

KUNG FU PANDA

Written By

Jonathan Aibel & Glenn Berger

FINAL DRAFT

June 3, 2008

1.

EXT. VALLEY -- DAY

A MYSTERIOUS WARRIOR treks across the rugged landscape.

NARRATOR (V.O.)

Legend tells of a legendary warrior whose Kung Fu skills were the stuff of legend.

and The warrior, his identity hidden beneath his flowing robe wide-brimmed hat, gnaws on a staff of bamboo.

NARRATOR (V.O.) (CONT'D)

He traveled the land in search of worthy foes.

CUT TO:

INT. BAR

The warrior sits at a table drinking tea and gnawing on his bamboo. The door BLASTS open. The MANCHU GANG rushes in and surrounds him.

GANG BOSS

(to warrior)

I see you like to CHEW!

(beat)

Maybe you should chew on my FIST!!

The Boss punches the table.

NARRATOR (V.O.)

The warrior said nothing for his mouth was full. Then, he swallowed.

He swallows.

NARRATOR (V.O.) (CONT'D)

And then, he spoke.

WARRIOR

(dubbed hero voice)

Enough talk. Let's FIGHT!

SHASHABOOEY!

WHAM! The warrior delivers a punch and the whole gang goes flying.

NARRATOR (V.O.)

He was so deadly in fact that his enemies would go blind from overexposure to pure awesomeness.

2.

The gang members blindly flail about.

NINJA CAT

MY EYES!

GATOR

HE'S TOO AWESOME!

ONLOOKERS swoon.

SMITTEN BUNNY

And ATTRACTIVE!

GRATEFUL BUNNY

How can we repay you??

WARRIOR

There is no charge for awesomeness, or attractiveness.

ONE HUNDRED ASSASSINS appear and surround the warrior.

CUT TO:

EXT. BAR - CONTINUOUS

The entire bar swells, packed to the rafters with ninjas.

WARRIOR

KABLOOEY!

CUT TO:

EXT. BAR - CONTINUOUS

The roof EXPLODES and a cloud of ninjas erupts into the sky. Like a tornado, the warrior spins and knocks them all down.

NARRATOR (V.O.)

It mattered not how many foes he faced. They were no match for his bodacity.

The warrior beats up a thousand ninjas, delivering his final blow while doing a split between two trees.

god-
The warrior stands amongst a field of vanquished foes as rays shine down upon him.

NARRATOR (V.O.) (CONT'D)

Never before had a panda been so feared... and so loved.

(MORE)

3.

NARRATOR (V.O.) (CONT'D)

Even the most heroic heroes in all of China, the Furious Five, bowed in respect to this great master.

MONKEY

We should hang out.

WARRIOR

Agreed.

As the Five salute the warrior, he turns to see more bandits approaching. The Five strike an attack pose. The warrior brandishes a shiny green sword and leaps off the mountain into the sea of bandits.

NARRATOR (V.O.)

But hanging out would have to wait. `Cause when you're facing the ten thousand demons of Demon Mountain, there's only one thing that matters. And that's--

In mid air, the Five talk to the warrior in a strange voice.

MONKEY

Po! Get up!

TIGRESS

You'll be late for work!

PO

Whu?

INT. PO'S ROOM - DAY

Po lands hard on the floor. He tries to clear his head and wake up.

PO'S DAD (O.S.)

Po! Get up!

We see his room is filled with various kung fu posters (including a poster featuring all of the Five) and souvenirs, and a wooden version of the Sword of Heroes (the green sword).

Po SIGHS.

He attempts to kick himself to his feet but alas, his belly is too worthy a foe.

PO'S DAD (O.S.) (CONT'D)

Po! What are you doing up there?

4.

PO

Uh, nothing!

Po hops to his feet, imitating his Kung Fu action figures.

PO (CONT'D)

Monkey! Mantis! Crane! Viper!

Tigress! Rowrrrrr...

OUTSIDE on the balcony of the neighboring house, a pig watering flowers stares at Po. Po tries to play it cool and then quickly ducks out of sight.

PO'S DAD (O.S.)

Po! Let's go! You're late for work!

PO

Coming!

He takes a ninja star from his floor and chucks it at the wall. It bounces off.

He throws the star again, but it bounces off again. He picks it up and heads downstairs. He trips and falls the rest of the way.

INT. KITCHEN - DAY

Po falls flat on his face on the kitchen floor. A panda-shaped shadow looms over Po.

PO

Sorry, Dad.

PO'S DAD

Sorry doesn't make the noodles.

Reveal that the shadow is actually caused by a basket being carried by a small DUCK. This is PO'S DAD. Po gets to work, which is not easy since the kitchen's not really made for a panda his size.

PO'S DAD (CONT'D)

What were you doing up there? All that noise.

PO

Oh, nothing. Just had a crazy dream.

He gets back to work.

5.

PO'S DAD

About what?

PO

Huh?

PO'S DAD

The dream. What were you dreaming

about?

PO

What was I... eh, I was dreaming
about uh... heh...

his Push in on Po -- is he going to admit his dream? He hides
throwing star behind his back.

PO (CONT'D)

Noodles.

THOK. Dad stops chopping vegetables.

PO'S DAD

Noodles. You were really dreaming
about noodles?

PO

Uh, yeah. What else would I be
dreaming about?

Po hands a noodle bowl to a customer, then realizes his
throwing star is sitting in it.

PO (CONT'D)

(to customer)

Careful, that soup is... sharp!

PO'S DAD

Oh, happy day! My son, finally
having the noodle dream!

He throws his arms around Po.

PO'S DAD (CONT'D)

You don't know how long I have been
waiting for this moment.

When Dad pulls out of the hug, Po is now wearing a noodle
apron.

PO'S DAD (CONT'D)

This is a sign, Po!

6.

himself Po looks at the apron nervously -- what has he gotten
into?

PO

Uh...a sign of what?

PO'S DAD

You are almost ready to be entrusted with the secret ingredient of my "Secret Ingredient Soup." And then you will fulfill your destiny and take over the restaurant, just as I took it over from my father, who took it over from his father, who won it from a friend in a game of mahjong.

PO

Dad Dad Dad, it was just a dream.

PO'S DAD

No, it was the dream. We are noodle folk. Broth runs through our veins.

PO

But Dad, didn't you ever, I dunno, want to do something else? Something besides noodles?

PO'S DAD

Actually...

Po looks surprised.

PO'S DAD (CONT'D)

When I was young and crazy...

Dad gets a wistful look in his eyes.

PO'S DAD (CONT'D)

I thought about running away and learning how to make tofu.

PO

So why didn't you?!

PO'S DAD

Oh, because it was a stupid dream. Can you imagine, me making tofu?
(laughs at the thought)
No. We all have our place in this world. Mine is here. And yours is--

7.

PO

I know. Is here.

PO'S DAD

No, it's at tables two, five,
seven, and twelve.

He loads Po's arms with bowls of soup.

PO'S DAD (CONT'D)

Service with a smile!

the
A GONG sounds in the distance. Po looks out the window at
distant JADE PALACE.

EXT. JADE PALACE - DAY

SLAM ZOOM in towards Palace.

End next to palace on an old red panda (SHIFU) playing a
FLUTE. He is surrounded by the bushes and trees that nestle
between the Palace buildings.

Wider: We dolly around from behind the bushes. Stealthy dark
shapes move in the foreground.

Back on Shifu, still playing. He seems oblivious.

Five figures explode from the undergrowth simultaneously,
diving on Shifu.

Shifu moves like lightning - the flute now wielded like a
staff - he deflects, blocks, dodges, parries - the attackers
go flying -

They roll and pick themselves up, turning to face Shifu, who
is now standing - poised - ready for their next move.

SHIFU

Well done, students... if you were
trying to disappoint me.

He uses his flute to correct the Five's technique.

SHIFU (CONT'D)

Tigress, you need more ferocity.

Monkey, greater speed.

Each of the Five bows respectfully as their name is mentioned.

8.

SHIFU (CONT'D)

Crane - height. Viper - subtlety.
Mantis--

Shifu suddenly points the flute at a scared PALACE GOOSE.

ZENG

Master Shifu!

SHIFU

(impatiently)
What?!

ZENG

(startled)
Aah! It's Master Oogway. He wants
to see you.

Shifu looks up, concerned.

INT. HALLWAY

Shifu strides purposefully down the hallway, which is lined with palace geese.

INT. SCROLL ROOM - DAY

Candles, incense, and smoke fill the room. The door bursts open, the candles flicker. Shifu enters.

SHIFU

Master Oogway? You summoned me.

He bows. Then looks up without unbowing.

SHIFU (CONT'D)

Is something wrong?

Reveal Master Oogway... a wise, old tortoise.

OOGWAY

Why must something be wrong for me
to want to see my old friend?

SHIFU

So... nothing's wrong?

OOGWAY

Well, I didn't say that.

Shifu looks up, concerned. Oogway opens his mouth... and
blows out a candle. And another candle. And another.

9.

Finally, Shifu uses his Kung Fu to blow them all out. Oogway
smiles knowingly.

SHIFU

You were saying?

OOGWAY

I have had a vision... Tai Lung
will return.

Shifu looks stricken.

FLASHBACK - INT. SCROLL ROOM

Quick, impressionistic images of Shifu battling a large,
shadowy figure (Tai Lung).

PRESENT - INT. SCROLL ROOM

Shifu is rattled. He looks at the claw marks that still scar
the wall and quickly looks away. But he regains his
composure.

SHIFU

That is impossible. He is in
prison.

OOGWAY

Nothing is impossible.

Shifu makes a split decision.

SHIFU

Zeng!

He comes flying in. Shifu gets in his face.

SHIFU (CONT'D)

Fly to Chogun Prison and tell them to double the guards, double their weapons. Double everything! Tai Lung does not leave that prison!

ZENG

Yes, Master Shifu.

The goose flies off, but... SMACK! He hits a column. Then he is off. Back on Oogway, as he walks toward camera, away from Shifu.

10.

OOGWAY

One often meets his destiny on the road he takes to avoid it.

SHIFU

We have to do something. We can't just let him march on the valley, and take his revenge! He'll, he'll--

Oogway looks into the water of the moon pool.

OOGWAY

Your mind is like this water, my friend. When it is agitated, it becomes difficult to see. But if you allow it to settle, the answer becomes clear.

Shifu and Oogway stare into the pool. Oogway settles the water, revealing the reflection of an intricately carved dragon clutching a SCROLL in its mouth.

SHIFU

The Dragon Scroll...

OOGWAY

It is time.

SHIFU

But who? Who is worthy to be trusted with the secret to limitless power? To become...the Dragon Warrior?!

Dramatic music as we push in on Oogway's face. Then...

OOGWAY

I don't know.

INT. NOODLE SHOP - DAY

Po is serving customers, but has trouble squeezing between tables.

PO

Oop...sorry.

ANGRY PATRON

Hey! Watch it, Po!

PO

Sorry. Suck it up.

11.

He sucks his belly in, but this causes his butt to interfere with a bunny family's meal.

