

"KATE AND LEOPOLD"

Screenplay by

James Mangold and Steven Rogers

Based on a story by

Steven Rogers

**FADE IN:**

**INT. VICTORIAN ESTATE - 1895 - DAY**

2:15. CLOSE UP: Ornate antique GRANDFATHER CLOCK strikes

The credits begin to roll.

in Calligraphy place cards are painstakingly hand-written preparation for a formal reception.

chandelier. Servants meticulously clean an elaborate crystal

Hands rapidly shine silver cutlery.

Fresh flowers arranged in several enormous vases.

**INT. KITCHEN - DAY**

Kitchen clock strikes 2:15.

Poultry plucked. Feathers everywhere.

with Steaming copper pots boiling over. Platters prepared decorative garnish.

frosting Extravagant tiered cake is lavishly iced. A glob of enters a pair of puckered lips. The perpetrator, a fey, pompous, HEAD VALET, seriously considers the texture and flavor of the icing, then gives the PASTRY CHEF a withering, sour look.

prepared  
2:15.

The valet, oblivious to the chef's fury, gathers a silver breakfast tray and checks his pocket watch.

**INT. BEDROOM - DAY**

valet  
revealing  
The  
KICK.

Antique bedside table clock -- just past 2:15. The valet throws open velvet drapes, sunlight FLOODS the room a figure sleeping soundly in a massive oak framed bed. The valet puts down the tray, pulls back the quilt.

closet,  
From  
opens. A

The dozing figure gives the valet a deliberate, angry KICK. Flinching infinitesimally, the valet crosses to the closet, selects three suits and holds them up for inspection. From beneath the puffiest of pillows, AN EYE reluctantly opens. A weary arm points decisively to the riding outfit.

**EXT. ESTATE - DAY**

Albany, a  
abandon,  
He  
path.

The riding outfit is adorned by LEOPOLD, Duke of dashing, virile man in his 30's. GALLOPING with great abandon, he expertly leads his horse up hills and over hedges. He sends gardeners shaping the grounds fleeing from his path.

the  
In the background, lanterns are being strung throughout the estate. Rugs are beaten out of open windows.

**INT. HALLWAY - EVENING**

freshly  
stairway.  
signaling

Large hallway clock -- 6:15. A pair of boots track a freshly scrubbed floor as Leopold heads carelessly up the stairway. Three steps behind, the valet snaps his fingers signaling the staff to clean up the mess.

**SERIES OF CLOSE UPS**

Gaudily framed portraits of somber relations.

A bird sits listless in a gilded cage.

Hot water is poured into a bath.

Carriages begin to arrive.

Orchestra leader signals the musicians to play.

Guests fill the ballroom in formal attire.

**INT. BEDROOM - NIGHT**

Leopold stares haughtily into a full length mirror.

hat  
fastens  
of the period. He flexes slightly. The valet hastily  
a corset around his mid-section from behind.

bored.  
Leopold eyes his reflection seductively. He becomes

silver  
watch  
He turns to his right. The valet spoons sorbet from a  
saucer into his mouth. He turns back to the mirror to  
himself eat. The valet pats his mouth dry.

valet  
Leopold  
and  
mirror.  
He affects a pampered STRUT, crossing the room as the  
sprays a mixture of perfume and powder into the air.  
thrusts out his arms walking through the mist, turns  
saunters back to his favorite place, in front of the

his  
Finally, as if weighing a great decision, Leopold hands  
hat to his valet and nods firmly into the mirror.

**CLOSE UP**

Fine linen undervest slides over his head.

Black twilled worsted trousers pulled up to his waist.

The buttoning of his hard, white, roll collar.

hand. A cream suede glove stitched in black slides over his

A perfect tight bow tie is tied around his neck.

tails An elegant black tuxedo jacket with silk facings and  
to the knees is fitted to his torso.

His hair is sleeked with oil and centrally parted.

His eyebrows are brushed with a tiny silver comb.

His cheeks are pinched.

lapel. A red silk handkerchief is placed in the bosom of his

He Leopold stares into the mirror. The effect is DAZZLING.

over a raises one eyebrow. Then, in a voice you could pour  
waffle:

**LEOPOLD**

You dance like a herd of cattle,  
Miss Fairchild. You are a rare woman  
who lights up the room... simply by  
leaving it.

OTTO, He bows. As he rises, the reflection of Leopold's UNCLE  
Leopold a pampered, effectual man in his 60's, appears behind  
in the looking glass.

**UNCLE OTTO**

Tell me Leopold, do you plan to join  
us downstairs after completing this  
one-sided flash of wit?

**LEOPOLD**

I despise affairs of this sort, Uncle  
Otto. No one really listens to anyone  
else. If you attempt it, you will  
see why.

**UNCLE OTTO**

You judge everything too severely. I  
wonder what would happen if you were  
to cast that critical eye inward?

**LEOPOLD**

You do not wonder at all. You merely ask in order to state your own opinion.

**UNCLE OTTO**

We are all concerned about you.

**LEOPOLD**

Ahh, here it comes.

**UNCLE OTTO**

Your life does not seem to have any direction. At the age of 25 a man is too young to do anything well. At 35 he is too old. Now is your time to take action. Tell me, what is it you want to DO with your life?

**LEOPOLD**

(wearily)

I do not know.

**UNCLE OTTO**

(just as weary)

Your ignorance cramps my conversation.  
(he slaps Leopold's  
face twice rather  
quickly)

Wake up! This is your one and only life. Every man has the chance to make a difference. DO something!

Leopold, stung, takes a moment to compose himself.

**LEOPOLD**

I am most grateful for your surveillance and for your sympathy. I assure you there is no need for concern. I am as effectual and attentive... as my position allows.

**UNCLE OTTO**

Life is not position, Leopold. It is action.

(he straightens  
Leopold's tie)

I will see you downstairs promptly. In the appropriate frame of mind.

fingers.  
brandy.  
higher.

He leaves. Leopold stares into the mirror, snaps his  
The valet hands him a glass and pours a small shot of  
Leopold shoots him a look. The valet fills the glass

Finally...

Leopold drains the glass and heads to the doorway. He  
hesitates, taking a deep breath and a long pause.

**THE VALET**

(grandly)  
Go spread joy.

Without looking back, Leopold leaves the room.

**INT. BALLROOM - NIGHT**

Victorian  
dance  
is  
unrelenting

Music fills the air as the creme de la creme of  
society gather inside. Leopold holds a prearranged  
card. He looks at the names and finds his first partner  
MISS TREE. Leopold looks upward helplessly at an  
God.

**INT. BALLROOM DANCE FLOOR - NIGHT**

energetically  
amazingly

A profoundly self-conscious Leopold dances  
into frame with MISS TREE, an ancient, elfin, yet  
SPRY woman who gapes up at him searchingly, unblinking.

out

Leopold opens his mouth to speak, can think of nothing  
suitable to say, and clamps his mouth shut. They dance  
of frame.

**INT. BALLROOM DANCE FLOOR - NIGHT**

of  
away  
grows  
beams

Leopold dances into frame with CLARA, a BEAUTIFUL girl  
19. He glances at her and smiles. She titters, turning  
shyly. They whirl around the dance floor. His smile  
into a broad grin. Caught up in the excitement, Clara

inky

up at him... happily revealing a mouth full of missing,  
teeth.

Leopold, face frozen in a formal smile, dances on.

**INT. BALLROOM DANCE FLOOR - NIGHT**

of

difficulty he

except

Leopold lumbers into frame with MISS FAIRCHILD, a woman  
immense girth. With great dignity and extreme  
maneuvers her around the floor, looking everywhere  
her enormous bosom.

**LEOPOLD**

You dance like an angel, Miss  
Fairchild. You light up the room. I  
thank you.

card,

Miss Fairchild curtseys heavily. Leopold glances at his  
sees the name Miss Serena Clacket and shudders.

She

around.

He spots a VERY LOVELY WOMAN hidden amongst the guests.  
scribbles in a small note pad, occasionally glancing  
Hiding his dance card, he saunters over.

**LEOPOLD**

Good evening. I do not believe I  
have had the pleasure.

realizes

The young woman stares vacantly at Leopold until she  
he is addressing her. She puts her pad away.

**CARLSON**

...Julia Carlson.

Leopold takes her hand and kisses it gently.

**CARLSON**

I'm sorry. Will you excuse me?

**LEOPOLD**

(slightly tipsy)  
You are not from the area, are you?

**CARLSON**

(smiles and shakes  
her head "No")  
Are you?

**LEOPOLD**

This is my estate.

**CARLSON**

Really?

(looking around the  
room)

Well it's not home but it's much...

There Leopold regards her curiously. The orchestra starts up.  
is a hubbub amongst the guests.

**LEOPOLD**

Shocking! The TA-RA-RA-BOOM-DE-AY.

**CARLSON**

The? Oh, that's from Paris, isn't  
it?

**LEOPOLD**

It is a scandal nonetheless.

Leopold spots Uncle Otto observing him from across the  
room.

**LEOPOLD**

Miss Carlson, do me the honor?

**CARLSON**

I'm afraid I'm not much of a dancer.

**LEOPOLD**

(smiling seductively)  
Truly I would be in your debt. Any  
admonition would be erased simply by  
presenting a partner as lovely as  
yourself.

**CARLSON**

No, no. Really, I...

stuck,  
floor. Leopold stiffly holds out his arm. A beat. Carlson,  
takes it WITH HESITATION and is escorted to the dance

RA-RA-  
Carlson,

They dance. ALL but Leopold and Carlson gaily sing "TA-BOOM-DE-AY." Leopold, flushed, looks quite smitten. shy at first, eventually smiles brightly.

**LEOPOLD**

I suppose we really ought to sing along.

**CARLSON**

(embarrassed)

Oh, golly.

their  
becomes

They half sing, half speak the TA-RA-RA-BOOM-DE-AY, emphasis on "BOOM." Laughing giddily, their dancing freer, picking up speed. The room SPINS. Finally:

**CARLSON**

(breathless)

Thank you for the dance. It was lovely. I hope it wasn't too awful for you.

**LEOPOLD**

Not at all. It was most enlightening.

There is a slight pause. The Grandfather CLOCK strikes midnight.

**CARLSON**

I really must be going.

**LEOPOLD**

I won't hear of it.

**CARLSON**

(moving away from him)

No, I'm quite late as it is.

**LEOPOLD**

I shall see you to the door...

**CARLSON**

(stopping him  
resolutely)

You're very sweet. I had a wonderful time.

(she watches him,  
memorizing his face.)

Then firmly)  
Goodbye.

waiter. He  
courtyard  
her.

Leopold takes a glass of champagne from a passing  
watches Carlson pass through the crowd and out the  
door. He surveys the room. After a moment he follows

**EXT. GARDEN - NIGHT**

the  
brushes  
revealed. She

Leopold makes his way through the manicured garden in  
dark. He hears an EERIE METALLIC SOUND. He slows down,  
back the thicket. The silhouette of a woman is  
is once again writing in her notebook.

**LEOPOLD**

Miss Carlson?

casting

Carlson spins around quickly, panicked. Leopold STOPS.  
Partially hidden in the brush, a sleek, oddly shaped,  
MECHANICAL device. It's door open, lit from within,  
a weird glow.

**LEOPOLD**

Good God...

**CARLSON**

What are you...? You frightened me.

touch

Leopold moves toward the contraption and is about to  
it...

**LEOPOLD**

What sort of mechanism is this?

Carlson shakes her head, unsure of how to proceed.

**LEOPOLD**

Answer me!

**CARLSON**

It's perfectly all right. It's...

inside.

Leopold carefully examines the apparatus, stepping

Carlson FREEZES.

**CARLSON**

(carefully,  
deliberately)

Listen to me. Please. Move very slowly. Step out of the machine. Step out and I'll explain whatever you want to know.

**LEOPOLD**

What is this? Who are you?

His hand comes to rest on a glowing red lever.

**CARLSON**

Oh, God.

She YANKS on his arm. Instinctively he pulls away, accidentally thrusting the lever into action. Carlson

falls

from the machine.

**CARLSON**

(suddenly frantic)

Get out of there! Get out now!

The machine LIGHTS UP.

**LEOPOLD**

Miss Carlson... I...

**CARLSON**

No!!!

The compartment door snaps shut.

**CARLSON**

Shit!!

There is a BRIGHT WHITE FLASH. Blackness fills the screen.

**CUT TO:**

**INT. N.Y.C. LABORATORY - 1995 DAY**

The compartment door slides OPEN revealing DR. KAU, 30's, an Asian doctor with a THICK BROOKLYN ACCENT. Her face full of

enthusiasm drops as she sees the unconscious Leopold.

**DR. KAU**

Shit!!

She turns to her co-workers, warning them.

**DR. KAU**

Shit!!

She looks back at Leopold.

**DR. KAU**

Shit!!

DR. Her co-workers, DR. PLODDER, austere, authoritative,  
DRAKE, muddled and timid, peer inside the compartment  
door.

**DR. DRAKE**

Good God!

**DR. PLODDER**

Everybody stay calm... Lock the front  
door.

Dr. Drake and Kau make a move to inspect an unconscious  
Leopold.

**DR. PLODDER**

No, no, no. You mustn't touch him.  
The consequences could be  
catastrophic.

**DR. KAU**

He could be hurt, or even dead.

**DR. PLODDER**

...All right. Touch him.

on They approach Leopold. Dr. Kau finds Carlson's note pad  
the ground next to Leopold. She reads the last entry.

**DR. KAU**

...But I'm stuck and it's only a  
dance and he IS the seventh Duke of  
Albany...

They all look at one another, then back at Leopold.

**DR. DRAKE**

Carlson...!

**DR. PLODDER**

(racing from the room)  
Give me a minute...

**DR. KAU**

Shit!

**INT. LAB - KATE'S OFFICE - DAY**

frenetically  
hard  
KATHERINE COLES, a radiant workaholic, types  
into the computer while talking on the phone, trying  
not to sound upset.

**KATE**

Who's upset? People fall in love,  
they have to climb back out.  
(she laughs but she  
is not smiling)  
So, what? We'll just be friends now,  
Right?

hand  
She stops typing and listens for a while. She runs her  
through her hair.

**KATE**

I see. Well I appreciate your honesty.  
(using her middle  
finger she pushes up  
her glasses)  
No. I'll just think of this as  
surviving another dating accident.  
Take care or good luck or whatever  
I'm supposed to...

The line goes dead.

**KATE**

...say... Goodbye.

instantly  
Dr. Plodder bursts in. Kate sees his distress and  
becomes very centered.

**DR. PLODDER**

She's back.

**KATE**

(rising)

That's impossible! She wasn't supposed to return until...

**DR. PLODDER**

Kate. It's Carlson. Something went wrong.

He hands her Carlson's note pad. Slowly, she sits down.

**KATE**

...The 7th Duke...

**INT. LAB - DAY**

**KATE**

(all business, reading from a printout)

...of Albany. He was the... IS the son of Emery and Eliza. He was of no actual importance until he vanished at the turn of the century without a trace. It was a sensation. In the 30's they even made a movie about him. "The Tenuous Duke" with Ronald Coleman.

**DR. DRAKE**

(absently)

I love Ronald Coleman.

**KATE**

Despite much speculation and a nation wide investigation, a body was never found. He was never heard from again.

**DR. KAU**

Until now.

There is a stunned silence. They stare at Leopold in awe.

**DR. DRAKE**

We've altered the course of history.

**DR. KAU**

We never should have started this...

**KATE**

Calm down.

**DR. PLODDER**

What are we going to do? We can't keep him here. Imagine if anyone found out!

**KATE**

Think. Just, think. Rationally. Now, no one would believe such a stupid mistake could be made because no one would believe any of this is possible. So. We fix this. We keep this to ourselves and we fix it. Fast.

They all nod in agreement.

**KATE**

Dr. Kau, research all our data. 1st priority: Locate Carlson. Drake, determine the reciprocal correlation's connected to the 19th century. Work 24 hours a day if necessary. In the meantime... one of us will have to take charge of him.

gives She forces back panic. Only the tremor in her voice her away.

**KATE**

This is a major scientific opportunity. It doesn't get any better than this. Imagine. Researching the behavior, the physical and emotional characteristics of a century ago! Utilizing technology available to us today... He's a gold mine!

