some items?

He ties up the canoe, then gives each of them a hand as they CLAMBER ONTO THE DOCK.

MERCHANT (CONT'D)

As you can see, I got items, objects, notions and sundries.

Winnifred picks up what looks like a bunch of rough-edged pebbles on a string.

WINNIFRED

What's this?

MERCHANT

Used to be an enchanted necklace. Matter of fact, everything you see here was once magical in nature.

Prescott lifts a RUSTY SWORD.

PRESCHOTT

This sword was magical?

MERCHANT

Oh yeah. A chosen one pulled it out of a stone and everything. You want it? I'll throw in the necklace for free.

PRESCHOTT

I don't know. It's in pretty bad shape.

MERCHANT

Think of it as rustic.

PRESCHOTT

I think you mean rusty.

MERCHANT

Fine line, isn't it?

WINNIFRED

Maybe you're in the wrong field. I can't imagine there's much of a market for previously enchanted goods.

MERCHANT

(rolling eyes)

Thanks for that insight. For your information, they were all enchanted when I got them. That sword right there? It shone like the sun.

PRESCHOTT

Did you leave it out in the rain? I did that to a sword once. My fencing tutor was furious.

WINNIFRED

Please stop bringing up your tutors.

MERCHANT

It got this way all on its own. It's like
the magic somehow ... drained out of it.

Winnifred and Prescott meet eyes.

PREScott

When exactly did this happen?

MERCHANT

Earlier today. I've never seen anything
like it. One minute I had the finest
wares in all the land. The next all I had
was a bunch of ugly junk--
(catching himself)

I mean, a bunch of *antiques*. You sure I
can't interest you folks in anything?

Holding up a TARNISHED AND CRACKED HAND MIRROR:

MERCHANT (CONT'D)

Magic mirror?

Indicating a SPHERE OF ROUGH CONCRETE:

MERCHANT (CONT'D)

Crystal ball?

With a glance in Prescott's direction:

WINNIFRED

We'll take the sword. It's the least we
can do.

MERCHANT

Don't forget this.

He holds out the string of pebbles as if presenting a
diamond necklace. With a wink at Prescott:

MERCHANT (CONT'D)

Ladies love their gemstones.

EXT. CANOE - LATER

The grey river is moving MUCH MORE SWIFTLY NOW. Prescott
now wears the rusty sword; Winnifred wears the pebbles;
and they both wear identical expressions of anxiety.

Finally, trying to lighten the mood:

WINNIFRED

Maybe it's all just a weird coincidence.

PRESCOTT

It's not a coincidence. The world is falling apart, just like those Grimm Brothers said it would.

(glum)

I kinda feel like it's my fault.

WINNIFRED

That's probably because it is.

PRESCOTT

What? It's your fault!

WINNIFRED

Then why'd you say it was yours?

PRESCOTT

To get you to admit it! Think about it. If you'd never showed up at my castle in the middle of the night none of this would have happened. Generica would have passed the mattress test--

WINNIFRED

That does not sound right.

PRESCOTT

--and I would have married her. Case closed. Kingdom complete. World saved.

WINNIFRED

So you do remember the night we met.

PRESCOTT

Of course.

WINNIFRED

Then maybe you also remember me saying a little something about *not wanting to get married*.

PRESCOTT

Let me make sure I have all this straight. Where are you from?

WINNIFRED

Dalmane.

PRESCOTT

And where were you planning to go?

WINNIFRED
Into the forest.

PREScott
And where were you when you first
realized you liked me?

WINNIFRED
In your kitchen.

She CLAPS HER HANDS over her mouth, turns BRIGHT RED.

PREScott
(smug)
That's what I thought.

WINNIFRED
Wait a minute. Do you hear something?

PREScott
Don't try to change the subject.

WINNIFRED
I'm serious. It sounds like--

Just then, they round a bend to see, up ahead, the
WHITEWATER RAPIDS that lead to an ENORMOUS WATERFALL.

EXT. MASSIVE WATERFALL - AERIAL VIEW

Prescott and Winnifred's little boat is a MERE SPECK in
the NOW-RAGING WATERS of the river. They carry it swiftly
toward the lip of the waterfall, which plummets HUNDREDS
OF FEET to the rest of the river below.

