1 EXT. CORTEZ HACIENDA - MAGIC

CARMEN CORTEZ, 9, sits in the bedroom window of a hacienda style home on an ocean cliff. Her gaze fixed on the world outside as MOM, (Ingrid), enters the room.

MOM
Carmen, Juni, time for bed.

2 INT. CHILDREN'S BEDROOM - NIGHT

A shared boy/girl room. An invisible line down the middle separates feminine furnishings from masculine. Carmen climbs into bed.

CARMEN
Bedtime story first.

MOM
What story do you want to hear?

CARMEN
The Two Spies Who Fell In Love.

MOM
I haven't told that one in years. You probably remember it better than I do. Want to hear a story, Juni?

JUNI, 6, stands on a stool in the adjoining bathroom. Even then he can only see himself in the mirror from the top of his head to the bottom of his nose.

JUNI
I'm listening.

Juni unwraps his fingers, then douses them with WART OFF. Carmen props herself up in her bed for the story.

MOM
Once upon a time, there was a man and a woman.

CARMEN
And they were both spies.

MOM
(nods)
They were different sides of the same coin. Her from one country, him from another. And she had a very important mission assigned to her.

(CONTINUED)
CARMEN
He was her mission.

MOM
Correct. Her mission was to take him out.

CARMEN
On a date?

MOM
No. Take him out.

CARMEN
Oh you mean...

Carmen drags her finger across her neck.

BOTH
"Take him out."

MOM
I shouldn't be telling you this.

CARMEN
Go on.

MOM
You have to understand these were dark confusing times... an enormous amount of turmoil between countries.

INT. INT'L. AIRPORT (BEDTIME STORY FLASHBACK) - DAY

A landing plane flies over the glass covered ceiling of this airport lobby. We PAN DOWN and PUSH IN on someone reading a PARENTING magazine...

MOM (V.O.)
Out of fear a new kind of soldier was created. Brilliant, brave soldiers whose greatest weapons were their minds.

A sexy and deadly-looking WOMAN in a black dress and sunglasses, as ANGLE speeds to a halt tight on her face.

MOM (V.O.) (CONT'D)
Those men and women...

The Woman holds the stare for a beat, then blows a bubble of pink chewing gum.

(CONTINUED)
MOM (V.O.) (CONT'D)
...were spies.

The Woman blows the bubble until it covers her face. And as it does, a group of POLICE OFFICERS walk past. Once they're gone, the gum bubble pops.

INT. INT'L AIRPORT ATRIUM - DAY

The Woman steps off a moving walkway. She's a knockout BLONDE until she passes a pillar. She comes out the other side a BRUNETTE while smoothly slipping a wig into her handbag. We realize this woman is MOM.

MOM
They were masters of disguise, they could sense danger a mile away... and through their work, wars were stopped before they ever started.

The Woman adjusts her shades. SUNGLASSES POV a black and white DIGITAL VIDEO IMAGE of the terminal. Cross-hairs and global positioning numbers scrolling by.

MOM (V.O.) (CONT'D)
And the only thing spies were truly afraid of... were other spies.

The image ZOOMS IN on a dashing, mustached MAN IN BLACK. Greeting a CHAUFFEUR holding a sign: "HOMBRE."

MOM (V.O.) (CONT'D)
Enemy spies.

Mom lowers her sunglasses to get a clear look at him. He's more handsome than she expected.

MOM (V.O.) (CONT'D)
So sometimes one spy's mission was to make the enemy disappear.

As the Man strides by, Mom takes her gum and deftly flicks it beneath the Man's footfall. Mom adjusts her shades. In the B&W video image, there's now a tiny PINK TRACE left wherever the man steps. Like a trail of bread crumbs.

MOM (V.O.) (CONT'D)
He was the assignment that changed her life.
INT. FIVE-STAR HOTEL LOBBY - DAY

Mom follows the Man through the lobby. The Man gets in an elevator with other GUESTS, the elevator beside opens.

INT. HOTEL ELEVATOR-LOBBY - DAY

Watching Man get in, Mom gets in and hits “Penthouse.”

MOM (V.O.)
She was the greatest spy her nation had.

Mom turns her black jacket inside out. It’s now red. She glances at the elevator lights. The elevator door slides open, and HE’s standing there.

INT. HOTEL ELEVATOR-PENTHOUSE - DAY

CORTÉZ reaches into her breast pocket and pulls out a foto. The foto is of him. Cortez reaches into his own jacket. Pulls out a foto of HER.

MOM (V.O.)
And he was the greatest spy his nation had. But when the moment finally came to carry out her mission... She couldn’t go through with it.

They stare into each other’s eyes. She smiles slightly. He smiles, pushes the “Lobby” button and waves goodbye.

INT. HOTEL ELEVATOR - DAY

Mom rides the elevator down.

CARMEN (V.O.)
Why not?

MOM (V.O.)
He was different from what she expected. Sure, he was charming and intelligent... But unexpectedly honorable. And it made her realize that years of working with detached emotions had taken its toll.

INT. FIVE-STAR HOTEL LOBBY - DAY

Mom floats through the lobby wearing a confused expression.

EXT. OUTDOOR CAFE - DAY

Mom and Cortez eat at separate tables.

(CONTINUED)
MOM (V.O.)
So they kept contact. A few lunch dates, very discreet. After all they were from different sides, and could never be seen together.

They eat alone at different tables in an outdoor open patio. They speak to each other through their wrist-watches. Sharing laughs. Toasting each other from across the patio without looking at each other. Enjoying their distant company.

MOM (V.O.) (CONT'D)
Dinner dates followed, all over the world, wherever their mutual travels took them.

EXT. EIFFEL TOWER - NIGHT
They stand at opposite ends of the sky deck, looking out over the romantic city below. Laughing and talking softly.

MOM (V.O.)
They fell in love. And decided that together they'd undertake the most dangerous mission of all.

CARMEN
What?

EXT. CLIFFSIDE HOUSE - DAY
A majestic mansion beside the ocean, bedecked for an outdoor wedding. GUESTS in tuxes and dresses mingle.

MOM (V.O.)
They decided to marry.

CARMEN (V.O.)
Wow.

MOM (V.O.)
Oh, yes. On her wedding day she felt like she'd rather brave a thousand deadly missions than go through what she was about to attempt.

EXT. CLIFFSIDE HOUSE GARDEN ROOM - DAY
The Woman paces a garden room. A DOORBELL rings and the Woman spins, breaking a nearby statue with a karate chop.

(CONTINUED)
CARMEN (V.O.)
Why's that?

MOM (V.O.)
Marriage is a mission so complex that only the most courageous, and slightly insane need apply.

The Wedding March begins. She places the statue's head on it's knees, straightens her wedding gown and marches outside.

EXT. CLIFFSIDE HOUSE - DAY

Someone motions for Mom to slow down. She poises herself.

MOM (V.O.)
There is such an amazing series of obstacles that one must navigate in order to keep a marriage together, much less a family... that it frightened even her: a hardened and experienced secret agent.

A majestic outdoor wedding, overlooking a cliffside into the ocean. At cliff's edge is the wedding dais. HE waits for her. Smiling. Standing beside him is his best man, ISIDOR MACHETE. (DONNAGON is also standing in wedding party)

MOM (V.O.) (CONT'D)
But when she saw him standing there, without any sign of doubt whatsoever... So assured of his decision, so enamored with what they were about to do - she took his hand - and looked deep into his eyes.

They share this amazing moment of absolute clarity.

MOM (V.O.) (CONT'D)
And said the two most dangerous, most trusting words you can say to anyone.

We see her mouth the words.

MOM (V.O.) (CONT'D)
She said... 'I do.'

CARMEN (V.O.)
That's so cool.

The pages to the Pastor's Good Book are torn out in rapid succession by the gusts of wind.

(CONTINUED)
MOM (V.O.)
Then the problems started.

15 EXT. CLIFFSIDE HOUSE - DAY

MILITARY CHOPPERS fly close overhead. (Donnagon disappears) Everyone scrambles as the wedding is overturned by the torrential winds. We see this accented in still B&W wedding fotos. Guests cover their faces with napkins while making their getaways.

MOM (V.O.)
There was always some faction that wanted at least one of them gone. On their own, each agent was notorious. But together... they made tempting targets.

Mom uses the wedding cake knife to slice her dress all the way down so her legs are free to run. She grabs two small fanny packs, one black one white, from under the cake table and straps them on hers and her husband’s back. They exchange a look, hold hands, and make a running leap off the huge cliff.

16 EXT. CLIFF-OCEAN - DAY

They appear to be falling thousands of feet.

MOM (V.O.)
They knew that as long as they stayed agents, they would never be able to live a normal life.

Their fanny packs explode as red, heartshaped parachutes emerge - allowing them a gracefu l landing into a decorated speed boat.

The Pastor is getting roughed up at cliff’s edge but manages to yell his pronouncement of “Man and Wife.”

With a stunning sunset behind them, Donnagon drives the boat away as the Man and Woman kiss. Water BLASTS UP around them.

MOM (V.O.) (CONT’D)
So they retired. Settled down, had a few kids.

We PULL BACK from the kiss, way back, and exit out of...
INT. CORTEZ HACIENDA

...THE EYE OF A BABY. A baby GIRL, gurgling happily in her crib. CLICK! Dad takes snapshots with a mini-spy-camera as Mom beams.

INT. CHILDREN’S BEDROOM - NIGHT

Back to children’s bedroom. Juni sits down on the bed with fresh finger bandages. He wears a FOOGLIE T-SHIRT.

MOM
In a way they exchanged one life of adventure for another. Trading espionage for Parenthood: A compelling and mysterious mission in it’s own right. And they were better off. The End.

CARMEN
No happily ever after?

MOM
I said they were better off.

CARMEN
We love that story, Mom. But maybe you should mix it up a little.

MOM
Mix it up?

CARMEN
You tell it the same way every time. You know... vary it a little.

JUNI
It needs monsters.

MOM
Is that right...

She reaches for his bandages. He hides his hand.

MOM (CONT’D)
Do you want me to look at it?

JUNI
No. They’re fine.

MOM
Hiding it isn’t going to make it go away.

(CONTINUED)
JUNI
I put the medicine on.

Mom nods.

MOM
Goodnight, you two.

The door closes. We hear her walk down the hall.

CARMEN
RX Flight Simulator?

JUNI
Sure.

They pull up their game consoles and click on their bed frame monitors. An elaborate FLIGHT SIMULATOR GAME buzzes to life.

CARMEN
The first one to take off, break through the sound barrier, then land again wins.

JUNI
I don’t know how to land.

CARMEN
Oh ho ho... you’re toast.

INT. PARENT’S BEDROOM – NIGHT

GREGORIO CORTEZ works in an elegant bedroom/office. He seems different sitting in front of a Hi Def Monitor. He’s lost the mustache, his demeanor more tempered, less enigmatic. He even wears reading glasses. He’s - shall I say? A normal Dad.

DAD
What was the story tonight?

MOM
Ours.

DAD
How many nights, I wonder, do you send the children off to bed with nightmares?

MOM
They ask for the story. It’s their favorite.

(CONTINUED)
DAD
That life is over now. We're consultants. Not spies.

Dad turns a key in a desk drawer, and suddenly the desk is in motion -- the stereo splits open to reveal a HDTV monitor, the family pictures scroll down in their frames to reveal flat-speakers, and a keyboard pivots up from the desktop.

MOM
I went to their school today, had that meeting with the principal. She asked me whether our daughter’s health is improving.

(Dad frowns)
Turns out Carmen’s been missing a day of school twice every month. She’s been forging sick notes from us.

DAD
Our Carmen? Why?

MOM
I don’t know. You know those school friends Juni talks about having?

DAD
Diego somebody? And Renaldo?

MOM
No such beasts. Turns out the boys his age pick on him. He has no friends.

DAD
It doesn’t help that he has his head in the clouds. Making weird drawings and burying himself in that demented kid’s show.

MOM
They’re keeping secrets from us, Gregorio. And I think it’s our fault. They’ve gotten that from us.

Mom opens a compact at her makeup mirror and suddenly the mirror becomes a HDTV monitor. She taps her password into her keyboard of locked-down makeup vials.

DAD
We have good reason to keep secrets.
They don’t.

(MORE)
DAD (CONT'D)
If we told them who we were, they'd have visions of danger every time we leave the house. What I want to know is who's picking on our Juni.

MOM
We'll talk to them in the morning.

Code spills out across Dad's screen, along with the pictures of several SECRET AGENTS. Mom's chair glides over to Dad's.

MOM (CONT'D)
Speaking of secrets, what have you been working on over there?

Dad hits a key and the screen turns to TETRIS.

DAD
Nothing. Important.

Mom's eyes narrow.

INT. TRAINING ROOM - MORNING

Carmen, dressed in her SCHOOL UNIFORM, LEAPS onto a high set of parallel bars swinging quickly through a series of bizarre drills and exercises. She stops midway, because Juni is at a standstill.

CARMEN
You gonna hang there all day, scaredy cat? I told you not to look down.

We PULL BACK to reveal the extreme height they are at.

JUNI
I can't help it. I'm slipping.

He looks forward. The BARS seem to stretch on ENDLESSLY.

CARMEN
It's your butterfingers that are slipping.

He looks down. We see the ground PUSH away from his feet in classic VERTIGO style. We see his fingers slip to the tips.

She KICKS him. He FALLS...into a previously unseen net. He bounces onto the ground with a THUD. He tries to stand and hits his head. Carmen flips off the high bar and lands in front of DAD, sipping morning coffee.
DAD
You’re supposed to help PUSH Juni.

CARMEN
I pushed him.

DAD
As in Challenge. Not sabotage.

CARMEN
Can I go eat breakfast?

Dad checks his watch. Nods. She turns to Juni.

CARMEN (CONT’D)
You just fell 1000 feet. You’re a pancake.

JUNI
Am not.

CARMEN
Are too, pancake.

JUNI
Don’t call me names.

CARMEN
(walking away)
Pancake man.

He leaps up and throws a piece of equipment, which rockets past Carmen, breaking a large ceramic pot.

CARMEN (CONT’D)
Butterfingers.

Juni heads for her but Dad GRABS him by the arm. Juni SPINS around, ready with a KARATE POSE.

DAD
You have to rise to her challenge. Match wits.

Juni pulls away hard. Dad gets in BATTLE position. Juni STRIKES and Dad DEFLECTS.

DAD (CONT’D)
That way you don’t get picked on so much.

JUNI
I don’t get picked on. So much.