**DR. PLODDER**

He's a man, Kate. Not a guinea pig.

**KATE**

And while he's here, he's ours. Any volunteers?

No one moves.

**DR. DRAKE**

We'll draw names. Whoever is is picked will be responsible. Agreed?

them They nod reluctantly. Drake writes out names and throws

in a cup. The silence becomes deafening. Finally:

**DR. KAU**

I'll do it.

All the scientists face her.

**DR. PLODDER**

You'll look after him?

**DR. KAU**

No, I meant I'll pick the name.

She reaches in. They wait with mounting suspense.

Finally

SHE TURNS TO KATE. The scientists follow her gaze. A

beat.

**KATE**

Fine.

Leopold stirs. He blinks at the group.

**LEOPOLD**

Where...? What has happened?!

The doctors, caught off guard, SMILE BENIGNLY. They

surround

Leopold as a group, not knowing where to begin.

Finally:

**KATE**

Your Grace... Um... Hello... Weee  
aaare a smaaall part of a laaarge  
research team. A project funded by  
the government of the United States.

**LEOPOLD**

(regarding their  
appearance with  
distaste)

Oh. Americans. I see...

**KATE**

Yes, um... For the past six and a  
half years we've been conducting  
scientific experiments on density  
and flexibility in the dimensions of  
time and space.

**DR. DRAKE**

Yes, uh... Quite by accident we came

upon a formula utilizing Tachyons... particles traveling faster than the speed of light, which allowed us to... fold time so to speak.

**DR. PLODDER**

Yes. Bend it between the cracks of the dimensions.

**DR. KAU**

Yes.

They all laugh nervously. Leopold does not.

**DR. DRAKE**

Now, while that wasn't the original purpose of our experiment, we opted to pursue it, well, privately, on our own.

**DR. KAU**

Borrowing funds already provided.

**KATE**

We journeyed to your time because it was the quickest path to follow. We debated long and hard whether we should use this knowledge at all. Believe me, it was never our intent to disturb the past...

**DR. DRAKE**

Merely to discover if the expedition were possible. As your presence here confirms... we are very disturbed.

Leopold nods at them as if they are insane.

**DR. PLODDER**

The problem facing us is not only HOW to get you back, but WHEN, you see?

**KATE**

We certainly don't want to miscalculate. Send you to a different era entirely.

Leopold starts to speak.

**DR. PLODDER**

Rest assured, no harm will come to

you. You'll be well looked after by  
Dr. Coles.

**LEOPOLD**

Dr. Coles...? I do not follow. What  
do you mean, get me back home?...  
Where am I?

for  
shifting  
lighting.

Awkward pause. Leopold looks carefully around the room  
the first time: modern mechanical equipment, data  
and changing, giant cooling devices, bright neon  
The doctors are silent.

**LEOPOLD**

Answer me!...  
(slowly)  
Would you have me believe... I am  
being detained, at present in the  
HEREAFTER?... The time to come?

**DR. PLODDER**

(carefully)  
It is the year nineteen hundred and  
ninety-five.

**LEOPOLD**

...19...?

room.

Leopold leaps up. The doctors follow him around the

**LEOPOLD**

You're insane! All of you! This is  
impossible!

**DR. PLODDER**

Leopold, calm down!

**LEOPOLD**

A voyage through time! What do you  
take me for? Did you bring me here  
by force?

**DR. DRAKE**

We're scientist, not seditionists.

**LEOPOLD**

(truly panicked)  
Let me out of here! I won't stand

for this another moment!

He's out the door.

**INT. UNDERGROUND HALLWAY - DAY**

Leopold moves quickly, fearfully through the darkly lit hallway, the doctors close behind.

**KATE**

Leopold, wait!

**DR. KAU**

You don't know what you're doing.

**DR. PLODDER**

Just listen to what we have to say!

It is too late. Leopold throws open the door and runs upstairs.

**EXT. STREET - DAY**

lights.  
Car  
all

Blinding sunlight. Skyscrapers. Automobiles. Traffic  
Road construction. Modern day pedestrians. Helicopters.  
alarms. Leopold stands frozen, overwhelmed, taking it  
in.

**LEOPOLD**

19...?

The doctors reach him. He collapses to the ground.

**CUT TO:**

**INT. CAR - DAY**

onto  
utter

Kate and Dr. Kau talk quietly. Leopold, tightly holding  
his seat and the back door, gazes out the window in  
disbelief.

**KATE**

Squab.

**DR. KAU**

Squab?

**KATE**

I remember reading they ate a lot of squab.

**DR. KAU**

Squab... Do you have a squab?

**KATE**

(quietly. On the verge  
of panic)  
I don't know!

**DR. KAU**

Pull yourself together!  
(turning to Leopold)  
Are you all right back there?

sounds,  
Kate  
Leopold, trembling, gapes at the sights, every day  
magnified. Perspiration runs down the side of his face.  
watches him in her rear view mirror.

**KATE**

You're going to be fine you know.  
There's nothing to worry about. I  
have everything under control.

Dr. Kau stares at Kate in concerned silence.

**KATE**

(quietly to Dr. Kau)  
We'll never get away with this.

**INT. BEDROOM - THE NEXT MORNING**

jolt.  
slowly  
looks out  
makes  
knob.  
Leopold awakens alone in his room. He sits up with a  
His stomach sinks as he realizes THIS IS NO DREAM. He  
rises to his full stature, moving to the window he  
on the modern day city, shaking his head in awe. He  
his way to the bedroom door and tentatively touches the

There is a KNOCK on the door.

Leopold JUMPS back and runs to the bed: The picture of  
dignity.

**KATE**

How are you feeling?  
(no response)  
I thought you might like some tea.

**LEOPOLD**

I insist on being returned home  
immediately.

**KATE**

I understand. We're doing our best.

**LEOPOLD**

I wish to speak with your employer,  
Dr. Coles.

**KATE**

You're speaking to him.

**LEOPOLD**

You are not suggesting that you are  
Dr. Coles?

She smiles.

**LEOPOLD**

Miss... uh?

**KATE**

Dr. Coles. If you like, you could  
call me Miss Dr. Coles or if that's  
too much, how about just plain Kate?

**LEOPOLD**

(coldly)  
A WOMAN of science?

**KATE**

Hard to believe?

**LEOPOLD**

But a woman's brain cannot obtain  
enough knowledge to possess a truly  
scientific mind.

**KATE**

(jotting this down)  
Interesting. Nevertheless, we've  
come a long way baby.

**LEOPOLD**

(confused)  
Are you attempting to be humorous?

**KATE**

I'm attempting to be informative  
it's just coming out humorous.

Leopold regards her dubiously.

**KATE**

(clinically)  
Look, modern social science clearly  
states that a woman's place in society  
marks the level of that civilization.  
A science career for a woman is now  
almost as acceptable as being a...  
a... waitress. Cream and sugar?

**LEOPOLD**

Young lady, I... Surely it is not  
expected that I remain here with you  
indefinitely... Unchaperoned?

**KATE**

(pen poised)  
Does that make you nervous?

**LEOPOLD**

Certainly not!

**KATE**

(writing)  
Then what are you getting so red  
about? It's a very large apartment...  
with locks on all the doors.

**LEOPOLD**

The idea! My dear Miss Coles...

**KATE**

Dr. Coles.

**LEOPOLD**

Honey...

**KATE**

(she puts the pad  
down)  
Let's get one thing straight right  
now. My name is Kate or Katherine or  
if you insist Dr. Coles.  
(she rises)

Take a good long look, Leopold. I am a 20th century American woman with a Doctorate and a commission and independence. I am not your "young lady" or your "pretty Miss" or your "honey." Is that clear?

Leopold watches her with great interest. Finally:

**LEOPOLD**

Honey... For the tea.

**KATE**

...I'll get it for you.

Kate grabs the teacup grandly and leaves the room.

**INT. KITCHEN - MORNING**

Kate rummages through every drawer, shelf and cupboard searching for the honey. Finally, she spots the

honeybear

and squeezes honey A TAD TO VIOLENTLY into the tea. She

tries

posing "confidently" then checks her reflection in the toaster.

**INT. BEDROOM - MORNING**

Kate returns "confidently" with the tea and a plastic smile.

**LEOPOLD**

Thank you... Has it been decided what it is I am to do while I am being held here?

**KATE**

Oh, just some laundry, the cooking, a little light housework...

Leopold doesn't react.

**KATE**

(clearing her throat)

I took the liberty of preparing a simple schedule to efficiently utilize your time while incorporating you into my routine.

(she hands him a schedule)

As you can see, my day begins with

meditation and yoga from 6:30 to  
**7:00.**

She moves in close to him, making Leopold  
uncomfortable.

**KATE**

YOU will arise at 6:45, shower and  
change and at 7:15, we breakfast  
together. 7:45 we begin the days  
work. At 10:45 Dr. Kau arrives to  
observe you in your natural routine  
as I research the data that will  
enable you to return home. At 1:15  
we lunch together. 2:15 you answer a  
daily questionnaire, I type up my  
notes. At precisely 6:15 you will  
enjoy 15 minutes of FREE TIME, then,  
at 6:30, I listen to Tom Brokaw while  
making dinner as YOU write down any  
questions that come up during your  
day. At 7:00, we dine together. If  
you need me at any time you may ring  
this bell.

She rings a tiny dinner bell. He is about to speak.

**KATE**

Now, Mondays and Wednesdays I have  
computer science class, Tuesdays I  
have therapy. IF I have a date, I'm  
usually home by 9:15. During these  
periods you may read any of the books  
I've picked out for you in your room.  
I organize my next days work at 10:30,  
11:35, David Letterman, 12:40 I'm in  
bed.

(she takes a breath,  
smiles at him)

Next day we begin again. Simple?

**LEOPOLD**

(after a beat, with  
great dignity)

...At what time shall I WEE and POOH?

Kate is forced into a stunned silence.

**CHARLIE'S VOICE**

Kate? I'm home.

**KATE**

Oh. Yes. Our chaperone is here.

**LEOPOLD**

Your father?

**KATE**

Sort of. My brother.

**LEOPOLD**

Visiting?

**KATE**

For the past two years. Charlie can never know about this project. We'll tell him you are a... overly distinguished colleague staying here as our guest. From Canada. Which would explain your lack of familiarity with our customs and so forth

**LEOPOLD**

(aghast)

**A CANADIAN?**

**KATE**

Make yourself comfortable. I'll check in on you later. I think this is going very well, don't you?

Leopold looks at her blankly.

**KATE**

Okay. If you need anything, just ring.

Kate tinkles the bell, fumbles for the knob and heads out.

P.O.V. still on Leopold.

**KATE (V.O.)**

(shouting)

Charlie!

Leopold reacts.

**CHARLIE (V.O.)**

(screaming just as loud)

What?

**KATE**

(still shouting)

Come here I wanna talk to you.

two  
back  
deflates.

Leopold listens at the door. He slowly opens it, takes steps out, peers around the corner, then quickly steps in. He takes a DEEP FRIGHTENED BREATH and slowly

**INT. CHARLIE'S STUDIO - MORNING**

surrounded by  
big

Charlie sits on the couch smoking a cigarette his paintings. He is a likable twentysomething with a big mouth.

**CHARLIE**

What did I do?

**KATE**

(removing his coffee  
from the table,  
setting it on a  
coaster)

RINGS! And what did I say about you smoking in the house?

**CHARLIE**

You were against it.

**KATE**

Correct. You're back early.  
(She takes away his  
cigarette)

**CHARLIE**

Hey!... Are you all right? You look funny.

**KATE**

Funny ha ha or funny odd?

**CHARLIE**

Both.

**KATE**

That all depends. How was your trip?

**CHARLIE**

Why?

**KATE**

If it was good I'll tell you the truth. If it was rotten I'll have to butter you up first.

**CHARLIE**

Butter me up.

**KATE**

Have you been working out? No, I'm really starting to see results. Are you comfortable there on the couch?

**CHARLIE**

Very.

**KATE**

Good. Cause you'll be sleeping there the next few nights.

**CHARLIE**

Kate!

**KATE**

You have to be out of here by 8 and you can't be back before 6. We have an important man working with us with very unusual needs. The company is insisting he stay here.

**CHARLIE**

What about a hotel?

**KATE**

This man requires around the clock attention.

**CHARLIE**

I meant for me.

**KATE**

Thank you, Charlie.  
(she kisses his  
forehead)  
I owe you one.

**CHARLIE**

You owe me nine. What am I supposed to do all day?

**KATE**

(as if having an

epiphany)  
You could get a job!

**CHARLIE**

Kate, the entire point of being an  
artist is that I don't have to work.  
Who is this guy?

**KATE**

Well, I can't tell you much because...

**KATE AND CHARLIE**

I'm not allowed to discuss what goes  
on at the office.

**KATE**

Well I'm not. Anyway, it might be  
interesting to have someone else to  
talk to. It gets so quiet around  
here sometimes I feel like I've gone  
deaf.

**CHARLIE**

Does he have a label?

**KATE**

Leopold.

**CHARLIE**

LEOPOLD? Is he anything like his  
name?

**KATE**

He's exactly like his name.

**CHARLIE**

Then you owe me ten.

**INT. LIVING ROOM - DAY**

Leopold PEEKS around the entrance to the living room.  
Confident it's unoccupied, he majestically walks  
inside: Up  
to date gadgetry, Charlie's modern art work, bright  
fashionable furniture. Leopold recoils. His eyes come  
to  
rest on the television set. The ON OFF buttons loom  
large.  
He looks around the room then brazenly presses the  
button  
**ON.**

before Instantly, REGIS and KATHY LEE loudly berate each other  
an excited crowd.

front of Leopold jumps back several feet, hands flailing in  
cautiously, him as if shooing away a bee. He quickly, yet  
slams the power OFF.

**LEOPOLD**

Horrible!

He quickly scurries out the hallway.

himself, He stops abruptly. He remains very still. Composing  
moment, he he turns and deliberately faces the room. After a  
purposefully steps back inside.

confronted He makes a large ARC around the television set, is  
that. by one of Charlie's sculptures and makes an ARC around  
gingerly He finds himself in front of a light switch and  
room. examines it. As he does, track lighting ILLUMINATES the

flicks He looks at the lights then back at the switch. He  
moment the lights ON and OFF, trying to figure out the precise  
in the transfer of power, laughing in spite of himself.

look. Kate and Charlie enter. They watch Leopold flicking the  
lights, laughing like a madman. Charlie gives Kate a

**KATE**

(explaining)

He's from Canada...

**INT. DINING ROOM - NIGHT**

incessantly. Leopold sits at the head of the table, Kate and Charlie  
banished to either side. Leopold chews his dinner

**LEOPOLD**

(finally)

What is this?

**KATE**

It's called Hamburger Helper.

**LEOPOLD**

It is beyond help. Please serve the next course.

He pushes his plate away.

**KATE**

I'm afraid there is no next course. If you make a list of the foods you like, I'll pick them up at the store for you.

**LEOPOLD**

Is all food here this... textured?

**CHARLIE**

Mine's good.

**LEOPOLD**

Please understand, I am used to a different sort of preparation. Where I come from a proper meal is the result of reflection and study. A recipe is merely a theme which an intelligent cook can plan each time with variation.

Charlie gives Kate a look.

**LEOPOLD**

Several courses are served. Menus are often prepared days in advance, timed to perfection. It is said, without the culinary art, the crudeness of reality would make life unbearable.

**CHARLIE**

In Canada?

**LEOPOLD**

(after a beat. Firmly)  
In Canada.

**CHARLIE**

We have a saying here. "Shake and shake the catsup bottle, none will

come and then a lot'll."

He pours catsup on his dinner.

**LEOPOLD**

How interesting.

**CHARLIE**

Since you're such an expert on fine cuisine, why don't you make dinner tomorrow night?

**LEOPOLD**

It should be obvious to you that I am NOT a domestic. You may take my plate.

**CHARLIE**

I have my own, thank you.

**KATE**

Charlie...

**CHARLIE**

Who died and made me Cinderella?

**LEOPOLD**

Young man, there is a distinct impertinence to your voice.

**CHARLIE**

It's part of my charm.

**LEOPOLD**

Suppress it.

**KATE**

(changing the subject)  
Leopold... Since you're our guest here, there are several cultural events you might enjoy seeing. Charlie has season tickets to the ball game. Perhaps you'd like to take that in?