EXT. CANOE

Winnifred and Prescott both begin PADDLING DESPERATELY,
trying to reverse the canoe's course. But the water's
moving too fast. Realizing what's about to happen,
Prescott PULLS HIS SHIRT OFF OVER HIS HEAD.

WINNIFRED
(shielding her eyes)
Hey! Easy!

PREScott
What?

WINNIFRED

Next time maybe give me a warning before forcing me to look at your, you know, chest and muscles and everything.

PREScott

You'd better undress too.

WINNIFRED

Excuse me?

PREScott

You can't go under in all your clothes. They'll get soaked and drag you down.

WINNIFRED

Let me guess: you had a swimming tutor.

PREScott

No. My parents let him go.

WINNIFRED

Why?

PREScott

Because I was afraid of the water. I never once went in.

The boulder-studded edge of the waterfall is FAST-APPROACHING NOW. They have to SHOUT to hear each other over the ROARING WATER.

Spotting an especially flat rock up ahead:

WINNIFRED

If we jump onto that boulder we might have a chance!

PREScott

We won't be close enough!

WINNIFRED

Help me paddle!

They resume PADDLING DESPERATELY, but as they RACE TOWARD THE EDGE it's clear: they're not going to make it.

And then Prescott does something surprising: he stands up in the boat and PLANTS HIS OAR OVER THE SIDE.

WINNIFRED (CONT'D)

(horrified)

What are you doing?

PREScott
Giving you a push!

And just like that, he POLE-VAULTS OVER THE OAR,
disappearing instantly into the ROILING WATER.

WINNIFRED
Prescott!

Her body JOLTS as the boat FLIES BACKWARD from the force
of the push and HITS THE BOULDER. She has just a few
seconds to jump ship before the boat goes over the edge.

WINNIFRED (CONT'D)
Prescott!

But there's no sign of him. The boat is MOVING PAST THE
BOULDER NOW. With seconds to spare, Winnifred LEAPS ONTO
IT AND GRABS HOLD, scrabbling at the wet surface with
both hands, as the little canoe DISAPPEARS OVER THE EDGE.

Pulling herself to her feet, Winnifred finally spots
Prescott CLINGING WEAKLY to a small, jagged rock. As his
TERRIFIED EYES MEET HERS--

WINNIFRED (CONT'D)
Hold on! I'm coming!

Panicked, she searches for a path among the boulders. But
just then the OAR Prescott dropped comes RUSHING BY AND
KNOCKS HIM IN THE CHEST, forcing him to LET GO.

Time seems to slow. For one long moment, Prescott appears
SUSPENDED IN MID-AIR, his arms and legs flailing--

--and then, just like that, he's GONE.

Winnifred runs to the edge of the rock, hoping to spot
him in the CHURNING WATER FAR BELOW. But all she sees is
the WRECKAGE OF THE CANOE. It's been bashed to bits.

WINNIFRED (CONT'D)
Come on, come on ...

But Prescott doesn't resurface.

Winnifred stands a moment longer, watching, waiting ...

And then, when he still doesn't come up, she KICKS OFF
HER SHOES. Her face is a mask of determination as she
strips down to her slip.

Squeezing her eyes shut:

WINNIFRED (CONT'D)

Three, two--
(beat)
Don't count, just do it!

She hesitates a moment longer.

And then she DIVES.

Hands in a perfect "V" over her head, she PLUMMETS DOWN THE FRONT OF THE WATERFALL, a small bright shape against the steely gray water.

WINNIFRED'S POV -- The white caps of the waves below RUSH UP TO MEET HER, occasionally clearing to give little peaks of the DEEP DARK WATER BENEATH--

And then, without so much as a splash, she PLUNGES IN.

EXT. UNDERWATER

Eyes open, Winnifred PUSHES THROUGH THE WATER, swiveling her head from side to side. No sign of Prescott. She swims forward a few strokes before resurfacing--

EXT. RIVER

--takes a deep breath, then plunges back in--

EXT. UNDERWATER

--and spots him up ahead, SINKING FAST. Winnifred pushes toward him, grabs him under the arms, KICKS DESPERATELY toward the surface--

EXT. RIVERBANK

--and finally emerges in the shallow water near the riverbank. She stands, dragging Prescott through the shallow water and onto the sand, then COLLAPSES NEXT TO HIM, gasping for air as he COUGHS UP WATER.

Turning to her weakly, Prescott croaks out:

PREScott
Who was your swimming tutor?