DISGUSTED PATRON

Ugh!

PO

Oop! Sorry! A thousand pardons.

A couple palace geese put up a poster on the wall and a palace pig hits a tiny gong. This gets Po's attention. He rushes up to the poster.

PO (CONT'D)

What?! Master Oogway's choosing the Dragon Warrior! Today!

Customers jump up excitedly.

PO (CONT'D)

Everyone! Everyone! Go! Get to the Jade Palace!

Po urges the villagers out the restaurant.

PO (CONT'D)

One of the Five is gonna get the Dragon Scroll!

Customers rush to finish their food.

PO (CONT'D)

We've been waiting a thousand years
for this! Just take the bowl!

Other customers are finishing their soup.

One old lady customer slowly counts out coins and puts them
on the table.

PO (CONT'D)

This is the greatest day in Kung Fu
history! Don't worry about it, just
go!

He starts to run.

PO'S DAD

Po! Where are you going?

Po stops dead in his tracks, busted.

PO

To the...Jade Palace?

12.

PO'S DAD

But you're forgetting your noodle
cart! The whole valley will be
there, and you'll sell noodles to
all of them.

PO

Selling noodles? But Dad, you know,
I was kinda thinking maybe I...

PO'S DAD

Yeah?

PO

I was kinda thinking maybe I...

PO'S DAD

Uh huh?

Po wants to say something to his dad, but he loses his
nerve.

PO

...Could also sell the bean buns.
They are about to go bad.

PO'S DAD

That's my boy! I told you that
dream was a sign!

PO

Yeah, ha ha, glad I had it.

EXT. VALLEY SQUARE - DAY

Throngs of Villagers are streaming into the arena. A couple
BUNNY KIDS run by.

BUNNY FAN #1

Yippee!

BUNNY FAN #2

I'm a Kung Fu warrior!

BUNNY FAN #1

Me too!

Where's Po?

stands

PAN DOWN a long, long, long, long flight of stairs. Po
at the bottom with his noodle cart, looking up at the
daunting task before him.

Po struggles to pull his noodle cart up the stairs.

13.

The sun beats down on Po, but he presses forward. Climbing.
Climbing.

DISSOLVE TO:

EXT. VALLEY SQUARE - LATER

Po is still struggling up the stairs.

PO

Come on! Come on, ya-- Almost
there...

He stops, flopping onto his back to catch his breath.

WIDEN TO REVEAL he's only made it up seven steps.

PO (CONT'D)

What? No! Oh No!

Two Pigs pass by.

KG SHAW

Sorry, Po.

JR SHAW

We'll bring you back a souvenir.

Po watches as they run up the stairs. His eyes narrow. This is his heroic moment.

PO

No. I'll bring me back a souvenir.

Po tosses off his hat and apron and begins his ascent up the stairs.

EXT. JADE PALACE - ARENA PLATFORM

Oogway reaches the bottom of the palace stairs and a Palace Pig bangs a gong.

SHIFU

It is an historic day, isn't it,
Master Oogway?

OOGWAY

Yes, and one I feared I would not
live to see. Are your students
ready?

14.

SHIFU

Yes, Master Oogway.

OOGWAY

Now know this, old friend. Whomever
I choose will not only bring peace
to the Valley, but also to you.

As Shifu contemplates what this could mean, Oogway starts walking off. Shifu quickly joins Oogway as they head towards

the roaring crowd below. The pig bangs the gong.

ANNOUNCER

Let the tournament begin!

EXT. VALLEY SQUARE - DAY

Throngs of Villagers are streaming into the arena.

EXT. TOP OF STAIRS - DAY

Po gasps for air as he hoists himself over the last step, laughing victoriously.

PO

(out of breath)

Yeah!

The doors to the palace arena begin to close.

PO (CONT'D)

Oh no! No no no! Wait! I'm coming!

Po runs to the entrance and proceeds to bang on the door.

PO (CONT'D)

Hey! Open the door!

DRUMS inside drown out Po's pounding. He yells.

PO (CONT'D)

Let me in!

Inside, spectators' screams drown out Po's yelling.

Po panics for a beat and then finds a window. He jumps and weakly struggles to pull himself up.

Po struggles to peek through the window.

15.

INT. PALACE ARENA - CONTINUOUS

SHIFU

Citizens of the Valley of Peace! It is my great honor to present to you... Tigress! Viper! Crane! Monkey! Mantis! The Furious Five!

The Five jump into the middle of the ring.

PO

The Furious Five!

Po manages a brief glimpse of the Five before a gust of wind knocks Po to the ground and shuts the window.

SHIFU

Warriors prepare!

Po runs over to a crack in the wall.

PO

Peeky-hole!

SHIFU

Ready for battle!

Inside the arena, Po catches a glimpse of Crane as he spreads his wings.

PO

Yeah! Woo! The Thousand Tongues of Fire!

One of the spectators walks in front of Po, cutting off his view.

PIG FAN

Whoa! Look at that.

PO

Hey, get out of the way!

Po backs up to get a better look at Crane in the sky and accidentally falls down the stairs.

Po climbs back up and drops his head -- he missed it.

MONTAGE:

Po tries karate chopping the door open...to no avail. He slumps to the ground.

16.

PO (CONT'D)

Ow...

Po attempts a pole vault, but falls on his back. The pole whips around and hits him into the arena wall.

Po rigs a catapult, only to get clobbered by it. The crowd **CHEERS**.

Po sits atop the stairs. Alone.

SHIFU

And finally...Master Tigress!

Po snaps to attention.

Po pulls on a rope tied to a tree.

SHIFU (O.S.) (CONT'D)

And believe me citizens, you have not seen anything yet!

PO

I KNOW!!

SHIFU (O.S.)

Master Tigress! Face Iron Ox and his Blades of Death!

Tigress sets up to deliver her move.

Po launches himself up above the fence, gets a peek at Tigress, then falls out of view just as she does her move.

Po lands outside the arena in a fireworks tent.

INT. TOURNAMENT RING - DAY

Oogway senses something. He raises his hand and the crowd hushes.

OOGWAY

I sense the Dragon Warrior is among us.

Shifu motions for the Five to gather in the center of the ring.

SHIFU

Citizens of the Valley of Peace!
Master Oogway will now choose...
the Dragon Warrior!

EXT. TOURNAMENT RING - DAY

Po comes to.

PO

Huh? Oh no! Wait!

He sees the fireworks and has an idea.

PO (CONT'D)

Yeah!

INT. TOURNAMENT RING - DAY

Oogway closes his eyes and raises his hand as ceremonial DRUMS start to play.

EXT. TOURNAMENT RING - DAY

he Po struggles with something, his back turned to us. Reveal
has tied a load of fireworks to a chair. He hops on and
lights the fuse.

PO'S DAD (O.S.)

Po?!

Po's Dad rushes over and tries to blow out the fuse.

PO'S DAD (CONT'D)

What are you doing?

PO

What does it look like I'm doing?
Stop! Stop! I'm going to see the
Dragon Warrior!

PO'S DAD

But I don't understand. You finally
had the noodle dream.

Po looks uneasy.

PO

I lied. I don't dream about
noodles, Dad!

He looks at the fuse... almost all gone... Po holds onto the chair for dear life, closes his eyes, and braces himself for liftoff.

PO (CONT'D)

I love kung fuuuuuuuuuuuuuuuuuuu-

18.

Po finally opens his eyes...

He's still on the ground. The fuse was a dud. Po falls face first into the dirt. He looks away, embarrassed. Po's Dad holds out his apron.

PO'S DAD

Come on, son. Let's get back to work.

PO

Okay.

Po sighs, starts to reach for the apron, then-- BOOM! The rockets ignite, propelling Po into the stadium wall.

PO'S DAD

Oh! Come back!

Po's rocket chair blasts him into the sky amid a shower of fireworks.

CROWD

Oooh! Aaahh!

chair
Po climbs up and up...until the rockets die out and the
loses power...

PO

Uh oh...

Po
Oogway's arm sweeps down the line of the expectant Five...
falls towards the center of the ring...

The tension builds as the Five wait to see who will be picked. Then... SMASH!

Po lands and kicks up a huge dirt cloud, obscuring the ring.

INT. ARENA

PO POV: He sees the Five looking down at him, appalled. Po comes round slowly, getting his bearings. He looks around and sees Oogway. Strangely, the old turtle is smiling.

PO

What's going on? Where...uh? What are you pointing--?

He looks up. An awful realization starts to dawn. Po GULPS. He is desperately embarrassed.

19.

PO (CONT'D)

Oh. Okay. Sorry. I just wanted to see who the Dragon Warrior was.

He tries to shuffle his butt out of there, mumbling apologies.

OOGWAY

How interesting.

TIGRESS

Master, are you pointing at...me?

OOGWAY

Him.

PO

Who--?

Po tries moving out of the way of Oogway's finger, but it keeps following him.

OOGWAY

You.

PO

Me?

Oogway grabs Po's hand and holds it up for all to see.

OOGWAY

The universe has brought us the Dragon Warrior!

QUICK CUTS:

PO

What?

FURIOUS FIVE

What??

SHIFU

What???

PO'S DAD

WHAT????

The pig bangs the gong.

The crowd goes wild! They cheer! They scream! Confetti
falls!

A palanquin is carried past Shifu.

20.

SHIFU

Stop! Wait! Who told you to--?

Po stands there, utterly stunned, his mouth hanging open. He is abruptly lifted up out of shot.

Cut to the Palace Geese straining.

Po is being lifted with great effort on the palanquin. He is carried off. Shifu elbows his way urgently through the thronging crowd to get to Oogway.

SHIFU (CONT'D)

Master Oogway, wait! That flabby panda can't possibly be the answer to... our problem. You were about to point at Tigress. That thing fell in front of her. That was just an accident!

OOGWAY

There are no accidents.

Oogway smiles benignly as we hear an off-screen CRASH!

The camera adjusts to reveal the palanquin has collapsed under Po.

Shifu looks at Oogway. Oogway just smiles.

A squad of burly pigs rushes in and hoists Po, the palanquin, and the Geese onto their shoulders, and they head off for the Jade Palace. Stunned, Shifu watches them go. Behind him, the Five approach and bow.

TIGRESS

Forgive us, Master. We have failed you.

Shifu spins around.

SHIFU

No. If the panda has not quit by morning, then I will have failed you.

Confetti flutters through the air as the celebration continues around them.

CUT TO:

21.

EXT. PRISON -- NIGHT

A huge prison is carved into the side of a frozen mountain. Fifteen stories of iron and rock. No windows. One door -- locked, bolted and sealed tight. Rhinoceros guards in armor patrol the perimeter.

Zeng, the palace goose, flies into frame and a Rhino Sentry spots him in the distance. He lands, sliding on the ice and crashing into the gate. The rhinos point their spears at him.

ZENG

Wait wait wait! I bring a message from Master Shifu.

CLANG! The doors creak open. The terrified goose peers in.

CUT TO:

INT. PRISON -- A MOMENT LATER

COMMANDER

What?!?!

(reading)
"Double the guard?! Extra
precautions?! Your prison may not
be adequate!"