(CONTINUED)
STRIKE STRIKE. DEFLECT DEFLECT. Dad's arm smart.

DAD
Look at your hands. Your fear manifests itself into that.

Juni stands down. He scratches at his bandaged hands.

JUNI
No it doesn't. My hands sweat too much.

Dad leans down.

DAD
You're standing in front of a door. Behind the door is everything you fear. You don't want to open it. But you have to, Juni. You have to open the door and face your fear. Only then can you overcome.

JUNI
So where's the door?

Dad points to Juni's head. Juni is too emotional.

DAD
Clean up and go to breakfast.

Juni bows and leaves. Dad rubs his sore arm.

21 INT. KITCHEN/BREAKFAST ROOM - MORNING

A half-depressed Mom makes smiley faced pancakes by adding fried egg eyes and bacon mouths. The kids come running in.

CARMEN
You're a total butterfingers.

JUNI
I am not.

CARMEN
Warty hands. FOoglie Freak.

MOM
Stop it, you two. What did I tell you about fighting?

CARMEN
(sitting down)
Go for the carotid artery.

(Continued)
MOM
I mean about fighting with each other. Don't do it!

Carmen looks down at her plate.

CARMEN
Feeling alright, Mom?

Mom realizes she absentmindedly set the bacon into frowns.

MOM
Oh. Sorry.

She turns the bacon up. Beaming.

CLOSE ON Carmen, taking in a bite of pancake drenched in syrup. Mom sits beside them sipping coffee, reading a digital newspaper. She eyes the children.

MOM (CONT'D)
Children? I have something important I need to ask you... *

The kids eat greedily. Mom's struggling with the BIG question. Just when we think she's going to ask it...

MOM (CONT'D)
What ingredients did I put in pancakes today? Can you tell?

Juni chews slowly, swishing pancakes around in his mouth. Carmen stabs a piece and swishes it.

CARMEN
Pecans.

JUNI
(another bite)
Nope. Walnuts.

MOM
It is walnuts. (reading her digital newspaper)
What else?

INT. CORTEZ HACIENDA-FOYER - MORNING

Dad is in the Foyer, getting a fax from Felix who's on the line. It's a picture of one of his agent buddies. MISSING.

DAD
When did this happen, Felix?

(CONTINUED)
The kids run past and get in the car.

DAD (CONT’D)
I don’t know what they’re going to do about it. I’ll call you later.

23 EXT. CORTEZ HACIENDA - MORNING
Dad hands the fax to Mom as they get in the car.

MOM
Donnagon?

DAD
He’s missing.

MOM
Is this what you were hiding from me last night?

DAD
Didn’t want to worry you.

Mom studies the picture as they drive away.

24 INT. DAD’S CAR-ON THE ROAD - DAY
Mom, Dad and the kids drive to school. Juni turns on the TV built into the backseat. He flips past various shows featuring EXOTIC LOCALES and FEMALE HEROES.

CARMEN
Wait! There! That one! Stop! Go back!

25 INT. FLOOP’S STUDIO
He lands on images of a giant RAINBOW SLIDE in the sky come on. Some bizarro-looking creatures (FOOGLIES), are riding it and SINGING a wordless tune.

26 INT. DAD’S CAR-ON THE ROAD
JUNI
Floop’s FOoglies is on.

Dad lowers his rear view mirror and spots Juni pulling out Floop FOoogle action dolls from his backpack.

27 INT. FLOOP’S STUDIO
ON TELEVISION, the rainbow slide ends, and the FOoglies go falling off-screen.

(CONTINUED)
On a cloud sits a slim, colorfully-dressed kids' TV show host, FEGAN FLOOP. The FOoglies return to surround him.

FLOOP
So always remember, whatever you do, believe in yourself, your dreams will come true. For you. And you. And you...

28 INT. DAD'S CAR-ON THE ROAD

Dad clicks the TV off from the front. What little spirit Juni has is crushed.

DAD
Juni, why do you watch that show?

JUNI
Because it's cool. Why?

DAD
Because that's all you ever do. Play it's video games, watch it's tapes. You don't know why?

Juni shakes his head. Dad reaches back and takes a drawing from Juni.

CARMEN
What's that supposed to be? A self-portrait?

JUNI
(in Carmen's voice)
What's that supposed to be? A self-portrait?

CARMEN
Mom! He's mimicking me!

JUNI
Mom! He's mimicking me!

MOM
Carmen, leave your brother alone. Juni, stop talking like your sister.

Dad shows the drawing to Mom, as if saying "SEE?".

DAD
It's hideous.

MOM
Well... talk to him.

(CONTINUED)
JUNI
It’s a FOoglie idea. I designed it myself.

Dad ponders. Puts the drawing in his jacket.

DAD
(resigning)
You can watch your show. For now...

CARMEN
Oh brother...

Juni turns it back on. Glued to the tube. Mom is prodding Dad. He prods her back. They’re having a silent struggle.

29-1 INT. FLOOR’S STUDIO - DAY

FLOOR
Today we have a new character. We found him snooping around our castle last night. But he’s a little lamb!

29-2 INT. DAD’S CAR-ON THE ROAD

Dad clicks on a second monitor on the dash.

FLOOR
I’d like you all to meet DONNAMIGHT.

The TV camera ZOOMS IN on the new character.

Dad re-examines the faxed foto of DONNAGON. If Donnagon had been put through a genetic blender he might look like DONNAMIGHT, a hulking mass of distorted purple and yellow tissue.

FLOOR (CONT’D)
Come forth FOoglies. Show Donnamight that a good little FOoglie doesn’t snoop. He explores, but he never, ever snoops.

Dad looks to Mom who also sees the resemblance.

JUNI
Dad, when Floop makes a toy out of that one, I want it!

Dad looks again at the TOY FOOGLIE that Juni has in his hand. The camera ZOOMS IN slowly on Dad’s eyes as his rear-view mirror slowly ZOOMS IN on the doll. Then... SCREECH!
30-1 EXT. SCHOOL - DAY

Dad slams on the brakes. An elderly woman with a school crossing sign stands perplexed in front of him. School children walk in front of his now stopped vehicle.

MOM
We’re here.

30-2 INT. DAD’S CAR - DAY

The kids gather their bags.

DAD
Hey, miyo. Anybody gives you a hard time in there, remember... you’re a Cortez.

JUNI
What’s so special about being a Cortez?

Dad turns but Juni is already gone. Door slams shut.

DAD
Lots of things.

Mom rolls down a window, trying to catch Carmen before she runs off--

MOM
Wait a sec, Carmen. Listen. I know sometimes school seems hard, or boring. BUT the things you learn today come back to benefit you when--

CARMEN
Yeah, Mom, whatever, gotta go--

Mom and Dad sit defeated. Dad checks his side view mirror and watches Juni shuffle toward school getting SHOVED by a BRAT, who laughs to his friends:

THE BRAT
Hey, it's The Mummy! Nice looking bandages, Mummy!

The car door opens and DAD steps out, walking behind Juni and the BRAT. Brat turns around. Cortez stops.

THE BRAT (CONT’D)
(waving)
Bye Dad!

The Brat’s FATHER is behind Cortez.

(CONTINUED)
BRAT'S FATHER
Have a good day, son. Don't take any crap from anyone.

Cortez walks over to Brat's Dad. Brat's Father stares daggers through the smaller Cortez.

BRAT'S FATHER (CONT'D)
Can I help you with something, macho?

Cortez's eyes narrow. He steps forward. The Brat's Father lays a firm hand on Cortez's shoulder. Tries to, anyway.

31  EXT. SERIES OF QUICK SHOTS - DAY

Cortez grabs Brat's Father's hand and twists it around until he's facing the other way. Cortez swings around, FLINGING Brat's Father through a classroom window. All the STUDENTS out front CHEER. Juni looks at his Floop toys, drops them. Runs for Cortez who has his arms outstretched to his son. A wonderful moment that SLOWS to a triumphant crawl when...

32  EXT. SCHOOL-CUT BACK TO SCENE - DAY

BRAT'S FATHER
I said, can I help you with something there, chief?

Cortez snaps back to reality.

MOM
Gregorio...

She nods toward the school. Juni is by the entrance, watching. Cortez backs down. Juni lowers his head, shuffles away. Mom and Dad get back in car.

MOM (CONT'D)
No more secrets. Soon. Deal?

Dad checks the rearview. Juni gets picked on even more now.

DAD
Soon. Definitely soon.

33  EXT. SCHOOL-HALLWAY - DAY

KIDS scamper. Carmen walks a hall with her friend LETICIA.

CARMEN
I even have to share a room with him cause he's afraid of being alone.

(MORE)

(CONTINUED)
CARMEN (CONT'D)
Watch out for Juni, take care of Juni, show Juni right from wrong. I shouldn’t be responsible for anybody but ME.

LETICIA
You’re so right, Carmen.

Carmen passes right by Juni, sitting on a hallway bench. He fishes an action figure out of his backpack.

JUNI
What’s so special about being a Cortez.

The action figure is a 5″ tall FLOOP.

JUNI (CONT’D)
I wish I could go away to YOUR world, Floop. You’d be my friend.

EXT. FLOOP’S CASTLE - DAY

Our vantage SKIMMING above the water, rushing toward a rocky island outcrop, with a strange and ominous CASTLE KEEP, as if fashioned out of dark and dripping sand. We FLY UP to the warped window where...

INT. FLOOP’S CASTLE-GRAND ROOM - DAY

...TV host and technology developer MR. FLOOP stands, looking out at his view of the world. Floop’s right hand, MINION, stands nearby, admiring the power LISP carries. Minion wears thick COKE BOTTLE glasses.

MR. LISP: a powerful, impatient, uncreative man, at wits end, addressing a gathered group of financiers/assorted bad guys.

LISP
I thank you all for attending today’s demonstration. Year after year we pay outrageous sums of money to several inventors to come up with our technologies. Mr. Floop is one such visionary.

Floop wears a SINGLE BLACK GLOVE, he plays nervously with a ball of STRANGE CLAY.

LISP (CONT’D)
But his inventions are sometimes questionable, frivolous, costly. And therefore need to be evaluated. You promised us an army, Mr. Floop.

(MORE)

(CONTINUED)
LISP (CONT'D)
An army we could use to infiltrate the
OSS and take back what is ours. But our
first billion, bought us only this:

Lisp parades to Donnamight and other FOoglies around.

LISP (CONT'D)
Mutated secret agents. What happened?

FLOOP
The mutation process and brain wipe
turned their minds to mush. I have found
little use for them except as novelties
on my... well, on my children's show.

LISP
Where undoubtedly another billion of our
hard earned dollars met it's fate.

FLOOP
It's turned an amazing profit, what with
video games, toys and merchandizing.

LISP
Small change. Not interested. And just
what the devil are these... 'Fingermen.'

Lisp points to a hulking figure, dressed in black.

FLOOP
They're called "Thumb Thumbs." Very
capable robots, but when I tried adding
my own hand of creation into the process,
they became-

Lisp tosses a book to the Thumb Thumb. Thumb Thumb drops it.

LISP
All thumbs. Useless! Why's he covered
up?

FLOOP
He's shy.

Audience patience grows thin. Minion motions to Floop to
straighten up and be strong. Floop takes the stage.

FLOOP (CONT'D)
Although discouraged by these past
failures, your generous funding has aided
me in creating the breakthrough in
espionage and counterintelligence you
have all been searching for.

(CONTINUED)
He motions to the murmuring audience.

FLOOP (CONT'D)
And the very reason I called you all here today. Please, a volunteer. Someone big.

Excited murmuring.

FLOOP (CONT'D)
I guess that means you, Mr. Lisp. Through that door, an awesome power will emerge. You will have but a moment to disarm it.

He turns Mr. Lisp slightly.

FLOOP (CONT'D)
In exactly ten seconds.

Floop backs away. Then backs away some more. So do the other spectators. Mr. Lisp stares at the door. He gets into position. Suspense.

FLOOP (CONT'D)
7, 5, 3, 1.

The door BURSTS open as a FAIR HAIRIED CHILD sprints out with a staff. Lisp immediately begins to lower his stance.

LISP
Johnny...

The kid vaults over Lisp, then lands knocking Lisp's feet out from under him. The kid holds the staff to Lisp's throat.

FLOOP
You hesitated.

LISP
I had to. He's my son.

Floop smiles. Victory at last.

FLOOP
Are you sure?

Mr. Lisp examines more closely. "Johnny" has electric eyes.

FLOOP (CONT'D)
Actually he's my son. I mean, I designed him, I built him. His name is -

(MORE)

(CONTINUED)
FLOOP (CONT’D)
(reading nametag on back of neck)
X-52495, the second.

LISP
(getting up)
This is your big idea? This is what we’ve invested in? Robot kids that look like my children?

FLOOP
Oh, they won’t all look like this.

Lisp is flipped expertly, landing again with a THUD. The one responsible is A ROBOTIC GIRL. This is Y-63985. Lisp double takes, recognizing her.

LISP
The President’s daughter?

FLOOP
An almost exact replica. You see, Mr. Lisp, sometimes in order to think big you have to think small. After all, who would ever suspect... a child?

Scattered Laughter.

FLOOP (CONT’D)
Through physio-electrical imaging, I can make them look like anyone. Imagine replacing the children of the richest most powerful families. Where they can drain bank accounts, steal trade secrets.

X-5 Robot hands Mr. Lisp’s wallet to Floop.

FLOOP (CONT’D)
(Thank you) The strength of an army, yet the cunning and intelligence of the greatest espionage agents... all rolled into tiny packages I call SPY KIDS.

Floop pulls out the cash and tosses him the empty wallet.

LISP
Tell me, Spy Kid, with your vast stores of knowledge, what are four of the five physiological indications that a human being is lying?

ROBOT LISP’S SON

(CONTINUED)
FLOOR
They’re not finished. Missing a crucial element.

LISP
What?

FLOOR
Their brains.

LISP
These buckets of bolts will never pass as CHILDREN! We have a schedule to keep, Floop! A window of opportunity that is closing! FAST!

Floop wipes his brow with Lisp’s money.

LISP (CONT’D)
We will be back to pick up our army in 2 DAYS, or I’ll take whatever you DO have, cut our losses and lay your entire silly empire waste. No more TIME.

Lisp snatches the wax from Floop, crushing it in his hand.

FLOOR
Help Mr. Lisp to his feet, children.

X5 and Y6 grab the protesting Lisp roughly. Minion rushes to Floop’s side.

MINION
That was brilliant, sir.

We see the children in the background tossing Lisp into his constituents. The others back away from the terrorizing toots.