**LEOPOLD**

What is it?

**CHARLIE**

What is it??

**KATE**

Or the Opera or the Ballet?

**CHARLIE**

What is it??

**KATE**

Charlie, there's no rule that says everyone has to be interested in baseball.

**CHARLIE**

No, but I believe there is a rule that says everyone has to have HEARD of it.

**LEOPOLD**

Dr. Coles, your brother Charles attitude and demeanor are unacceptable. If I am to stay on here you must have a serious talk with him regarding respect and civility.

**KATE**

CHARLES, could you help me with the dessert in the kitchen?

**CHARLIE**

In the kitchen?

**KATE**

IN the kitchen. Excuse us.

sitting  
KITCHEN:  
Kate and Charlie leave. The camera remains on Leopold, alone, calmly sipping his wine. VOICE OVER FROM THE

**CHARLIE**

I don't believe this guy!

**KATE**

Try to be nice to him.

**CHARLIE**

I'm always NICE!

**KATE**

Please Charlie, as a favor to me.

**CHARLIE**

He gives me the creeps.

Leopold reacts. He listens self-consciously.

**KATE**

He's different that's all.

**CHARLIE**

What was that crack about domestics?

**KATE**

Charlie, this is important to me.

**CHARLIE**

You're not going out with him, are you?

**KATE**

Euuu! I may be desperate but I'm not a lost cause.

**CHARLIE**

Kate, this is me. I've seen the guys you bring home.

**KATE**

I've done countless favors for you! Now I'm asking for just one little thing...

**CHARLIE**

(overlapping)

Oh, all right! All right! All right!

They emerge from the kitchen, beaming.

**KATE**

(after a beat)

We forgot the dessert.

**CHARLIE**

You know, ... I don't know if I mentioned it... but that is one fine looking suit.

**INT. KATE'S BEDROOM - 6:30 A. M.**

Radio alarm clock -- 7:45 a.m. Louis Armstrong begins  
to  
sing, "Let's Call the Whole Thing Off." Dressed in yoga  
bangs clothes Kate sits on her bed in the lotus position. She  
flinches the gong and closes her eyes. A bell rings. Kate

but does not open her eyes.

**KATE**

(too sweetly)

What is it, Leopold?

The bell rings louder, interrupting Kate's routine.

**KATE**

(eyes closed, screaming  
like a fishwife)

**WHAT IS IT, LEOPOLD?!**

the bed Leopold's bell rings with determination. Kate is off  
and out of the room.

**INT. KITCHEN - MORNING**

ringing Kate enters and stops short. Leopold sits at the table  
a BELL. The dishwasher is open and SPRAYING WILDLY, the  
blender has spread breakfast shake EVERYWHERE, water is  
BOILING OVER on the stove, refrigerator, freezer, and  
every cupboard door is OPEN. Garbage disposal runs FULL  
BLAST.

**LEOPOLD**

(calmly amidst the  
chaos)

I cannot seem to find the tea...

CLOSE UP: Leopold's hand rings a bell with irritation.

**INT. CHARLIE'S BEDROOM - EVENING**

open Leopold, Kate, and Charlie stand in front of Charlie's  
wardrobe. closet. Leopold selects clothes from Charlie's

**LEOPOLD**

No... No... No. Good God, no!...  
Perhaps...

He tosses them aside carelessly as Charlie seethes.

CLOSE UP: Leopold rings his bell.

**INT. HALLWAY - EARLY MORNING**

checks

Kate and Charlie form a line to the bathroom. Kate  
her schedule and bangs on the door.

**KATE**

Leopold, your time is up! What's he  
got, a girl in there?

**INT. BATHROOM - EARLY MORNING**

Leopold Luxuriates in the bathtub wearing a "Whitecap"  
marveling at the whirlpool and the instant hot water.

He

picks up a can of shaving cream and inspects it in

wonder.

It SPRAYS.

CLOSE UP: Leopold rings his bell. Nothing happens. He  
discovers the clapper has been stolen.

**INT. KATE'S STUDY - AFTERNOON**

Kate types, talks and researches simultaneously. She  
up and stops suddenly.

looks

Leopold appears wearing MANY oddly assorted layers of  
Charlie's clothes, a bandanna bow tie, Irish woolen

cap,

bicycle gloves, aluminum baseball bat walking stick. He

poses

foppishly.

**LEOPOLD**

I should like to read about modern  
currency during my bath tonight. See  
that the tub and basin are scrubbed  
up. Remnants remain of this afternoons  
shave.

Kate nods at him stupefied. Due to the many layers of  
clothing, he imperiously leaves the room walking as if

wearing

skis.

**INT. BEDROOM - NIGHT**

Leopold rings a BIG NEW COWBELL. No one responds.

**INT. CHARLIE'S WORKROOM - NIGHT (CONTINUOUS)**

He discovers Kate at her computer, Charlie reading a book.

Each are wearing a walkman.

He stands in front of them and rings his cowbell furiously until they look up.

**INT. STUDY - DAY**

Leopold studies his questionnaire, Kate researches Victorian customs. They simultaneously look up and gaze at the other.

A beat.

Embarrassed, Kate dons her glasses and Leopold shuffles papers. They look up again. Then down. Then get back to work.

**INT. KATE'S BEDROOM - NIGHT**

Kate sits on her bed with her laptop watching David Letterman. She glances up, laughs out loud. She looks at the dark empty room. No one is there to share it with. Closing her computer, she holds her pillow close to her. She slowly moves to the window and looks out.

**INT. LEOPOLD'S BEDROOM - NIGHT**

A text book with Leopold's picture inside. Leopold reads the brief summary of his life with heartbreaking astonishment. He moves to the window and looks out.

**EXT. N.Y.C. APARTMENT BUILDING - NIGHT**

Kate and Leopold gaze out of their windows. The camera slowly pulls back until they are swallowed up by the city.

**INT. KATE'S STUDY - AFTERNOON**

Kate scans her notes as Leopold paces dully about the room.

**KATE**

In our last session you intimated there was a symmetrical system regulating the social order of conformity spanning your era. I found this particularly intriguing If I can just find it in my notes...

then  
A fire engine races by. Leopold dashes to the window  
turns back, excited.

**LEOPOLD**

The fire brigade!

drinks  
notes.  
Kate stares at him blankly. She munches RICE CAKES and  
water FROM THE BOTTLE. A beat. She returns to her

**LEOPOLD**

This is insufferable! I refuse to be spied upon, skipped over, or shuffled about any longer. I have yet to venture outside this cell. Before I go mad a more suitable arrangement must be found.

**KATE**

Found it.

**LEOPOLD**

(startled)  
A resolution?

**KATE**

No I meant I found my notes.

**LEOPOLD**

Dr. Coles! Changes are in order.

**KATE**

I can hear you.

**LEOPOLD**

(under control now)  
Miss Coles, as we are to remain here together, there are certain conditions I insist are met and maintained. I no longer wish to be peeped at, mocked...

**KATE**

I never...

**LEOPOLD**

(calmly)

Or interrupted. Jot this down.  
Breakfast at 12. Luncheon at 4. Diner  
at 8. A horse should be made available  
from 1 to 3.

**KATE**

A horse? In New York City?

**LEOPOLD**

Yes. Also, I feel very strongly about  
your style of dress. I do not care  
for it.

(Kate looks up)

I cannot believe it is the prevailing  
taste for women to appear masculine  
and unkempt. If this is the fashion,  
have it altered.

Kate rises.

**LEOPOLD**

That is all for the present.

He grandly hands her a napkin.

**LEOPOLD**

CRUMBS, my dear!

**KATE**

(infuriated)

Thank you!

Brushing herself off, she heads to the door.

**LEOPOLD**

Dr. Coles. I have been acquainted  
with many women in my time, yet I am  
compelled to say that the modern  
woman is by far the least attractive  
I have ever encountered.

**KATE**

(rising to the occasion)

And I have a news flash of my own.

Leopold waits.

**KATE**

You sir, are no Ronald Coleman!

She storms out.

**INT. LAB - EARLY MORNING**

Haagen

Dr. Drake enters Dr. Kau's office with two pints of Dazs.

**DR. DRAKE**

Chocolate Peanut Butter Cookie Dough Swirl or Peach?

**DR. KAU**

Peach.

They dig in.

**DR. DRAKE**

Any luck?

**DR. KAU**

Yea. Lots of luck. All bad. No information exists detailing what happened to Carlson. I've been working for weeks and I'm not any closer than when I began... How are you doing?

**DR. DRAKE**

My cholesterol level is up 70 points.

Dr.

through

Kate enters, exhausted, deposits an armful of papers on Drake's desk. Kate has pencils tucked behind her ear, her hair, and in her mouth.

**DR. DRAKE**

Thank you, Kate... How're you managing with Leopold?

**KATE**

Fine. Fine... Why? What did you hear?

**DR. DRAKE**

Nothing. I was just asking.

**KATE**

Oh. Well, it's fine. He's a delight. Everything's under control.

**DR. KAU**

Keep up the good work.  
(after she's gone)  
She seemed a little scattered. Do  
you think everything's all right?

**DR. DRAKE**

Katherine Coles is the most capable  
person we have on this project. If  
anyone can handle the delicacy of  
this situation, Kate can.

**DR. KAU**

So there's nothing to worry about?

**DR. DRAKE**

Absolutely not.

**INT. CHARLIE'S STUDIO - EARLY EVENING**

**KATE**

**GONE? GONE WHERE?!**

(Charlie shrugs)  
Charlie we've got to find him!

**CHARLIE**

(working on a VERY  
STERN portrait of  
Kate at her computer)  
Are you crazy? This is the first  
time all week my eyes aren't darting  
to the top of my sockets every five  
minutes.

**KATE**

When did he leave?

**CHARLIE**

I don't know. An hour ago? He said  
he wanted to take a walk.

**KATE**

And you let him?? He's not allowed  
to go outside!

**CHARLIE**

Is he being punished?

**KATE**

We've got to find him! You stay here  
in case he finds his way back. And

while you wait you'd better pray  
he's all right. If anything happens  
to him, anything at all, EVERYTHING  
we've worked for will have been  
destroyed.

She heads out the door. Charlie follows.

**INT. LIVING ROOM - EARLY EVENING**

**CHARLIE**

Kate, calm down.

**KATE**

And YOU'LL be responsible. Understand?  
(she grabs her coat  
and purse)

**CHARLIE**

What's the big deal? Who is this  
guy?

Kate takes a LONG pause.

**KATE**

Leopold... is not really from Canada.

**EXT. KATE'S APARTMENT BUILDING - LATE AFTERNOON**

Peaceful. The sun sets. Pigeons rest on window sills.  
Suddenly:

**CHARLIE (V.O.)**

**OH MY GOD!!!**

The pigeons take flight.

**EXT. CENTRAL PARK - EVENING**

Leopold leaves Central Park profoundly lost. Looking  
both ways in the wrong direction, he crosses the street.  
SCREECHING brakes, HONKING horns, FURIOUS shouts with Leopold,  
horrified, caught in the middle. He makes it across shaking and  
dazed.  
A motorist pulls along side of him.

**WOMAN MOTORIST**

You stupid fucking son of a bitch.  
Next time I'll hit ya. Fucking moron.

treads Leopold GAPES, appalled. A Hansom carriage slowly  
into Central Park. Leopold watches until it disappears.

**INT. KATE'S GREEN A.M.C. PACER - NIGHT**

with Kate drives slowly, searching for Leopold. Cars honk  
mounting anger.

**CABBY**

What're ya waiting for lady? An  
invitation?

**KATE**

I'm sorry! I'm sorry!

She continues searching, trying hard to remain calm.

**EXT. TIMES SQUARE - NIGHT**

bundles. Huge buildings. Neon lights flashing. Garbage in  
jostled Calvin Klein Ads. In the center of it all, Leopold,  
He BADLY by the crowd, tipping his hat to all the ladies.  
enters a deli.

**INT. DELI - NIGHT**

has Leopold, appalled by the prices searches for money. He  
none.

**LEOPOLD**

(to the counter man)  
\$7.95 for a sandwich? Is that correct?

**COUNTER MAN**

You gotta problem with that?

**LEOPOLD**

It seems rather pricey to me.

**COUNTER MAN**

So don't buy one.

**LEOPOLD**

I shan't.

**COUNTER MAN**

So shan't!

He moves on.

**LEOPOLD**

Yes, I... I would be happy to sample one however I'm afraid I haven't the finance with me just now. If I could establish a credit with you, I will have someone come round with the funds tomorrow.

**COUNTER MAN**

You will gladly pay me Tuesday for a hamburger today, is that it?

**LEOPOLD**

(a little confused)  
I believe so. Yes.

**COUNTER MAN**

Get the fuck outta here.

**LEOPOLD**

I beg your pardon?

**COUNTER MAN**

Get out. Fuckin' Wimpys piss me off.

**LEOPOLD**

May I remind you, merchant, that I am the customer in this establishment and as such require your attention and the utmost respect. I do not accept this modern convention of desecrating one's patrons with such contemptuous disregard.

**YUPPIE WOMAN**

You tell him.

**LEOPOLD**

Need I add that without our patronage you would not own that unwashed counter behind which you spew your filthy mouth?

**COUNTER MAN**

Where do you get off? You don't even have any money.

**LEOPOLD**

Don't be irrelevant... I'm browsing.

**COUNTER MAN**

Not in my store you're not.

He comes out from behind the counter. He's big.

**LEOPOLD**

(very superior)

Do you intend to physically escort  
me out...?

**EXT. STREET - NIGHT**

Leopold is thrown out of the store and on to the  
street.

**LEOPOLD**

Did you see what he did? Did you see  
that?

No one responds. Leopold is left sprawled on the  
street.

Thunder is heard.

**EXT. N.Y.C. - NIGHT**

Gargoyles at New York City Library, The Dakota, the  
Bowery,  
Alphabet City.

**EXT. CLAIRMOUNT STABLES - 4 A.M.**

Pouring rain. Leopold stands in front of the stables  
beaten

and drenched. A car drives by, screeches to a stop, and  
hastily backs up along side Leopold.

**KATE**

Leopold! Leopold, get in.

Leopold stares at the car. Kate runs out, opens the  
door and  
helps him in. She dashes back into the drivers seat.

**INT. CAR - 4 A.M.**

**KATE**

(nearly in tears,  
trying to dry him  
off)

Leopold! Oh, Leopold thank God you're all right. I didn't think I'd ever find you. You had us all so worried. Oh, Leopold!

She hits him hard.

**KATE**

Don't you ever go out again without my permission, do you hear me? I was frantic. You could have been killed a hundred times over. I never would have known.

She rests her head on the steering wheel, exhausted.  
She pulls herself together and looks at him.

**KATE**

Leopold, are you all right?

**LEOPOLD**

(looking deep into her eyes for the first time)  
I wish to go home.

**KATE**

Okay. I'll get you home in a jiffy.

**LEOPOLD**

(badly shaken)  
No... I wish to go home.

straight Kate gently observes Leopold who stares rigidly ahead.

**INT. LIVING ROOM - NIGHT**

**CHARLIE**

(on the phone)  
I don't know. It's just Leopold. Like Cher. Or Goofy.

Kate and Leopold walk in wet and exhausted.

**CHARLIE**

Never mind they just walked in. Jesus. You look horrible.

**KATE**

Charlie, don't start. I haven't been this angry at you since you got me into that pyramid thing last year. If you make a wisecrack I'm going to burst into flame.

**CHARLIE**

It wasn't a wisecrack. You do look horrible.

**KATE**

I'm too tired for this now. I'll just save it up and kill you tomorrow. Help Leopold out of his things and lets get him to bed.

**LEOPOLD**

I've something to say. To the both of you. I... Nothing is what it seems. After witnessing mere weeks of this age it is painfully apparent I am outside of my acquaintance... I don't know how to proceed. I frankly... am in need of assistance. I'm sorry. I'm not very good at this. In the event you have missed it, I am apologizing.

There is a long pause.

**CHARLIE**

About time.  
(he shakes Leopold's  
hand reluctantly)  
Welcome back.  
(he leaves)

**KATE**

Don't mind him. His heart would be in the right place if he had a heart. Surliness runs in my family.

**LEOPOLD**

I understand. It practically races through mine.