The Goose is quaking in fear. Stern Rhinos surround him,
staring daggers at him. The Commander snaps the scroll shut.

COMMANDER (CONT'D)

You doubt my prison's security?

ZENG

Absolutely not.
(then)
Shifu does. I'm just the messenger.

COMMANDER

I'll give you a message for your
Master Shifu.

ON A BRIDGE

COMMANDER

Escape from Chogun Prison is
impossible!

The Goose is awed by the cavernous prison.

22.

ZENG

Whoa.

The goose looks over the bridge's edge. The prison goes down
a long ways. The commander hits the goose on the back.

COMMANDER

Impressive, isn't it?

A feather from the goose drifts down the prison.

ZENG

Yes, very impressive. It's VERY
impressive.

COMMANDER

One way in, one way out, one
thousand guards, and one prisoner.

ZENG

Yes, except that prisoner is Tai Lung...

AT THE ELEVATOR

COMMANDER

Take us down.

Several guard rhinos winch the goose and the commander down. The commander grabs the chain and shakes the elevator,

trying

to scare the goose.

ZENG

What are you doing?!

The commander just laughs. The elevator finally lands, sending an echo throughout the prison.

AT DOORS -

A number of doors unlock, one after the other. Finally, a drawbridge is lowered out onto an island.

ZENG (CONT'D)

Oh my...

COMMANDER

Behold, Tai Lung.

ZENG

I'll um...I'm just gonna wait right here.

23.

COMMANDER

It's nothing to worry about. It's perfectly safe.

He shoves the goose out ahead of him.

ZENG

Oof!

COMMANDER

Crossbows! At the ready!

ZENG

Crossbows?!

They approach TAI LUNG, a giant, muscular snow leopard bound in a giant piece of tortoise shell armor and chains. He barely registers signs of life. The commander walks right up to him.

COMMANDER

Hey, tough guy, did you hear?
Oogway's finally gonna give someone
the Dragon Scroll and it's not
gonna be you!

The goose can't believe it.

ZENG

What are you doing?! Don't get him
mad.

COMMANDER

What's he gonna do about it? I've
got him completely immobilized.

The Commander stomps on Tai Lung's tail. We hear a crunch.
The goose flinches. But Tai Lung does not react.

COMMANDER (CONT'D)

Awww. Did I step on the witty
kitty's tail? Awww.

Tai Lung doesn't move. His eyes stare coldly straight ahead.

ZENG

I'm good. I've seen enough. I'm
gonna tell Shifu he's got nothing
to worry about.

COMMANDER

No, he doesn't.

24.

ZENG

Okay, I'll tell him that. Can we
please go now?

The Commander starts to walk back to the elevator. The goose
hurries after him.

The goose's feather flutters into frame. We follow the
feather as it lands right in front of Tai Lung.

HIS EYES OPEN. Tai Lung grabs the feather with his tail.

INT. JADE PALACE - HALLWAY

hundreds The palace doors open to reveal Po on the palanquin,
of villagers behind him.

CROWD

(chanting)

Dragon Warrior! Dragon Warrior!

Po is ushered in and the doors close. He is alone. He runs back to the closed palace doors.

PO

Wait a second! Hello? Uh...I think there's been a slight mistake. Everyone seems to think that I'm, uh...

Po finally realizes where he is.

PO (CONT'D)

Whoa. The Sacred Hall of Warriors. No way! Would you look at this place!

He rushes up to a display of armor.

PO (CONT'D)

(GASP)

Master Flying Rhino's Armor! With authentic battle damage!

He rushes up to a green sword, making sure not to touch it.

PO (CONT'D)

(GASP)

The Sword of Heroes! Said to be so sharp you can cut yourself just by looking-- OW!

He stares at a black sopt on the wall.

25.

PO (CONT'D)

(GASP)

The Invisible Trident of Destiny!?

He admires a painting.

PO (CONT'D)

(GASP)

I've only seen paintings of that painting...

Po runs around the room, amazed by all the ancient kung fu artifacts. Something special catches Po's eye.

PO (CONT'D)

(loudly)

Nooo! Ohhhh!

He runs over to it.

PO (CONT'D)

The legendary Urn of Whispering Warriors! Said to contain the souls of the entire Tenshu army.

(calling into vase)

Hellooo?

SHIFU

Have you finished sight-seeing?

Po GASPS.

PO

(to vase)

Sorry. I should've come to see you first.

SHIFU

My patience is wearing thin.

PO

(to vase)

Oh. Well, I mean, it's not like you were going anywhere.

SHIFU

Would you turn around?

PO

Sure.

Po turns and sees Shifu.

PO (CONT'D)

Hey, how's it going?

Po turns back to the vase.

PO (CONT'D)

(to vase)

Now how do you get five thousand--

(cutting himself off)

Master Shifu!

Po bumps the vase which falls and BREAKS.

PO (CONT'D)

Someone...broke that. But I'm gonna
fix it. Do you have some glue?

The vase debris screams as Po tries to pick up the pieces.

PO (CONT'D)

Ow! Ooh. Splinter.

Po fumbles around. Shifu looks irked.

SHIFU

So you're the legendary Dragon
Warrior. Hmmm?

PO

Uh...I guess so?

Shifu smiles and shakes his head.

SHIFU

Wrong! You are not the Dragon
Warrior. You will never be the
Dragon Warrior until you have
learned the secret of the Dragon
Scroll.

He points to a dragon on the ceiling with a single scroll in
its mouth.

PO

(in awe)

Whoa.

(then)

So how does this work? You have a
ladder or trampoline or...?

SHIFU

You think it's that easy? That I am just going to hand you the secret to limitless power?

27.

PO

No, I...

SHIFU

One must first master the highest level of kung fu. And that is clearly impossible if that one is someone like you.

PO

Someone like me?

Shifu walks around Po - pointing out his weaknesses.

SHIFU

Yes. Look at you...this fat butt.

Shifu HITS Po on the butt with his staff.

SHIFU (CONT'D)

Flabby arms...

PO

Those are sensitive in the flabby parts.

Shifu SWATS Po on the arm with his staff.

SHIFU

And this ridiculous belly.

Shifu HITS Po in the belly with his staff.

PO

Hey...

SHIFU

--and utter disregard for personal hygiene.

PO

(pointing at Shifu)
Now wait a minute. That's a little uncalled-for.

SHIFU

Don't stand that close...I can smell your breath.

PO

Listen...Oogway said that I was the-
Shifu pinches Po's outstretched digit.

28.

PO (CONT'D)

(gasp)
The Wuxi Finger Hold?! Not the Wuxi Finger Hold!

SHIFU

(sly)
Oh, you know this hold?

PO

Developed by Master Wuxi in the Third Dynasty-- YES.

SHIFU

Oh, then you must know what happens when I flex my pinky.

Po nervously eyes his finger locked in Shifu's grip and nods quickly.

PO

No no no!

SHIFU

You know the hardest part of this? The hardest part is cleaning up afterwards...

PO

Okay! Okay! Take it easy...

SHIFU

Now listen closely, panda. Oogway may have picked you, but when I'm through with you, I promise you, you're going to wish he hadn't. Are we clear?

PO

Yeah, we're clear. We're clear. We are so clear.

SHIFU

Good. I can't wait to get started.

INT. TRAINING HALL

The doors open, revealing Po nursing his wounded finger. Shifu steps out of the way and Po's face goes into shock.

The

Five are performing death-defying kung fu moves in the training hall. Tigress smashes a swinging, spiked ball of wood. ANGLE ON AN AWESTRUCK PO, as shards of wood blast into his face. Po is intimidated and overwhelmed.

29.

Shifu scowls at Po.

SHIFU

Let's begin.

He gestures to the gauntlet. Po's eyes go wide.

PO

Wait wait wait...What? Now?

SHIFU

Yes...now. Unless you think the great Oogway was wrong, and you are not the Dragon Warrior.

PO

Oh, okay. Well-- I don't know if I can do all of those moves.

Shifu walks away and Po half-heartedly follows.

SHIFU

Well, if we don't try, we'll never know will we?

PO

Uh, yeah. It's just, maybe we can find something more suited to my level.

SHIFU

And what level is that?

PO

Well, ya know...I'm not a master,
but uh, let's just start at zero,
level zero.

SHIFU

There is no such thing as level
zero.

PO

Hey! Maybe I can start with that.

Po points at a rather friendly-looking dummy.

SHIFU

That? We use that for training
children. And for propping the door
open when it's hot. But if you
insist...

Relieved, Po turns to the dummy. The Five gather around him.

30.

PO

Whoa. The Furious Five. You're so
much bigger than your action
figures -- except for you, Mantis.
You're about the same.

Mantis gives him a look.

SHIFU

Go ahead, panda. Show us what you
can do.

PO

Um, are they gonna watch? Or should
I just wait until they get back to
work or something...

SHIFU

Hit it.

PO

Ok. I mean, I just ate. So I'm
still digesting... So my kung fu
might not be as good as later on.

SHIFU

Just hit it.

Po psyches himself up, doing some Jack Fu.

PO

Alright. Whatcha got? You got nothing cause I got it right here. You picking on my friends? Get ready to feel the thunder. I'm comin' at him with the crazy feet. Whatcha gonna do about my crazy feet? I'm a blur. I'm a blur. You never seen bear style, you only seen praying Mantis! OR... I could come at you Monkey style. OR... I'm comin' at ya snikity-snake.

Shifu and the Five stare at Po, perplexed.

SHIFU

Would you hit it!

PO

Alright...alright.

Po lightly hits the dummy and it rocks back into place.

31.

SHIFU

Why don't you try again? A little harder...

Po punches it again, knocking it all the way backwards. He turns to Shifu, smug.

PO

How's tha--

WHAP! The dummy rights itself and smacks Po. Totally dazed, Po trips and stumbles his way through the obstacle course. The Five instinctively step forward to help Po, but Shifu holds up his hand to stop them.

BACK ON PO

PO (CONT'D)

Ow, that hurts.

A spiky tethered ball sends Po flying into the jade turtle exercise, where it rattles him around.

SHIFU

(to the Five)

This'll be easier than I thought.

Back to Po in the turtle bowl.

PO

Feeling a little nauseous.

The turtle spills him out and he stumbles into the army of wooden dummies.

PO (CONT'D)

Ow, those are hard! Ooh! I think
I...

becomes
The last dummy whaps him in the crotch and everything
still.

PO (CONT'D)

Oooohoo...my tenders.

Po
He struggles to get on his feet, takes one step and reaches out to a dummy arm...and immediately gets pummeled all over again. Po comes out the other side battered and bruised and finds he is standing on the floor that shoots out bursts of flame. We see reflections of fire on the Five and Shifu as
gets singed. He comes crawling into frame.

32.

PO (CONT'D)

How did I do?

SHIFU

There is now a level zero.

CUT TO:

EXT. BUNKHOUSE - NIGHT

The Five are walking to the bunkhouse, which sits high on a hill.

MANTIS

There's no words.

CRANE

No denying that.