FLOOR
Thank you, Minion. Now all I have to do is make them work for real.

INT. CORTEZ HACIENDA—THROUGH THE HOUSE—LATE AFTERNOON
Dad storms through the house, searching, preparing.

MOM
You’re going where?

DAD
On assignment. Several OSS agents are missing. Including Donnagon.
(MORE)
DAD (CONT'D)
No ransom, no demands. They just
disappeared. OSS has got a lead on them,
they want me to follow it.

Dad tears through chests of drawers.

MOM
You can't be serious.

DAD
Where are my global positioning
cufflinks?

MOM
After 9 years you're accepting an
assignment? Why?

DAD
In a word? Devlin.

MOM
Devlin himself called?

DAD
He called, asked me to go in.

MOM
Well. I'm going with you.

Dad lifts a metal SPHERE off his desk. A paperweight.

DAD
Ingrid, you're always looking to go on
another mission. We have children now.
Responsibilities. We can't both leave.

She nears him, pleading.

MOM
I want to go on an adventure, I want to
save the world.

DAD
Again? Honey, it's old. If it wasn't
for Donnagon and the other agents I would
be turning this mission down myself.

MOM
You're gonna turn me down? Spy boy?

She pours on the sexy double agent charm. The Sphere
RELEASES several SPIKES. Startled, Dad resets it. Places it
gingerly in his jacket pocket. They're getting close to each
other. About to climb on the table, when...

(CONTINUED)
DAD
What about the children?

CUT TO:

37 INT. KITCHEN/BREAKFAST ROOM - LATE AFTERNOON

The kitchen door opens and FELIX CORTEZ stands in the doorway with bags of groceries.

CARMEN/JUNI
UNCLE FELIX!

FELIX
Hey, churros. Take the bags, eh? Last time I saw you two, you were THIS tall.

He holds his hand up high. The kids take the bags from him.

FELIX (CONT'D)
You're shrinking.

MOM
Thanks for coming in on short notice, Felix.

FELIX
Hey, that's what family's for, right? That's what I hear anyway.

Felix winks.

MOM
We shouldn't be gone more than a day or two.

FELIX
Hey, take a week.

CARMEN
Where are you going?

Juni looks at Mom as well. Even Felix can't help but stare, wondering what she'll say. Mom hugs them both, swelling with emotion.

MOM
I have something I need to tell you...

Felix steps back a bit as Mom struggles. Too much.

MOM (CONT'D)
Your aunt... is sick. She's... very ill.

(CONTINUED)
CARMEN

Oh.

(beat)

We have an aunt?

MOM

Well. Yes. Your Aunt...

FELIX

Gradenko.

MOM

Gradenko. Poor Aunt Gradenko.

JUNI

(to Felix)

Can we stay up late again watching movies and eating caramel popcorn?

FELIX

Check the top bag.

Juni pulls out caramel popcorn boxes.

JUNI

Bingo.

FELIX

Hey, who's your uncle?

JUNI/CARMEN

YOU ARE!

Felix waves at Mom, who slowly backs out of the room.

INT. CORTEZ GARAGE - DUSK

Dad, preparing the car, glimpses a black cat suit in his side view mirror. He stands abruptly to the sight of MOM, decked out in her best spy outfit. Stunning. He removes his glasses and pastes on his old FAKE MOUSTACHE. She smiles.

MOM

Do I know you?

Dad stands away from his car and clicks his keys. The door swings open on it's own. Mom gets in.

MOM (CONT'D)

This all seems...

DAD

Like old times?

(CONTINUED)
MOM
More like half baked.

DAD
Find missing agents. What's half baked about that?

Mom is having a hard time hiding her building enthusiasm.

MOM
Can't believe we're doing this.

DAD
Neither can I.

The car screams out the driveway CRUSHING Juni's BIG WHEEL.

MOM
Half baked.

DAD
I'll buy him a new one when we get back.

They blaze down the street, spitting out big wheel pieces.

INT. PARENTS CAR - DUSK

Mom and Dad blaze down a road. From the outside it looks like a normal couple driving a car. But INSIDE is a complete Multi Media Office on Wheels. Mom examines information using SPY NET on one screen, cross-references missing agents on another while talking on speaker phone to headquarters. One screen has the evening news.

Mom sings to herself.

MOM
S414 to Santa Cecilia, over... Agents Ingrid and Gregorio Cortez, en route.

Dad looks in the rear view. A face appears. MS. GRADENKO.

GRADENKO
Well. It's good to hear those names again.

DAD
Good evening, Ms. Gradenko.

GRADENKO
Welcome back, Greg.

Mom turns the mirror to herself.

(CONTINUED)
GRADENKO (CONT'D)
(an envious trace)
And... Mrs. Cortez.

MOM
Updates.

GRADENKO
Being loaded into your central, now.

DAD
Scan the area.

Mom hits the scanner and gives it an eye sweep. A car in front of them is going slow.

MOM
Clear. Except for the slow guy in front.

DAD
Sunday drivers.

Mom braces herself.

40 EXT. OCEAN
They drive off the roadside and sail into the ocean below.

41 INT. SUB-UNDERWATER - EVENING
Once under water, the car transforms into a sub.

MOM
He'll be reporting an accident right about now. I'll intercept the call...

GRADENKO
Devlin asked me to give you a message.

DAD
Which is?

GRADENKO
Welcome back.

Mom clasps Dad's hand. Dad seems a little uneasy.

MOM
Tell Devlin it's good to be back.

The Car navigates the beautiful, vast underwater world.
INT. SUB-UNDERWATER - EARLY MORNING

The Car rises between a huge crevice to receive signals. Mom picks up the phone.

MOM
Why don’t we call them. They’ll be getting up for school soon. They should know what we’re up to...

Dad hangs up the phone.

DAD
It’ll just worry them unnecessarily.

Mom smiles faintly. Dad takes Juni’s DRAWING. Examines it.

MOM
Our first time out in nearly a decade and all we can talk about are the children.

Dad puts the drawing in his JACKET. Gradenko appears.

DAD
Ten kilometers out, depth at twelve fathoms. When should we expect the rendezvous?

GRADENKO
You’ll see OSS escort agents in...
(a burst of STATIC)
Watch for sonar code delta-bravo-bravo...

The IMAGE suddenly hits interference.

DAD
Repeat rendezvous point, over.

Dad scans different frequencies, but Gradenko’s disappeared. In her place, an image of a day-glo AQUARIUM fills the screen, with discordant CARNIVAL MUSIC.

VOICE
Believe in yourself, and your dreams will come true.

MOM
We’re picking up... a TV satellite?

VOICE
For you, and you, and YOU: Gregorio and Ingrid Cortez.
SUDDENLY, ON SCREEN –

 Floop rises into view, arms folded.

 DAD
 Where do I know him from?

 FLOOP
 Thank you for tuning in. I believe you
 have something that I want.

 MOM
 We’ve got a follower.

 A small vehicle speeds behind them. Dad hits the gas. They
 fly forward through crevices and overhangs.

 Floop SINGS a HYPNOTIC ARIA, creepy, diabolical as the colors
 of his show grow DARKER and more DERANGED.

 They’ve been chased right into the clutches of a larger ship,
 a massive ten-story SUBMARINE, facing down the tiny
 Spymobile. A huge “F” emblazoned on its ominous bow. And
 this time, there will be no escape.

 DAD
 They got us.

 BLINDING LIGHT streams through their windshield!

 INT. CORTEZ HACIENDA-KITCHEN/BREAKFAST ROOM/STUDY – MORNING

 Juni is drawing weird trees. Carmen’s eating THUMB THUMB
 CEREAL. Both dressed in their school uniforms. Felix is in
 the adjoining study, asleep, having been watching TV all
 night. His TV suddenly flashes RED ALERT.

 CARMEN
 Trees are green, Juni.

 JUNI
 Not always.

 CARMEN
 Sure, not the ones from your planet...

 SNAP. The pen tip breaks off.

 JUNI
 Sorry.

 CARMEN
 Told ya you’d break my marker.

 (CONTINUED)
She tosses food at him. An alarm goes off.

Felix nods awake and sees the giant RED ALERT on the TV.
Juni notices a RED ALERT on the microwave near him.

CARMEN (CONT’D)
What did you do?

Felix checks his watch: RED ALERT. The clock beside him.
Same thing. Felix uses the remote to un-MUTE the TV. The
same shrieking alarm sound blares through the TV speakers.

FELIX
Oh my God!

JUNI
Is this a fire drill?

CARMEN
Oh great. When was the last time we did
a fire drill? I was like... 5.

Felix SKIDS to the table with a backpack on. He carries two
backpacks for the kids and drops them on the table.

FELIX
Put these on. Quickly, there’s no time
to...

The alarm and TV SIGNAL cut OFF. The TV displays the outdoor
surveillance cameras. Cars pull up. We hear a helicopter.

FELIX (CONT’D)
Follow me.

INT. CORTEZ HACIENDA-HALLWAY

They jog down the hallway with their gear.

FELIX
There’s a lot for you to know, and little
time to explain.

CARMEN
Uncle Felix!

FELIX
The first of which is...
(removes moustache)
I’m not your Uncle.

Carmen stops.
FELIX (CONT’D)
Listen to me. Your parents are international spies. Good ones. They’ve been mostly inactive for the past 9 years.

CARMEN
What are you talking about?

FELIX
I was assigned to protect your family. But something’s gone wrong. I have to take you to the safehouse.

CARMEN
A safe what? Why?

FELIX
Because whoever’s responsible is coming for you next.

He tosses books from a bookcase, revealing a small safe door. He starts opening it with a combination across his watch.

CARMEN
(still processing)
My parents can’t be spies. They’re not cool enough to be spies.

The little safe opens, revealing a DOORKNOB. When the doorknob turns the whole BOOKSHELF opens like a door.

JUNI
That’s cool.

Felix pushes them into the dark hallway.

The hallway lights up once the door has been closed behind them.

CARMEN
How are they getting back?

FELIX
They’re not. I’ll have to go for them myself.

CLOSE ON a LOCATING DEVICE in Felix’s hands.

FELIX (CONT’D)
According to the coordinates on my locating device – they’re either being taken to Asia.

(MORE)
44 CONTINUED: (2)

FELIX (CONT’D)
(turns it sideways)
Or South America.

45 INT. CORTEZ HACIENDA-HALLWAY-POD BAY

At the end of the hallway is a closet door. He opens it.

FELIX
Wait in there. I’ll be right back!

He drops the locating device into his satchel and puts it outside the closet. Juni straps his satchel on. The weight of it takes him to the ground. His arms and feet point up.

CARMEN
And if you’re not?

FELIX
(running)
Push the blue button to seal the door, then hit the green button to go.

Felix dashes out the bookcase, closing it behind him.

JUNI
Is this a joke?

CARMEN
I don’t think so.

Juni grabs Carmen’s hand to pull himself up. She pulls away.

CARMEN (CONT’D)
Get your warts off me.

46 INT. CORTEZ HACIENDA-STUDY

Felix pastes his moustache back on as he rifles through the study. He mumbles to himself in spytalk: “Bitmaps...”

A SHAPE BREAKS a nearby window. Four more windows break inward. Felix fumbles around.

47 INT. CORTEZ HACIENDA-POD BAY

The children wait in the closet anxiously. They hear distant yelling, roaring copters and glass breaking.

Juni pushes some of the clothes aside.

JUNI
Carmen, look.

(CONTINUED)
On the other side of the clothes is a POD. Carmen enters.

A monitor lights up. They can see that Felix is surrounded.

JUNI (CONT'D)
Look out, Felix!

Felix dispatches the Shapes quickly and efficiently. The kids cheer him on from the Pod. Felix runs up to the camera.

FELIX
You’ll have to go to the safehouse without me! Go NOW.

The door behind Felix bursts open.

FELIX (CONT'D)
Find the OSS. Tell them the THIRD BRAIN lives! You’re our only hope! You must find your parents before...

The screen turns to STATIC as he’s overtaken by Shapes.

CARMEN
Press the blue and green buttons.

JUNI
We can’t leave Felix behind.

The BOOKCASE to the tunnel CRASHES OPEN. Several black clad Shapes RACE DOWN THE TUNNEL towards them.

CARMEN
Yes we can! Blue to close, then Green to go! Quick!

Juni searches for the buttons as Carmen leaps outside to grab Felix’s satchel. The LOCATOR DEVICE falls out. She grabs it and dives back into the closet.

Juni sees a flashing GREEN light.

JUNI
Green button! Here it is!

He pushes the GREEN button. Carmen tears through the clothes.

CARMEN
No! Blue button first!
INT. POD

The pod SHOOTS OFF like a ROCKET. One black-clad Shape LEAPS into the pod as it blasts through the launching tunnel.

CARMEN
You never do ANYTHING right, Juni! Blue then green! We gotta seal the door!

JUNI
I can’t find the BLUE.

The Shape claws his way in. Carmen sees the BLUE BUTTON near the hand of the Shape. She lets go of her hold, slides down and kicks the button with one foot and the Shape’s hand with the other. The Shape somersaults out.

CARMEN
Hang on!

EXT. CLIFF-POD IN AIR - DAY

The Pod BURSTS out the end of the tunnel, and out the side of the cliff. The POD is AIRBORNE, landing HARD on the water.

EXT. OCEAN-POD ON WATER - DAY

The Pod FLOATS! Behind them near a cove are more SHAPES manning speed boats. The Pod REVVS UP, churning the water around it as it pushes off with awesome force. The Shapes in the speed boats give chase. The top window to the Pod opens as if it were a sun roof of a car. The kids peer out.

JUNI
What are you doing?

CARMEN
Nothing! It’s driving itself.

The boats are gaining.

JUNI
They’re catching up!

Juni grabs the wheel.

CARMEN
Don’t touch anything!

COMPUTER VOICE (V.O.)
Manual override engaged.

(CONTINUED)
They rock back and forth and almost hit a FISHING BOAT. Carmen pushes Juni out of the way and takes control.

CARMEN
You idiot, you switched it to manual!

EXT. OCEAN-POD ON WATER - DAY

They do a 360 and they LEAP FROG OVER the same FISHING BOAT. The speed boats then CRASH THROUGH the FISHING BOAT.

CARMEN
It was programmed to take us to the safehouse!

He slaps her arm. She swats the back of his head.

JUNI
How do you put it back?

CARMEN
Back to what?

JUNI
Autopilot!

COMPUTER VOICE (V.O.)
Autopilot re-engaged.