Winnifred laughs.

WINNIFRED

I taught myself, believe it or not. I can teach you too, if you want.

PRESCOTT

Thanks. But I'm never getting in the water ever again.

He studies her face. Nervous now:

WINNIFRED

What?

He leans in toward her, his face inches from hers. Her heart pounding, she shuts her eyes, ready for the kiss she's sure is coming--

--then opens them again when she feels him pulling something from her hair.

PRESCOTT

Seaweed.

He brushes a piece of kelp off on the grass. Trying to hide her disappointment:

WINNIFRED

So. Any idea where we are now?

PRESCOTT

Yes. We're home.

He points across the water, where, in the hazy distance, the Royal Palace of Positania can just be seen above the once-grassy, now-grey hills.

They retrieve their things from the wreckage that's washed up on the shore, then set off toward the castle.

EXT. ROAD TO PALACE - LATER

Prescott and Winnifred straggle up the road to the palace, taking in the bare trees and dull colors of the COMPLETELY TRANSFORMED LANDSCAPE. Even the palace is changed. Its once-gilded rooftops are now CORRODED AND BLACK, its marble balustrades CRUMBLING.

As they approach the drawbridge, a voice from inside calls out:

NORWOOD (O.S.)

Who goes there?

PREScott
It's me! Prescott!

Near the bottom of the drawbridge, a small strip of iron SLIDES ASIDE to reveal a pair of SKEPTICAL EYES. Suddenly the eyes widen.

NORWOOD (O.S.)
Lower the bridge!

GRINDING AND CLANKING SOUND as the drawbridge is hastily lowered over the moat. Norwood comes running out, his eyes filled with tears.

NORWOOD (CONT'D)
We'd all but given up hope.

Eying Winnifred:

NORWOOD (CONT'D)
I assume from the lady's ... *imperfect* state that your quest was a success.

Winnifred and Prescott glance at one another.

PREScott
Well, not exactly.

INT. GRAND HALL

Norwood strides ahead as Prescott and Winnifred look around, wide-eyed. Cobwebbed and dusty, the palace now resembles nothing so much as a haunted house.

NORWOOD
All the servants have gone. They suddenly wanted *money* in return for their work -- can you imagine? As if being in the hallowed presence of the royal family wasn't payment enough! The Queen was so shocked she took to her chambers for a week. And when she finally came out, she announced she was leaving the King.

PREScott
What?!

NORWOOD
She said she wanted to "find her bliss," whatever that means.

Prescott reels.

PREScott

So my mother is ... gone?

Now they're traveling past the GALLERY OF TAPESTRIES, all of which are LITERALLY UNRAVELING as they go by.

NORWOOD

Well, no. When your father quite rightly pointed out that the only women over thirty living on their own in Positania are witches and wicked stepmothers, she decided to stay. But they've been fighting ever since.

He turns around to look at Prescott, his eyes shining with tears of happiness.

NORWOOD (CONT'D)

But now that you're back, surely everything will return to normal.

PREScott

That's the idea, anyway.

INT. DINING HALL - LATER

The whole gang is gathered around a table HEAPED WITH FOOD. The King and Queen, Norwood and Generica all wear identical expressions of bewilderment as they struggle to understand what Winnifred and Prescott are telling them.

Queen Odella is the first to speak:

QUEEN ODELLA

So after going to all that trouble for her, you're not even going to marry her?

PREScott

I have to marry Generica, Mother. It's the way the story was supposed to go.

QUEEN ODELLA

This is very unorthodox.

KING OGDEN

As unorthodox as a queen leaving her husband to go off by herself and do nothing all day?

QUEEN ODELLA

I was going to make candles!

The King and Queen sink into a RESENTFUL SILENCE, glaring at each other. Prescott hastily jumps in:

PRESCOTT

See? Everything's falling apart, and there's only one way to fix it.

He turns to Generica and adds:

PRESCOTT (CONT'D)

That is, if you're okay with all of this.

Generica smiles triumphantly.

GENERICA

I always wanted a storybook wedding.

Turning back to the rest of the table:

PRESCOTT

I know it was a lot to go through for the wrong girl. But my quest taught me something I really needed to learn.

(beat)

Sometimes you have to put other peoples' happily-ever-afters ahead of your own. That's being a real hero.