VIPER

I don't understand what Master Oogway was thinking. The poor guy's just gonna get himself killed.

CRANE

(mocking)

He is so mighty! The Dragon Warrior fell out of the sky on a ball of fire.

MANTIS

When he walks, the very ground shakes!

TIGRESS

One would think that Master Oogway would choose someone who actually knew Kung Fu.

CRANE

Yeah, or could at least touch his toes.

MONKEY

Or even see his toes.

As the others walk off, we reveal Po, who unbeknownst to them has been walking behind them this whole time, hearing everything.

He attempts to look at his toes but just sees gut. He lifts up his stomach, leans forward... leans... leans... and falls over.

33.

He gets up and watches them go inside. He sighs.

INT. BUNKHOUSE

Po peeks around the corner.

PO

Okay.

He tip-toes into the hall.

SQUEAK. The floorboards strain beneath him. SQUEAK.

PO (CONT'D)

(whispering)

Great.

Po takes a gentle step. CRE-E-E-A-AA--CHUNK! Po's foot goes through the floor. Po tries to recover. SQUEAK-SQUEAK-

SQUEAK!

THUNK! Po rolls his ankle and stumbles through a bedroom door.

Crane is staring back at him.

PO (CONT'D)

Oh hey...hi. You're up.

CRANE

Am now.

PO

I was just uh... Some day huh?
That kung fu stuff is hard work,
right? Your biceps sore?

Crane looks at his wing.

CRANE

Um...I've had a long and rather
disappointing day, so uh...yeah, I
should probably get to sleep now.

PO

Yeah yeah yeah, of course.

CRANE

(relieved)

Okay, thanks.

PO

It's just...I'm such a big fan.

34.

CRANE

Oop.

PO

You guys were totally amazing at the Battle of Weeping River. Outnumbered a thousand to one, but you didn't stop, and then you just... HI-YAH!

and Po does a spastic series of Kung Fu moves. We hear a RIP, reveal that he's kicked his foot through the paper wall.

PO (CONT'D)

Ooo, sorry about that.

CRANE

Look, you don't belong here.

Po looks stung to be hearing this from one of his heroes.

PO

I know. I know. You're right. I just - my whole life I've dreamed of-

Crane stops Po before he embarrasses himself even more.

CRANE

No no no... I meant you don't belong here. I mean, in this room. This is my room. Property of Crane.

Po is mortified, but covers.

PO

Oh, okay. Right right. Yeah, you want to get to sleep.

CRANE

Yeah.

PO

I'm keepin' you up. We got big things tomorrow. Alright. You're awesome. Last thing I'm gonna say. Okay. Bye bye.

Po shuts the door. Crane sighs. The door flies open. Po enters with an eager smile.

PO (CONT'D)

What was that?

CRANE

I didn't say anything.

PO

Okay. Alright. Goodnight. Sleep well.

Po backs out into the hall and closes the door.

PO (CONT'D)

Seemed a little bit awkward.

Po turns and walks down the hall to find a vacant room.

CREAK-

CREAK.

Tigress opens the door behind him. Po winces.

PO (CONT'D)

Master Tigress! Didn't mean to wake you. Just uh...

TIGRESS

You don't belong here.

PO

Uh, yeah, yeah. Of course. This is your room.

TIGRESS

I mean...you don't belong in the Jade Palace. You're a disgrace to Kung Fu, and if you have any respect for who we are and what we do, you will be gone by morning.

She closes the door on Po, who slumps sadly.

PO

Big fan...

EXT. JADE PALACE - NIGHT

A dejected Po stands under a peach tree in the moonlight. Oogway approaches.

OOGWAY

I see you have found the Sacred
Peach Tree of Heavenly Wisdom.

Po spins around, his face dripping with peach juice.

36.

PO

(mouth full)

Is that what this is? I am so
sorry. I thought it was just a
regular peach tree.

OOGWAY

I understand. You eat when you are
upset.

PO

Upset? I'm not upset. What makes
you think I'm upset?

OOGWAY

So why are you upset?

Po sighs, there's no use trying to lie to Oogway.

PO

I probably sucked more today than
anyone in the history of kung fu,
in the history of China, in the
history of sucking.

OOGWAY

Probably.

PO

And the Five... man, you should
have seen them, they totally hate
me.

OOGWAY

Totally.

PO

How's Shifu ever going to turn me
into the Dragon Warrior? I mean,
I'm not like The Five. I've got no
claws, no wings, no venom. Even
Mantis has those...

(he imitates a mantis'
front legs)

...thingies. Maybe I should just quit and go back to making noodles.

OOGWAY

Quit, don't quit. Noodles, don't noodles.

Po looks confused.

37.

OOGWAY (CONT'D)

You are too concerned with what was and what will be. There is a saying: Yesterday is history, tomorrow is a mystery, but today is a gift. That is why it is called the present.

Oogway hits the tree with his staff as he walks away and a peach falls into Po's open hand.

INT. PRISON -- NIGHT

Using the goose's feather to pick the lock, Tai Lung BURSTS free from his armor.

An ALARM RINGS OUT!

The Commander runs to the ledge, the Goose right behind him.

ZENG

What's happening?!

The Goose looks over the edge and sees Tai Lung at the
bottom
of the pit.

Tai Lung struggles with his shackles.

COMMANDER

Fire Crossbows!

Tai Lung uses the incoming spears to break his shackles and then manages to kick the spears back up into the walls, creating a makeshift staircase.

ZENG

Tai Lung is free! I must warn Shifu!

The Commander shuts the Goose up.

COMMANDER

You're not going anywhere. And
neither is he.

ZENG

Let go of me!

COMMANDER

(to guards)
Bring it up!

38.

The winch turns and the elevator starts to rise. A rhino guard tries to reach it, but just misses.

RHINO GUARD #1

Wait! Bring it back!

ZENG

He's coming this way!

COMMANDER

He won't get far.
(to guards)
Archers!

Leaping across the spears, Tai Lung catches the elevator as the volley of arrows flies down past him.

The guards cut the rope and the elevator crashes back down
to
the bottom of the pit.

Tai Lung swings up from the bottom of the elevator house and catches the guards by surprise. He grabs the chain and jumps over the edge and swings around, launching himself up to the next tier, disappearing into the shadows.

Tai Lung lands on a bridge, fights his way through, finally reaching the top tier where the Commander and the rest of
the
Rhino army await.

ZENG

We're dead. So very, very dead.

The Commander hushes the Goose.

COMMANDER

(to Goose)

Heh heh...not yet we're not! Now!

Archers set off charges on the ceiling. Massive stalactites crash down and the bridge begins to crumble. Tai Lung leaps across the crumbling debris and attempts one last huge jump towards the Commander. But he falls short, claws scraping

and

sparking against the rock wall. The Commander laughs maniacally.

On his way down, Tai Lung looks up and sees a fuse burning down to the last group of explosives. He leaps across the raining debris up to the ceiling of the cavern.

it

Grabbing a hold of the dynamite, Tai Lung falls and slings ahead of him at the guards.

ZENG

Can we run now?

39.

COMMANDER

Yes.

EXT. PRISON

KA-THOOM! The door blasts open and Rhinos go flying everywhere.

WHUMP. The Goose hits the ground. The commander's horn prosthetic falls in front of him.

ZENG

Nuuu... Urggg...

Tai Lung picks up the Goose by the throat.

ZENG (CONT'D)

URRK!

TAI LUNG

I'm glad Shifu sent you. I was beginning to think I had been forgotten.

With a creepy tenderness, Tai Lung smooths the Goose's ruffled feathers.

TAI LUNG (CONT'D)

Fly back there and tell them...the real Dragon Warrior is coming home.

Tai Lung throws the Goose into the air and he flutters off. Lightning strikes.

CUT TO:

EXT. BUNKHOUSE - MORNING

CLOSE-UP of a gong being struck.

INT. BUNKHOUSE - CONTINUOUS

out Shifu enters the hallway of the bunkhouse. The Five burst of their rooms and land, ready for inspection.

FURIOUS FIVE

Good morning master!

One door remains closed.

40.

SHIFU

Panda! Panda, wake up!

He slides open Po's door. The room is empty.

SHIFU (CONT'D)

(satisfied)
Hmm. He's quit.

EXT. TRAINING HALL - MOMENTS LATER

Shifu walks with a bit more energy.

VIPER

What do we do now, Master? With the panda gone, who will be the Dragon Warrior?

SHIFU

All we can do is resume our training and trust that in time, the true Dragon Warrior will be revealed.

INT. JADE PALACE - MOMENTS LATER

to- Shifu enters the training hall, only to find himself face-
face with Po's butt. Shifu and the Five are taken aback.

SHIFU

What are you doing here?!

wide Reveal Po is in the middle of the floor, his legs spread
apart. Po looks back over his shoulder to see Shifu and the Five enter the hall.

PO

Hey! Huh... Good morning, Master! I thought I'd warm up a little.

SHIFU

You're stuck.

PO

Stuck?! Whaa? Pfft... stuck...
Yeah, I'm stuck.

SHIFU

(to Crane)
Help him.

Crane approaches Po.

41.

CRANE

Oh dear.

Crane gingerly grabs Po's waistband and attempts to pull him up by flapping his wings.

PO

Maybe on three. One. Two-

Crane pulls him up and Po flops onto his back.

PO (CONT'D)

Threeeee. Thank you.

CRANE

Don't mention it.

PO

No really, I appreci--

CRANE

--EVER.

SHIFU

You actually thought you could learn to do a full split in one night? It takes years to develop one's flexibility and years longer to apply it in combat.

Shifu flings two boards into the air. Instantly, Tigress leaps up and executes a perfect split kick. Po is awestruck. As Tigress lands, the broken chunks of board land all around Po, knocking him on the head.

Po collects a piece of splintered board as a souvenir. Shifu notices and steps forward.

SHIFU (CONT'D)

Put that down! The only souvenirs we collect here are bloody knuckles and broken bones.

PO

Yeah, excellent!

He laughs excitedly and salutes Shifu.

SHIFU

Let's get started.

CUT TO:

42.

MONTAGE

Shifu snaps his fingers. Viper and Po face off.

VIPER

Are you ready?

PO

I was born ready--

Viper lashes her tail around Po's wrist, wrenches his arm back, flings him into the air and brings him crashing back down on his head.

PO (CONT'D)

Eaghhh...

VIPER

I'm sorry, brother! I thought you said you were ready!

PO

That was awesome! Let's go again.
(salutes)

Shifu snaps.

Monkey twirls a bamboo staff. He lunges at Po who takes a comical beating.

Shifu snaps.

Po and Crane prepare to spar atop the turtle bowl. CRASH. Po falls in and is tossed around like a sack of soup.

Shifu snaps.

We see a series of shots of Po falling on his face at the hands of some invisible opponent, who turns out to be... Mantis.

Shifu smiles. Flat on his back, Po manages a salute. Shifu has had it.

SHIFU

I've been taking it easy on you, panda, but no more! Your next opponent... will be me.

Po looks excited.

PO

Alright! Let's go!

43.

The Five exchange worried looks.