Pod suddenly SPEEDS UP heading STRAIGHT FOR AN ISLAND REEF.

JUNI
It’s doing this on PURPOSE?

As they get closer to the island, the doors to the Pod close.

CARMEN
Duck, stupid.

She shoves him inside. The lid closes over their heads as the Pod slips under water.

The Shapes abandon ship as they CRASH into the island.

INT. POD-UNDERWATER TUNNEL - DAY

Underwater, we see the Pod blasting through a natural UNDERWATER TUNNEL in the island reef. They get away.

JUNI
Well, that was intense.
CONTINUED:

A digital map shows their destination and distance. A warm, soothing light pulses as the computer speaks.

COMPUTER VOICE (V.O.)
Welcome, to the N-I-X SuperGuppy.

The Pod pilots itself through the murky waters.

EXT. FLOOP’S CASTLE - MORNING

High security transfer from SUB to Floop’s CASTLE. Mom and Dad are heavily bound. Looks like they’ve put up quite a struggle. They are surrounded by SHAPES, taking them up an underwater elevator made of clear tubing. Fish swirl around them. Mom eyes the masked Shapes that are stripping them of their possessions, including a folded up piece of paper: Juni’s drawing. They toss it amongst the other belongings.

MOM
Why don’t you guys lose the grim reaper masks. We’re all friends here.

The SHAPES take off their masks. They’re THUMBS.

MOM (CONT’D)
Never mind.

INT. FLOOP’S CASTLE-DUNGEON HALLWAY - MORNING

Mom and Dad are lead down a long hallway, flanked by Thumb Thumbs. They pass a few cages holding the FOoglie characters from Floop’s TV show. Dad slows down when he sees DONNAMIGHT pacing his cell. But the Thumb Thumbs push him ahead. A CERAMIC EYE inset in the wall tracks them as they pass.

INT. FLOOP’S CASTLE-CONTROL ROOM - MORNING

Floop is sitting in his MONITOR CONSOLE. He and Minion watch Mom and Dad transferred into their dungeon cell on the monitors.

FLOOP
He’s too dangerous to trust. I doubt he’ll even cooperate.

Floop is sculpting something in wax.

MINION
Probably not at first. It’s interesting, Cortez is the only agent I know of that never had a weakness. But times change. And now, he has three.

(CONTINUED)
The monitor shows a CLOSEUP of Dad. Floop holds up the wax. He has sculpted Dad’s face exactly.

MINION (CONT’D)
You’re an absolute genius, have I told you that, sir?

FLOOP
(nods politely)
Many times, Minion. Many times.

56-1 INT. POD-UNDERWATER - MORNING

The Pod cuts through the murky waters.

Juni pushes a button on his console.

CARMEN
Don’t touch anything!

Too late. The front of the Pod suddenly SLIDES open, revealing a huge GLASS VIEWING DOME. They see the ocean laid out before them. Beautiful. Stunning. The children gaze at the FISH bumping into their window as they cut through.

CARMEN (CONT’D)
Juni, close your eyes.

He covers them. Then asks:

JUNI
Why?

CARMEN
Just keep ‘em shut, alright?

The Pod cuts past a sunken NAVY BOAT. What we see coming right past view port are 30 hungry SHARKS. All circling the sunken ship. The Pod cuts through them. Once they’re past...

CARMEN (CONT’D)
Okay, you can open them.

JUNI
Thanks.

CARMEN
I just don’t want you crying all over me.

Carmen presses a button on her console that says PLAY. A video message of DAD appears on an overhead monitor.
56-2 INT. PARENT'S BEDROOM

Mom and Dad record a video.

DAD
Hello children. If you're watching this, it means that something has happened to your mother, myself, or to both of us. See, life is full of choices... and sometimes things end up going unsaid... what we're trying to say is...

Mom joins Dad onscreen.

MOM
We are secret agents of the OSS. We once lived lives of danger, and if you're watching this, it means that danger has returned.

JUNI
(leaning into Carmen)
No kidding.

MOM
Do as Felix asks. Felix is there to help you, and with his help, hopefully soon we'll be together again.

DAD
Don't be afraid, Juni. And Carmen... you're responsible for your brother now.

CARMEN
Oh great.

DAD
We're counting on you. See you soon.

Mom reaches her fist toward camera, and so does Dad, as they turn their silver WEDDING BANDS around to reveal "O.S.S." emblazoned on the other side. Their hands clasp.

56-3 INT. POD - DAY

Juni stays watching the now blank screen.

JUNI
We're never gonna see them again, are we?

Carmen puts her head back against the seat.
56-4 INT. POD - DAY

DISOLVING IMAGES show the passing of time during the journey. The kids taking a nap. Waking, using the microwave.

57-1 EXT. OCEAN-SAFEHOUSE - DAY

The Pod slowly begins to rise, breaking surface. It skims towards a shack isolated on a foliage-covered island.

57-2 INT. POD - DAY

CARMEN
That’s a safehouse?

JUNI
Doesn’t look very safe.

COMPUTER VOICE (V.O.)
Sanctuary is clear for Arrival.

58 EXT. SAFEHOUSE ISLAND - DAY

The Pod Craft breaks the waves, emerging before a small island, with rock formations and sparse vegetation. There’s a tin-and-wood SHACK against the side of the slope.

59 EXT. SAFEHOUSE - DAY

They step to the door, which has no hinges or knobs. And are suddenly startled by--

MECHANIZED VOICE (V.O.)
Name.

CARMEN
Carmen Cortez.

MECHANIZED VOICE (V.O.)
Your full name.

CARMEN
Carmen Elizabeth Cortez.

MECHANIZED VOICE (V.O.)
Your FULL NAME.

She exchanges looks with Juni.

CARMEN
I don’t use my FULL name. It’s too long.

(CONTINUED)
MECHANIZED VOICE (V.O.)
Your full name, please.

Carmen sighs. Here it goes.

CARMEN
Carmen Elizabeth Juanita Echo Sky Brava Cortez. Happy?

The door unseals itself. Carmen and Juni enter and walk into the main room of the safehouse.

INT. SAFEHOUSE - DAY

CARMEN
(insulted)
My name is a passcode...

As LIGHTS come on to reveal the space: a high-tech command center, built beneath the mountain. Comm equipment, storage lockers and metal cabinets. Beyond is a TUNNEL SHAFT accessing a natural volcanic cavern. The kids are stunned.

CARMEN (CONT’D)
I get the big bed.

Carmen begins EXPLORING. Juni examines a DROID looking shape on a table. He pulls a cover off a stack near it, unveiling 8 other little DROIDS. Across the Droids’ midsection, etched in the metal, is a name: MACHETE BuddyPackTM.

Carmen opens up the cupboards. No food. The fridge. Nothing.

CARMEN (CONT’D)
How safe is a safehouse if there’s nothing to eat?

She closes the door. Hears a shifting sound from within. She re-opens the doors of the cupboard. IT’S FULL OF FOOD. She grabs a red and yellow freeze dry package and tosses it in a REHYDRATOR.

Atop a shelf-pedestal of computer disks is a FAMILY PHOTO. Juni sits cross-legged in front of it. He reaches into his pocket and pulls out a small silver wrapped pack of freeze dry. He eats it like peanut brittle.

Carmen is pouring herself a soft drink from the tap. The Rehydrator beeps. She opens it and pulls out a steaming tray.

Carmen brings over a burger and fries for Juni on a tray.

(CONTINUED)
CARMEN (CONT'D)
Check it out. Mickey D's.

Juni doesn't respond.

CARMEN (CONT'D)
Thank you, Carmen!

She notices he's fixated on the photo. Carmen sits beside him.

CARMEN (CONT'D)
We'll see them again. Just like they said.

JUNI
Oh, so this time we're supposed to believe them?

Carmen stares at the photo herself. Then turns it FACE-DOWN.

INT. FLOOR'S CASTLE-DUNGEON - DAY

Mom and Dad. Bound to a strange looping chair, forced to face away from one another.

MOM
Don't be worrying about the children...

DAD
They're still in diapers.

MOM
Only one wears diapers, and only at night. No big deal.

DAD
This is why I never wanted to go on another mission.

MOM
You're blaming me for that? An hour ago you were happy to be back in the game!

DAD
An hour ago I was not a prisoner of war!

MOM
So we're rusty. Look, it's one way to find out who's behind this. If I can just get the right pressure--
Mom is twisting her bound wrists, and finally there’s a CLICK. A RED LASER BEAM shoots out of her fingernail, BURNING through the ropes. The ropes split, Mom leaps up--

MOM (CONT’D)
She’s still got it.

INT. FLOOR’S CASTLE-DUNGEON HALLWAY - MOMENTS LATER

Dad uses a thin metal tool embedded in his mustache to pick the cell’s lock. The door swings open. Mom and Dad peer into the hallway. No guards. Dad walks through the door. Holds his hand out to her. Mom joins him.

They walk through the dungeon. The other cages, once occupied by the FOoglies, are now empty.

DAD
Maybe they realized who we were and gave up.

They cross up a flight of stairs. They enter a long hallway.

INT. FLOOR’S CASTLE-CHASM HALLWAY

Suddenly the floor HUMS beneath their feet and separates down the middle. Revealing a BOTTOMLESS CHASM. Dad and Mom are caught on opposite sides of the retracting floor!

MOM
Remember when we could sense danger a mile away?

DAD
Those were the days.

Dad drops back a bit to get a running start.

MOM
Sweetheart...

Dad bravely LEAPS but the floor opens more. The chasm’s now TWELVE FEET WIDE. IT’S AN IMPOSSIBLE JUMP FOR DAD.

MOM (CONT’D)

NO!

Dad SLAMS down atop the yawning chasm, as if suspended. At first dazed, he raps his knuckles against the “chasm”. It’s solid floor. The pit is an ILLUSION.

DAD
Clever.

(CONTINUED)
They continue on. Cautiously.

MOM
Where are we?

Dad removes his shoe and puts his hand in it. He smashes it through a small porthole sized stained glass window to the outside.

DAD
I’ll take a look.

He pokes his head through.

64 EXT. FLOOR’S CASTLE - DAY

OUTSIDE VIEW of his HEAD peeking out a small window of the castle. The view PULLS BACK to show the scale of the Building and his TINY HEAD in comparison.

MOM
Watch it, dear.

65 INT. FLOOR’S CASTLE-HALLWAY - DAY

Mom pulls him out. Fast. Several spikey security bars SLAM down to seal the window, almost lobbing off Dad’s head.

DAD
Gotta give him points for imagination.

MOM
More than most of our adversaries. Any of them, actually.

Mom and Dad freeze at the rhythmic sound of SNAPPING FINGERS. They jump to a shadowed area and feel around for an open door. They open a SIGNED DOOR and duck inside. We read the sign when the door is closed. VIRTUAL ROOM.

66 INT. FLOOR’S CASTLE-VIRTUAL ROOM - DAY

They close the door behind them, then drop their jaws at the sight ahead. The room is something out of Dr. Seuss’s nightmares. It SPINS AROUND with fantastic UPSIDE DOWN LANDSCAPES and BLINDING COLORS. Mom and Dad try to leave, but the entrance is gone.

They run deeper into the room. The landscape keeps CHANGING, from a WIND SWEPT DESERT to LUSH GARDENS. Now they are running along a CLOUD BANK, with the SUN setting far ahead.

(CONTINUED)
DAD

Very clever. Very...

They stop, realizing they shouldn’t be able to walk on clouds. They can’t. They fall right through.

INT. FLOOP’S CASTLE-GRAND ROOM – DAY

Mom and Dad fall out of a trap door, landing directly onto the banquet table in an appointed room, at which Floop lounges at the head. Floop lazily clicks a stopwatch.

FLOOP

Fifteen minutes to escape. With your reputations, I was expecting something a little more impressive.

(sighs, shakes head)

Finally we can eat.

Mom and Dad blink, understandably stunned.

INT. SAFEHOUSE – DAY

Juni is dressing himself in a black military suit. Carmen is also wearing her jumpsuit. They’ve clearly been rummaging through gadgets, which are laid out all over the table. Taking INVENTORY. Carmen reads from a small back leather book: HOW TO BE A SPY.

CARMEN

How to be a Spy. Author, unknown. A good spy uses...

Juni straps on a watch and inserts an earpiece in his ear. He speaks into the watch.

JUNI

Testing one two...

A loud FEEDBACK shriek is heard. Carmen rips her earplug out.

CARMEN

OUCH! You’re too close! It’s for long distance communication, genius. A good spy uses his head. Got that? First one in the book.

Juni slips sunglasses on. We are in Juni’s POV.

JUNI

Ew, Gross!

(CONTINUED)
CARMEN
What do you see?

JUNI
You.

CARMEN
Very funny. Focus your eyes closer. On the glasses themselves.

The focus shifts from Carmen to something closer than her. She hits a button on the watch. A computer screen comes into focus in the glasses. Juni is won over by the readouts.

JUNI
Whoa! Maps and readouts.

CARMEN
That's the computer screen. It's a database of some kind. Don't move your eyes too much or you'll get a splitting headache.

Carmen finds a photo album with B&W WEDDING PHOTOS.

CARMEN (CONT’D)
The wedding from the story...it was theirs...

Carmen reads another passage from the Spy Book while Juni looks at the album, spotting a photo of Dad with his arm around a mean-looking hombre with the convict's stare. Juni removes the photo and looks at it.

CARMEN (CONT’D)
A good spy never falls in...love. I think. It's been crossed out.

JUNI
They should have told us about this stuff!

CARMEN
Yeah? What about Diego and Renaldo and all your make-believe friends? Shouldn't Mom and Dad know about them?

JUNI
What about all the days you skip school? You want them to know about that?

CARMEN
That's my business.

(CONTINUED)
JUNI

Same here.

CARMEN

Okay then.

They fall silent. A tenuous truce. Juni accidently HANDCUFFS HIMSELF to a metal lunch box. He tries to rip his hand free.

JUNI

Uh. Carmen.

CARMEN

I don’t have the key. Go knock it against something. A good spy has NO FEAR. Sorry Juni, looks like you can’t be a spy.

He hurles the lunch box at the wall. It bounces back and WHACKS AGAINST HIS HEAD. Knocking him out of frame.

CARMEN (CONT’D)

A good spy uses deception in place of force. Okay. A good spy puts himself (herself) in the mind-set of the opponent.

Carmen pulls out Felix’s locator. Blinking lights.

CARMEN (CONT’D)

And that’s exactly what we’ll do. We’ve got communicators, a database, a locating device and an instruction manual. I think it’s up to us. You with me?