There's a silence as everyone absorbs this. Then, approvingly:

KING OGDEN

Well said, son. That quote will look great on the bottom of your tapestry.

Generica CLAPS HER HANDS WITH EXCITEMENT.

GENERICA

I'm going to be on a tapestry! What am I going to wear? *Winnifred!*

PRESCOTT

Actually, Winnifred won't be your lady-in-waiting anymore. Instead, I'm going to make her a Knight of Positania.

GENERICA

Then I'll need a new lady-in-waiting. There's so much to think about!

Everyone begins CHATTERING EXCITEDLY ABOUT THE UPCOMING WEDDING. Turning to Prescott, in a low voice:

WINNIFRED

Thank you.

PREScott

No, thank you.

He reaches out and takes her hand one last time. Squeezes it as they smile at one another.

INT. PALACE - SUNDOWN - A FEW DAYS LATER

Generica stands near the doorway to the terrace, grinning with giddy excitement. In her voluminous white dress, her golden hair cascading down her back, she is every inch the perfect princess, ready for her perfect, end-of-princess-movie wedding.

At the sound of a CACOPHONY OF OUT-OF-TUNE TRUMPETS, she readies herself to step out onto the terrace, when out of nowhere she hears:

WINNIFRED (V.O.)

Generica! Wait!

Winnifred comes RUNNING UP, dressed in her new knight's armor and holding something behind her back.

WINNIFRED

You can't marry him.

Generica's eyes flash as she fires back:

GENERICA

I'm not going to let you sabotage me again. It's over, Winnifred. And I won.

WINNIFRED

(patient)

That's not what I meant. I meant, you can't marry him without this.

She holds out what she's been hiding: her filthy pack from the quest. Generica looks inside, frowning.

GENERICA

A bag of wet hair?

Winnifred pushes aside Rapunzel's rope to reveal her real gift: a beautiful GOLDEN TIARA, studded with diamonds.

Generica's eyes fill with tears. She's genuinely touched.

GENERICA (CONT'D)

It's even more beautiful than the one I had! How did you get it?

WINNIFRED

A handsome prince gave it to me when he thought I was going to marry him.

GENERICA

How on earth did you get *two princes* to want to marry you?

(beat)

Sorry. What I meant to say is thank you.

Winnifred positions the tiara on Generica's head, then takes a step back, smiling.

WINNIFRED

You look perfect.

Generica wipes at her eyes.

GENERICA

Tell the truth: you did this on purpose to ruin my makeup.

Winnifred laughs.

EXT. TERRACE - SAME

The people of Positania have TURNED OUT IN DROVES to watch from the dead grass of the palace lawn as Prescott finally, at long last, takes a bride.

It's sundown, but the sky is colorless and grim, a match for Prescott's mood as he stands at the front of the terrace in FULL ROYAL REGALIA, including an ENORMOUS SILVER CROWN. Off to the side, Winnifred scurries out and takes her place among a RETINUE OF ROYAL KNIGHTS.

In a dutiful, not-exactly-enthusiastic tone:

PREScott

Fair citizens of Positania, I present to you your new queen, Generica of Dalmane.

Generica emerges onto the terrace, tiara perfectly in place. Taking small, bridal-march steps, she walks toward Prescott, GRINNING TRIUMPHANTLY.

But then she sees something in the distance that WIPES THE SMILE OFF HER FACE.

Noticing:

PREScott (CONT'D)
Generica? Are you all right?

GENERICA
Is that ... a giant squirrel?

Everyone turns at once in time to see a MASSIVE FLYING SQUIRREL HEADED RIGHT FOR THEM.

PREScott
(realizing)
No. It's a dragon.

At the sound of the word "dragon," the crowd below SCREAMS IN TERROR, dissipates quickly as the dragon CLOSES IN. But it's not interested in them. It's only interested in one thing:

DRAGON
Prince Prescott of Positania, I presume?

The dragon LANDS ON THE TERRACE. As it flicks its fluffy tail, the guests on the terrace all SCATTER OUT OF THE WAY, YELLING AND SHOUTING as they go.

In all the hysteria, Generica's been completely forgotten. She STANDS ALONE, an island in the stream of people running inward, until Winnifred GRABS HER BY THE ARM and pulls her toward the tall oaken doors to the terrace, calling over her shoulder:

WINNIFRED
Prescott, come on!