SHIFU

(to Po)
Step forth.

Po doesn't even finish the step as Shifu whirls him around and throws him to the floor pinning his arm behind him.

SHIFU (CONT'D)

The true path to victory is to find your opponent's weakness and make him suffer for it.

PO

(delighted)
Oh, yeah!

Shifu whips Po around again.

SHIFU

To take his strength and use it against him.

Again, this time Shifu holds Po by the nose.

SHIFU (CONT'D)

--until he finally falls, or quits.

Po is totally inspired.

PO

But a real warrior never quits.
Don't worry, Master, I will never quit!

At his breaking point, Shifu flings Po into the air and then leaps at him with a flying kick.

CUT TO:

EXT. TRAINING HALL - CONTINUOUS

Po crashes out of the door and tumbles down the steps.

The Five watch him fall.

TIGRESS

If he's smart, he won't come back up those steps.

MONKEY

But he will.

VIPER

He's not gonna quit, is he?

MANTIS

He's not gonna quit bouncin', I'll tell ya that.

Cut WIDE as Po continues to tumble.

INT. BUNKHOUSE - EVENING

Close on Po, who grimaces.

PO (O.S.)

Aaaoo...whoohoo...EEEEe...hee-
hee... I thought you said
acupuncture would make me feel
better.

Mantis pops up from behind Po holding a handful of needles and sticks Po again.

MANTIS

Trust me, it will. It's just not
easy finding the right nerve points
under all this--

PO

Fat?

MANTIS

Fur, I was gonna say fur.

PO

Sure you were.

MANTIS

Who am I to judge a warrior based
on his size? I mean -- look at me.

Po looks for Mantis...

MANTIS (O.C.) (CONT'D)

I'm over here.

...But Mantis is now on his other shoulder. He jabs another
needle into Po.

PO

Ow!

45.

VIPER

Maybe you should take a look at
this again.

Viper is holding a diagram of acupuncture meridians (onto
which someone has overlaid a drawing of a panda.)

MANTIS

(re: diagram)

Oh! Okay.

Quick cuts to Monkey meditating in his room and Crane doing
calligraphy in his. Po's yelps distract them.

PO

Ow! Don't...

(laughing)

Stop it, stop-- Yow! I know Master
Shifu's trying to inspire me and
all, but if I didn't know any
better, I'd say he was trying to
get rid of me.

Po chuckles. The others look at each other and chuckle
awkwardly.

MANTIS

I know he can seem kind of
heartless--

He violently jabs another needle in Po.

MANTIS (CONT'D)

But, ya know, he wasn't always like
that.

VIPER

According to legend, there was once
a time when Master Shifu actually
used to smile.

PO

No.

MANTIS

Yes.

Cut to Tigress out in the hallway. She can hear them talking.

VIPER

But that was before...

PO

Before what?

46.

Tigress enters.

TIGRESS

Before Tai Lung.

Crane's shadow is silhouetted on the wall.

CRANE

Uh yeah, we're not really supposed to talk about him.

TIGRESS

Well, if he's going to stay here, he should know.

PO

(trying to ease the tension)

Guys, guys. I know about Tai Lung.

Tigress turns to Po.

PO (CONT'D)

He was a student, the first ever to master the thousand...

Tigress approaches Po and leans in towards him.

PO (CONT'D)

(nervously trailing off)
...scrolls of... kung fu... and... then he turned bad... and now he's in jail.

Tigress shakes her head at the panda's ignorance.

TIGRESS

He wasn't just a student.

DISSOLVE TO:

EXT. TRAINING HALL

FLASHBACK. Shifu peeks out of the Training Hall and finds a baby leopard cub on the steps.

TIGRESS (V.O.)

Shifu found him as a cub. And he raised him as a son.

Baby Tai Lung pulls on Shifu's whiskers.

47.

TIGRESS (V.O.) (CONT'D)

...and when the boy showed talent in Kung Fu...

Baby Tai Lung punches the training dummy across the floor.

TIGRESS (V.O.) (CONT'D)

...Shifu trained him.

Shifu teaches Baby Tai Lung how to punch.

TIGRESS (V.O.) (CONT'D)

He believed in him. He told him he was destined for greatness.

Hard cut to a full-grown Tai Lung demolishing a training dummy.

TIGRESS (V.O.) (CONT'D)

It was never enough for Tai Lung. He wanted the Dragon Scroll. But Oogway saw darkness in his heart and refused. Outraged, Tai Lung laid waste to the valley. He tried to take the scroll by force. And Shifu had to destroy what he had created.

Palace.
Shifu
Tai Lung ransacks a village on his way up to the Jade
He crashes through the doors, running towards a waiting
and Oogway.

Shifu leaps at Tai Lung to deliver a kick.

TIGRESS (V.O.) (CONT'D)

But how could he?

Seeing only baby Tai Lung running towards him, Shifu pulls his kick short. Tai Lung counters with a devastating strike and Shifu crashes to the ground holding his broken leg.

Tai Lung leaps for the scroll, but Oogway stops him with strikes at his pressure points. He falls to the ground in a heap.

TIGRESS (V.O.) (CONT'D)

Shifu loved Tai Lung like he'd
never loved anyone before...

Young Tigress in the training hall strikes the dummy in the same manner as Tai Lung. Shifu corrects her form. Nothing more. Young Tigress looks crestfallen.

48.

TIGRESS (V.O.) (CONT'D)

...or since.

The sad, young Tigress cross-dissolves to adult Tigress.

INT. BUNKHOUSE - EVENING

Everyone is quiet in the moment.

TIGRESS

And now he has a chance to make things right, to train the true Dragon Warrior. And he's stuck with you: a big, fat panda who treats it like a joke.

Po makes a googly-eyed face.

PO

Doieeeee...

TIGRESS

(charging at Po)
Oh! That is it!

Mantis pops up and halts Tigress.

MANTIS

Wait! My fault! I accidentally
tweaked his facial nerve.

Po falls face first to the floor, revealing his back is
covered with needles.

MANTIS (CONT'D)

And may have also stopped his
heart.

INT. TRAINING HALL - NIGHT

Shifu is sitting in meditation, fidgeting incessantly.

SHIFU

Inner peace. Inner peace. Inner
peace.

He finally opens one eye.

SHIFU (CONT'D)

Would whoever is making that
flapping sound, quiet down!

49.

Satisfied with the silence, Shifu nods and resumes his
meditation.

SHIFU (CONT'D)

Inner...

BOOM. Zeng drops in from the ceiling.

SHIFU (CONT'D)

Oh, Zeng. Excellent. I could use
some good news right now.

ZENG

Uh...

CUT TO:

EXT. JADE PALACE GROUNDS - EVENING

Oogway stands under the peach tree, deep in thought. Shifu
rushes in, emerging from the mist, extremely agitated.

SHIFU

Master! Master!

OOGWAY

Hmmm?

SHIFU

(out of breath)

I have-- it's-- it's very bad news.

OOGWAY

Ah, Shifu. There is just news.
There is no good or bad.

SHIFU

Master, your vision...your vision
was right. Tai Lung has broken out
of prison. He's on his way!

OOGWAY

That is bad news...

He turns to face Shifu and stares at him, eyebrow raised.

OOGWAY (CONT'D)

...If you do not believe that the
Dragon Warrior can stop him.

SHIFU

The panda? Master, that panda is
not the Dragon Warrior.

(MORE)

50.

SHIFU (CONT'D)

He wasn't even meant to be here --
it was an accident!

OOGWAY

There are no accidents.

SHIFU

Yes, I know. You've said that
already. Twice.

OOGWAY

Well, that was no accident either.

SHIFU

Thrice.

OOGWAY

My old friend, the panda will never fulfill his destiny, nor you yours, until you let go of the illusion of control.

SHIFU

Illusion?

OOGWAY

Yeah. Look at this tree, Shifu. I cannot make it blossom when it suits me, nor make it bear fruit before its time.

SHIFU

But there are things we can control.

Shifu kicks the tree and a peach falls to his feet.

SHIFU (CONT'D)

I can control when the fruit will fall.

A peach falls on his head and Oogway chuckles. Shifu tosses the peach in the air, leaps up, and splits it with a chop.

SHIFU (CONT'D)

And I can control--

Shifu punches the ground, creating a hole and places the
seed
in it.

SHIFU (CONT'D)

--where to plant the seed. That is no illusion, Master.

51.

OOGWAY

Ah, yes. But no matter what you do, that seed will grow to be a peach tree. You may wish for an apple, or an orange... but you will get a peach.

SHIFU

But a peach cannot defeat Tai Lung!

OOGWAY

Maybe it can. If you are willing to guide it, to nurture it. To believe in it.

Oogway covers the seed with dirt.

SHIFU

But how? How? I need your help, Master.

OOGWAY

No, you just need to believe. Promise me, Shifu. Promise me you will believe.

SHIFU

I... I will try.

Oogway smiles, then glances up at the sky, then back down to Shifu.

OOGWAY

Good. My time has come. You must continue your journey without me.

He hands his staff to a confused Shifu.

SHIFU

What... what are you..?

Oogway backs away into the swirling fog.

SHIFU (CONT'D)

Master, you can't leave me!

The petals surround Oogway as he approaches the cliff's edge.

OOGWAY

You must believe.

SHIFU

Master!

52.

Shifu runs after him. Oogway is engulfed by peach blossoms. As the winds settle, Shifu is revealed standing at the edge of a cliff.

Oogway is gone.

We pan across to the bunkhouse.

PO (O.S.)

...So I'm like, fine, you may be a
wolf, you may be the scariest
bandit in Haijin Province...

INT. KITCHEN -- NIGHT

mid-
air.
Reveal Po is cooking for the Five. He chops some veggies

PO

...but you're a lousy tipper.

CRANE

(incredulous)
Really? So... how'd you get out of
there alive?

PO

I mean, I didn't actually say that,
but I thought it... in my mind.

He
ladles soup into them.
Po flips some bowls and expertly lines them up on his arm.

PO (CONT'D)

(covering)
If he... could read my mind, he'd
have been like, "What?"
(then)
Order up!

Po looks around expectantly and the Five (minus Tigress) dig
in.

PO (CONT'D)

Hope you like it.

MANTIS

This is really good.

PO

(bashful)
No, c'mon.

(MORE)

PO (CONT'D)

You should try my dad's secret ingredient soup. He actually knows the secret ingredient.

VIPER

What are you talking about? This is amazing.

CRANE

Wow, you're a really good cook.

MANTIS

I wish my mouth was bigger.

The others laugh. But not Tigress.

MONKEY

Tigress, you gotta try this.

Tigress looks up from her meal.

TIGRESS

It is said that the Dragon Warrior can survive for months at a time on nothing but the dew of a single ginkgo leaf and the energy of the universe.

On the others for a beat. Then Po shrugs.

PO

I guess my body doesn't know it's the Dragon Warrior yet. I'm gonna need a lot more than dew. And, uh, universe juice.

Po laughs. He picks up his bowl and takes a giant gulp. When he lowers the bowl, we see a noodle hanging from his face -- it looks like a moustache. Mantis snickers.