Juni crawls back up into frame.

JUNI

With you what?

CARMEN

Find the OSS like Felix said. Then rescue Mom and Dad.

Juni thinks a moment. Woozy.

JUNI

Okay.

CARMEN

Then let’s go.

(CONTINUED)
Carmen rips the photo of Machete and Dad out of the photo album and stuffs it in her pocket. Then...

69-1 INT. SAFEHOUSE - DAY

KNOCK KNOCK KNOCK. Juni and Carmen are quiet.

VOICE FROM OUTSIDE (V.O.)
Carmen? Juni?

Carmen opens the eyehole. We see the face of Ms. Gradenko.

GRADENKO
I'm Ms. Gradenko. We work for your parents.

CARMEN
We?

Juni opens a curtain and sees others. Carmen backs up.

GRADENKO
Oh, I can understand if you don't trust me, you were a baby when we first met.

The door opens up. The kids step back slowly in shock.

GRADENKO (CONT'D)
Remember me now?

JUNI
We're not supposed to let strangers break into our house.

GRADENKO
Right! Sorry. I had a key.
(showing key)
You see? We're all on the same side. We're here to protect you.

Several agents step in and fan out through the safehouse. Carmen notices a silver bracelet on Gradenko's wrist.

CARMEN
My mom has a bracelet like that.

GRADENKO
OSS standard issue. We all have one.

Gradenko leans down to Carmen, who eyes the bracelet.

CARMEN
OSS? You work with my parents?
GRADENKO
Yes. Please listen closely. In the past year, several OSS agents have been taken prisoner. We believe your parents have now been captured as well.

JUNI
By who?

GRADENKO
Well, your father was able to send one last communiqué before he disappeared this morning. It consisted of five letters.

She flashes them the paper that says FLOOP.

GRADENKO (CONT'D)
F-L-O-O-P.

Juni stares shocked at his Floop action figure.

69-2 INT. FLOOP'S CASTLE-CONTROL ROOM - DAY

Minion watches Floop having dinner with the Cortezes on the monitor. Floop sits at one end eating soup with a spoon formed from his strange ball of WAX.

DAD
Your name is Floop.

FLOOP
Ah, you watch my show!

DAD
My son does.

Minion speaks into the handheld mic.

MINION
Carmen and Juni.

70 INT. FLOOP'S CASTLE-GRAND ROOM - DAY

CLOSE ON an EARWIG on Floop.

FLOOP
Does he? Wonderful. But not your daughter? Carmen, isn't it? And Juni?
Your children will be joining us soon.

Floop pours on the bad guy charm.

(CONTINUED)
FLOOP (CONT’D)
Maybe. Hopefully.

Dad makes a slow move out of his chair.

FLOOP (CONT’D)
(suddenly serious)
Careful. I snap my fingers...

Floop does. The THUMB THUMBS that were standing around the perimeter of the room in shadow step forward. Human hands in red jumpsuits.

FLOOP (CONT’D)
And my fingers snap you. At least listen to my proposition.

MOM
Where are the OSS agents you’ve taken?

Floop smiles slightly.

FLOOP
Twelve years ago, they were part of a research team for the OSS. Attempting to manufacture a synthetic intelligence. A compendium of spy knowledge. Research since destroyed. And despite my best efforts to convince them to re-create it... they have refused.

Waves to the Thumbs.

FLOOP (CONT’D)
Send them in.

The Thumb Thumbs part... to reveal the FOOGLIES being prodded into the room by more Thumb Thumbs. Mom and Dad look on in horror to realize who these creatures really are.

FLOOP (CONT’D)
This is the result of refusing Fegan Floop.

MOM
If the OSS destroyed its research, it was for a reason.

FLOOP
Oh, we all have our reasons. (smiles at Dad)
You see, there was someone else on that research team.
He's staring firmly at Dad. Dad stares daggers back. Mom sees the look passing between the two men.

FLOOP (CONT'D)
(best friend mode)
Someone else who could rebuild it. Isn't that right... Cortez?

Dad glances worriedly at Mom, but stays strong.

Floop holds up a sculpture of FELIX. Dad recognizes it. The THUMB THUMBS push a monitor up behind Floop. On the monitor, we see Felix strapped to a TRANSMOGRIFICATION BENCH.

FLOOP (CONT'D)
Will you rebuild the synthetic intelligence for me, Agent Cortez?

DAD
I wouldn't remember how.

Floop talks to one of his black glove finger puppets.

FLOOP
I take that as a definite no, don't you?

GLOVED FINGER
(whispered)
Yes, I do!

Floop clicks a REMOTE HANDSET button, then picks up the clay likeness and presses his thumbs into it, stretching the nose, flattening the brow, twisting the mouth into a closed knot. He makes a rather delightful and curious sculpture instantly.

With a FLASH of light, Felix now resembles the sculpture. Mom and Dad look on in horror.

FLOOP
I think he'll be a best-seller. And just in time for the holiday rush.

DAD
I'll never build anything for you. No matter what kind of monster you make me.

FLOOP
Well what of the monsters I will make... of your children?

Mom reacts as if stung. Now Dad's composure wavers.
FLOOR (CONT'D)
Master agents my foot. You're just a regular married couple now. With children, responsibilities. But shame on me for my lack of leverage. It will soon be corrected. That's all for now, thank you for joining us.

Floopy pushes a button and DAD falls through the chair. Floopy sits in Dad's chair. Mom checks casually under the table, sure that her husband can take care of himself.

FLOOR (CONT'D)
(wife-stealer voice)
I'm not even going to ask for your help.

MOM
And why not?

Floopy prowls over to Mom.

FLOOR
Because you don't know what we're even talking about.
(leaning in)
It's obvious your husband doesn't tell you everything...

Floopy savors her reaction. Then gives her the TRAP DOOR. Floopy explodes. Minion charges into the room.

MINION
What are you doing?!

FLOOR
Let them tear each other apart. Threatening the children would be much more effective if we had the children, wouldn't you say, Minion.

71 INT. SAFEHOUSE - DAY

Floopy's face appears on a screen built into the safehouse. Juni sits by Gradenko. Clearly depressed. Gradenko snaps her fingers at the other agents.

GRADENKO
Milk and Cookies for the children.

JUNI
But you're wrong! Fabulous Floopy would never do that!

(CONTINUED)
OSS FILES of Floop flash onscreen. Juni studies them.

GRADENKO
He's not that fabulous. In fact, he's been up to no good for quite a while.

GRADENKO (CONT'D)
Recognize these?

The faces of some of the show's colorful FOoglies appear.

JUNI
Floop's FOoglies. I've got toy versions.

He pulls out an action figure matching the one onscreen.

GRADENKO
They used to look like this, before he mutated them.

She clicks again, and we see their HUMAN counterparts. Juni looks down at his toy. Sees the resemblance.

JUNI
Is that real?

CARMEN
You mean those mutants are really captured secret agents?

GRADENKO
We're dealing with a genius.

CARMEN
Told you Floop was a freak.

She plays a segment of the show we saw earlier.

GRADENKO
That cute little tuneless song the characters sing? Play it backwards...

She hits reverse. The FOoglies are pleading.

GRADENKO (CONT'D)
A cry for help.

CARMEN
Will Floop do that to Mom and Dad?

GRADENKO
Oh, most definitely. UNLESS he gets something your father helped develop.

(CONTINUED)
Juni grabs a cookie and munches it.

CARMEN
What?

GRADENKO
We don’t know. That’s why we need your help. If there’s anything you can possibly remember - be it something you overheard your parents say at dinner, or on the phone...

CARMEN
(whispered, to herself)
"The Third Brain lives..."

GRADENKO
What?

CARMEN
Felix gave us a message to deliver to the OSS. And here you are.

GRADENKO
Here I am! What’s the message?

CARMEN
“The Third Brain lives.”

GRADENKO
“The Third Brain LIVES?” Are you sure?


GRADENKO (CONT’D)
Carmen, you have now joined the ranks of women spies in the OSS. Brilliant.

Carmen beams at Juni. Juni rolls his eyes and walks off.

GRADENKO (CONT’D)
Now, where would this Third Brain live exactly? Did Felix tell you that?

Juni walks past the Foto of Mom and Dad. He fixes it so it’s standing back up. He walks away to the door. We stay on the FOTO which FLIPS OVER, revealing a tiny STAND holding a tiny electronic BRAIN in it’s crown. No one sees it. Yet.

CARMEN
I don’t think he said.

(CONTINUED)
GRADENKO
(to Agents)
Search the place. It wasn’t at the
house, so it must be here.

EXT. SAFEHOUSE-JUNI’S POV

Juni looks out through the crack of the front door. He sees
SEVERAL SHAPES OUTSIDE STANDING AROUND THE POD. One of the
Shapes pulls something out of the Pod, and the Pod SINKS
UNDERWATER.

INT. SAFEHOUSE

CARMEN
You were at our house?

Gradenko laughs, then turns and sees the BRAIN sitting on
it’s stand. She snaps her fingers. The others are on alert.

Everyone is very quiet. Gradenko puts on a cotton glove and
lifts it gently from it’s crown.

GRADENKO
My God, it exists. It’s so beautiful...

CARMEN
That’s what Floop wants?

JUNI

Gradenko and Carmen turn to Juni, who holds up a WEIRD GADGET
he grabbed from his satchel. The top spins.

JUNI (CONT’D)
She’s working for FLOOP.

Carmen joins Juni. Gradenko hands an agent the BRAIN.

GRADENKO
Fly this to Floop’s Castle immediately.

The other Agents start closing in on Carmen and Juni. Carmen
grabs a similar gadget from the bag and holds it out.

CARMEN
Don’t move.

Gradenko and the Agents react by bursting into laughter.

GRADENKO
Do you even know what those things are?

(CONTINUED)
The weird gadgets and realizes she's probably something completely non-threatening.

CARMEN
I know they're heavy.

The kids throw the various gadgets which smash into bits against the wall, missing their targets. The Agents try to catch the gadgets before they break into pieces.

GRADENKO
That equipment costs millions of dollars!

The Brain AGENT straps on a jet pack.

CARMEN
That Brain's the only thing keeping Mom and Dad from being zapped.

Carmen RUNS atop the Counter and LEAPS over a reaching Agent and OVER the spinning CEILING FAN. She lands in a tumble as the agent with the BRAIN blasts out through the tunnel. Carmen leaps to the BUDDY PACKS and slides one on.

Gradenko speaks into her lapel.

GRADENKO
Send in the Thumbs.

The windows BURST INWARD as several black-clad SHAPES fly into the room. Juni fights over his backpack with Gradenko.

GRADENKO (CONT'D)
Come with us, Juni. Don't you want to see your parents?

Carmen turns to fly, but A SHAPE grabs her ankle. Carmen hits the big ON/OFF switch and blasts away BACKWARDS, singeing the Shape's face mask off, revealing a THUMB.

Carmen disappears out the far tunnel. The other Shapes quickly strap on Buddy Packs. One by One BLASTING AFTER her.

JUNI
Wait for me!

Juni tries to strap on the pack but it FLIES OFF on it's own.

GRADENKO
Capture them both! Oof!

Juni's Buddy Pack SMASHES INTO Gradenko. Juni rushes to get the last pack but a SHAPE takes it.

(CONTINUED)
JUNI
That's mine!

The SHAPE pulls away and leaps to take off but falls straight to the ground with a sputter. The defective pack EXPLODES.

Juni sees that Gradenko has finally defeated the jet pack. Gradenko turns to face Juni, her HAIR ABLAZE. An agent soaks her with soda from the fountain.

INT. SAFEHOUSE-UNDERGROUND TUNNELS

Carmen flies through the underground tunnels ducking away from the Shapes.

The Shapes are in full chase as Carmen comes to a four-way. She sees Shapes coming up every tunnel! Above is a skylight closing, the Agent with the BRAIN having gotten out.

Carmen flies up to the SKYLIGHT as the Shapes crash into each other.

Carmen ROCKETS skyward and SMASHES through the skylight.

EXT. SAFEHOUSE ISLAND - DAY

She SHOOTS into the open sky and sees the Agent with the BRAIN flying towards a distant shore.

A dozen SHAPES on Buddy Pack shoot out after her. The AGENT flees towards a distant shore. Carmen chases after. Her watch com beeps. She answers it.

CARMEN
What.

JUNI
Where did you go?*

CARMEN
I'm right behind him. Where are you?

INT. SAFEHOUSE-TUNNEL

We see several shapes surrounding Juni. Juni takes a few lunch box swings at a Shape. The Lunchbox finally breaks off.

JUNI
I'm toast.

Juni runs down the tunnel.
EXT. SKY/BILLBOARD

CARMEN
(to herself)
Figures.

Carmen flies right underneath the agent. She GRABS the BRAIN. Agent and Carmen lock into a fierce battle, still flying at breakneck speed as they grapple.

The CAMERA SWINGS around to reveal they’re about to crash into a giant billboard for CHANGO SODA. Carmen sees it, grabs the BRAIN while the Agent is distracted and shoots straight up! The Agent CRASHES through the sign, leaving a little hole in it. Carmen lands on the top of the billboard. Suddenly a dozen or so more Shapes crash through. We get a quick visual reference of just how many Shapes were after her by the man-shaped holes left behind.

Carmen’s got the Brain. Blasts off.

OMITTED

OMITTED

INT. SAFEHOUSE-UNDERGROUND TUNNEL - DAY

Juni runs down the tunnel to a dead end. He hears high heels walking towards him. Gradenko steps out of the darkness. Full of cheer. Her hair SINGED and SMOKING. Juni giggles.

GRADENKO
Did you enjoy the cookies?

Juni turns and faces Gradenko, slinking towards him.

JUNI
Very tasty, thank you.

GRADENKO
Better than you think. The tranquilizers we slipped into the cookie batter should render you unconscious any minute.

Juni pulls out a soggy cookie from his pocket.

JUNI
I thought it had nutmeg. Then realized it was something else. So I spit it out.

He throws the cookie at Gradenko. It SPLATTERS her shirt.

(CONTINUED)
JUNI (CONT'D)
Nice try Crocker.

GRADENKO
Oh, well I guess I'll have to administer your medicine another way.

Gradenko raises a SYRINGE filled with GREEN LIQUID.

Juni is pressed up against the wall.

GRADENKO (CONT'D)
You know those shots you get at the doctor's office? This hurts only a little more than those.

Juni speaks into his watch.

JUNI
Carmen get me out of here! Carmen?

Carmen is coming up fast behind Gradenko.

GRADENKO
Sleepy time...