**KATE**

(shocked)  
Leopold, you made a joke. I mean one that's not at my expense. That's good.

They look at each other just a second too long.

**LEOPOLD**

We'd better get to bed... That is...

**KATE**

Yes... I start work...  
(she looks at her  
watch)  
in three and a half hours.

**LEOPOLD**

Oh, dear.

They self-consciously head to their respective rooms.

**KATE**

It's fine. I'm used to it.

**LEOPOLD**

You mustn't get too used to it. You'll  
find life passes you by awfully  
quickly.

and  
Kate is struck by his vulnerability for the first time  
is moved. She catches herself quickly however.

**LEOPOLD**

Thank you for...

**KATE**

(waving it away)  
Oh!

They stand at their bedroom doors.

**LEOPOLD**

Well, goodnight then.

**KATE**

Leopold?... I don't have a clear  
handle on this. Perhaps I was wrong  
keeping you confined to the apartment  
all this time. I don't know when  
you'll be able return home... Tomorrow  
I'll start preparing you for the  
outside world. And... We'll find  
your way back. I promise.

the  
Leopold smiles, still shaken. A beat. They slowly close

doors to their respective rooms.

**INT. HALLWAY - BRIGHT SUNNY MORNING**

Leopold, dressed for an outing knocks on Kate's bedroom door.

**KATE (V.O.)**

Yes?

Leopold enters. Kate stands in a slip calmly looking at Leopold. Leopold immediately turns, facing the door.

**LEOPOLD**

Oh! I beg your pardon. I, I, I, was merely... I didn't...

**KATE**

Is there something you want, Leopold?

**LEOPOLD**

I merely wanted to see... that is, inquire, on your availability, for an outing... My assimilation and so forth.

**KATE**

Yes, we have a lot of work ahead of us. I'll be out in a minute.

**LEOPOLD**

Yes, of course. Splendid.

He reaches around behind his back and fumbles for the knob.

He finally finds it and goes out.

Kate smiles.

**CUT TO:**

**EXT. N.Y.C. - DAY**

the Brooklyn Bridge, the Chrysler Building, Rockefeller Center, 5th Avenue.

**EXT. 5TH AVENUE - DAY**

hip  
Kate and Leopold exit The Gap. Leopold awkwardly wears Gap casual clothes, a baseball cap on his head.

**LEOPOLD**

Are you certain this is correct?

Kate places the cap backwards on his head. She nods approvingly.

**KATE**

Certainly I'm certain.

comprehend  
Leopold watches himself in store windows. He CAN'T  
it. Kate leads him into Barney's.

**INT. BARNEY'S - DAY**

suit.  
Leopold stands before the mirror wearing a classic dark  
He looks FANTASTIC. A fact that is not lost on Kate.

**LEOPOLD**

Now really. Isn't this better?

Kate nods back begrudgingly, her breath taken away.

**EXT. N.Y.C. - DAY**

Lincoln Center, Columbus Circle, Gristedes.

**INT. GRISTEDES MARKET - DAY**

Kate selects a shopping cart, begins to push it.

**LEOPOLD**

Allow me.

broken  
everything  
Kate walks ahead. Leopold, maneuvering a cart with a  
wheel, hasn't the knack and bangs into everyone and  
in the aisle.

**LEOPOLD**

Sorry. Oops! Careful there. So sorry.

**CUT TO:**

cereals  
CLOSE UPS: Leopold scrutinizing vegetables in cans,  
for kids, bottled water, instant soup, feminine hygiene  
supplies.

**CUT TO:**

up,  
Woman  
Kate.

The check out line. As their groceries are being rung  
Leopold spots The Sun, a newspaper with the headline:  
Sees Satan in her Microwave Oven. Leopold eagerly shows

**LEOPOLD**

Have you seen today's paper?

**KATE**

Put it back.

**LEOPOLD**

But...

**KATE**

Back!

Leopold reads the paper totally enthralled.

**EXT. STREET - DAY**

arm.

Kate and Leopold walk down the street, a bag in each  
Leopold eyes Kate suspiciously.

**LEOPOLD**

Dr. Coles, why is it you are not  
married?

**KATE**

Women are longer defined by the men  
they're married to, Leopold. I have  
a career. I haven't found a man who  
fits in with that yet.

**LEOPOLD**

Yet people still marry?

**KATE**

(defensively)  
I've heard of cases.

They continue to walk, Leopold noticeably studies Kate.  
Finally:

**LEOPOLD**

I suspect there is something wrong with you.

**KATE**

There's nothing wrong with me!

**LEOPOLD**

Perhaps it is the way you present yourself.

**KATE**

I don't know what you're talking about.

**LEOPOLD**

There is some sort of problem when a woman reaches thirty and insists on remaining single.

**KATE**

You think I'm THIRTY?!

**LEOPOLD**

What?

**KATE**

Do I look THIRTY to you?

**LEOPOLD**

It was an arbitrary number.

**KATE**

You chose it specifically opposed to a lower number.

**LEOPOLD**

I didn't mean it.

**KATE**

...Thirty!

**LEOPOLD**

I apologize... How old are you?

**KATE**

(sharply)

I'm thirty! But you're the first person whoever told me I looked it!

**LEOPOLD**

I'm sorry.

takes a  
inside.

Leopold spots a formal dress in a store window. He  
good long look at Kate, smiles, then quickly walks  
Kate continues down the block.

**KATE**

And it's not that I insist on  
remaining single. Believe me. Everyone  
dreams of finding somebody to share  
their life with. To give someone all  
the love they've been hoarding since  
they were a kid. I'm no different.  
But one has to be sensible. I have a  
career and a life that's filled  
with...

She looks around. Leopold is gone.

**KATE**

Not again...

ROBERTA'S,

She starts off down the street, stops, and enters  
an upscale boutique.

**INT. ROBERTA'S - DAY**

Kate races in. Leopold talks with a saleslady.

**KATE**

What do I have to do? Put a leash  
around your neck?

**LEOPOLD**

(to the saleslady)  
She is the woman to whom I was  
referring. You see the problem?

**SALESLADY**

(giving Kate the once  
over)  
Yep.

**KATE**

(staring down at her  
clothes then back at  
the two of them)  
What?... What?

**INT. ROBERTA'S - DAY**

others From behind the dressing room door, Kate shouts to the  
with irritation.

**KATE**

This is ridiculous. I don't have  
time to...

(she shrieks)

Do you know what this dress costs?  
Let's get this over with. I'm coming  
out. Nobody laugh.

UNAWARE Kate leaves the dressing room in a huff COMPLETELY  
that she is STUNNING.

**KATE**

Satisfied?

Leopold and the saleslady stare at her with pleasure.

**KATE**

...What?

stands She turns and looks at herself in the mirror. Leopold  
behind her, pulls back her hair, brushes away her  
bangs.

**LEOPOLD**

You have a lovely face.

Even Kate cannot deny that she is lovely. She stares at  
herself for a long while.

**LEOPOLD**

(quietly)

We'll take the dress.

nervously They become aware of their close proximity. They  
part.

**INT. LIVING ROOM - LATE AFTERNOON**

and Kate sits Leopold down on the sofa. She turns on the TV  
hands him the remote control.

**LEOPOLD**

What is this?

**KATE**

The drug of the 20th century.

She aims the remote at the TV, changing channels. He's spellbound.

**INT. DINING ROOM - EARLY EVENING**

sits  
Dinner is served. Kate waits patiently for Leopold who on the sofa watching the TV.

**KATE**

Leopold, your dinner's getting cold.

**LEOPOLD**

I'm coming.

He does not move a muscle.

**INT. LIVING ROOM - NIGHT**

and  
enjoys  
Leopold  
Kate and Leopold sit on the sofa eating their dinner watching TV. On the screen, a Looney Tune. Leopold this especially. Kate reaches for the remote but grabs it territorially, refusing to relinquish it.

**KATE**

(making notes)

It's a guy thing.

**INT. LIVING ROOM - NIGHT**

control.  
Leopold.  
close to  
Leopold asleep on the sofa still clutching the remote. Kate comes in with a blanket and settles it over. She glances around the room, then slowly bends down to capture a better look at his face.

hand  
types.  
She  
After a moment she catches herself, takes herself in hand and sits down at her computer. She opens her notes and types. Her fingers slow down to a crawl and come to a stop. She looks up at Leopold lost in thought. She smiles.

to  
drunkenly  
begins

Reaching for a soda, she accidentally knocks a picture  
the floor. In a SMASHED frame, Kate and CARLSON  
mug for the camera. Kate pales noticeably.  
She looks from the picture to Leopold. Slowly, she  
pecking away at the keys. She does not look up again.

**INT. LAB - LATE AFTERNOON**

Drakes  
searches for

Kate gives Leopold a tour of the lab stopping by Dr.  
area. Hidden behind chalk boards, calculator paper, and  
several empty Haagen Dazs containers, Dr. Drake  
solutions.

**KATE**

...Now within that astronomical  
structure, Dr. Drake here is searching  
for a pathway between your time and  
the present. He'll find it too if  
his arteries don't harden first.

**LEOPOLD**

Astounding.

**KATE**

Once that is discovered, the search  
begins for the exact time and date  
travel will be possible.

They move to Dr. Kau's area.

**LEOPOLD**

(to Dr. Kau)  
How are you proceeding?

Dr. Kau merely grunts. Leopold looks at Kate.

**KATE**

Don't take it personally. Once Dr.  
Kau starts working, you just have to  
wait until her batteries run down.  
We're all pretty much like that.

They head into Kate's office.

**INT. KATE'S OFFICE - DAY**

notes. Kate gathers her belongings, Leopold snoops at her

**LEOPOLD**

The complexity of this equation is astonishing? Can you really comprehend all that?

**KATE**

(simply. Almost apologetically)  
I'm a genius.

**LEOPOLD**

You're quite exceptional Dr. Coles.  
(a beat)  
That is to say, you all are.

**KATE**

Thank you. And may I say that sometimes, in DIM light, you're not so bad yourself.

They stand together, Leopold grinning sheepishly.

**KATE**

Oh my God! Is that the time? I'm late. Therapy. Every Tuesday night.

**LEOPOLD**

May I accompany you?

**KATE**

You mayn't.

**LEOPOLD**

I am not certain I understand therapy.

**KATE**

No one does. That's why therapists can charge so much.

high As she gathers her belongings, Leopold spots a very heeled red shoe in Kate's bag.

**LEOPOLD**

What exactly transpires during therapy?

**KATE**

Leopold. A gentleman does not ask

those questions. Come on, we'll get you home.

**LEOPOLD**

I am perfectly able to travel homeward myself.

Kate looks at him skeptically.

**LEOPOLD**

Really! I have finance and our address. I shall take a cabbie.

Kate hesitates.

**LEOPOLD**

You are late. I insist. I am NOT a child. Dr. Coles.

**KATE**

All right. Don't bite my head off.

She shakes her head and walks out the door.

**EXT. N.Y.C. STREET - LATE AFTERNOON**

feet  
Kate heads down the stairs of a subway station. A few behind, Leopold cautiously follows.

**INT. SUBWAY STATION - RUSH HOUR**

back,  
Kate waits in line at the turnstile. Leopold, a ways grimaces noticeably at the smell.

into  
Kate heads through. Leopold follows banging painfully the bar. A NUN hurriedly bumps into him from behind. He tries pushing the bar but it doesn't budge. He turns around  
stands  
to step out of line but it is already too long. He NOSE to NOSE with the nun.

**LEOPOLD**

I can't seem to...

**NUN**

(impatiently)  
Oh, for heaven's sake...

through as  
Leopold.

The nun deposits her token and SQUEEZES them both  
the train arrives at a deafening pitch, startling

in  
awkwardly

He spots Kate entering the train and jumps into the car  
the nick of time. The train departs, Leopold pressed  
against the glass.

**EXT. N.Y.C. STREET - EARLY EVENING**

Murray  
at a

Kate races from the subway station, entering the Arthur  
Dance Studio. Leopold, thoroughly disheveled, follows  
distance.

**INT. DANCE STUDIO - EVENING**

men on  
out of  
side.

Elderly Blue haired couples chat amongst themselves,  
the right, women on the left. Kate, in dance clothes,  
breath, stumbles in, making a b-line for the women's

**MRS. PINCUS**

I was worried. I thought you weren't  
going to make it.

**KATE**

(smiling happily)  
Miss my lesson? This is the only  
thing I have to look forward to all  
week. Is that a new dress Mrs. Pincus?

her  
anticipation.

Mrs. Pincus executes a fancy spin, proudly showing off  
purchase. Across the room, MR. Pincus beams in

claps

An elderly, overly made up dance instructor enters. She  
her hands together loudly.

**INSTRUCTOR**

All right, kids. Pair up!

their  
studying

The men slick back their hair. The women straighten  
gowns. Kate stands to the side, self-consciously  
the floor.

flick  
while  
music

The men take their places on the dance floor. They  
their hand twice, inviting their women to dance. Coolly,  
elegantly, the women approach their partners. After a  
Kate looks up, relieved. She stands alone. Ballroom  
plays.

Kate  
a  
YEARNING

The couples effortlessly shift between steps and turns.  
dances with an imaginary partner, stumbling, more than  
beat behind, counting, animated, a concentrated  
look spread across her face.

The instructor approaches with a look of resignation.

**INSTRUCTOR**

Don't think so much, Katie. FEEL the  
music.

**KATE**

(sweating)  
I am!

**INSTRUCTOR**

Dancing should not be work. It should  
be a vacation the body takes from  
the mind. Let the music wash over  
you.

**KATE**

(frustrated)  
It is!

**INSTRUCTOR**

Repeat after me: I've got the music  
in me.

**KATE**

I've got the music in me.

**INSTRUCTOR & KATE**

(overlapping)

I've got the muusic in me!

**INSTRUCTOR**

Keep telling yourself that.

Kate does. Her instructor shakes her head and moves  
away.

Across the room, through the window, Leopold watches,  
moved.

LEOPOLD'S P.O.V. -- Over the music, beyond the swirling  
couples, Kate remains in the corner, dancing with her  
imaginary partner, fighting valiantly for the right  
steps,  
muttering to herself, dancing alone.

**INT. LAB - MORNING**

Dr. Kau SLAMS a large book on Dr. Plodder's desk  
startling  
him.

**DR. KAU**

I've located her.

**DR. PLODDER**

You didn't! Is she all right?

**DR. KAU**

No. She's really not.

APPALLING.  
ragged,  
Photograph of a SWEATSHOP 1896. The conditions are  
Positioned among the workers, Julia Carlson, thin,  
worn out, stares helplessly into the camera.

**DR. KAU**

It was taken a year after she arrived.  
Look at her face! We have to get her  
back.

**DR. PLODDER**

Christine, this morning I spoke with  
the head of funding. They're talking  
about canceling the project.

**DR. KAU**

What?! They can't do that!

**DR. PLODDER**

There's still time. Nothing has happened yet that can't be undone. We'll get her back. We'll put this behind us and we'll get her back.

The doctors stare at the photograph. Powerless.

**CUT TO:**

**INT. CHARLIE'S STUDIO - DAY**

Charlie and Leopold work at their easels. Leopold sighs **HEAVILY**.

**CHARLIE**

Is there something on your mind?

There is a pause.

**LEOPOLD**

This is rather difficult for me.

**CHARLIE**

...Uh huh...?

**LEOPOLD**

I have been in the salon contemplating the reception I have received by the various tradesmen I have visited. I've determined I am lacking the dexterity of modern intercourse.

**CHARLIE**

Of what??

**LEOPOLD**

Social skills.

**CHARLIE**

Oh.

**LEOPOLD**

I realize our association has been rather distant and I bear you no ill will.

**CHARLIE**

You can imagine my relief.

**LEOPOLD**

The fact is... I need help.

**CHARLIE**

Why not ask Kate?

**LEOPOLD**

I would appreciate the masculine point of view.

**CHARLIE**

Why not ask Kate?... That was a joke.

Leopold looks worried. Charlie puts down his brush.

**CHARLIE**

Well? Let's see... I guess we could start by removing that great big stick from up your... Let's start with your walk.

**LEOPOLD**

My walk?

**CHARLIE**

You don't walk right.  
(gently)  
You strut.

**LEOPOLD**

(very defensive)

**STRUT?**

**CHARLIE**

Strut strut strut. You walk into the bathroom it's like I'm watching a parade. Walk across the room.