Generica STUMBLES AND FALLS, TEARING HER DRESS. Winnifred pulls her back to her feet. But as they approach the castle someone inside shouts hysterically:

WEDDING GUEST
Bar the doors!

Prescott watches in horror as the doors SLAM IN WINNIFRED AND GENERICA'S FACES. Winnifred POUNDS ON THEM WITH HER FISTS, but to no avail: they're shut tight.

Now it's just Prescott, Winnifred and Generica alone on the terrace. With the dragon. Which, in spite of its squirrel-like appearance, is PRETTY DAMN TERRIFYING.

DRAGON
I've been searching for you.

Its low, raspy voice is reminiscent of James Spader's: authoritative and menacing at the same time.

PRESCOTT

I think you have the wrong person.

DRAGON

Are you Prince Prescott?

PRESCOTT

Yes ...

DRAGON

The same Prince Prescott who screwed up all the stories?

Prescott BLANCHES.

DRAGON (CONT'D)

And this must be the princess and the pauper. I hope they were worth it.

PRESCOTT

I didn't mean any harm, I swear.

DRAGON

Would you call this harm?

It turns so they can see the side of its body. Generica GASPS IN HORROR: whole tufts of fur are missing, revealing SHINY GREEN SCALES UNDERNEATH.

DRAGON (CONT'D)

We were a peaceful species. We had no problem with your kind. But ever since you started with your meddling, we've been losing our fur, growing hideous scales and claws and teeth. We used to be magical. Now, like everything else in this world, we've turned mean and ugly.

(beat)

And someone has to pay.

Prescott tries to stand tall and look tough as he says:

PRESCOTT

Don't worry. I'm the hero of this tale. And I've figured out a way to make everything the way it was.

DRAGON

I have a better way.

Its eyes FLASH VICIOUSLY.

DRAGON (CONT'D)
All three of you must die.

Shaking from fear, but trying not to show it, Prescott turns and calls to Winnifred:

PRESCOTT
Stay back!

Winnifred steps protectively in front of Generica. But her eyes betray the fact that she's just as terrified as everyone else.

Turning back to the dragon, Prescott pulls the RUSTY SWORD from its sheath and holds it aloft menacingly.

PRESCOTT (CONT'D)
I've always wanted to slay a dragon.

But the dragon merely CHUCKLES.

DRAGON
You'll need a better weapon than some sword you left out in the rain.

Lunging forward, the dragon SWIPES AT PRESCOTT with its front claws, but the prince DUCKS just in time. Infuriated, the dragon rears its head back and ROARS FIRE. As the flames SWEEP TOWARD HIM:

WINNIFRED
Here, take this!

She slides him something across the marble floor: her SHIELD. He grabs it just in time, manages to HIDE BENEATH IT as the dragon's flame passes over him. Its eyes sparkle with grudging admiration as it hisses:

DRAGON
Very tricky. Unfortunately for you, I still have my tail.

Before Prescott can react, the dragon SWEEPS ITS MASSIVE SQUIRREL TAIL ACROSS THE BALCONY, knocking the sword and shield from his hands and SENDING THEM FLYING.

As the dragon INHALES DEEPLY, preparing to breathe fire again, Prescott glances around desperately for something, anything that can help him. But there's nothing.

The dragon ROARS, FLAMES LEAPING FROM ITS MOUTH. Prescott RUNS FROM THE WHITE-HOT FIRE AT HIS HEELS, but stops short when he hits the edge of the terrace. He's TRAPPED.

The dragon's fire SWEEPS OVER PRESCOTT. As Winnifred and Generica watch in horror, his clothes BURST INTO FLAME.

WINNIFRED
(anguished)
Prescott!

But it's too late. Prescott's flaming figure TIPS BACKWARD over the edge of the terrace. And then, just like that, he's gone.

Winnifred clamps her hands to her mouth, devastated. But there's no time to grieve. Like a cat stalking its prey, the dragon is already SLOWLY ADVANCING on her and Generica, grinning with all of its teeth.

DRAGON
That was easier than I thought.

EXT. MOAT - UNDERWATER

The dark, murky water of the moat is disrupted by a splash as the fiery figure of Prescott PLUNGES IN. His clothes immediately extinguish as he SWALLOWS WATER, COUGHING AND THRASHING WILDLY.

EXT. TERRACE

As the dragon closes in on Winnifred and Generica:

GENERICA
Winnifred! Do something!