Gradenko LEAPS for Juni just as Carmen snatches him away. Gradenko tackles the ground.

Carmen spins around, the FLAME from the jet pack singeing the rest of Gradenko's hair off.

80 EXT. SAFEHOUSE - SKY

They blast out the skylight and find themselves facing eight recovering Shapes "standing" in mid-air, arms crossed.

81 EXT. COASTLINE - SKY - DAY

Carmen heads for the coastline. They are starting to dip.

JUNI
Don't EVER leave me alone again!

CARMEN
Get a grip, you big baby.
82 EXT. CITY STREETS - DAY

The kids descend through the tightly packed skyscrapers and coastline buildings, navigating sharp turns and dead ends.

JUNI
I'm slipping!

CARMEN
Hang on, butterfingers!

JUNI
I'm not gonna make it.

CARMEN
Oh! There's a sale at UKRESSA!

Carmen turns sharply and they head for a giant UKRESSA, blasting through a door as a shopper leaves.

83 INT. UKRESSA DEPT. STORE - DAY

They're in a clothing department: high ceilings, lots of clothes racks. Carmen grabs a new dress as they fly through. She drops Juni off into a MEN'S FORMAL WEAR RACK.

Carmen rockets into the Women's formal wear and disappears deep inside a clothes rack.

The Shapes burst in, cruising a few feet from the ceiling for a bird's eye view.

Suddenly the CLOTHES RACK blasts across the store, out the door and through the parking lot. The Shapes chase after it.

84-1 EXT. CITY STREETS - DAY

The SHAPES follow the rack of clothes as it maneuvers it's way through busy streets. Cars weave and wreck into each other trying to avoid it. The Rack loses steam and falls over, revealing that the Buddy Pack alone is strapped to one of the poles. The Shapes blast back to Uukressa.

84-2 INT. UKRESSA DEPT. STORE

Back in the store, Carmen pops out of a different rack of clothes dressed to the nines. Juni steps out of a rack, dressed in a new tux. A clerk calls them back in. Carmen steps up with a wad of multicultural cash.

CARMEN
Pick your country, mate.

(CONTINUED)
The clerk pulls out a few big bills. They split.

84-3 EXT. UKRESSA DEPT. STORE

Carmen and Juni step onto a trolley and stand beside a NICELY DRESSED ROMANTIC COUPLE enjoying the view. Carmen lays her head alongside the woman’s arm as several Shapes and Agents enter frame and even look at the trolley as it pulls away. They continue into the store, not noticing the disguise.

WIPE CUT TO:

85 OMITTED
86 OMITTED
87 OMITTED
88 OMITTED
89 OMITTED
90 INT. FLOOR’S STUDIO - DAY

CLOSE on a crudely sewn finger puppet on Floof’s gloved finger. Floof himself is walking along a colorful ESCHER STYLE CUBE that spins above a candy city in a cream-colored sky. He’s surrounded by THUMB THUMBS and FOoglies.

FLOOR
I’m just a little elephant, don’t want to be the monster. I want to run around.
I’m just a little elephant. Don’t want to play with lightening. Just want to say hello...And when no one’s around,
I’ll just stay...mellow.
(whistle interlude)
And when the birds fly round my head, I have to SCREAM to make them stop because after all...I want to make them...laugh.

Botched. Floof waves his arms.

FLOOR (CONT'D)
CUT!!!!
(re: FOoglies)
LOCK 'EM UP!

91-1 INT. FLOOR’S CASTLE-CONTROL ROOM

Floof storms off camera. We PULL BACK, revealing Minion watching this on a monitor in the Control Room. Floof enters in a complete creative FRENZY.

(CONTINUED)
FLOOR
What does it need, Minion?

MINION
I don’t...

FLOOR
My show. It NEEDS something. That THING that will take it to NUMBER ONE. I can FEEL it, but can’t think straight enough to figure it out...

MINION
Floop, you’re spending too much time on this program when you should be more concerned with our grand diabolical plan...

FLOOR
Syndication?

MINION
The army of robot children, sir.

FLOOR
All this HARDWARE is getting in the way of my creative abilities.

Floopy can’t take his eyes off the monitor, staring at his disaster of a show.

FLOOR (CONT’D)
You lost the children again, didn’t you?

MINION
Not only did they escape. They took the THIRD BRAIN with them.

FLOOR
It exists?

MINION
Completely. Cortez lied to us. Once an agent, always an agent.

FLOOR
Send our best Thumbs. I want that Brain.

MINION
Sir, if you want to catch a criminal, you send a criminal. If you want to snare a spy, you send a spy.

(CONTINUED)
FLOOP
Speak English, Minion, I’ve been baking under studio lights.

MINION
If you want to find a child... You send a child.

FLOOP
That’s brilliant, Minion.

MINION
Thank you. Sir.

91-2 EXT. PARK - LATE AFTERNOON

Juni and Carmen sitting in a park. Juni sits on the merry-go-round and pulls out the THIRD BRAIN. He holds it up looking at it closely. Carmen is reading her sunglasses. Information scrolls by. She unplugs it from the locating device.

CARMEN
Some locating device. You can’t figure out where the coordinates point to?

JUNI
Maybe it’s not on a regular map.

She checks the bottom of the device.

CARMEN
Who made this? Machete Products.

She thinks. Juni studies the brain. He’s about to smash it against the jungle gym. Carmen’s hand GRABS his wrist.

CARMEN (CONT’D)
What are you doing? That’s our bargaining chip for getting Mom and Dad back!

JUNI
This is what Floop wants. He’ll get it if he wants it bad enough. I think Mom and Dad would want it destroyed.

CARMEN
How do you know what they want... Until this morning, you didn’t even know who they were. We keep the brain. For now.

(CONTINUED)
JUNI
"A good Spy thinks like his enemy."

CARMEN
Right now, Juni, you ARE the enemy. Leave the Third Brain alone, and give your own brain a rest.

Juni’s hand itches. He looks around the park. Notices Carmen’s bracelet.

JUNI
Why are you still wearing that? That could be a TRACER, they could be tracking us, did you think of that?

CARMEN
Don’t start pointing fingers at me. I didn’t do anything stupid, stupid.

JUNI
Better stop calling me names...

CARMEN
Or what...

Carmen marches away, around the swings and out of sight.

JUNI
Or I’m gonna call you names.

Carmen marches to a water fountain, clearly upset. Talking to herself. She removes her bracelet and looks at it. The underside BLINKS red. A TRACER. Juni was right.

CARMEN
Gradenko got the last laugh. I hate that.

Suddenly Juni is standing IN FRONT of her.

CARMEN (CONT’D)
(looking behind her)
I thought I ditched you.

Juni just stares back. Silent. She notices his new outfit.

CARMEN (CONT’D)
We are no longer relatives. Go away.

Juni doesn’t respond. Creepy.

(CONTINUED)
JUNI ROBOT

CARMEN
You just get stupider by the minute.

She turns around again and sees the REAL JUNI arguing with another CARMEN, and Juni SHOVES her. The other Carmen grabs Juni by the collar, LIFTS HIM HIGH and TOSSES him!

Carmen notices JUNI ROBOT's eyes spark electric.

CARMEN (CONT'D)
Oh my...

Juni ROBOT grabs Carmen's wrist. Tight.

CARMEN (CONT'D)
I always wanted to do this...

She swings back and PUNCHES Juni Robot HARD across the face.

NOTHING. Not a flinch. She shakes her sore hand. She swats him several times, HARD. Juni Robot doesn't even blink.

CARMEN (CONT'D)
Now that's scary.

She turns to run but he grabs her arms, locking her in place.

CARMEN (CONT'D)
JUNI!!!!

Juni has his own problems. He's on his butt being dragged by the hair toward the MERRY-GO-ROUND.

CARMEN (CONT'D)
Juni! Destroy the BRAIN!

Juni fumbles for the Brain in his pocket. Carmen Robot LIFTS him OVERHEAD.

CARMEN (CONT'D)
DESTROY IT NOW!

Carmen Robot tosses him onto a merry-go-round. He manages to rip the dog tag off the back of her neck, as she spins the round. It goes so fast he simply holds on for dear life.

Juni finds the Brain and holds it up. Carmen Robot leaps atop the merry-go-round, facing off with Juni as they spin at an incredible speed. She STARTS TOWARDS HIM. Menacing.
Juni brings the Brain down HARD against the metal merry-go-round. SMASH! He looks at it. NOT A DENT!

SMASH SMASH SMASH! It won't break! He puts it between his teeth and tries to crack it like a Gumball.

Carmen Robot grabs his face and PRIES the Brain from Juni's teeth with a short, odd struggle. She smiles and leaps off the merry-go-round. Juni is distraught.

The Twin Robots reunite once more, smile at Carmen, then turn and BLAST OFF. THEIR FEET ARE PROPULSION UNITS, kicking up sand in the take off. Carmen squints through. Several kids look up from their see-saws at the flying robots.

EXCITED PLAYGROUND KID
Quiero zapatos así!

The merry-go-round slows enough for Juni to jump off. Extremely dizzy, Juni stumbles towards her and falls facedown in the sand. Other Park Kids storm the merry-go-ground, thinking it's fast.

CARMEN
They took the Brain?

Juni nods and lifts up a paper tag for Carmen to read.

JUNI
I took her necklace. She didn't even notice.

CARMEN
They weren't... very bright. Your robot couldn't even...speak
(reading)
Floop Industries. Limited Edition SPY KID. One of...one of 500.

Carmen is slowly figuring it out.

CARMEN (CONT'D)
Floop's gonna have hundreds of those things flying around.

JUNI
The Brain makes them smart.

Carmen storms off.
CARMEN

We have to get to Floop before 500 robots
get an education and before Mom and Dad
get their faces erased.

Juni is trying to catch up, walking in dizzy formations.

OMITTED

OMITTED

INT. FLOOR’S CASTLE-DUNGEON - DAY

Mom and Dad remain imprisoned. Dad struggles with his bonds,
furious and feeling Mom’s betrayed stare.

DAD

We had it working, a synthetic
intelligence as smart as any spy... "The
Ten Brains System."

INT. OSS LAB

FLASHBACK. We see Dad in a lab coat standing with other
agents all working on different computer BRAINS. We see the
Brains LIGHT UP and emit an ominous, almost nuclear glow.
The agents stare in wonderment behind protective goggles.

INT. OSS LAB - FLASHBACK

DAD (V.O.)

OSS Director realized it was too
dangerous if the wrong forces found the
technology. We were ordered to destroy
it.

FLASHBACK. We see the other agents destroying their Brains
by simply crushing them with their bare hands.

INT. FLOOR’S CASTLE-DUNGEON - DAY

MOM

So why keep all that secret from me?

DAD

To protect you and the children.

MOM

Protect us from something you’d
destroyed?

Dad looks guilty. Mom starts to realize it.

(CONTINUED)
MOM (CONT’D)

Or something you didn’t...

INT. OSS LAB

FLASHBACK. Dad pockets his brain, and places a WALNUT in it’s place. He smashes it with his hand. All the pieces are tossed into a waste chute. Dad looks suspicious.

INT. FLOOR’S CASTLE-DUNGEON - DAY

Dad can’t meet her eyes. Mom tries to contain her anger.

MOM
The computer “hobbies,” the basement “workshop”... all this time my trusted husband’s working on some weapon.

DAD
Not a weapon! A resource! Ingrid, don’t you see? The Third Brain doesn’t just calculate, it thinks! It’s not knee jerk reactions, or agents running around chasing each other... it’s smarter than that. In some ways it’s smarter than us. How could I destroy it? When I knew I could perfect it.

MOM
And where are we now? Where are our children.

DAD
If I’d known... I never would have...

MOM
(shakes her head)
All these secrets... from me, from the children. I’m sick to death of it.

He looks to her, relieved of one burden, but facing another.

DAD
He wants the Brain. So what do we do? If we save our children...we risk the world. And if we save the world...we risk our children...

(lost)
What in the world do we do?
EXT. MACHETE’S SPY SHOP – DAY

A trash-strewn block, dark and ominous. A CAB pulls up, depositing a weary Carmen and Juni. The DRIVER holds Juni’s FOoglie action figures:

CAB DRIVER
Hey, thanks for the toys. These are better than ten thousand pesos any day.
(waves Floop figure)
My kid loves this guy!

JUNI
Yeah.

The driver resets the meter and drives off. The kids are left before a shop labeled “Machete Spy Shop.”

JUNI (CONT’D)
What are we doing here?

Carmen hands Juni the foto from the wedding album of Machete and Dad. On the back it says “Hombre and Machete.”

CARMEN
Dad’s code name must be HOMBRE. This is Machete. I think Machete’s in there.

JUNI
We’re getting help from Dad’s best man?

CARMEN
Let’s hope he lives up to his title.

Carmen grabs Juni’s hand as they cross. He’s surprised by it.

105-1 INT. MACHETE’S SPY SHOP – DAY

Carmen and Juni look around the small retail area of the store. Different gadgets for everyday counter-intelligence line the shop. A gruff looking man is working at the counter.

JUNI
What are you working on?

(CONTINUED)
MACHETE
World's smallest camera.

He has it on his index finger. He flashes it to them.

JUNI
I don't see it.

MACHETE
No. But it sees you.

CARMEN
You sell counter-intelligence stuff here?

MACHETE
Phone taps, surveillance cameras, micronuclear espionage. That sort of thing.

JUNI
Do you have a Beijing Express?

Machete laughs.

MACHETE
Come back with your parents.

CARMEN
We can't.

Machete lets it sink in. Looks back up at the kids.

CARMEN (CONT'D)
We need something fast that can get us here.

She shows him the locating device. Machete looks them over.

MACHETE
Who are you?

CARMEN
CarmenElizabethJuanitaEchoSkyBravaCortez. A GREEN LIGHT goes off and the door behind Machete opens. He puts it together.

CARMEN (CONT'D)
Gregorio Cortez is our father.

Machete stares at them, stunned.
JUNI
You were at his wedding.

Machete leans down, stares gravely into their faces.

MACHETE
You will turn around, and you will leave my shop. Because I don’t ever want to hear my brother’s name again.

The kids are taken aback.

CARMEN
You’re our Uncle?

JUNI
Our REAL uncle? Cause we’ve already got a fake uncle.

MACHETE
Gregorio Cortez is my younger brother.

Carmen leans over to Juni.

CARMEN
This day’s just full of surprises.