**LEOPOLD**

I will not.

**CHARLIE**

I know you won't. You'll STRUT. You asked for my help. Trust me on this.

head  
Stripes  
song

As Leopold struts across the room Charlie shakes his  
and spontaneously begins to hum Sousa's Stars and  
March. Leopold becomes more and more agitated. As the  
crescendos:

**LEOPOLD**

That's enough! Really! You walk.

begins Charlie hops up, casually walks around the room and to hum a more relaxed version of Stars and Stripes.

**CHARLIE**

(between choruses)

See? Easy. Relaxed. You try.

song Leopold begins humming the more casual version of the and mimics Charlie.

**CHARLIE**

That's better. Now, try to enjoy your walk. It's a beautiful day. The sun is shining, the peasants are singing.

**INT. LIVING ROOM - DAY**

Stars VOICE OVER: Charlie and Leopold joyously singing The and Stripes. As the song builds:

Leopold Charlie enters leading Leopold throughout the room. appear matches Charlie EXACTLY step by step so tightly they to be one person marching happily about.

**CUT TO:**

**EXT. N.Y.C. - DAY**

Park. Chinatown, Little Italy, chess in Washington Square

**EXT. WASHINGTON SQUARE PARK - DAY**

diligently Leopold and Charlie explore the city. Leopold works outfit. on his walk. A beautiful woman walks by in a revealing broadly. Charlie catches Leopold watching her and smiles

**CHARLIE**

Interesting?

smiles.  
again.

Leopold, caught leering, turns away sheepishly and  
Charlie pats Leopold on the back. Stops. Pats his back

**CHARLIE**

What the hell is that?

**LEOPOLD**

What?

**CHARLIE**

Leopold, are you wearing a corset?

**LEOPOLD**

Naturally.

Cracking up, Charlie good-naturedly puts an arm around  
Leopold's shoulder. Leopold attempts the same pulls  
away.

**INT. BLOCKBUSTER RECORDS - NIGHT**

With a headset on, Charlie listens to music. Leopold  
watches.

**CHARLIE**

What'd ya say was the name of this  
number?

**LEOPOLD**

Tchaikovsky. Waltz of the Flowers.

**CHARLIE**

(deadpan)

Pretty.

Leopold's  
mouth  
Charlie stops the music and places a headset over  
ears. Leopold watches calmly. Charlie selects a song.  
Instantly, Leopold's shoulders rise up to his ears. His  
opens wide.

**CHARLIE**

Megadeath. High Speed Dirt.

shoulders  
After a bit, Charlie turns the music off. Leopold's  
go down but his mouth stays wide open. Astonished.

**EXT. CENTRAL PARK - DAY**

softball Charlie and Leopold walk through the park. A rubber hits Leopold squarely on the head.

**LEOPOLD**

What in the world...?

WHITE. A couple race over. The man is BLACK. The woman is Their child, ELIZABETH, 7, follows wide eyed and apprehensive.

**MAN**

Sorry! We're so sorry. Are you hurt?

**WOMAN**

She's another Babe Ruth. We had no idea. Are you okay?

Leopold regards them curiously.

**WOMAN**

What do you have to say for yourself, Elizabeth?

**ELIZABETH**

I'm sorry!

Leopold stares hard at the modern familial scene. He doesn't speak. After a long moment:

**LEOPOLD**

Is this your child?

**MAN**

Yes.

Charlie braces for the worst. The little girl stares at Leopold.

**LEOPOLD**

I see.

**WOMAN**

C'mon honey, lets go.

**ELIZABETH**

I want my ball.

**LEOPOLD**

Just a moment!  
(bending down to  
Elizabeth, firmly)  
Pick a hand.

from  
She picks his right hand. Nothing. She picks his left.  
Nothing. Leopold looks surprised then pulls the ball  
his ear. She takes the ball and smiles at him.

**LEOPOLD**  
My mother's name was Elizabeth.  
(then to her parents)  
She's a beautiful child. You're very  
lucky.

**MAN**  
What do you say, Elizabeth?

Elizabeth makes an embarrassed face.

**MAN**  
Thank you.

lost  
on.  
Charlie and Leopold continue through the park, Leopold  
in thought. Charlie watches him in surprise. They walk

**INT. DINING ROOM - NIGHT**

pizza  
Leopold talks animatedly. On the table -- Pumpkin pies,  
pies, and pot pies.

**LEOPOLD**  
I understand pumpkin pies, pizza  
pies, and pot pies. But I wish someone  
would explain Eskimo pies.

exchange  
He eats a large spoonful of pudding. Kate and Charlie  
a worried look.

**LEOPOLD**  
You smoke Camel's, you wear Old  
Spices, and you drink Mountains Dew.  
It's revolting.  
(to Kate)  
The pudding tonight is excellent.  
Another thing I've noticed, everyone  
is in a great rush today. Instant

Oatmeal, Instant Coffee, Speed Stick,  
Minute Maid. You'll find there's  
much to be said for moderation and  
languor.

He eats another spoonful.

**LEOPOLD**

Mmmm. Is it tapioca?

**KATE**

It's margarine.

**LEOPOLD**

(taking the spoon out  
of his mouth)  
It's marvelous.

**CHARLIE**

Well, I'm off.

**KATE**

Me too. Work to do. Where are you  
going?

**CHARLIE**

I'm meeting everyone over at Caffeine.  
It's this coffee house we go to.

**KATE**

Say hello to Dennis for me.

**LEOPOLD**

Who is that?

**CHARLIE**

Dennis is this really good looking  
friend of mine who doesn't know Kate's  
alive because SHE doesn't know how  
to flirt.

**KATE**

As a rule I don't like to associate  
with really good looking people. It  
makes me feel really... I don't  
know... Smart. But Dennis is a nice  
guy.

**CHARLIE**

And he always picks up the check.

**LEOPOLD**

Sounds enjoyable. I shall join you.

**CHARLIE**

What?

**KATE**

That's a wonderful idea! Leopold mentioned how he wanted to meet... People of quality was it?

**CHARLIE**

Ahhhhh?

**LEOPOLD**

If you'd rather I didn't go...

**KATE**

Nonsense! Charlie, you don't want to hurt Leopold's feelings. He's going to think you don't want him to go.

**CHARLIE**

Oh it's not that. It's just that it's sort of a vulgar crowd, is all. I'm not sure you'd have such a good time.

**LEOPOLD**

A little ribald humor? I'm not as big a stick in the mud as you might think! I'd enjoy a gay night out, kicking up my heels.

and  
relents.  
There is an awkward pause. Leopold is so enthusiastic sincere that despite a feeling of disaster Charlie

**CHARLIE**

Finish off your Parquet and we'll go.

Charlie gives Kate a look of death as we:

**CUT TO:**

**EXT. CAFFEINE - NIGHT**

house.  
Charlie and Leopold approach Caffeine, a trendy coffee house.  
Charlie looks in the window.

**CHARLIE**

There they all are. Now one more thing. Throw the words "like" and "you know" into a sentence whenever possible. It's how people talk today.

**LEOPOLD**

Proper speech does not cease to exist simply because it is ignored.

**CHARLIE**

Please?

**LEOPOLD**

Charles, you needn't fret. I have the walk down pat. I will not give myself away. Like.

**CHARLIE**

(looking in the window)  
Oh shit!  
(correcting himself)  
Shoot.

**LEOPOLD**

What is it?

**CHARLIE**

Patrice. See that girl? The blonde one? She's so inconceivably hot.

**INT. CAFFEINE - NIGHT**

Patrice, a tall blonde sits at a large round table, talking.  
She is very beautiful.

**EXT. CAFFEINE - NIGHT**

**LEOPOLD**

She's very pretty.

**CHARLIE**

She's mine.

**LEOPOLD**

Congratulations.

**CHARLIE**

Ok not exactly mine. But I saw her first.

**LEOPOLD**

I understand.

**CHARLIE**

Okay. I guess we should go in. I don't suppose we could tell everyone you don't speak English?

**LEOPOLD**

Of course not. Let's go inside.

very  
Leopold walks his casual walk inside, followed by a reluctant Charlie.

**INT. CAFFEINE - NIGHT**

are a  
approach.  
Charlie's friends are sitting at a table talking. They relaxed and friendly group. Charlie and Leopold

**ALL**

(ad lib greetings)

Charlie! Where've you been? etc.

**CHARLIE**

Hi. Uh everyone, this is my friend, Leo.

**BILL**

Hey.

**LEOPOLD**

Hey.

**DENNIS**

Waz up?

**LEOPOLD**

Waz up?

**PATRICE**

How are ya?

**LEOPOLD**

How are ya?

**CHARLIE**

(after a beat)

Leo's staying with us for a while.

next

Charlie pulls out a chair for Leopold but Leopold sits to Patrice instead. Patrice takes out her cigarettes.

**LEOPOLD**

May I?

**PATRICE**

Help yourself.

his

Leopold takes a cigarette, lights one for Patrice, then own.

**LEOPOLD**

Thank you, my dear.

**CHARLIE**

(at a loss)

Um?...

(all look at Charlie)

...I have nothing to say.

**LEOPOLD**

You did not tell the truth about Patrice, Charles.

**DENNIS AND BILL**

**CHARLES??**

**CHARLIE**

What did I tell you, LEO?

**LEOPOLD**

He informed me you were inconceivably HOT, but I think you're lovely. Exceptionally lovely.

**PATRICE**

Thank you, Leo.

**CHARLIE**

(to the waitress)

Check please.

**INT. SUBWAY - NIGHT**

and  
the

The subway car is inhabited solely by Leopold, Charlie, the oldest Ukrainian woman in New York City. Despite

the

fact that the train is empty, they are all seated on  
same bench.

Charlie stares straight ahead refusing to even look at  
Leopold. The Ukrainian woman hangs on every word.

**CHARLIE**

Just drop it Leopold.

**LEOPOLD**

But Charles, it is so ridiculous. I  
am not interested in her.

**CHARLIE**

Hah!

**LEOPOLD**

In any case the problem is not with  
me but with you.

(quietly)

You have no idea what it takes to go  
about courting a woman. From what  
I've witnessed tonight, it is  
symptomatic of your entire generation.

**CHARLIE**

(almost speechless)

You are some piece of work, Leopold.

**LEOPOLD**

Now I do not wish to get personal...

old

Charlie bursts into ironic laughter and looks at the  
woman. She rolls her eyes.

**LEOPOLD**

But you have been of great assistance  
to me and I feel this is one area  
where I can be of some real help.

**CHARLIE**

I'm fascinated. Go on.

**LEOPOLD**

Now, why was I successful with this  
young lady and why did you so  
miserably fail?

**CHARLIE**

What makes you think she likes you?

**LEOPOLD**

Well she gave me the number of her telephone and I assumed it meant...

**CHARLIE**

Go on.

**LEOPOLD**

As I see it, the girl hasn't an inkling of your intentions. And it's no wonder. You, Charles, are a Merry Andrew.

**CHARLIE**

A what?

**LEOPOLD**

A Merry Andrew.

**CHARLIE**

I am not!!

**LEOPOLD**

Everything plays like a farce to you. The more wit, the less courage. I believe the modern woman desires passion, protection, sensitivity. No woman wants to be romanced by a buffoon.

(the old woman shakes  
her head)

Banter and repartee are fine but you must add to that a different sort of playfulness.

**CHARLIE**

You think I should pounce?

**LEOPOLD**

I'm saying you must treat her with respect. Any oaf can attempt a crude pass. A woman of Kate's stature would never respond to an artificial tactic.

**CHARLIE**

Kate?

**LEOPOLD**

What?

**CHARLIE**

You said Kate.

**LEOPOLD**

I did not.

**CHARLIE**

Yes you did. Didn't he say Kate?

The old woman nods.

**LEOPOLD**

We are discussing your problem.

**CHARLIE**

Not anymore. You like my sister.

**LEOPOLD**

Charles...

**CHARLIE**

She has trouble with men, you know.

**LEOPOLD**

Perhaps she has not met the right one.

**CHARLIE**

She has met the right one. HUNDREDS of times. But she pulls back. She cuts herself off. You turn around and suddenly you're dating a Sphinx.

**LEOPOLD**

One never can tell.

**CHARLIE**

Does Kate know how you feel?

**LEOPOLD**

No...

**CHARLIE**

Have you made your intentions known to her?

**LEOPOLD**

No...

**CHARLIE**

Who's the Merry Andrew now?! I think you're all talk and no action. What are you waiting for?

**LEOPOLD**

I do not know if there is a future  
in it.

**CHARLIE**

Well Leopold, no one ever does...

**CUT TO:**

**INT. LEOPOLD'S BEDROOM - NIGHT**

Kate enters with an arm load of Leopold's discarded  
clothes.  
She drops them on his bed and begins to hang them in  
his  
closet.

A notebook falls from his pants pocket. She puts it on  
the  
bureau. A beat. She quickly picks it up, sits on the  
edge of  
the bed and starts to read.

**KATE**

(reading out loud)  
Royal family -- Uncouth. Making Out --  
slow soulful kissing... Woman as  
equals??

She flips a page.

**KATE**

Who drove the Chevy to the levy and  
why was it dry?

Kate smiles. She flips the page.

**KATE**

Eyes shine when she talks about...  
science. Raises her voice when she  
knows she's wrong. BOSSY, BOSSY,  
BOSSY. Lose my train of thought when  
I see her smile. Most beautiful when  
she's angry. Honorable heart...  
Peasant feet.

The front door is heard slamming. Kate, alarmed, stuffs  
the  
notebook back in Leopold's pocket. She races to the  
door;

scurries

glances back at the notebook, turns off the light and  
from the room.

**INT. HALLWAY - LATER THAT NIGHT**

close

The corridor is darkly lit. Kate leaves the bathroom as  
Leopold enters. They collide and separate but remain  
together. Both are dressed in pajamas and speak softly.

**KATE**

Ooops. Bread and butter.

**LEOPOLD**

What's that?

**KATE**

Bread and butter. It's an old  
saying... Well not to you I guess.  
You say it when you pass someone in  
a cramped space. As close as bread  
and butter.

**LEOPOLD**

I see.

**KATE**

So. Did you have a good time last  
night?

**LEOPOLD**

It was very interesting.

**KATE**

Did you find that person of quality?

Leopold looks at her a moment.

**LEOPOLD**

Yes. I did.

**KATE**

Well... fine.  
(there is a pause)  
I guess it's time to turn in.

**LEOPOLD**

Yes.

**KATE**

Goodnight.

She reaches her door. Leopold stops her.

**LEOPOLD**

Kate?

of She turns. Leopold grasps for the words but the habit  
inaction returns.

**LEOPOLD**

Goodnight.

(he slowly closes the  
door)

**INT. PATRICE'S APARTMENT BUILDING - DAY**

He Charlie stands at Patrice's door with a large painting.  
Charlie looks over at Leopold hiding the next doorway over.  
knocks. She opens the door.

**CHARLIE**

Hi. I brought you some flowers.

He hands her the flower filled painting.

**PATRICE**

Charlie!

**CHARLIE**

Miss Wochuchowski? I was wondering  
if you would do me the great honor  
of accompanying me to the cinema  
tonight. And allowing me the privilege  
of escorting you to dinner afterwards.

Patrice shyly studies the painting.

**PATRICE**

It's beautiful.

does Charlie quickly looks at Leopold pleadingly. He really  
adamant. not want to say this next part. Leopold, however, is

**CHARLIE**

(deadpan)

Gracing me with your conversation  
and company would mean the world to

me.

There is a long pause. Patrice watches Charlie in disbelief.

**PATRICE**

Um... 7:00?

**CHARLIE**

7:00 is fine. I'll call for you then.

They smile at each other for a long moment.

**LEOPOLD**

(silently mouthing)

Goodbye.

**CHARLIE**

Goodbye.

(she closes the door)

It worked!

**LEOPOLD**

Of course it did.

**CHARLIE**

Leopold, I... I'm... I have no idea what to do next!

**LEOPOLD**

Charles. Leave everything to me.

**CHARLIE**

Not so fast, buddy. You're next.

**INT. LIVING ROOM - DAY**

time  
and  
Kate is by the bookshelf gathering reference books on  
and space. Leopold enters. He is suddenly embarrassed  
doesn't know how to proceed.