PO (CONT'D)

What?

MANTIS

Oh, nothing... Master Shifu!

The rest start laughing. Po realizes he's wearing a noodle moustache. He plays it up.

PO

(imitating Shifu)
 You will never be the Dragon
 Warrior, unless you lose five
 hundred pounds and brush your
 teeth!

The Five LAUGH.

PO (CONT'D)

(imitating Shifu)
 What is that noise you're making?
 Laughter? I never heard of it!

The Five keep LAUGHING. Po reaches over and grabs two empty
 bowls and holds them up like ears.

PO (CONT'D)

(imitating Shifu)
 Work hard, Panda. And maybe,
 someday... you will have ears like
 mine.

As the rest of the Five laugh, Tigress sneaks a moment to
 smell Po's soup. Leaning towards the bowl, she suddenly
 looks
 up and stops. The Five also look up and stop laughing.

Reveal Shifu has entered behind Po. He is holding Oogway's
 staff.

PO (CONT'D)

(normal)
 Ears. It's not working for you? I
 thought they were pretty good.

Po looks at the stone-faced Five. Tigress jumps to her feet.

MONKEY

It's Shifu.

PO

Of course it's Shifu. What do you
 think I'm doing?

He finally notices Shifu standing there, doing a slow burn.
 Embarrassed, he places the soup bowls on his chest like a
 bra.

PO (CONT'D)

Ooh! Master Shifu!

Po slurps up the noodle moustache. Monkey can't help but snicker.

55.

SHIFU

You think this is funny? Tai Lung has escaped from prison and you're acting like children!

PO

What?

SHIFU

He is coming for the Dragon Scroll, and you are the only one who can stop him.

The bowls fall off. A beat as this sinks in... then Po starts to laugh.

PO

And here I am saying you got no sense of humor. I'm gonna stop Tai...

Shifu just stares at him, deadly serious.

PO (CONT'D)

What? You're serious? And I have to-- uh, Master Oogway will stop him! He did it before, he'll do it again.

SHIFU

Oogway cannot, not anymore.

They notice Shifu holding Oogway's staff. They know what this means. They are saddened by the news.

SHIFU (CONT'D)

Our only hope is the Dragon Warrior.

TIGRESS

The panda?

SHIFU

Yes, the panda!

TIGRESS

Master, please. Let us stop Tai Lung. This is what you've trained us for.

SHIFU

No! It is not your destiny to defeat Tai Lung. It is his.

He dramatically points at Po... but Po is gone.

56.

SHIFU (CONT'D)

Where'd he go?

Shifu throws up his hands in frustration and heads after Po.

CUT TO:

EXT. BUNKHOUSE DAY

Super wide shot as Po runs away from the compound. Closer as he continues running. He checks over his shoulder, turns back... Shifu lands right in front of him.

SHIFU

You cannot leave! A real warrior never quits!

PO

Watch me!

He tries to maneuver around Shifu, but is redirected back.

PO (CONT'D)

Come on! How am I supposed to beat Tai Lung? I can't even beat you to the stairs.

SHIFU

You will beat him because you are the Dragon Warrior!

He pushes Po back with the staff.

PO

Ow! You don't believe that! You never believed that! From the first moment I got here, you've been trying to get rid of me.

Shifu pokes him again, this time causing Po to fall on his back.

SHIFU

Yes. I was. But now I ask you to trust in your master as I have come to trust in mine.

PO

You're not my master. And I'm not the Dragon Warrior.

Po shoves the staff away and gets up.

57.

SHIFU

Then why didn't you quit? You knew I was trying to get rid of you, and yet you stayed.

PO

Yeah, I stayed. I stayed because every time you threw a brick at my head or said I smelled, it hurt. But it could never hurt more than it did every day of my life just being me.

Po looks down at the Valley, then turns back to Shifu.

PO (CONT'D)

I stayed because I thought if anyone could change me, could make me... not me, it was you. The greatest kung fu teacher in all of China.

SHIFU

But I can change you! I can turn you into the Dragon Warrior! And I will!

PO

C'mon, Tai Lung is on his way here right now. And even if it takes him

a hundred years to get here, how
are you gonna change this...
(indicate belly)
...into the Dragon Warrior? How?
How? How?!

In frustration, Shifu yells out the answer.

SHIFU

I don't know!!!
(then, resigned)
I don't know.

PO

That's what I thought.

Shifu walks away, leaving the path open to Po.

EXT. JADE PALACE - NIGHT

Tigress stands in the moonlight outside the palace. She has
seen what just transpired between Shifu and Po.

58.

She turns away, a look of resolve on her face... and LEAPS.

She flies through the air, finally landing on a rooftop in
the valley below. She looks back up at the palace.

TIGRESS

This is what you trained me for.

She takes off running.

The other four are right behind her.

VIPER

Tigress!

She keeps going and they give chase.

TIGRESS

Don't try and stop me!

The chase continues through the village.

VIPER

We're not trying to stop you!

TIGRESS

What?

VIPER

We're coming with you!

Then...the others join her. Tigress smiles. They leap off into the night.

EXT. JADE PALACE - EVENING

goes
Night dissolves to dawn. Shifu sits under the peach tree. He stirs, hearing KUNG FU NOISES from the training hall. He to investigate.

CUT TO:

INT. TRAINING HALL - DAWN

Shifu looks inside -- it's empty. The NOISES continue from somewhere else -- the bunkhouse.

CUT TO:

59.

INT. KITCHEN - DAWN

As Shifu turns the corner he sees Po's shadow as he performs some amazing Kung Fu.

Entering the kitchen, Shifu finds Po is stuffing his face with food. Seeing Shifu, he stops mid-munch.

In silence they eye each other. Shifu surveys the room -- broken lock, smashed doors, unhinged cabinets. Po belches.

PO

(mouth full)

What? I eat when I'm upset, okay?

Shifu gets a glimmer in his eye. He has an idea.

SHIFU

Oh, no need to explain. I just thought you might be Monkey -- he hides his almond cookies on the top shelf.

Shifu calmly exits and hides just outside the doorway, waiting to see if his hunch is correct.

KLUMP! KLONK! THUNK! Shifu peeks back inside and finds Po perched atop the high shelves jamming more cookies into his mouth. Po notices Shifu walking back in.

PO

(mouth full)
Don't tell Monkey.

He glances back down at Shifu, whose disbelief turns to a wise smile.

SHIFU

Look at you.

PO

Yeah, I know. I disgust you.

SHIFU

No no, I mean... how did you get up there?

PO

I don't know. I guess I-- I don't know. I was getting a cookie...

He looks at the cookie and then can't help but eat it.

60.

SHIFU

And yet you are ten feet off the ground and have done a perfect split.

PO

No, this... this is just an accident.

He and Po stare at each other for a beat. Then... WHOOMP! Po slips and crashes to the kitchen floor. A cookie rolls over to Shifu. He picks it up.

SHIFU

There are no accidents. Come with me.

EXT. MOUNTAINS - DAWN

Shifu leads Po through the mountains.

PO

I know you're trying to be all
mystical and kung fu-y, but could
you at least tell me where we're
going?

Shifu just continues walking.

CUT TO:

EXT. MOUNTAINS - LATER

Shifu is sitting beneath a tree. Winded and wheezing, Po slowly works his way up the hill.

the Po sets his gear down and looks around. Shifu breathes in morning mist as Po approaches.

PO

You dragged me all the way out here
for a bath?!

Po begins to pat his armpits with water.

SHIFU

Panda, we do not wash our pits in
The Pool of Sacred Tears.

Po quickly stops. Realizing.

61.

PO

(in awe)
The pool of...

SHIFU

This is where Oogway unravelled the
mysteries of harmony and focus.
This is the birthplace of Kung Fu.

The camera cranes up to reveal they are standing on rock shapes that resemble a yin yang symbol.

As the camera pulls further out, it pulls back through a

vision of Oogway doing Kung Fu moves.

FLASH FRAME -- Shifu leaps atop one of the rocks and looks down at Po.

SHIFU (CONT'D)

Do you want to learn Kung Fu?

PO

(awestruck)

Yeah...

SHIFU

Then I am your master!

PO

Okay!

Tears of joy well up in Po's eyes.

SHIFU

Don't cry.

PO

Okay.

Po sniffs the tears back and smiles.

EXT. FIELD - LATER

Shifu leads Po out into an open field.

SHIFU

When you focus on Kung Fu, when you concentrate...you stink.

Po scowls.

62.

SHIFU (CONT'D)

But perhaps that is my fault. I cannot train you the way I have trained the Five. I now see that the way to get through to you is with this!

Shifu produces a bowl of dumplings.

PO

Oh great, `cause I'm hungry.

SHIFU

Good. When you have been trained,
you may eat. Let us begin.

EXT. FIELD - LATER

Po's training unfolds -- deep breathing exercises, balance tests, push ups, sit ups, climbing, etc. Through it all, he never gets to eat, although he does indeed learn kung fu.

EXT. CLEARING - A MOMENT LATER

Shifu sets a bowl of dumplings on a boulder.

SHIFU

After you, panda.

Po stops short, suspicious.

PO

Just like that? No situps? No ten
mile hike?

SHIFU

I vowed to train you... and you
have been trained. You are free to
eat.

Po grabs one of the dumplings in his chopsticks.

SHIFU (CONT'D)

Enjoy.

Po raises the dumpling to his mouth. WHOOSH! Shifu snatches
the dumpling away and eats it himself.

PO

Hey!

63.

SHIFU

I said you are free to eat. Have a
dumpling.

Po reaches again as Shifu leaps across the table and kicks

the dumpling into the air.

PO

Hey!

Shifu eats it and Po scowls.

SHIFU

You are free to eat!

PO

(upset)

Am I?

SHIFU

(challenging)

Are you?!

Po and Shifu ready their chopsticks. Po slams the table and sends the bowl of dumplings airborne. Back and forth, Po and Shifu spar, vying for the dumplings. Until there is only one left.

Shifu tries every trick to keep the dumpling away from Po.

He

hides it underneath one of the bowls. He uses his chopsticks as weapons to smack Po's chopsticks away. He attacks Po with his bamboo staff.

But Po skillfully manages to best Shifu for the final dumpling.

Shifu smiles. Po has passed the final test.

But then Po tosses the dumpling into Shifu's open hand.

PO

I'm not hungry... master.

Master and pupil bow to each other.

CUT TO:

EXT. MOUNTAIN PASS

mountain
The Five race toward a rope bridge stretched between
peaks.

and Tai Lung appears at the other end of the bridge. He ROARS
races toward them.

TIGRESS

Cut it!

The others slash at the ropes securing the bridge to the
mountain. Tai Lung is almost upon them when Tigress cuts the
final rope. But Tai Lung is too close -- Tigress must launch
herself into him. The two cats end up in the middle of the
bridge just as it starts to tumble into the canyon below.

The Five grab support ropes and hold on for dear life.

TAI LUNG

Where's the Dragon Warrior?

TIGRESS

How do you know you're not looking
at her?

Tai Lung laughs. It echoes off the mountain walls.