105-2 INT. FLOOP’S CASTLE-GRAND ROOM - DAY 105-2

Floop sits slumped in his Thinker Throne. A ball of wax in his hands, sculpting it into a sad face. He turns it over and it’s happy. He turns it to another side. It’s in anguish. He reacts to each one accordingly. The sad, erratic state of his overly creative mind.

Minion walks by different robot clones. Holding up 8x10’s attached to their tables.

MINION
The President’s daughter. The President’s son, good.

He continues onto each robot.

MINION (CONT’D)
Prime Minister’s son, General’s daughter... Excellent work Floop. Who are these?

FLOOP
Replicant children of the world’s richest citizens.
Floof forces a smile.

MINION
It's all here. As planned.

FLOOR
I have to get back to my show, now.

MINION
Focus on the task at hand. We have till noon to prepare the demonstration for Mr. Lisp.

Floof stops.

FLOOR
I don't believe in this anymore, Minion.
I don't think I ever did.

MINION
Explain.

FLOOR
The mutated agents, the robot kids.
Those aren't my ideas. They're yours.

MINION
So what?

FLOOR
I think that's why they're not working.

The Carmen / Juni robots enter and hand the BRAIN to Minion.

MINION
Not yet they don't. But you see... I
now have the Third Brain. I won't need
you anymore.

The Robot Children grab Floof's arms. Floof is dismayed.

FLOOR
Minion!

Minion removes his glasses. A severe, calculating, and hardened face lies underneath. We feel the power.

MINION
I assure you... it is Mister Minion now.
And you, Floof, have served your purpose.
Children, lock him in the Virtual Room.
106 INT. MACHETE'S SPY SHOP-BACK AREA

Machete turns on the sporadic overhead fluorescents and the GADGET JAMMED back room lights up. Impressive.

CARMEN
So you’re a secret agent, huh?

MACHETE
What makes you think that?

CARMEN
According to the database you’re always travelling and no one knows what you do for a living.

MACHETE
I think we all have uncles like that.

Juni lifts up another cool gadget. Reads the inscription.

JUNI
ANOTHER FINE MACHETE PRODUCT. You make the best SPY inventions in the world.

MACHETE
Correct.

CARMEN
But you sell them to both sides. Good and Bad. That’s why Dad hasn’t even spoken of you in all these years.

MACHETE
This was from government agents. This was from a gang of criminals. See the difference?

JUNI
No.

MACHETE
Neither do I.

CARMEN
I see the difference.

Juni sees a foto of Machete holding up a gadget while posing next to a SMILING FLOOP. He pulls out a MAP-looking thing from under the picture.

JUNI
Ever sell stuff to Floop?

(CONTINUED)
MACHETE

Why?

CARMEN
Well, our Mom and Dad, your BROTHER, are his prisoners. And if we don’t help, something really bad’s gonna happen to them.

Machete is suddenly serious. Trying to hide it.

MACHETE
My brother’s a prisoner?

107 OMITTED

108-1 EXT. MACHETE’S SPY SHOP-ROOFTOP – DUSK

They exit a staircase onto the rooftop. The buildings around them reach for the clouds. Machete opens a mini hangar and drags something out.

CARMEN
I don’t see why you won’t help him.

MACHETE
You think I want to be baby-sitting my brother for the rest of my life? Watch out for Gregorio, take care of Gregorio, show Gregorio right and wrong. Not anymore. Machete’s not responsible for nobody buy Machete.

CARMEN
(looks to Juni)
But that’s not what a family is...

MACHETE
We’re just brothers. Cain and Abel were brothers. Look how they ended up.

He unveils the Beijing Express.

MACHETE (CONT’D)
The only thing that can get to Floop’s castle that fast is this.

JUNI
It’s tiny.

MACHETE
It’s built for only one passenger. But it’s fast.

(CONTINUED)
CARMEN
One adult passenger. It can fit two small children.

Machete types in numbers in the console.

MACHETE
Even if I programmed your destination and set the Autopilot...you'd still have to take over manually if something went wrong.

Machete is clicking all kinds of buttons on the inside and underside. Checks the scuba gear.

CARMEN
We fly this exact same model in a video game all the time.

MACHETE
This is not a game.

CARMEN
Will you go?

MACHETE
No.

CARMEN
For your brother?

MACHETE
NO!

CARMEN
Then how about for us? Your niece and nephew.

He thinks a moment. Looks at both kids.

MACHETE
No...

He shoves the plane back inside the hangar and shuts the door.

108-2 INT. MACHETE'S DINNER TABLE - NIGHT

Carmen and Juni eat some weird Machete food. Quietly. Then...

CARMEN
How about if...
108-2CONTINUED:

MACHETE
No. No. No. A million times NO. Pass the pig intestines...

Juni passes it. Some spills off the plate.

CARMEN
Oh, I’m not eating that now.

108-3 INT. MACHETE BARRACKS - NIGHT

Juni is slipping a scuba tank under his bed, then jumps in bed quickly and hugs a gadget. Machete tucks them into bed.

JUNI
Can I have a ... 

MACHETE
No.

As Machete walks away, Juni finishes the question.

JUNI
...glass of water?

Machete clicks off Juni’s light. Goes to Carmen.

CARMEN
Thank you for letting us stay here while we ponder our parent’s terrible fate.

MACHETE
If you weren’t Cortezes, I wouldn’t be doing this much.

CARMEN
So family does mean more to you than money.

Machete gives a grumbling look.

MACHETE
No.

CARMEN
Dad misses you, too.

He clicks off the light. Her own little reading light clicks on. She reads the SPy BOOk.

(CONTINUED)
CARMEN (CONT'D)
A good Spy shows no emotion. A good Spy makes no binding connections to family, or friends. A good spy...

She tears up the book. Turns off the light.

108-4 INT. MACHETE'S ROOM - DAWN

Machete rises with the rooster crow. He looks at his clock.

Hears a sound. Feels around for the map.

MACHETE
NO! (as in Oh No!)

Machete RUNS up to the...

108-5 EXT. MACHETE'S SPY SHOP-ROOFTOP - DAWN

The plane taxi's up the runway 10 feet. Lifts, then in a FLASH is across the sky. Machete chases after it, but it's gone. He smiles a bit, then ponders.

MACHETE
I probably should have mentioned the sharks...
(beat)
Nah.

108-6 INT. FLOOR'S CASTLE-DUNGEON - DAY

Thumb Thumbs march down through the dungeon and bang on Mom and Dad's cell. They both awaken.

109-1 INT. FLOOR'S TRANSMOGRIFICATION ROOM - DAY

Fingermen are strapping Dad down to the transmog slab, connecting wires. Mom is bound nearby. The DOORS open and MINION enters. Dad squints.

DAD
Alexander Minion...

MINION
Agent Cortez. Wonderful to see you again. And would you believe it? After all these years... I've kept my ring.

He opens his fist to reveal a silver OSS ring on his finger.
MOM
You know him?

DAD
There was a time when he was one of our best agents. Where is Floop?

MINION
In a dream state.

DAD
A Double cross. Your specialty. If you think I’m going to help you...

Minion holds up the THIRD BRAIN. Dad falls silent.

MINION
Too late for deals. I finally have what I wanted. And you know, I really should just go on about my business. But I’m in a vendetta kind of mood.

MOM
What is he talking about?

DAD
He was on the TEN BRAINS Project...

INT. OSS LAB

We see the same FLASHBACK from earlier. All the agents in lab coats... Only now we see that MINION is there as well.

DAD (V.O.) (CONT’D)
Until I noticed he was trying to inject his own ideas into the system. I turned him in. He was thrown out of the OSS.

INT. FLOOP’S TRANSMOGIFICATION ROOM

Minion straps the HELMET to Dad’s head. Adjusts the wires.

MINION
(advances with clay)
I’m afraid I’m not nearly the artist Floop is. But don’t worry. I’ve got something else in mind.

Minion unfolds a piece of paper. It’s the FOoglie drawing Juni gave Dad on the way to school. A sad monstrosity.

(CONTINUED)
MOM
What do you think you’ll accomplish by doing this, Minion?

MINION
Mrs. Cortez. I am methodical. Driven.
GOAL oriented. Psychotically so. It’s refreshing to, every once in a while, have some fun.

Minion sets the drawing down, hits the ELECTRIC SWITCH.
Struggling Dad goes rigid. Minion picks up the clay, and presses thumbs into it. Twisting, molding, torturing.

MINION (CONT’D)
Don’t worry about your little brats.
They’ll still be seeing you. Every weekday morning between 7:30 and 8.

We DON’T SEE what’s becoming of Dad, only Mom’s reaction. To the sound of his CRIES, her eyes well with tears...

110 INT. SPY PLANE - DAY

WHOOSH! The plane flies through beautiful Aerial Vistas of South America.

CARMEN
There’s one thing I never learned to do in the game version of this plane.

What?

CARMEN
Land.

JUNI
How hard can it be?

The craft rocks uncontrollably.

JUNI (CONT’D)
I didn’t do anything!

Carmen reads the controls.

CARMEN
Airspeed, fine. Altitude, fine.
Autopilot system: FAILING. Great.
Another FINE Ma-shitty product.

They see themselves lowering into the mountains.

(CONTINUED)
CARMEN (CONT'D)
Take the controls. We'll have to switch to manual... Now.

They come DANGEROUSLY close to mountain peaks. Carmen hits a switch. The plane dips radically. Juni struggles to hold it.

CARMEN (CONT'D)
What are you doing! Straighten it out, meathead!

JUNI
Stop calling me names!

CARMEN
Pull the plane UP, booger breath.

JUNI
Stop it or I'll call YOU names.

CARMEN
Go ahead, warthog, you got nothing on me.

JUNI
Sure I do. Diaper lady... Ah hah, hope you're wearing one now.

CARMEN
How long have you known?

JUNI
Since forever. Mom made me swear not to mention it.

CARMEN
So why are you mentioning it?

JUNI
Cause she also told you never to swear. So now we're even.

She SHOVES Juni angrily.

WHACK! They hit a mountain cap, clipping a piece of the wing. The plane spins around and around, thrown off balance by the broken wing.

CARMEN
Now you've done it.

JUNI
I knew this would happen.
INT. FLOOP'S BRAIN ROOM - DAY

In a room we haven't seen, a REPLICATION device scans the THIRD BRAIN with a LASER BEAM scanner, while next to it the replicator GENERATES an exact copy.

Newly minted imitation THIRD BRAINS roll steaming past camera on a conveyor belt.

The mad grin of MINION drops into view, giving the tiny brains their proper scale.

INT. SPY PLANE - DAY

The plane is SPINNING WILDLY. Out of control.

JUNI
I really have to go to the bathroom.

CARMEN
We're gonna crash if you don't do something!

Juni spots an oncoming peak, and wrenches the throttle the opposite way. The good wing CLIPS the peak, shearing off to match its counterpart.

CARMEN (CONT'D)
You kamikaze! You did that on...

The craft is balanced.

JUNI
...on purpose. Now it's balanced.

CARMEN
We're going down. Slowly but surely.

He works the throttle in every direction, but the plane doesn't alter its course. We see FLOOP'S Castle skimming ahead. Fast and Furious.

CARMEN (CONT'D)
I never thought I'd say this. But I wish I was at school right now...

JUNI
Landing gear.

The landing gear clicks into place. They're much lower, and they STRIKE a mountaintop, BREAKING OFF THE WHEELS.

(CONTINUED)
JUNI (CONT'D)
No landing gear! We're gonna crash!

CARMEN
Nope. We're gonna drop.

JUNI
Drop?

She shows him a control on the panel that reads DROP.

CARMEN
Drop. Get your regulator ready.

As the plane SCREAMS toward the castle, the bottom drops open and Carmen and Juni free-fall oceanward--

EXT. SKY-OCEAN - DAY

As they fall, they watch the plane continue on and fragment into the mountainside with barely a whisper. Good design. They plunge into the ferocious current.

EXT. OCEAN-UNDERWATER - DAY

Underwater they gear up and stabilize, then give each other the OKAY signal.

CARMEN
Breathe normal. Just like when we dove in Cozumel with Mom and Dad, remember?

JUNI
We were snorkeling.

CARMEN
Same thing. Just relax. There's the cave Machete was talking about.

INT. CAVE OF SLEEPING SHARKS - DAY

Carmen and Juni float down in front of an underwater cave. We see an AMAZING SIGHT. Something straight out of National Geographic. An enormous underwater cave full of thousands of sleeping SHARKS. At the other end of the cave is the entry door.

CARMEN
This must be it.

JUNI
You're kidding.

(continued)
CARMEN
It's a cave of Sleeping sharks!

JUNI
Sharks don't sleep.

CARMEN
I did a science project on them. At depths where the water salinization's just right, they gather to sleep. (points into cave) I bet they're guarding the way in. That looks like the door over there.

They start to swim. Juni slows down to see one up close.

CARMEN (CONT'D)
Don't touch it!

JUNI
Is it a man-eater?

CARMEN
No, but you're not a man yet. It might think you're an oversized guppy and gobble you up. Come on.

A shark BUMPS into Juni from behind, and he freaks. Carmen waves her fingers in front of its eyes.

CARMEN (CONT'D)
It's asleep, silly.

JUNI
I knew that.

They glide through the cave slowly. They get to the door.

CARMEN
(pointing at camera)
Surveillance camera. I'm going to distract it. You wait here.

JUNI
DON'T LEAVE ME!

CARMEN
Wait there!

She swims away. Juni's left floating, a cave full of sleeping sharks behind him. Carmen creeps up behind the surveillance camera.

(CONTINUED)
Takes a snapshot of the door with her underwater Polaroid. Attaches the foto to the end of a wire, which she places in front of the surveillance lens.

Juni squirms, squeezing his wet-suit. He calls to her.

JUNI
I gotta pee, I can't hold it.

CARMEN
Don't Pee! You'll change the salinization of the water and wake up the sharks!

JUNI
I can't help it! All this water...

Juni suddenly realizes that there is ANOTHER CAMERA. This one is above the door and aimed RIGHT AT HIM. The light comes on.

JUNI (CONT'D)
Another camera!

INT. FLOOR'S CASTLE-SECURITY BOOTH - DAY

A couple of Thumb Thumbs are trying to monitor the entire castle area. They are not watching the screen at the moment it switches to the view of Juni with the sharks behind him. Minion steps in.

MINION
Why aren't you watching the monitors?

SHAPE
We are. There's just... a lot of monitors.

We can see that there are probably about 1000 such monitors, stacked to the ceiling of this tall, round room.

MINION
Get more Fingers in here if you have to.

SHAPE
Thumbs, sir.
(to the other Shape)
He keeps calling us Fingers.