In desperation, Winnifred LAUNCHES HERSELF AT THE DRAGON, grabbing it around the neck and holding on tight. As it desperately SNAPS ITS HEAD BACK AND FORTH, trying to shake her off:

DRAGON
Let go!

WINNIFRED
(gritted teeth)
Don't tell me what to do.

She SWINGS HERSELF AROUND until she's straddling the dragon's back.

DRAGON
Very well. You leave me no choice.

The dragon LIFTS OFF FROM THE BALCONY, Winnifred still clinging to the fur of its back. The small figure of Generica, AGAPE WITH HORROR, rapidly shrinks as the dragon ACCELERATES UPWARD with terrifying speed.

EXT. MOAT - UNDERWATER

Air bubbles STREAM FROM PRESCOTT'S MOUTH as he desperately tries to propel himself forward with his arms. We can see from his panicked expression that he's running out of air.

EXT. MIDAIR

The dragon LAUNCHES INTO A SERIES OF BARREL ROLLS intended to throw Winnifred off. But she hangs on tightly, even as her face turns green from nausea.

EXT. MOAT - UNDERWATER

Finally Prescott finds what he's been looking for: an UNDERWATER GRATE blocking a passage into the palace. With the last of his strength he WRENCHES IT FROM ITS MOORINGS, then swims through--

INT. BASEMENT

--and finally RESURFACES, GASPING FOR AIR, in a channel of water running through the palace basement. Shivering, he pulls himself out, then COLLAPSES ON THE FLOOR, exhausted, coughing up water.

EXT. TERRACE

Generica watches in horror as the dragon PLUMMETS BACK TOWARD THE BALCONY, WHOOPING WITH SINISTER GLEE.

EXT. MIDAIR

As the dragon DIVES, Winnifred's right hand FLIES LOOSE FROM ITS BACK. Her eyes widen in fear as she sees that the clump of fur she'd been holding has FALLEN OUT, revealing slimy-looking scales underneath.

The dragon SWOOPS LOW OVER THE PALACE. As the fur in Winnifred's left hand begins to loosen, the dragon readies itself to shoot upward once again, and she squeezes her eyes shut, sure this is going to be the end--

And then, with a JOLT, Winnifred and the dragon are YANKED DOWNWARD by some invisible force. The dragon lands on the terrace with a THUD just as Winnifred's left hand loses its grip, sending her ROLLING OFF THE DRAGON'S BACK to land on the marble floor.

As she pulls herself to her feet, confused, she notices something unfamiliar looped around the dragon's neck.
It's a ROPE.

A GOLDEN ONE.

Following it with her eyes, she's ecstatic to see PRESCOTT FRAMED IN THE TERRACE DOORWAY, the other end of Rapunzel's braid in his hand. Even sopping wet, with his eyebrows and hair singed, he looks just like a hero.

WINNIFRED

You're alive!

She runs toward him, wiping tears from her eyes. In a tone that betrays how cool he thinks this line is:

PRESCHOTT

This is my house. And nobody threatens a maiden in my house. Because I live in it.

Throwing her arms around him, Winnifred says tearfully:

WINNIFRED

That line needs work.

PRESCHOTT

You can't help yourself, can you?

But he's smiling. She smiles back before tucking her head under his chin. But as her eyes fall to his hand, her expression quickly fades to one of panic as she realizes:

WINNIFRED

Did you tie that rope around your wrist?

PRESCHOTT

Yeah. Why?

But she doesn't need to explain, because right then the dragon, who has taken advantage of their reunion to seize the lasso in its mouth, YANKS HARD ON THE ROPE, KNOCKING THEM BOTH TO THE GROUND.

In a flash, the dragon WHIPS ITS HEAD AROUND, wrapping them tightly in the rope as it pulls them in close. It LOOMS OVER THEM as they struggle to free themselves, FLAMES FLICKERING FROM ITS MOUTH as it says:

DRAGON

I believe this is the part referred to in
the story as "the end."

The dragon REARS BACK, EYES GLEAMING, ABOUT TO STRIKE--
--and then, out of nowhere:

GENERICA

Not. So. Fast.

Prescott, Winnifred and the dragon all turn at once to see Generica standing there in her shredded wedding dress, Prescott's rusty sword CLUTCHED IN HER HANDS.