TAI LUNG

You think I'm a fool? I know you're
not the Dragon Warrior. None of
you!

The Five exchange quick, worried looks.

TAI LUNG (CONT'D)

(nodding confidently)

I heard how he fell out of the sky
on a ball of fire, that he's a
warrior unlike anything the world
has ever seen.

The Five exchange quick, confused looks.

MONKEY

Po?

TAI LUNG

So that is his name -- Po. Finally,
a worthy opponent. Our battle will
be legendary!

Tigress charges at him. The battle begins. Tigress punches
Tai Lung as he hangs from the bridge. But Tai Lung counters

through with a maneuver that sends Tigress slamming backwards
the bridge's wooden slats. Then Tigress gets choked by the
bridge's ropes. Monkey turns to Crane and Viper.

MONKEY

We've got this. Help her!

65.

Viper grabs Tai Lung, which causes him to let go of the ropes. Tigress plummets down into the gorge... but Crane manages to catch her. Viper punches Tai Lung repeatedly with his own fist. Tai Lung manages to get a paw around Viper's "throat".

VIPER

Monkey!

ANGLE ON MANTIS AND MONKEY. Mantis is straining to hold the rope by himself.

MANTIS

Go!

(then)

Ack! What was I thinking?!

gets Monkey leaps into action, kicking Tai Lung in the chest and sending him crashing through the slats of the bridge. He
back to his feet and starts running back to them on a single strand of rope.

TIGRESS

Mantis!

face Mantis whips his end of the rope, sending a sine wave shooting toward Tai Lung. The rope whips Tai Lung in the
and he gets tangled up. The Five see their chance.

TIGRESS (CONT'D)

Now!

mist. Working as a team, the Five kick Tai Lung's butt every which way. Tigress finally slashes the last rope holding up Tai Lung. He plummets down... down... disappearing into the

Mantis whips his end of the rope, returning his buddies safely to the mountain.

The Five look relieved. But the relief is short-lived...

Tigress notices that the other end of the bridge is circling the far mountain peak. Her eyes go wide with dread. The rope whips up. But Tai Lung isn't there.

With a crash, he suddenly appears behind the Five.

TAI LUNG

Shifu taught you well...

Tai Lung jabs a finger at Monkey, who instantly freezes.

TAI LUNG (CONT'D)

But he didn't teach you everything.

66.

Tai lung lunges toward the rest.

EXT. TRAINING HALL - EVENING

Shifu and Po walk through the palace courtyard. Po has an easy spring in his step.

SHIFU

You have done well, Panda.

PO

Done well? Done well?! I've done awesome!

He swings his belly around and knocks Shifu off balance.

Shifu staggers back, regaining his dignity.

SHIFU

The mark of a true hero is humility!

After a moment's thought, though, he leans toward Po -

SHIFU (CONT'D)

But yes...you have done awesome.

And he punches him playfully on the arm. Po smiles at him.

As

behind they LAUGH, an indistinct figure appears in the clouds
them. IT'S CRANE!

Crane carries the five to the palace grounds, crashing in a heap.

PO

Huh? Guys? Guys!

Po throws his backpack aside and runs over to them.

PO (CONT'D)

They're dead? No, they're
breathing! They're asleep?! No,
their eyes are open.

Crane struggles to lift his head.

CRANE

We were no match for his nerve
attack.

His head collapses to the ground.

67.

SHIFU

He has gotten stronger.

PO

Who? Tai Lung? Stronger?

then Shifu starts freeing the Five. First Viper, then Mantis,
Monkey releases suddenly from his paralysis -

MONKEY

He's too fast!

He delivers a Kung Fu punch to Po's head and then slowly
realizes where he is.

MONKEY (CONT'D)

Sorry, Po.

Shifu kneels before Tigress and works to free her.

TIGRESS

I thought we could stop him.

SHIFU

He could have killed you.

MANTIS

Why didn't he?

SHIFU

So you could come back here and strike fear into our hearts. But it won't work!

PO

Uh, it might, I mean, a little. I'm pretty scared.

SHIFU

You can defeat him, panda.

PO

Are you kidding? If they can't-- They're five masters. I'm just one me.

SHIFU

But you will have the one thing that no one else does.

68.

INT. SCROLL ROOM - MOMENTS LATER

CLOSE-UP of the Dragon Scroll. Po stares at Shifu - then looks up at the Scroll. Then back at Shifu -

PO

You really believe I'm ready?

SHIFU

You are, Po.

They look at each other. This is a big moment.

Oogway's staff hangs in a rack surrounded by candles. As Po and The Five stand by, Shifu carries the staff over to the reflecting pool. Shifu bows his head, then, eyes still closed, he raises the staff up above his head. Po and the others watch, expectantly. The peach blossom petals rise in

a

flickering, spinning cloud up from the pool. The gentle tornado rises up around the ceiling carving that holds the

dragon's Dragon Scroll. The petals loosen the scroll from the
mouth and it falls. At the last second, Shifu reaches out
turns with the staff to catch the scroll on the end of it. He
to Po, holding it out.

SHIFU (CONT'D)

Behold. The Dragon Scroll... It is yours.

PO

Wait, what happens when I read it?

SHIFU

No one knows, but legend says you will be able to hear a butterfly's wing-beat.

PO

Whoa! Really? That's cool.

SHIFU

Yes. And see light in the deepest cave. You will feel the universe in motion around you.

PO

Wow! Can I punch through walls?
Can I do a quadruple back flip?
Will I have invisibility--

SHIFU

Focus. Focus.

69.

PO

Huh? Oh, yeah... yeah.

SHIFU

Read it, Po, and fulfill your destiny. Read it and become... the Dragon Warrior!

PO

Whooaa!!!

Po takes a deep breath. Then he grasps the tube and tries to pull the top off it. It doesn't budge. He strains at it.

PO (CONT'D)

It's impossible to open.

He strains again. He tries to bite it off...

PO (CONT'D)

Come on baby. Come on now...

Shifu SIGHs and holds out his hand. Po passes him the tube. Shifu pops the end off effortlessly and passes it back to

Po.

PO (CONT'D)

Thank you. I probably loosened it up for you though... Okay, here goes.

He glances at the Five. They look on in awe. Monkey gives him

the `thumbs up.' Po starts to unroll the scroll, the golden light bathing his face. Across the scroll we see Shifu, excited that he is witness to history...

On Po's face as he finishes opening the scroll.

Then -

PO (CONT'D)

AAAAAAAAAAAAAAAAAAAAAAAAAAAA!

Shifu looks concerned. The Five look concerned. Po looks utterly terrified.

PO (CONT'D)

It's blank!

SHIFU

What?

PO

Here! Look!

70.

Po tries to show Shifu the scroll. Shifu covers his eyes and turns his head away.

SHIFU

No! I am forbidden to look upon--

But he can't help himself. He takes a peek. Then he GRABS if

off Po. He turns it around, then upside down. He closes it and opens it again, astonished.

SHIFU (CONT'D)

Blank? I don't...I don't understand.

Shifu turns away, contemplative. What can this mean?

PO

Okay. So like, Oogway was just a crazy old turtle after all?

SHIFU

No. Oogway was wiser than us all.

Po sits heavily on the floor, dejected.

PO

Oh, come on! Face it. He picked me by accident. Of course I'm not the Dragon Warrior. Who am I kidding?

The Five don't argue.

TIGRESS

But who will stop Tai Lung?

CRANE

He'll destroy everything...and everyone.

Shifu puts the scroll back in its container and seals it. He looks oddly calm as he turns around.

SHIFU

No, evacuate the Valley. You must protect the villagers from Tai Lung's rage.

TIGRESS

What about you master?

SHIFU

I will fight him.

71.

PO

What?

SHIFU

I can hold him off long enough for everyone to escape.

PO

But Shifu, he'll kill you.

SHIFU

Then I will finally have paid for my mistake.

The Five and Po look devastated.

SHIFU (CONT'D)

Listen to me, all of you. It is time for you to continue your journey without me. I am very proud to have been your master.

Shifu salutes them and turns away. Po is heartbroken. Crane steps forward and kindly puts a wing around Po, pulling away.

Po resists for a moment, then lets the Five lead him off.

CUT TO:

EXT. VALLEY

The Five arrive at the base of the stairs.

TIGRESS

We've got to get them out safely.

Monkey picks up a small child.

MONKEY

Come, little one. Let's find your mama.

TIGRESS

Viper, gather the southern farmers. Mantis, the north. Crane, light the way.

They split up and begin helping the villagers evacuate. Po is left by himself.

He makes his way through the bustling town.

JR SHAW

(skeptically)

Look, it's the Dragon Warrior.

Po approaches the Noodle Shop.

PO

Hey, Dad.

PO'S DAD

Po!

Seeing Po, Po's Dad hurries over and wraps his arms around his son. Po bends down to reciprocate the hug, as Po's dad pulls away, having fastened an apron around Po's waist.

PO'S DAD (CONT'D)

Good to have you back, son!

PO

(listlessly)

Good to be back.

Po's Dad goes back to packing things up.

PO'S DAD

Let's go Po. So, for our next shop, it's time to face it -- the future of noodles is dice-cut vegetables, no longer slices.

Dad starts to walk off, unaware that Po isn't following.

PO'S DAD (CONT'D)

Also, I was thinking, maybe this time we'll have a kitchen you can actually stand up in. Hmm? You like that?

He turns and notices that Po hasn't moved. He walks to Po sympathetically.

PO'S DAD (CONT'D)

Po, I'm sorry things didn't work out. It just... wasn't meant to be.

Po slumps against the cart.

PO'S DAD (CONT'D)

Po, forget everything else. Your destiny still awaits. We are noodle folk -- broth runs deep through our veins.

73.

PO

I don't know, Dad. Honestly, sometimes I can't believe I'm actually your son.

Dad is taken aback.

PO'S DAD

Po, I think it's time I told you something I should have told you a long time ago...

PO

Okay.

Dad pauses dramatically.

PO'S DAD

The secret ingredient of my secret ingredient soup!

Po feigns excitement.

PO

Oh.

PO'S DAD

C'mere! The secret ingredient is... nothing!

PO

Huh?

PO'S DAD

You heard me. Nothing. There is no secret ingredient!

PO

Wait wait...it's just plain old noodle soup? You don't add some kind of special sauce or something?

PO'S DAD

Don't have to. To make something special, you just have to believe it's special.

Po looks at his father with dawning realization. He picks up the Scroll.

then
For a moment, Po stares at his reflection on the scroll, he smiles serenely. He gets it now.

74.

PO

There is no secret ingredient...

Po turns back to look at the palace.

CUT TO:

EXT. JADE PALACE - DAWN

At the top of the stairs, Shifu looks upon the Valley, awaiting his fate. With a gust of wind, Tai Lung appears before him.

TAI LUNG

I have come home, Master.

SHIFU

This is no longer your home. And I am no longer your master.

TAI LUNG

Yes. You have a new favorite. So where is this...Po? Did I scare him off?

SHIFU

This battle is between you and me.