**LEOPOLD**

Good morning.

**KATE**

Good morning. You're up early.

room.  
She moves to her computer on the other side of the

out  
side

Leopold follows. Before she can sit down, Leopold pulls her chair. She falls to the ground. He rushes to her immediately.

**LEOPOLD**

I'm terribly sorry!!

**KATE**

Happens all the time...

her

She opens a reference book and slowly begins typing at computer. There is a pause.

**LEOPOLD**

Dr. Coles?... ah, Kate? I was wondering...

She stops working and looks at Leopold.

**LEOPOLD**

What it is you're working on.

**KATE**

Oh. It's my computer.

She resumes her work.

**LEOPOLD**

I see. Actually I meant the work itself.

**KATE**

I'm researching the correlations between your time and the present.

Leopold stares blankly.

**KATE**

I'm TRYING to get you home, Leopold.

**LEOPOLD**

Oh.

Charlie peaks in, signaling Leopold, spurring him on.

**LEOPOLD**

I have never seen a woman work as diligently and extensively before.

**KATE**

It's made me the man I am today.

**LEOPOLD**

It's quite a beautiful day, have you noticed? Perhaps you would permit yourself some time off and grant me the privilege of escorting you around the city this fine Spring afternoon.

**KATE**

Oh, I'd love to but I can't. I've got too much work to do. Ask Charlie though. He'll go with you.

**LEOPOLD**

I'm afraid it really wouldn't be the same. It is YOUR company I am seeking.

Surprised, Kate turns around and looks at Leopold.

**KATE**

(gently)

Oh, Leopold. I'm so sorry. I can't.

**LEOPOLD**

I see. Some other time then.

**KATE**

Yes... Thank you.

moment  
chair.  
with

Leopold sits at the far end of the room. Kate takes a  
then resumes typing. She STOPS and sits back in her  
After a long moment, she subtly unplugs the computer  
her foot and starts banging on the top of it.

**KATE**

Oh for crying out loud. Would you look at this? Leopold? The computer's on the blink again.

(she bangs harder)

Cheap piece of equipment. I can't...

**LEOPOLD**

Maybe if you...

**KATE**

NO, no, it does this all the time. Just have to wait it out.

**LEOPOLD**

I see.

**KATE**

Darn.

**LEOPOLD**

...Perhaps it is a sign?

**KATE**

Oh, you think?

(she smiles at Leopold)

**EXT. CENTRAL PARK - DAY**

Kate  
clown.  
Leopold trots his horse expertly along the horse path.  
follows, clutching the horses neck, bouncing like a

**KATE**

I... I must have gotten a funny  
horse...

Leopold turns and rides around Kate.

**LEOPOLD**

Allow me.

**EXT. CENTRAL PARK - DAY**

in  
Bethesda fountain. Boats on Central Park Lake. Couples  
Sheeps Meadow.

grasps  
Holding the reins of Kate's horse in one hand, Leopold  
Kate's waist with the other as they ride a single horse  
through the greenery of Central Park.

**EXT. MOVIE THEATRE - THE THALIA - DAY**

starring  
A revival house. On the Marquee: "The Tenuous Duke"  
Ronald Coleman.

**INT. MOVIE THEATER - DAY**

large  
Kate and Leopold eat popcorn, Milk Duds, M & M's, and  
drinks. The lights go down and the movie begins.

The enormity of the medium strikes Leopold at once. He involuntarily leans back in his chair grabbing Kate's shoulder, watching attentively. After a bit:

**LEOPOLD**

Is that supposed to be my hair? Do you see how they think my hair looks?

she  
close  
Kate looks over at Leopold and nods. Through his eyes, too experiences movies for the first time. She moves to him.

**EXT. N.Y.C. - DAY**

Plaza,  
Grammercy Park, The Guggenheim Museum, Central Park The Metropolitan Museum.

**EXT. METROPOLITAN MUSEUM - DAY**

museum.  
Kate and Leopold bound up the steps, entering the

**INT. MUSEUM - DAY**

white  
Modern art exhibit. Leopold stares blankly at an empty canvas. He turns to Kate questioningly.

**KATE**

That's simplicity in it's purest form. It speaks volumes in it's nothingness. Whiteness representing emptiness. Hopelessness. It's bleak. Bleak!

next  
Leopold eyes the painting skeptically. They move to the object d'art. A toilet.

**LEOPOLD**

Aaand this represents...?

They burst into giddy laughter.

**KATE**

Absolutely nothing.

Leopold's

They round the corner, moving to the next room.  
smile fades.

CLOSE UP: A painting of privileged Victorian society.  
Shaken, he gazes at a painting in a dream-like state.

**LEOPOLD**

(very quietly)  
I'd almost forgotten how beautiful  
it was. Truly. Beautiful.

Kate smiles sadly at Leopold. They slowly walk out.

**INT. LIVING ROOM - NIGHT**

and

We hear keys in the lock and laughter outside as Kate  
Leopold enter.

**LEOPOLD**

(laughing)  
M & M's, CBS, FBI.

**KATE**

**VIP, VHS, VCR.**

They collapse on the couch.

**LEOPOLD**

Ah, JFK, PDQ, XYZ.

**KATE**

I don't know. K.D. Lang.

**LEOPOLD**

I don't know how you keep up with  
it. I'm exhausted.

**KATE**

So am I.

**LEOPOLD**

I'll tell you what. Why don't I  
prepare dinner tomorrow night? I  
never have before. I mean even before  
I hit town. "Hit town" How's that? I  
can't imagine what it'll taste like,  
but I don't think it will be any  
worse than your cooking.

**KATE**

Leopold, I have a date tomorrow night.

**LEOPOLD**

I see.

**KATE**

A blind date.

**LEOPOLD**

Oh, I'm so sorry.

**KATE**

No, that just means I haven't met him before. It was set up through friends.

**LEOPOLD**

Ah!

**KATE**

A hazard of single life... I'm turning in.

Kate gets up. Leopold automatically stands.

**LEOPOLD**

Another time then.

**KATE**

I'm sorry.

**LEOPOLD**

It's quite all right.

As she gets to the door, she stops.

**KATE**

Leopold? I had a wonderful time today. I can't remember the last time I took the day off and just played. I'd forgotten how beautiful this city can be... I want to thank you for that.

**LEOPOLD**

The pleasure was mine.

Kate smiles at Leopold and goes out.

**INT. LIVING ROOM - NIGHT**

dining  
runs

Charlie, in a tie, is standing with Leopold at the  
room table. Kate wearing too much makeup for her date,  
into the bathroom in a BRIGHT RED DRESS.

**CHARLIE**

It's a very fancy restaurant, Leopold.  
Are you sure you can teach me  
everything there is to know?

**KATE**

(from the bathroom)  
Just don't swipe the silverware and  
give yourself away.

**CHARLIE**

Nobody's talking to you.

**LEOPOLD**

It is very simple. I will be your  
date. Just behave as you normally  
would and I'll correct you along the  
way. Now, escort me in.

bathroom

Charlie and Leopold move across the room. After a beat,  
Charlie magnanimously gestures for Leopold to go first.  
Leopold gives his approval. Kate rushes out of the  
in a tight BLACK dress.

Charlie

Leopold and Charlie elegantly walk to the table.  
sits down, pleased. Leopold remains standing, incensed.

**CHARLIE**

Now what?

head.

Leopold takes a cloth napkin, hits Charlie upside the  
Hard.

**LEOPOLD**

Pull the chair for a lady! Clod.

**KATE (V.O.)**

No name calling.

**LEOPOLD**

(to Kate)  
Well, really!

sits,

Charlie stands up and pulls out the chair. As Leopold  
Charlie pushes the chair in to hard.

**LEOPOLD**

You're not shoveling coal into a  
furnace, Charles. Glide the chair in  
gently. Gently. Try it again.

Charlie gently glides Leopold to the table. He remains  
standing, not sure what to do next.

**LEOPOLD**

Well, sit down!

**CHARLIE**

Now don't burst a vein or anything,  
but there are quite a few knives and  
forks here. How do I know what each  
one's for?

**LEOPOLD**

Merely start from the outside and  
work your way in.

**CHARLIE**

What kind of beer should I order?

**LEOPOLD**

Beer!

**CHARLIE**

**I WAS KIDDING!**

**KATE**

How do I look?

picked out

Leopold and Charlie stand. Kate poses in the gown  
by Leopold. Leopold smiles brightly.

**LEOPOLD**

You look exquisite, Katherine.

**KATE**

(almost sadly)  
Thank you, Leopold.

She looks at Leopold not knowing what to say. Finally

**CHARLIE**

This is a tie I'm wearing.

**KATE**

You look very nice, Charlie.

**CHARLIE**

Yes. I know.

The doorbell rings.

**KATE**

That must be him.

**LEOPOLD**

Your bland date?

**KATE**

Blind date.

**CHARLIE**

Remember to breathe, Kate. And don't use too many big words. You'll scare the poor slob away.

**KATE**

(moving to the door)

This is always the scary part.

(she sings)

"Open the door to my, Mystery Date."

Charlie stands She opens the door and looks straight up. Leopold and peer in closer to get a better look. In the doorway LARRY, great looking, very tall, a winner.

**LARRY**

Hi. Kate?

**KATE**

Larry?

Kate turns back to the others with a frozen smile.

**KATE**

Well, I'm off.

**LEOPOLD**

(giving Larry the once over)

Kate, may I have a word with you?

**KATE**

Now?

**LEOPOLD**

Yes.

(as they cross the  
room)

I DON'T like the look of him.

**KATE**

What are you talking about?

**LEOPOLD**

Cad. I can spot one a mile away.  
(he helps her with  
her coat)

I shall escort you out myself. I  
will act as your chaperone.

**KATE**

That isn't necessary. I'll be fine.

**LEOPOLD**

It is no trouble.

**KATE**

Goodnight, Leopold.

**LEOPOLD**

But...

**KATE**

Goodnight.

She is gone. Leopold stares after her, dejected.

**INT. SPORTS BAR - NIGHT**

Kate and Larry are led to their table. Larry sits down.  
Kate remains standing.

**LARRY**

(friendly)

Sit down.

**KATE**

(sighs)

Thank you.

(she sits)

**LARRY**

So. How am I doing?

**KATE**

I beg your pardon?

**LARRY**

How am I doing? First date. You pleased? You disappointed?

**KATE**

Undecided.

**LARRY**

I see.

startling He snaps his fingers to get the waiters attention  
Kate. She laughs nervously.

**LARRY**

So. What did Jeannie say about me?

**KATE**

About you? Ah, she said you were tall.

**LARRY**

6'3.

**KATE**

And nice looking.

**LARRY**

Thank you.

**KATE**

Thank her. And that you persevere ardently on Wall Street.

**LARRY**

Well, I work there...

**KATE**

(after a beat)

That must be very interesting.

**LARRY**

(laughing)

You've obviously never worked on Wall Street.

**KATE**

(laughing along for

the hell of it)  
No.

Their laughter subsides. After a beat:

**LARRY**

What else did Jeannie say about me?

**INT. THE FOUR SEASONS - NIGHT**

Charlie  
go  
The Maitre d' of this very fancy restaurant shows  
and Patrice to their seats. Charlie motions Patrice to  
first just as Leopold has instructed.

him a  
to the  
The Maitre de pulls out Patrice's chair. Charlie gives  
look to back off. Charlie effortlessly glides Patrice  
table and takes his seat.

**PATRICE**

Have I told you how much I liked  
your painting?

**CHARLIE**

(beaming)  
Twice.

**PATRICE**

If you get tired of hearing about  
it, let me know. I have to admit I  
was sort of surprised when you called.  
I didn't think you liked me, Charlie.

**CHARLIE**

When I first saw you, I thought...  
(he makes his jaw  
drop down to the  
floor)

**PATRICE**

What do you think now?

he  
Charlie smiles and places her hand over his heart. Then  
makes his jaw drop again. Patrice laughs happily.

**INT. SPORTS BAR - NIGHT**

Kate and Larry are eating their dinner.

**KATE**

Aaand that's about all Jeannie said.  
What did Jeannie say about me?

**LARRY**

(smiling)  
She said you were enormously sexy,  
had a great body, but you don't put  
out.

**KATE**

Quite a compelling portrait.

**LARRY**

(turning on the charm)  
Would you say it's an accurate  
portrait?

**KATE**

(leaning into Larry)  
A masterpiece.

**INT. LIVING ROOM - NIGHT**

room  
while  
Leopold slowly carries a dinner tray to the dinning  
table. He moves to the window and looks out. After a  
he pours a glass of wine.

**INT. SPORTS BAR - NIGHT**

As they eat their dinner Larry drones on.

**LARRY**

So this guy wants to invest \$50,000  
in a stock that's no good. Here's  
what I do...

else.  
the  
notices  
Kate stares absentmindedly at Larry, her mind somewhere  
She looks down at the fork in her hand. She switches to  
proper one, reflecting on Leopold's etiquette. She  
her napkin lying flat on the table. She reaches for it.

**INT. LIVING ROOM - NIGHT**

begins  
Leopold unfolds his napkin and puts it on his lap. He

to eat his dinner. Slowly. Elegantly. Alone.

**INT. SPORTS BAR - NIGHT**

long  
Kate places the napkin on her lap. She stares at it a while. Finally she looks up at Larry.

**EXTREME CLOSE UP OF LARRY**

**LARRY**

I'm telling you the guy was a DICK!  
A total ASSHOLE!

**KATE**

(jarred awake)  
Who?

**LARRY**

Jeff Murray. The guy I've been talking about. Hello?

**KATE**

(realizing her feelings  
for Leopold, smiling  
radiantly at Larry)  
Goodbye.

Then as she leaves, a parting shot.

**KATE**

Don't get up.

**INT. LIVING ROOM - NIGHT**

door.  
Sound of keys in the lock, then Kate bursts through the

**KATE**

Leopold?

living  
The living room is dark and empty. She goes through the room, past the hallway, into the bedroom.

**KATE**

Leopold?

His bedroom is empty. He is not there.

**KATE**

Oh, Leopold...

She runs into Charlie's studio and stops short.

of  
dress.  
and is  
Next to Charlie's stern paintings, Leopold's portrait  
Kate shines in the moonlight. She wears an antique  
She is lovely. Kate sees herself as Leopold sees her  
touched. She turns and collides head on with Leopold.

**KATE**

Oh!

**LEOPOLD**

Bread and butter.

head,  
He is wearing gloves and an apron. He rubs his bruised  
inadvertently leaving a trail of suds along his face.

**LEOPOLD**

You're back early. Did you enjoy  
your date?

**KATE**

(happily)

No.

face.  
She moves in close, trying to remove the soap from his

**KATE**

Here, you've got some...

He wipes his face making it much worse.

**LEOPOLD**

Is it gone?

**KATE**

(laughing)

No.

each  
She uses the apron to wipe away the soap. They gaze at  
other and become serious.

**KATE**

(softly)

A funny thing happened to me on my  
bland date this evening, Leopold. I

really can't explain it. This puffed-up, puritanical, blundering, greenhorn kept popping into my mind all night long at the most inopportune times. I couldn't get rid of him.

**LEOPOLD**

How inconsiderate.

**KATE**

Yeah, it was. The harder I tried, the more persistent he became. He's conceited and inflated and unseasoned and it doesn't seem to matter... He's 134 years old but I can't get him out of my head.

**LEOPOLD**

Is he there right now?

**KATE**

Right here. Larger than life.

**LEOPOLD**

I'll protect you...

They kiss. A long romantic passionate kiss.

**LEOPOLD**

Dr. Coles, would you grant me license to dine with you tomorrow evening at eight o'clock?

**KATE**

Permission granted.

**LEOPOLD**

Until tomorrow, then.

They separate. A beat. Leopold gestures for Kate to go first.  
They head down the hallway together into their separate rooms.

**INT. LIVING ROOM - NIGHT**

The table clock chimes eight times. Leopold enters from the kitchen dressed perfectly in the most UP TO DATE style. He carries a casserole dish.

wearing

A second later Kate enters from the hallway. She is  
an OLD FASHIONED, ANTIQUE DRESS. She looks lovely.

**LEOPOLD**

(a little startled)  
You look beautiful.

**KATE**

YOU do. What have you got there?

Leopold opens the casserole dish.