Except it's not rusty anymore. As Generica STEPS BETWEEN HER FRIENDS AND THE DRAGON, her eyes defiant, a PULSE OF LIGHT travels up the sword from the handle. Before their very eyes, it changes from dull and tarnished to RAZOR-SHARP AND SHINY.

GENERICA (CONT'D)

Let them go.

The dragon ROARS FLAMES at Generica, but stops short when the magical sword merely REPELS THEM, sending them FLYING BACK IN ITS FACE. Its eyes widen as it realizes:

DRAGON

Is that sword ... magical?

GENERICA

Come get a closer look. I dare you.

Behind her, Prescott and Winnifred have finally untangled themselves and risen to their feet.

DRAGON

But all the magic's gone out of everything. Everyone knows that.

Generica advances on the dragon, all the determination she once brought to being a perfect princess channeled into this.

Now it's the dragon's turn to beg as it backs away:

DRAGON (CONT'D)

Please. All I wanted was to make things the way they were.

GENERICA

I'm tired of the way things were.

DRAGON

You and I, we're victims in all of this!

GENERICA

I am *not* a victim. I'm a *princess*.

DRAGON

They're the same thing!

Generica raises the sword.

GENERICA

Not anymore.

She CHARGES THE DRAGON, the sword aimed right between its TERRIFIED EYES. But just as she's about to strike:

PREScott

Wait!

Generica freezes, turns to Prescott in surprise.

PREScott (CONT'D)

Killing each other isn't going to change anything.

DRAGON

Then what is?

PREScott

This sword somehow got its magic back.
And it's not the only thing.

He reaches under Winnifred's armor and pulls out the necklace. Everyone GASPS IN SHOCK: what was moments ago just a bunch of pebbles on a string has transformed into a SLENDER GOLD CHAIN STUDDED WITH GEMSTONES.

WINNIFRED

(confused)

That wasn't like that earlier.

GENERICA

If it was I would've stolen it.

(beat)

I mean, asked to borrow it.

DRAGON

This isn't fair. I need magic to survive
and you people are *wasting* it on your accessories.

PRESCOTT

We're not doing it on purpose. But we
must be doing something.

(beat)

Generica, what were you thinking when you
picked up that sword?

Generica glances at Winnifred. Then:

GENERICA

I'd rather not say.

PRESCOTT

Oh come on!

DRAGON

This is not a good time to
be coy.

Generica looks at Winnifred as if asking for permission.

WINNIFRED

It's okay, Generica. Whatever it is, we
can take it.

Generica swallows. Then:

GENERICA

I was thinking you're in love with him.

Winnifred goes BEET-RED as Generica turns to Prescott.

GENERICA (CONT'D)

And you're in love with her, too.

Prescott and Winnifred are suddenly both very interested
in their shoes as she continues:

GENERICA (CONT'D)

You can pretend you're not, but I know
you are. I think I knew it all along, I
just didn't want to know it until now.

She drops the sword to the ground in a resigned gesture.

GENERICA (CONT'D)

This is hard for me to say. My whole life
I've been training for this moment. I ran
relay races in high heels. Survived on a
hundred calories a day so my waist would
be thinner than my neck. I was determined
to be the one who married the handsome
prince on the terrace at sunset. But I
can't be the one who keeps apart two
people in love.

The dragon's eyes widen.

DRAGON
That's why the necklace changed.

It points at Winnifred.

DRAGON (CONT'D)
Because you realized it too.

Now everyone's staring at Winnifred, who is blushing furiously. Trying desperately to change the subject:

WINNIFRED
But in the story--

GENERICA
(exasperated)
I'm done with the story! I want to write a new, better story. One where princesses like me don't have to get our makeup tattooed on our faces so princes like him will think we wake up looking like this -- how dumb are you guys? -- and where girls like you can be knights or queens or both at the same time, and where people can fall in love with whoever they want--

The dragon clears its throat. Rolling her eyes:

GENERICA (CONT'D)
And where dragons are cute and cuddly and have all their fur.

DRAGON
Thank you.

Indicating the shreds of her wedding dress:

GENERICA
Isn't that supposed to be the point of all this? Love? Not what love is like in some story, but real, actual love?

Prescott turns to look at Winnifred. Can't help but grin giddily. As a smile spreads over her face:

WINNIFRED
Don't make me say it.

PREScott
I love you too.