TAI LUNG

So. That is how it's going to be?

SHIFU

That is how it must be.

the
They fight. At last. Tai Lung punches Shifu clean through doors of the Jade Palace.

Tai Lung enters.

TAI LUNG

I rotted in jail for twenty years
because of your weakness!

SHIFU

Obeying your master is not
weakness!

TAI LUNG

You knew I was the Dragon Warrior!
You always knew...

Dissolve to FLASHBACK.

75.

A young Tai Lung looks expectant. Oogway shakes his head.

TAI LUNG (V.O.) (CONT'D)

But when Oogway said otherwise,
what did you do? What did you do?!

Tai Lung looks to Shifu who averts his eyes and the past
dissolves into the present.

TAI LUNG (CONT'D)

NOTHING!

Shifu takes a Kung Fu stance.

SHIFU

You were not meant to be the Dragon
Warrior! That was not my fault!

TAI LUNG

NOT YOUR FAULT?!

Enraged, Tai Lung knocks over the Kung Fu artifacts and
throws them at Shifu.

TAI LUNG (CONT'D)

**WHO FILLED MY HEAD WITH DREAMS?!
WHO DROVE ME TO TRAIN UNTIL MY
BONES CRACKED?! WHO DENIED ME MY
DESTINY?!**

Shifu dodges each attack.

SHIFU

It was never my decision to make!

Tai Lung pulls Oogway's staff from the shrine.

TAI LUNG

It is now.

They fight. Tai Lung pins Shifu down with the staff.

TAI LUNG (CONT'D)

Give me the scroll!

SHIFU

I would rather die.

They struggle for a beat until finally, the staff splinters into a hundred pieces. Shifu looks back at the pieces and a flutter of peach tree petals fly by. Caught off guard, Shifu gets kicked by Tai Lung into a column.

76.

Shifu climbs the column to the rafters. Tai Lung follows and sends them both crashing through the roof.

Lightning flash.

Grappling in mid-air, Tai Lung gets his hands around Shifu's throat as they crash back through the roof.

They kick apart. Shifu crashes to the floor and lands hard. Tai Lung bounces off the wall and throws a lantern to the floor. Flames go everywhere. Tai Lung's arms are aflame as

he

charges at Shifu.

TAI LUNG

All I ever did, I did to make you
proud! Tell me how proud you are,
Shifu! Tell me! TELL ME!

THOOM! A fiery punch sends Shifu skidding across the floor and crashing against the reflecting pool. The flames extinguish and Tai Lung extends his claws.

SHIFU

(weakly)

I have always been proud of you.
From the first moment, I've been

proud of you. And it was my pride
that blinded me. I loved you too
much to see what you were becoming.
What I was turning you into. I'm...
sorry.

Tai Lung stops in his tracks. Shifu waits. Tai Lung's
expression goes cold. He grabs Shifu by the throat.

TAI LUNG

I don't want your apology. I want
my scroll!

He holds Shifu up to the ceiling. Looking up, Tai Lung
bristles when he sees the scroll is missing.

TAI LUNG (CONT'D)

WHAT? WHERE IS IT?!

Tai Lung slams Shifu to the floor.

SHIFU

(weakly)

Dragon Warrior has taken scroll
halfway across China by now. You
will never see that scroll, Tai
Lung. Never. Never...

77.

Tai Lung is furious. He roars, ready to strike Shifu.
Suddenly...

PO (O.S.)

Hey!

Tai Lung turns around to find Po standing in the doorway.

PO (CONT'D)

(out of breath)

Stairs...

Tai Lung casts Shifu aside.

TAI LUNG

Who are you?

PO

Buddy, I am the Dragon Warrior.
(exhales hard)
Huhhh...

TAI LUNG

You?! Him?!

(to Shifu)

He's a panda.

(back to Po)

You're a panda. What are you gonna do, big guy? Sit on me?

PO

Don't tempt me. Haha. No. I'm gonna use this. You want it? Come and get it.

Po shows him the Dragon Scroll.

From out of nowhere, Tai Lung appears and punches Po across the room, grabbing the scroll knocked from Po's hands.

TAI LUNG

Finally!

Po bounces off a nearby pillar and slams back into Tai Lung, sending him flying into a column. Po puts on a brave face

and

strikes a pose as Tai Lung recovers and charges. Po turns to run.

Tai Lung quickly catches up and they both sail off the steps.

Palace

Po clings to the scroll as Tai Lung delivers a kick and him crashing onto the theater rooftops below.

sends

78.

Po rolls down off a tree and uses the recoil to whip back and smash Tai Lung. He briefly skids across the rooftop and comes right back at Po.

TAI LUNG (CONT'D)

That scroll is mine!

Down the Theater steps, Po and Tai Lung grapple for the scroll. Po is oblivious to the effects of crashing down stairs and in slow motion, his voluminous butt presses down

on Tai Lung's head. As they crash through the Gateway the scroll is knocked loose. Tai Lung goes for the scroll but Po snatches it away using a noodle lasso. The scroll flies towards him and bounces off his head. Tai Lung leaps for it, but Po grabs his tail and pulls him back down onto a cart which see-saws Po into the air. In mid-air, Po slurps the noodle.

trees
the
Up and over the rooftops, Po lands in a grove of bamboo and into a nearby wok shop. The scroll rolls to a stop in street.

around
As Tai Lung makes his move on the scroll, Po turns the array of overturned woks into a shell game, sliding the woks to hide the scroll.

PO

Lightning!

scroll
Tai Lung knocks the woks away and exposes the scroll as Po uses his bamboo stilts to block Tai Lung. The leopard swipes out the stilts and brings Po down on top of him as the scroll rolls down the steps towards the river.

Po gets thrown into a fireworks booth. As Tai Lung chases down the scroll, he turns back to see Po flying through the fireworks-filled sky.

Po slams through Tai Lung and crashes into a rock wall. The scroll flies out of his hand and lands in the mouth of an ornamental rooftop dragon. He looks back at Tai Lung, who sees where the scroll has landed. Via the magic of cookie-vision, Po effortlessly scales the building. Tai Lung is shocked.

TAI LUNG

The scroll has given him power.

(then)

NOOOO!!

He takes a giant leap and kicks the wall. The resulting shockwave collapses the building.

79.

Amazingly, Po skips across the falling roof tiles to reach

the scroll in mid-air as Tai Lung leaps up behind him and unleashes a punishing blow that sends Po smashing into the ground. As Tai Lung lands, he delivers a final devastating punch.

As the dust settles, Tai Lung is looming over Po in the impact crater.

TAI LUNG (CONT'D)

(out of breath)

Finally... oh yes... the power of
the Dragon Scroll... is mine!

Tai Lung grabs for the scroll and opens it. His face falls.

TAI LUNG (CONT'D)

It's NOTHING!!

Po stirs.

PO

It's okay. I didn't get it the
first time either.

TAI LUNG

(disbelief)

What?

Po gets to his feet.

PO

There is no secret ingredient. It's
just you.

Tai Lung snarls and lunges at Po.

TAI LUNG

RRRAAH!

PO

AAAAGGGHH!

Tai Lung attacks Po's nerve points. But Po begins giggling.

PO (CONT'D)

Stop! Stop it! I'm gonna pee!
Don't! Don't!

Tai Lung's nerve attack has no effect on Po. Frustrated, he delivers a double-fisted punch to Po's belly.

The shockwave ripples through Po's entire body and Po's arms come back and strike Tai Lung, sending the leopard crashing back into a building. Po looks at his hands, amazed at what he just did.

even
Tai Lung rises from the rubble and runs at Po again. But Po strikes back, using an unorthodox panda-style technique, getting Tai Lung to chomp down on his own tail. Po gives Tai Lung a butt bump that sends him crashing into a building.

Tai Lung emerges and attempts one more lunge at Po. But Po prepares... and Tai Lung is swiftly met by Po's IRON BELLY! He is launched into the air. Po waits... and waits... until finally, Tai Lung appears in the sky and crashes to the ground.

Tai Lung is battered, but still defiant.

TAI LUNG

(heavy breathing)

You... can't defeat me. You're just a big, fat panda!

wide.
SCHWING! Po grabs Tai Lung's finger. Tai Lung's eyes go

PO

I'm not a big, fat panda. I'm the big, fat panda.

Po's pinky pops up. Tai Lung gasps.

TAI LUNG

The Wuxi Finger Hold!

PO

Oh, you know this hold?

TAI LUNG

You're bluffing. You're bluffing! Shifu didn't teach you that.

PO

Nope. I figured it out.

He flexes his pinky...

PO (CONT'D)

Skadoosh!

KA-THOOM!

81.

EXT. VALLEY OF PEACE

A mushroom cloud appears over the Valley, sweeping past the Furious Five and the fleeing villagers.

DISSOLVE TO:

EXT. VALLEY SQUARE - A LITTLE LATER

Villagers emerge from hiding. Po walks out from the mist looking very much like the warrior from the opening dream.

KG SHAW

Look! The Dragon Warrior.

As he nears, we see that his hat is an upside down wok and his scarf is a torn apron.

the
Villagers CHEER the Dragon Warrior. Po's Dad emerges from
crowd.

PO'S DAD

That's my boy. That big, lovely
kung fu warrior is my son!

PO

Thanks, Dad.

the
Po hugs his dad. The wok falls off Po's head and rolls on
ground until Mantis appears in frame and stops it. The rest
of the Five are with him. Po takes notice.

PO (CONT'D)

Hey, guys.

TIGRESS

Master.

Tigress bows deeply. The others follow.

FURIOUS FIVE

Master.

PO
(modest)
Master?
(then, remembering)
Master Shifu!

Po races toward the Jade Palace. He climbs the steps. Then more steps.

82.

INT. PALACE - MOMENTS LATER

Po arrives breathless at the Jade Palace. Shifu is still lying in the scroll room, his eyes closed. Po rushes to his side.

PO
Master! Shifu! Shifu! Are you okay?

Shifu weakly opens his eyes.

SHIFU
Po! You're alive!
(then, darkly)
Or we're both dead.

PO
No, Master, I didn't die. I
defeated Tai Lung!

SHIFU
You did?!

Shifu smiles and shakes his head in disbelief.

SHIFU (CONT'D)
Wow. It is as Oogway foretold --
You are the Dragon Warrior. You
have brought peace to this Valley.
And to me. Thank you. Thank you,
Po. Thank you...

Shifu closes his eyes. He is still. Po starts freaking out.

PO
No! Master! No No No! Don't die,
Shifu. Please...

SHIFU
(eyes snapping open)

I'm not dying, you idiot-- ah,
Dragon Warrior. I'm simply at
peace. Finally.

PO

Oh. So, um, I should...stop
talking?

SHIFU

If you can.

and Po nods reverently as Shifu closes his eyes again. Master
pupil lie next to each other. The camera pulls up and back
away from them. Po tries to remain still, but it's hard.

83.

fidgets He's about to say something, but he stops himself. He
for a beat, then can't control himself any longer.

PO

Want to get something to eat?

SHIFU

(sighs)
Yeah.

IRIS OUT.

THE END