**KATE**

Hamburger Helper!

**LEOPOLD**

I know you like it.

COLOSSAL

chair.

table.

Kate smiles. She looks behind him into the kitchen. A  
MESS. Leopold lights the candles and pulls out her  
This time she's prepared. He slides her chair to the

**INT. LIVING ROOM, LATER THAT NIGHT**

Wonderful

wine.

The candles have burned down, casting a romantic glow  
throughout the apartment. Louis Armstrong's "What a  
World" plays. Kate and Leopold sit on the couch sipping

**LEOPOLD**

Tell me more.

**KATE**

Um, where was I? So after my father  
died I had to go to work.

**LEOPOLD**

Have you had many jobs?

**KATE**

Many. I got fired from all of them.  
I'm the most unskilled person I know.  
But they were just survival jobs  
while I was still in school. I always  
knew I wanted to go into science  
like my father. And I did.



**INT. LIVING ROOM - MORNING**

is  
from  
see

Leopold wearing a bathrobe is pouring coffee. The table set for a huge breakfast. Kate also in a robe enters the hallway. There is a moment of awkwardness as they each other for the first time.

**KATE**

Morning.

**LEOPOLD**

Good morning.

They kiss shyly. Kate notices the feast.

**KATE**

Look what you've done!

**LEOPOLD**

It's nothing.

**KATE**

Nothing? My own mother never made me a breakfast like this.

**LEOPOLD**

I will have to have a talk with her.

**KATE**

Leopold...

**LEOPOLD**

Kate...

**KATE**

About last night...

**LEOPOLD**

Please sit down.

He pulls out a chair for her and kneels beside her.

**LEOPOLD**

Kate, I had never before been a considerate man. I had, with astonishing complacency, squandered my life, waiting for some incentive to force me into action. You have

made me see how rare our time here really is. I am most beholden to you Kate. And always will be.

**KATE**

I sense the word "BUT" entering into this any minute now.

defensively,  
Leopold takes her hands in his. She looks at him  
bracing for worst.

**LEOPOLD**

Do me the honor Katherine, of becoming my wife.

Kate lets out a very girlish, high pitched scream

**LEOPOLD**

Shall I take that as a "yes"?

**KATE**

Leopold! Did you just ask me to marry you?

**LEOPOLD**

I love you, Kate.

**KATE**

That's entirely beside the point... You're moving way too fast here. Shouldn't we date first? I mean it's obvious the first one went well...

**LEOPOLD**

Where I come from that's pretty much the way it works.

**KATE**

Leopold, even though last night we... loved each other, that doesn't mean this morning we're engaged. It just doesn't work that way now.

**LEOPOLD**

(taking a ring off  
his fingers and  
placing it on hers)  
I have loved you since I first set eyes on you. I cannot imagine my life without you beside me. I want to marry you, Kate and make an honest

woman of you.

**KATE**

Oh Leopold, sit down.

They switch places. Leopold sits and Kate kneels beside him.

**KATE**

Relationships these days are much more complicated than that. Women today have certain freedoms that men have been taking advantage of for centuries. You must have been aware of that. If you think about it clearly, it should be obvious to you that marriage between us is out of the question.

**LEOPOLD**

Do you not love me Kate?

**KATE**

(almost inaudible)  
Don't ever think that...

**LEOPOLD**

Then consider my proposal.

**KATE**

I'll think it over but I can tell you now the answer is...

He kisses her. It's impressive.

**KATE**

(out of breath)  
Possibly.

**LEOPOLD**

(a knowing smile)  
I need you beside me. I will not give up easily.

**KATE**

(smiling)  
Do what you have to do...

Charlie enters. Kate and Leopold become extremely selfconscious.

**CHARLIE**

Morning.

**LEOPOLD AND KATE**

(too casual and too  
chipper)

Morning!

quite  
at the  
Charlie is immediately aware that something is not  
right. He studies the two of them and nonchalant sits  
table. Kate and Leopold serve themselves breakfast.

**LEOPOLD**

(to Kate)

Coffee?

shyly.  
Kate nods. As Leopold pours, they look at each other

**CHARLIE**

(after a pause)

I would like some coffee.

**KATE**

Of course. Say when.

She pours Charlie's coffee until it overflows.

**CHARLIE**

(deadpan)

When.

**KATE**

Sorry.

He  
plate.  
As Kate wipes up the table, Charlie notices her ring.  
eyes Leopold suspiciously. Leopold concentrates on his

him,  
After a  
beat:  
Charlie gives Kate a questioning glance. She smiles at  
looking both innocent and guilty at the same time.

**CHARLIE**

Uh huh.

another  
All smile privately and sip their coffee without

word.

**CUT TO:**

**INT. LAB - NIGHT**

labors  
Buried behind open books and crumpled up paper, Kate  
in earnest.

notes  
She stops suddenly, almost violently, and studies the  
in front of her. The coffee cup falls from her hand and  
breaks.

**DR. KAY**

(calling from her  
office)

Kate, are you all right?

**KATE**

Fine! I'm fine.

her  
has  
She covers her papers and self consciously cleans up  
mess. She sits down slowly and peeks at her notes. She  
SOLVED THE PUZZLE that will send Leopold back.

window  
she  
She looks up in disbelief and glances through her  
around the lab. Everyone is hard at work. Helplessly,  
stares back at the paper on her desk.

her  
photo.  
She pulls open her drawer and takes out the picture of  
Carlson. She stares at it for a long time. She opens  
mouth to call for the others, stops, and looks at the

paper.  
moment,  
miles  
Slowly, with great indecision, Kate crumples up the  
She returns the picture to the drawer. After a long  
she opens a book, feigning research, her mind a million  
away.

**INT. KATE'S BEDROOM - NIGHT**

Lettering.

at

smiles

She

Leopold and Kate sit on her bed watching David  
Kate clutches her pillow close to her. She looks over  
Leopold concentrating on the TV with furrowed brow. She  
sadly. She takes her pillow and flings it off her bed.  
snuggles up to Leopold. They watch TV. Together.

**EXT. N.Y.C. - DAY**

Frock

Central Park in full bloom, Botanical Gardens, The  
Museum.

**INT. RESTAURANT - DAY**

On

gun

Leopold and Kate eat lunch. Leopold scans a newspaper.  
the TV over the bar, Bob Dole is speaking out against  
control.

**LEOPOLD**

Public office is apparently still  
the last refuge for the incompetent.  
Show me a man who does not want his  
gun registered and I'll show you a  
man who should not own a gun. What  
is a pee-pee girl?

**KATE**

What are you reading?

**LEOPOLD**

The Village Voice. After much  
consideration, I have decided it is  
time I join the work force.

**KATE**

As a pee-pee girl?

**LEOPOLD**

Perhaps not that, but I am determined  
to acquire honest employment.

**KATE**

Leopold, I don't know if that's such  
a good idea.

**LEOPOLD**

Kate, my life back home was beneficial to no one. I want my new life to have value. I won't make the same mistakes twice.

**KATE**

You have to be patient.

**LEOPOLD**

I could conceivably wait my whole life away.

**KATE**

You're awfully cute when you get causey.

**LEOPOLD**

I will not waste any more time. I must make a difference.

**INT. BLOOMINGDALES - DAY**

Leopold

Customers fill the aisles. In the center of it all, is hard at work. He holds a bottle of perfume.

**LEOPOLD**

Try our fragrance? Would you like to try our new fragrance today?

**RICH CUSTOMER**

What is it?

**LEOPOLD**

It is called, POISON.

He squirts some at her.

**RICH CUSTOMER**

Oh! I don't think so. Have you got **PASSION?**

**LEOPOLD**

I beg your pardon?

**RICH CUSTOMER**

Elizabeth Taylor's Passion?

**LEOPOLD**

Next aisle over.

She leaves. Leopold looks after her.

**LEOPOLD**

(after a beat)

Give your mother-in-law what she really deserves this season. Give her some POISON.

**INT. KATE'S LABORATORY OFFICE - MORNING**

The doctors enter Kate's office and closes the door.

**KATE**

Hi.

(the doctors remain silent)

What's the matter?

There is a long pause. Slowly Kate realizes the doctors  
are on to her. She puts down her pen.

**KATE**

So you know.

**DR. KAU**

We had to go through your computer to access information. Your calculations have been verified and the final course has been set. Leopold goes back a week from Friday 1:17 a.m.

**DR. PLODDER**

How long were you going to keep it a secret, Kate?

**DR. DRAKE**

Were you even going to tell us at all?

**KATE**

I'm not sure.

**DR. PLODDER**

Not sure? What can you be thinking? You can't alter the course of history and assume everything will be okay. It won't be. He has his own destiny to fulfill in his own time.

**KATE**

(quietly)

You don't understand.

**DR. DRAKE**

(gently)

He's going back, Kate.

**DR. PLODDER**

It's over.

the  
Kate nods. The doctors slowly leave the room and close  
door. Just the sound of the clock ticking.

Kate sits at her desk very still.

**KATE**

No... No, no, no.

**INT. KATE'S BEDROOM - EARLY EVENING**

Charlie knocks and enters.

**CHARLIE**

There you are. I've only been  
hollering for the last...

lays  
He sees her face. Kate's eyes are red and swollen. She  
out Leopold's belongings.

**CHARLIE**

Kate? What is it? What happened?

**KATE**

(very detached)

It's time. Leopold's going back.

**CHARLIE**

Kate...

**KATE**

Yup. I'll get his things together.  
Tell him tonight.

He goes to her.

**CHARLIE**

Are you all right?

**KATE**

(pulling away)

I'm fine.

**CHARLIE**

You don't look so fine.

**KATE**

Well I am. It was wonderful having him here, Charlie. He was of invaluable assistance to the project.  
(she shrugs)  
I'll miss him.

**CHARLIE**

You'll miss him?

**KATE**

I will.

**CHARLIE**

Goddamnit Kate, you love the guy!

Kate remains silent.

**CHARLIE**

Kate, don't do this. Please. It's not right.

**KATE**

What am I supposed to DO, Charlie?? I can't go back. He can't stay. I can't let him go. I'm not equipped to deal with this, Charlie. I don't know how.

**CHARLIE**

Listen to me, Kate. Don't! Don't be the ice princess.

**KATE**

(beginning to tear up)  
I'm not!

**CHARLIE**

You are. You can't live your whole life under a microscope. You've got to tell him how you feel.

**KATE**

(breaking down in his arms)  
It's too much, Charlie. It's just too much.

**CHARLIE**

You owe it to him.

**KATE**

I didn't know I could feel like this.  
I really didn't know.

**INT. FANCY FRENCH RESTAURANT - NIGHT**

**LEOPOLD**

So I looked him right in the eye and said, 'Ego is nature's compensation for mediocrity.' I turned and I walked. He never said a word... He probably didn't understand it...  
Kate?

**KATE**

(cold)  
What?

**LEOPOLD**

Are you all right? You're awfully quiet.

**KATE**

I'm fine.

**LEOPOLD**

How was your day?

**KATE**

(taking a long pause)  
It's time.

Leopold looks at her.

**KATE**

We're sending you back.

**LEOPOLD**

(slowly pushing his  
plate away)  
When?

**KATE**

A week from Friday, early morning.

**LEOPOLD**

No!

**KATE**

It was a mistake, Leopold. It's out of our hands. We can't POCKET people from history like stolen jewels. We haven't the right... I'm sorry. We'll miss you.

**LEOPOLD**

Is that all?

**KATE**

What do you want me to do, fall apart? You'd still be leaving. It wouldn't solve anything.

**LEOPOLD**

Who is this woman sitting across from me?

**KATE**

What do you want me to say, Leopold?

**LEOPOLD**

Tell me that you love me as I love you. Let me hear you say it.

the  
Kate remains silent. Leopold abruptly throws money on  
table.

**LEOPOLD**

I will not do this. I'm sorry.

We starts out.

**KATE**

Leopold!

**EXT. STREET - NIGHT**

calm.  
he  
slowly.  
horse's  
Leopold walks out of the restaurant trying to remain  
His emotions get the best of him. Finally, exhausted,  
winds up walking along Central Park South.  
Hansom Carriages wait to be taken out. He approaches  
He stops along side one of the cabs and strokes the  
head.

the  
lays

He looks at the horse for a long time. Then he looks at  
skyscrapers surrounding him, deciding what to do. He  
his face against the horse's head, torn.

**CUT TO:**

**INT. LIVING ROOM - EARLY MORNING**

Lee  
her  
the

Kate sits at the dinning room table behind empty Sara  
boxes, pints of ice cream, beer bottles, and is working  
way through the cookie dough. Leopold enters through  
front door, DISHEVELED.

**LEOPOLD**

Good God. Look at you. You look awful.

**KATE**

You should see what I'm looking at.

**LEOPOLD**

I went back to the restaurant. They  
told me you went out looking for me  
right after I left.

**KATE**

That was pound cakes ago. Where were  
you?

**LEOPOLD**

I had a lot to think over.

**KATE**

Such as?

**LEOPOLD**

Just where I stand around here.

There is a long pause.

**KATE**

(quietly)

We should have come up with something  
together. I might have been spared  
ten or seventy pounds.

**LEOPOLD**

Is that an apology?

**KATE**

I'm sorry for what I said.

her

Leopold goes to her. He gently prys cookie dough from hands.

**LEOPOLD**

I'm not going anywhere.

**KATE**

Yes you are...

**LEOPOLD**

I'm not going. I'm staying here with you.

**KATE**

But? You can't! We have no right to...

**LEOPOLD**

It is my destiny. It is my decision.

**KATE**

Have you thought about what you'd be sacrificing? Your influence? Your authority?

They kiss.

**KATE**

Your family, your whole way of life, everything?

They kiss.

**KATE**

You're not just feeling sorry for me because I ate the contents of the refrigerator, are you?

They kiss.

**LEOPOLD**

I love you, Kate. The single most miraculous event in my life was not how I arrived here, but that when I did, I found you.

**KATE**

(overwhelmed)

Here comes the mushy part!

**LEOPOLD**

After much consideration I've come to the conclusion I no longer desire a large estate with a full staff and ornate grounds.

**KATE**

That's good, because if you're staying I'll probably get fired again. What do you desire?

**LEOPOLD**

A beautiful wife, a small home in the middle of nowhere, lots of children, and fine schools with PMS meetings every other Sunday.

**KATE**

...PTA?

**LEOPOLD**

PTA.

**KATE**

I love you too. I do, Leopold. I love you, too.

They kiss.

**INT. LABORATORY - DAY**

Leopold and Kate sit calm and resolute. The doctors are  
in an uproar.

**DR. PLODDER**

This is outrageous! I won't allow it!

**LEOPOLD**

The decision is not yours to make.

**DR. PLODDER**

Do you realize what you're saying? You're tampering with fate, preordination, and God himself.

**LEOPOLD**

We do that every day, doctor. It is called CHOICE.

**DR. KAU**

Dr. Carlson is still over there. You can't simply abandon her. We have to get her back.

**KATE**

Do you think I'm not aware of that? Do you think a minute goes by that I don't feel responsible for her? But **SOMEONE ELSE CAN GO.**

**DR. KAU**

Only one person can return. The capsule accommodates only one person. Leopold has to find her.

**LEOPOLD**

Perhaps she does not wish to return. Perhaps she's found greater happiness in her new life. It happened to me.

**KATE**

Maybe this is her destiny. Maybe she's of more important use back there.

**DR. KAU**

Julia Carlson died in the Center Factory fire of 1897, two years after she arrived. She was 37 years old.

There is a stunned silence.

**DR. DRAKE**

Dear lord.

**DR. KAU**

She was a friend, Kate. She was never expected to sacrifice her life for this experiment. I won't be a party to it. I know what I'm asking... There's no way we can force you to go. Just think it over.

**INT. BEDROOM - 2:30 A.M.**

A clock is ticking loudly. Kate and Leopold lie back to back.

**KATE**

You're going back aren't you?

**LEOPOLD**

I keep seeing that poor woman's face.  
She was terrified.

**KATE**

You said you wouldn't leave me...  
I've never been lucky. Not one time.

**LEOPOLD**

Six months ago I wouldn't have given  
it another thought. I wouldn't have  
lost a moment's sleep. You've changed  
me, Kate. There is no turning back.