He leans in to kiss her, but is interrupted by Generica crying out excitedly:

GENERICA

Look! Under your feet!

Prescott and Winnifred look down to see TWO POOLS OF COLOR growing underneath both of them. Bit by bit, the circles widen, transforming the cracked stone back to GLEAMING MARBLE.

PREScott

What is that?

WINNIFRED

I don't know.

Moving quickly now, the circles of color join, then SWEEP OVER THE TERRACE, restoring it to its former beauty in mere moments.

And that's not all that's changed. As the dragon CRANES ITS NECK to see its side, it realizes:

DRAGON

My scales are gone!

The dragon's squirrel-fir is FULL, LUSTROUS, practically shimmering in the light. No sign of its scales.

The line of color can be seen RACING TOWARD THE HORIZON NOW, transforming everything in its path. Grass SPRINGS UP from the ground, trees BURST INTO FLOWER as bit by bit, the entire world REGAINS THE COLOR IT LOST. If possible, it looks even more LUSH than before.

For a moment all the four of them can do is STARE IN SHOCK. The dragon is the first to speak:

DRAGON (CONT'D)

It's the magic. It's back.

The dragon LIFTS OFF FROM THE TERRACE, grinning joyfully.

DRAGON (CONT'D)

I'm healed!

As the last light of the setting sun turns orange, casting a GOLDEN GLOW over everything:

DRAGON (CONT'D)

Sorry about the whole wanting to kill you thing. If you ever come to Draconia, I promise to make it up to you. I'm in the book under Dragon. Actually we all are. It gets pretty confusing, but you'll figure it out.

And then, with a final GUST, the dragon FLIES OFF TOWARD THE SUNSET, leaving the three of them alone.

They watch it go in silence for a moment. Then:

PRESCOTT

You know what I just realized? I just rescued not one, but two maidens from a dragon. Eat that, *tapestry*.

WINNIFRED

You had a little help.

GENERICA

Who did what isn't important.

(beat)

Although I did play a pretty big part.

NORWOOD (O.S.)

What's happening out there?

They turn to see Norwood tentatively peeking his head around the doorway.

NORWOOD (CONT'D)

Is it gone?

PRESCOTT

It's gone.

NORWOOD

Will there still be a wedding?

PRESCOTT

No.

Turning to Winnifred with a smile:

PRESCOTT (CONT'D)

But there will be an adventure.

FADE TO:

EXT. CASTLE LAWN - DAY

The same CROWD OF POSITANIANS we saw before the wedding has turned out to see Prescott and Winnifred off on their first quest.

INT. ENTRY HALL - SAME

Prescott and Winnifred wait in the shade of the entry hall. They're about to step through the doors when--

GENERICA (O.S.)

Wait, wait, wait!

Generica runs up to them and launches into a FLURRY OF ACTIVITY, arranging Winnifred's hair so that it's just so, rubbing out smudges on their shiny armor, then SLAPPING PRESCOTT ON THE BACK SO HE STANDS UP STRAIGHT.

GENERICA (CONT'D)

What did we just talk about? Posture!

PREScott

But--

GENERICA

But nothing. This is why you hired me. Now go on, while you still look vaguely like future rulers.

Prescott turns to Winnifred.

PREScott

Do you want to decide which direction to take? You know how I am with maps.

WINNIFRED

I have a feeling adventure will find us no matter where we go.

Prescott and Winnifred smile at each other before, hand in hand, they STEP OUT INTO THE LIGHT.

MATCH CUT TO:

EXT. BLACK FOREST

An illustration in the Grimms' book depicts the same scene in gold.

WILHELM (V.O.)

So here's how the story ends.

JACOB (V.O.)

(irritated)

I'll finish it.

WILHELM (V.O.)

Fine. Go ahead.

REVEAL Wilhelm and Jacob standing over the book, watching as the unseen hand finishes writing the story.

JACOB

(reading)

"Each girl would sleep on a stack of featherbeds, and she who was delicate enough to feel the pea they placed underneath would be the one he should marry. Sure enough, only one maiden passed the test, and it was she who won the heart of the prince."

WILHELM

Of course a lot of other stuff happened along the way. Stuff that didn't quite fit the usual fairy tale mold.

JACOB

But that's what makes it a good story.

WILHELM

One of our best.

The pen finishes with those immortal words:

And they both lived happily ever after.

THE END