**KATE**

I wouldn't WANT you to change. That's  
what's tearing me up inside. Either  
way I lose... You've changed me too.  
I can't go back to my old life  
anymore. I can't live like that again.  
God my heart is pounding like a drum.  
I've never been so scared in my life.  
Take me with you, Leopold. God. Take  
me with you.

**LEOPOLD**

You don't realize what you're saying!  
You don't understand the kind of  
life you'd lead. What you'd be giving  
up.

**KATE**

I'd be with you.

**LEOPOLD**

I can't ask that of you.

**KATE**

Just ask me... Just ask.

**LEOPOLD**

Come back with me.

She slowly turns. She embraces him.

**KATE**

Yes!

**EXT. N.Y.C. STREET - NIGHT**

through Dressed to the nines, Leopold leads a blindfolded Kate  
the street. She is clumsier than usual.

**KATE**

Where are you taking me?

**LEOPOLD**

This is something I've wanted to do  
for a long time.

She takes off her blindfold and looks up at the sign:  
**ROSELAND.**

**KATE**

Leopold?

**LEOPOLD**

This will be very therapeutic.

He takes her arm and escorts her in.

**INT. ROSELAND - NIGHT**

arms and Leopold leads Kate to the dance floor. He opens his  
pulls Kate steps in the way she was taught in class. Leopold  
her close.

they This time there is no pretending. Partnered together,  
more shine. They move beautifully, effortlessly. It's almost  
Leopold than they can bear. As the music plays, they stop.  
longest holds Kate tightly. They look at each other for the  
time.

**CUT TO:**

**INT. LABORATORY - EARLY MORNING**

Leopold, Large screen computers are working overtime. Kate,  
nearly and Charlie accompany the doctors to the capsule. It is  
time.

**DR. DRAKE**

The time tables have been set. Just strap yourself in and you'll be fine.

**DR. PLODDER**

You have only a twenty four hour leeway before the machine is set to return to us. You must find Carlson within that time frame and get her on board or there will be little chance of her finding a way back.

**LEOPOLD**

I understand.

**DR. DRAKE**

It's been a real pleasure. You have a much nicer smile than Ronald Coleman.

**LEOPOLD**

The privilege was mine.

**DR. KAU**

Goodbye Leopold, and thank you.  
(she gives him a kiss)

**LEOPOLD**

Oh, my.

**DR. KAU**

Don't worry. We'll send Kate to you... as soon as possible. I'll see to it myself.

**LEOPOLD**

See that you do.

**DR. KAU**

You have my word on it.

The doctors leave.

**DR. DRAKE**

Four minutes and counting.

**CHARLIE**

Well? I'll make this quick. Goodbye.

He sticks out his hand.

**LEOPOLD**

Goodbye.

(impulsively Leopold  
embraces Charlie)

I shall miss you Charles, more than  
you know.

**CHARLIE**

I'll miss you too, Leopold... You're  
the only one who knows how to program  
the VCR... Take care of my sister.

**LEOPOLD**

I will.

**CARLSON**

You better. Take care of yourself  
too while you're at it... So long.

**KATE**

I don't have any words for this.

**LEOPOLD**

I will see you soon.

**KATE**

I know.

**LEOPOLD**

You'll be with me all the time.

**KATE**

I know. I brought you something.

She takes out a ring and slips it on his finger.

**KATE**

So you wouldn't forget me.

**LEOPOLD**

Kate...

**KATE**

So you wouldn't think this was all a  
dream.

They kiss.

**KATE**

Don't forget about me.

**LEOPOLD**

I love you, Kate.

**KATE**

Wait for me.

**LEOPOLD**

For as long as it takes.

**KATE**

I will come back to you! I will!

**LEOPOLD**

I'll be waiting.

They kiss again for the last time.

**DR. DRAKE**

It's time Leopold.

they Leopold holds Kate's face in his hands. Very slowly  
part.

himself Leopold takes his place in the machine and straps  
against in. He places one hand on the red lever and the other  
her the glass pane on the door. Kate comes over and places  
hand over his. Wordlessly, they say goodbye.

Plodder After a moment, Dr. Kau gently moves Kate away. Dr.  
silently raises his arm, signaling Leopold.

**DR. PLODDER**

**9 8 7 6 5 4...**

Kate's, Leopold shifts in his seat, his eyes never leaving  
his hand still against the glass.

Kate smiles tenderly at Leopold.

**DR. PLODDER**

**3 2 1!**

pulls Dr. Plodder drops his arm signaling Leopold. Leopold  
FLASH the lever, still gazing at Kate. There is a blinding  
of light, then darkness.

**INT. LAB - MONTHS LATER**

by the  
Kate raises her head. She sits at her desk surrounded  
doctors.

**DR. PLODDER**

I cannot in good conscience let you  
go. It's out of the question.

**DR. DRAKE**

I can't be a part of it either Kate.  
I'm sorry.

**DR. KAU**

It's too big a risk.

MONTHS  
Kate rises and moves to the window. She is a full NINE  
**PREGNANT.**

**DR. PLODDER**

We cannot guarantee your child's  
safety. It's that simple.

**KATE**

He's waiting for me. I can feel it.  
Oh, Leopold...

She gazes out the window, searching the horizon.

**CUT TO:**

**EXT. A SMALL FARM HOUSE - EVENING**

old,  
pulls up  
Down from the horizon, a farm house. LEO COLES, 5 years  
rocks on his front porch swing. Using his bare hands as  
puppets he carries on a conversation. JULIA CARLSON  
in her car.

**CARLSON**

Hi. Does Katherine Coles live here?

**LEO**

Yeah.  
(yelling inside)

**MOM??**

**CARLSON**

You're Leo aren't you? You don't remember me but I knew you when you were yea big.

(she holds her hands  
an inch apart)

**LEO**

Yeah.

**CARLSON**

I'm Julia. I'm an old friend of your mothers.

**LEO**

(proudly)

We had spaghetti at our house 4 times this week.

Kate comes out on the porch. She looks lovely.

**KATE**

Leo you don't have to holler like that. I'm not deaf...

**CARLSON**

Kate?

**KATE**

...Carlson?!

The two women scream, run to each other and embrace.

**KATE**

Carlson, I don't believe it. It's been... I don't know how many years. What are you doing here.

**CARLSON**

I came to see you, sweetie.

**KATE**

You remember my son, Leo?

**CARLSON**

We've just been getting acquainted.

**KATE**

Well, come inside. Come inside.

**INT. KATE'S HOUSE - NIGHT**

living  
Kate heads straight for the kitchen. Carlson scans the  
room before joining her.

is  
Although rustic on the outside, the inside of the house  
furnished with antiques and is Victorian in style.

**KATE**

(covering her agitation)

Would you like some tea? I wish you  
had called before you come over. It  
would have given me a chance to  
straighten up the house... myself...  
my life. Tell me what you've been up  
to. Catch me up on everyone. I heard  
you received some big endowment or  
something. I was going to write,  
then call, but...

violently  
She picks up the cup and saucer but it shakes so  
she has to put it down.

**CARLSON**

It's all right, Kate. I understand.

Finally:  
There is a LONG PAUSE. Carlson gets the tea ready.

**CARLSON**

You'd leave in 9 days. That's not a  
lot of time to get your affairs in  
order... And I warn you, it's nearly  
impossible for an intelligent woman  
back there.

Kate stands by the back door, looking out at Leo.

**CARLSON**

He's a fine boy Kate. Leopold would  
be proud. We're aware of your  
situation but we felt when the time  
came, you deserved the option.

Kate nods, trembling slightly.

**INT. FARM HOUSE - NIGHT**

Kate stands in the doorway as Carlson drives off.

**LEO**

Who was that lady?

**KATE**

Just an old friend.

**LEO**

What she want?

**KATE**

(she looks at Leo)

Nothing important. You brush your teeth?

Leo shows off his teeth.

**KATE**

Then give your old mom a hug and go to bed.

(Leo gives her a hug  
and a kiss)

Good night, cookie.

**LEO**

Good night.

the  
hear  
ticking.

Kate wraps herself in an old blanket and moves through house turning off the lights. It is very quiet. All we are Kate's footsteps and the sound of the clock

sits  
lost in  
thought.

She makes her way upstairs, enters her bed room. She sits down by the window at her desk. She sits a long time

pulls  
through.

She slowly pulls open a drawer and from deep inside out an old photo album. She opens it and begins to look

**CUT TO:**

**THE PHOTO ALBUM**

clippings,  
magazine articles trace Leopold throughout his life.

Inside, old black and white photographs, newspaper

family for  
ring. It

A photograph of Leopold looking as he did the night he departed this world. He stands stiffly beside his formal portrait. Very discreetly, he points to a ring. It is the same ring Kate gave him.

time

A newspaper article shows Leopold donating \$100,000 to establish a scientific center researching studies in and space.

FIFTY,  
pointing

A magazine picture shows Leopold, the sole male figure, marching to give women the vote.

A photograph of a large formal wedding. Leopold, around stands alone in the wedding party, surreptitiously to his ring.

establishing  
surrounded

A magazine article shows Leopold in his SIXTIES a scholarship program for studies in physics. He is by academia and subtly points to his ring.

with

A photograph of Leopold around SEVENTY shaking hands Albert Einstein and smiling broadly for the cameras.

sitting  
rests one  
against

A professional photograph of Leopold at SEVENTY FIVE, regally in a chair. Beside him, an EMPTY chair. He hand on the back of the chair. The other he holds his chest, showing off the ring.

dies in

An obituary with the headline, "Philanthropist, 80, bombings.

A tear falls on the page.

Kate cries silently, looking out the window. The camera follows her gaze past her property...

**CUT TO:**

**INT. BANQUET ROOM - YEARS LATER**

time  
Kate,  
children,

LEO, 24 and his BRIDE take to the floor for the first as husband and wife and are greeted with applause. older, beautiful, hair cut short, looks on in wonder. Charlie, standing with Patrice and their 6 blonde approaches Kate and leads her to the dance floor.

**KATE**

He's so YOUNG, Charlie.

**CHARLIE**

He's old enough.

**KATE**

Look at that idiotic expression on his face.

**CHARLIE**

He's happy.

**KATE**

Of course he's happy. All weddings are happy. It's the living together afterwards that causes all the trouble.

banquet  
searching.

Julia Carlson, under dressed, over anxious, enters the hall. She stands at the back of the large room,

room,  
the  
seconds,

Couples fill the dance floor. Across the expansive over the tops of heads, Charlie and Kate bob amongst guests. Leo cuts in. As they spin, in the briefest of Kate spots Carlson. She pales. They TURN.

Julia's.  
not

Kate peers over Leo's shoulder. Her eyes lock with Julia nods with purpose. Kate holds onto Leo tightly, wanting to let go. She buries her head in his chest.

**KATE**

Oh, you're so young... I love you, Leo. Always remember that...

From behind, her shoulders shake as she cries.

**LEO**

Mom, we're only moving to Denver.

**KATE**

I know, cookie. I know.

**INT. CONTROL BOOTH - NIGHT**

From behind a glass partition, Carlson works at her console.

A monitor counts away the seconds. 59, 58, 57... In the darkened lab, Kate, dressed in early 1920s attire, straps herself in and smiles tearfully. Their voices echo in the lab.

**KATE**

Well...

**CHARLIE**

I know. Me too.

They embrace each other for the last time.

**KATE**

What will I do without you, Charlie?

**CHARLIE**

(softly)  
Live happily ever after.

**CARLSON**

(pushing the intercom  
button)  
Kate, it's time.

**LEO**

(emotionally)  
Here. It's a letter for my father.  
Tell him about me and... um, tell  
him I love him. I want him to know  
me.

**KATE**

Leo...

**LEO**

Mom, I want you to go.

**KATE**

But...

then He puts his finger to her lips. He looks to his wife  
back at Kate. He nods his head.

**LEO**

Go.

the They force themselves to smile, trying to get through  
moment.

**CARLSON**

Ready!

craft, Charlie, Leo and his new bride stand back. Inside the  
Carlson the only light comes from the glowing red lever.  
raises her arm, signaling Kate. Then to her staff:

**CARLSON**

9, 8, 7...

goodbye. Kate presses her hand against the glass as a final  
Leo. She grabs the lever with her other hand and turns away,  
staring straight ahead. Charlie puts his arm around

**CARLSON**

3, 2, 1!

stand There is a BRIGHT WHITE FLASH. Kate is gone. The others  
there motionless, stunned.

The screen is BLACK.

**EXT. A LARGE VICTORIAN ESTATE - 1924 - NIGHT**

estate. A FLASH of light illuminates the forest at the Albany

entrance. A BEAT. Kate races from the forest onto a massive lawn,  
stumbling in mud as she hurries to the mansion's

**INT. BALLROOM - NIGHT**

The  
overwhelmed,  
looses  
dance

Huge double doors open to reveal -- AN ORNATE BALLROOM.  
creme de la creme have gathered and dance. Kate  
rushes down an elaborate staircase. Half way down she  
a shoe. She hesitates briefly then continues to the  
floor.

young  
distance.

In the center of the floor, Leopold, looking very  
distinguished and attractive, dances with a flirtatious  
woman. Try as she might, Leopold keeps her at a

**FLIRT**

(brushing his shirt  
front)

I just love a starched white shirt.  
It's so elegant.

**LEOPOLD**

Thank you.

**FLIRT**

Skeeky.

**LEOPOLD**

Yes. You dance like an angel Miss  
Beall. You light up the room around  
you. I thank you.

**FLIRT**

(with a big smile)

Thank YOU.

a  
the

The music changes: A LIVELY CHARLESTON. Leopold heaves  
sigh of relief and makes his way through the crowd, up  
staircase.

every

The dancers become an intricate maze, a dead end at  
turn as Kate searches each male face.

up  
picks up

In the foreground, Leopold is stopped by a woman midway  
the stairs. As they chat, Leopold reaches down and

huff, the muddy slipper, offering it to her. She turns in a  
flouncing down the stairs.

looks Simultaneously, in the background, Kate desperately  
for Leopold.

stairs. Leopold studies the slipper as he makes his way up the  
turns He slows down, hesitates and STOPS. Very slowly he  
eyes. around. He becomes very still. TEARS well up in his

The ballroom clock strikes MIDNIGHT.

then Kate climbs an opposite staircase to get a better view  
Leopold STOPS. In her heart SHE KNOWS. Slowly she turns.  
at stands quietly at the bottom of the stairs, gazing up  
offers her her. He extends his arm, showing her THE RING. He  
his hand.

Their The crowd, the room, THE WORLD AROUND THEM, DISAPPEAR.  
MELT eyes lock. As she descends the staircase, THE YEARS  
her AWAY. Kate's short hair grows long, cascading around  
gone. shoulders. The fine lines around Leopold's face are  
moment They see themselves through each other's eyes, at the  
of youth, when they fell in love.

He Leopold bends down, places the slipper on Kate's foot.  
hands rises, looks down at his hands and then up at Kate. His  
he are caked with mud. She smiles helplessly. Not caring,  
wraps his arms tightly around her.

takes MUSIC begins to play, a slow waltz. He nods to her. She  
count a deep breath. Her head bobs in rhythm. She begins to  
silently. Leopold smiles, counting along.

**THEY DANCE...**

An elderly couple watch Leopold with interest.

**LORD WHITEHEAD**

Who is that dancing with Leopold?

**LADY WHITEHEAD**

I've never seen her before.

Kate and Leopold dance past. They are older. As they gaze into each other's eyes, they twirl. THE LOOK OF YOUTH RETURNS.

At the center of the floor they stop dancing. THEY KISS. The rest of the world dances around them.

Over this background... THE SCRAPBOOK PICTURES BLEED ONTO **SCREEN.**

The old formal wedding photo becomes a photograph of Kate and Leopold the perfect bride and groom, both discreetly point to their rings.

Kate stands with Leopold as he establishes a scholarship for studies in physics.

The old photograph of Leopold and Albert Einstein changes to include Kate, waving and smiling broadly for the camera.

The professional photograph becomes a double portrait. It shows the two in their 70's, sitting regally in matching chairs. They hold hands and smile serenely. Staring directly into the camera, they show off their rings.

SLOWLY the scrapbook closes...

Kate and Leopold dance, the music swells as they become lost in the crowd. The clock CHIMES. Slowly we...

**OUT :**

**FADE**

**THE END**