Minion looks at the water tank screen, and Juni isn't there. A big shark is in the spot where he used to be.
117 INT. CAVE OF SLEEPING SHARKS - DAY

Juni has pulled a sleeping shark in front of him. He’s hugging it for dear life, trying to be part of the shark. The camera light goes off.

A green CLOUD surrounds him. The sharks are still asleep. He swims over to Carmen as the shark’s eyes start to BLINK. (I know, sharks don’t blink, but these will)

Carmen’s watch searches for a code to break. The other sharks are waking up, off the first one’s lead. Juni sees the waking sharks and taps Carmen’s shoulder.

CARMEN
Almost there, wait a second.

JUNI
Uh... Carmen... Carmen...

She turns around and sees the Sharks glaring.

CARMEN
They’re all awake, so what? You wanna start screaming?

The sharks coast inward, slowly. The DOORS open, splitting into halves lined with steel teeth, like that of a shark.

JUNI
Back to sleep. Good little sharkies...

Carmen and Juni slip through. The door shuts right as the shark’s heads BUTT UP against it.

CARMEN
Move fast, butter bladder.

JUNI
That was intense.

118 INT. FLOOR’S LANDING - DAY

They remove their tanks and swim to the landing above. They see a Thumb Thumb SENTRY 20 yards away. Juni makes a gasping "WHEW" sound. Carmen covers his mouth.

The Sentry hears this, and walks to the cave’s landing area.

No sign of the kids. The Sentry looks around the corner of the landing. Juni and Carmen are clinging to the OTHER side. Carmen pulls out a GUMBALL and chews it.

(CONTINUED)
The Thumb Thumb Sentry SEES THEM. Carmen SPITS the chewed GUMBALL and it sticks to his "neck". He reacts slowly, then ZAP! It shocks him with an electric pulse. He hits the ground hard.

JUNI
What did you do to him?

CARMEN
(reading wrapper)
Machete’s Electro Shock Gumballs. It says long lasting, but I don’t trust wrappers.

Juni examines one of the Thumb Thumb’s "arms".

JUNI
I think he broke his Thumb.

CARMEN
Come on.

119 INT. FLOOP’S ROBOT ROOM – DAY

The ROBOT SPY KIDS are on a conveyor belt. The newly minted BRAINS are being dropped into their heads. Their pulsing eyes let off pleased electrical patterns. They’re ALIVE.

120 INT. FLOOP’S CASTLE-HALLWAYS – DAY

The children sneak through the hallways. They pass the first signed door, which reads:

CARMEN
Virtual Room?!

JUNI
That’s where all the digital sets are created for Floop’s TV show.

CARMEN
Perfect place to hide.

She reaches for the knob. Juni STOPS her.

JUNI
Perfect place to get lost in. That’s the worst place you could go. This way.

121 INT. FLOOP’S CASTLE-HALLWAY/GRAND ROOM

They walk up a grand hallway, filled with strange ART.

(CONTINUED)
CARMEN
This guy's off his rocker.

JUNI
No he's not.

CARMEN
Sorry, Juni. But your buddy is an evil freak. Admit it.

They walk into the GRAND ROOM. Empty.

CARMEN (CONT'D)
He built an amusement park and no one showed up. Kind of sad.

122-1 INT. FLOOP'S CASTLE-HALLWAY

Juni hears the sound of the FINGERS SNAPPPING. He rushes out and sees THUMB Shadows coming up the hall.

JUNI
Someone's showing up now!

She rips out a cable from her belt and lets it fly to the roof. She's IMMEDIATELY PULLED UP into the rafters. Juni has no idea how she did it. He's still fumbling for his cable.

Twelve THUMB THUMBS march around a corner. All walking in unison. Juni leaps to the wall, hugging it. He unhinges a strange painting, and tries to hold it up. The Thumb Thumbs stop. Carmen is in a ventilator shaft. She opens a bubble gum wrapper and chews.

Just then, a LADY FINGER struts by. Carmen blows a big bubble, seals the end, then lets it glide down slowly. The THUMB THUMBS sense something. Suddenly - POP! The bubble explodes and an ELECTRO BLAST pegs EACH THUMB THUMB. All five hit the ground. Carmen drops and they continue up the hall.

122-2 INT. FLOOP'S CASTLE-HALLWAY - DAY

Juni pulls out the map we saw at Machete's.

JUNI
Ventilator shaft opening would mean we are HERE.

CARMEN
Where'd you get that?

(CONTINUED)
JUNI
Took it from Uncle Machete’s. The
Dungeons are on the other side of the
castle.

CARMEN
How do we get there undetected? I’m
running low on gum.

Suddenly they hear marching. They hide in the shadows as a
long line of SPY KIDS walk by and down the hall. Whispered:

JUNI
How? Join the troops.

The end of the line goes by. Carmen and Juni march right
behind stepping in perfect unison with the others.

Suddenly the line STOPS abruptly. Carmen peers over to see
what the hold up is. In UNISON the entire line of SPY KIDS
turn and face JUNI and CARMEN. Carmen and Juni back up.

CARMEN
I think they’ve gotten smarter since the
last time we met.

The Spy Kid closest to them WHISPERS...

SPY KID

INTRUDER.

Then in very rapid succession, each Spy Kid after that one
says it as well. Past on like a COMPUTERIZED CHORUS LINE.
We can’t even see how far the line goes up, but we can HEAR
it as the word INTRUDER begins echoing up and down the halls.

123 OMITTED

124 OMITTED

125 INT. FLOOP’S CHASM HALLWAY MAZE - DAY

Carmen and Juni split off down a strange black and white
tunnel, running for their lives. It’s a MAZE.

CARMEN
Wait for me!

(CONTINUED)
Carmen rushes to catch up to Juni and the floor OPENS. The PIT looks ENDLESS.

JUNI
Can you make it?

CARMEN
I think so.

She runs back the way she came to get a running jump. The SPY KIDS ARE MARCHING RIGHT BEHIND HER. She makes a run for it.

Juni remembers his cable belt and starts unraveling it.

JUNI
Wait!

Carmen LEAPS, and falls SHORT. But instead of landing on an illusion like DAD, she falls RIGHT THROUGH! The doors shut immediately. Juni jumps on the door, but it's too late.

JUNI (CONT'D)
CARMEN! Don't LEAVE ME!

Juni panics. The Spy Kids march towards him.

INT. ANOTHER FLOOR HALLWAY - DAY

Juni runs to another hall. Going in circles it seems. The sounds of marching feet all around him. He backs against the wall. Alone. His hands itch uncontrollably. He looks down at his hands. MORE WARTS ARE SPROUTING. He covers them with his sleeves.

Beside him is the door to the Virtual Room.

JUNI
Not there... anywhere but there.

The Thumb Thumbs come RUNNING AROUND ANOTHER CORNER. He has no choice but to ENTER. He stares at the door a beat.

JUNI (CONT'D)
Open the door... and face the fear.

He does.

INT. FLOOR'S VIRTUAL ROOM - DAY

Juni rushes in and slams the door. He turns around.
JUNI
Oh great.

It’s as if someone has turned the switch on this place all the way up. It’s INSANE. Juni turns to go back out the door, but it falls way back, VERTIGO style, just as the monkey bars in the training room.

Juni reluctantly continues into the room, walking along a SKIN LIKE SURFACE.

JUNI (CONT’D)
Just an illusion. Nothing is real.

Suddenly the ground beneath his feet splits open, revealing TEETH. Juni leaps up to the nose. It’s eyes OPEN. We realize he is walking along SOMEONE’s face.

FLOOP
Welcome to loneliness...

Juni falls off the face and lands in a cloud. He looks up and sees a MOUNTAINOUS INDEX FINGER rise up from the clouds. It suddenly opens it’s EYES, for on the finger pad is a miniature HUMAN FACE. The face of FLOOP.

FLOOP FINGER #1
You there. What’s that on your hands?

Juni hides his hands.

JUNI
Nothing.

A SECOND Floop faced finger protrudes up beside it.

FLOOP FINGER #2
Warts, aren’t they? From sweaty hands sprout warts. Do you know why you have sweaty hands?

JUNI
From being scared all the time.

A THIRD Finger rises.

FLOOP FINGER #3
I was scared when I was your age. I was scared I’d never be good at anything. Never do anything special. I have warts too! But I found that if you give them an identity, a personality:

(CONTINUED)
A FOURTH Finger rises and says.

FLOOP FINGER #4
Malice, Fear, Anger, Temptation,
Conscience... You can understand them.

The last finger on Floop's Giant Hand emerges saying:

FLOOP FINGER #5
Maybe even control them. The only
drawback is that once that happens-

The hand pulls out of the cloud completely, attached to
Floop's giant arm. A 200 foot version of Floop himself now
stands behind it.

FLOOP
They take on minds of their own.

He places his black glove back onto his hand.

FLOOP (CONT'D)
You don't look very scared to me.

JUNI
That's because I'm mad. I thought FLOOP
was a genius. Someone creative and
artistic.

FLOOP
You did?

JUNI
You're just MEAN and GREEDY. You
kidnapped my parents, made psycho robot
children, and swallowed up my sister!

Floop's face shows his own confusion.

FLOOP
But I don't want any of that anymore.
You... you watch my show?

128 INT. FLOOP'S FINGER ROOM - DAY

Carmen gets spit out of a trap door. She lands in a pile of
assorted THUMB THUMB body parts. This is where THUMB THUMBS
are BUILT and REPAIRED. The FINGERLADY NURSE attends the one
that had gotten its thumb broken. Several more walk in.
Carmen hides. Trapped. She looks at the parts. Has an
idea.
129-1 INT. FLOOR’S CASTLE-CONTROL ROOM - DAY

On SCREEN, Mr. Lisp and other Financiers sit within a helicopter. Minion has an unseen group behind him.

LISP
I trust this time Floop has a success to show us?

MINION
The Fabulous Floop is away on other business, sir. My name is Alexander Minion. And your success... is right here waiting.

129-2 INT. HELICOPTER

LISP
I will believe it when I see it.

129-3 INT. FLOOR’S CASTLE-CONTROL ROOM - DAY

Monitor shuts off. Minion stands, and kisses a woman’s hand.

MINION
Welcome back, Ms. Gradenko.

We pan up to Gradenko, all her hair burned off. The few hairs she has left combed neatly around her head.

GRADENKO
It’s good to be back, Alex.

130 INT. FLOOR’S VIRTUAL ROOM - DAY

Back to Virtual Room - Floop lies on a psychiatrist’s couch made of clouds. Floop has been baring his soul to Juni. He’s still a giant, sitting next to the tiny Juni:

JUNI
So Minion is the evil one?

FLOOR
Yes, but I will be blamed. You have every right to be disappointed in me. I am.

Juni pulls out an Electro Gumball and considers it.

JUNI
What would you do if you could shut this thing off and get out of here?

(CONTINUED)
FLOOR
Impossible. It can only be turned off from the outside.

Juni tosses the gumball in his mouth and chews.

JUNI
Just suppose.

FLOOR
I'd stop Minion. Stop the robot army. Reverse the transmogrifications. Reclaim what soul I have left. And hope the world forgives me.

JUNI
You're my hero, Floop. So I'm gonna help you. And then you're gonna help me.

Another gum ball. Juni is chewing hard.

JUNI (CONT'D)
(barely audible)
Minion must be stopped. And I need my family back.

FLOOR
One question first. My show. What does it need? It needs something desperately that I can't figure out. You might be able to.

Juni opens his tired jaws and a huge wet glob of chewed bubble gum drops into his hand.

JUNI
Children. It needs children.

Floop's face glows. The gum glob begins to spark.

JUNI (CONT'D)
Hold still.

He FLINGS it at FLOOR. It hits him square between the eyes. A static BUST flickers the image on and off wildly before the entire room shuts down. We see that the room is a circular grid made up of green and blue panels. A virtual room.

FLOOR is lying on the floor in front of him. Small. Ordinary. He leaps to his feet.

(CONTINUED)
FLOOP

Thank you.

JUNI

We've got work to do.

131-1 INT. FLOOP'S CASTLE-HALLWAY - DAY

Floop exits hastily. Mumbling to himself. Juni follows as best as he can.

FLOOP

Must be stopped. Must be stopped.

A THUMB THUMB leaps out into the hallway cutting off Floop and Juni.

JUNI

Get to the dungeon, I'll take care of this one.

Floop darts down a staircase, as Juni charges!

JUNI (CONT'D)

THIS ONE'S FOR MY SISTER!

The THUMB THUMB MMPPHS and MMMS, as if trying to back up. Juni COLLIDES with it, tackling it to the ground. He stands on it as its "head" thumb falls off. Revealing Carmen.

CARMEN

Ouch.

JUNI

Hola.

131-2 INT. FLOOP'S CASTLE-DUNGEON - DAY

Carmen and Juni follow Floop along the walls of the dungeon stairs, lowering into the dark pit of the dungeon. The cells are dark. Vacant. Floop pokes his head into each one.

MOM

Carmen? Juni?

Mom is calling from the last cell at the end of the hall. Floop rushes over to her cell with the keys.

JUNI

Mom...

Suddenly a large PURPLE ARM juts out from the cell nearest Juni. A chain is fastened around it's wrist.

(CONTINUED)
Carmen pulls Juni away covering his mouth. She tries to drag him to Mom's cage but Juni breaks away, recognizing the creature.

JUNI (CONT'D)

That's my FOoglie! The one I drew!

Juni looks closer into the cage. The FOoglie has sad eyes. Carmen rushes over to Mom. But can't reach her through the bars. Mom is chained to the center of the cell. Their outstretched hands are inches apart.

FLOOP

Moments away.

Floop is trying to unlock the door. Carmen whips out an ACID CRAYON and draws a quick circle on the bars. The bars fall off and Mom steps out. Her and Carmen hug.

MOM

(stunned)

How did you get here? Were you caught?

CARMEN

Oh mother... I've been skipping school. Going places. Downtown, ferry rides around the city...

MOM

I know, I know. Not now. There'll be time for that when we get home.

CARMEN

...shuttling off to Belize.

MOM

To what? Where did you go?

Carmen reacts. She said too much.

CARMEN

You're right. Let's talk about this when we get home.

MOM

Is that what you want to be, Carmen? Free from your family?

CARMEN

I used to. Not anymore.

JUNI

You turned my Dad into a FOoglie?

(CONTINUED)
FLOOP
No. I didn't. But I might be able to... change him back.

132 EXT. FLOOP'S CASTLE - DAY
The helicopter has landed. Lisp and his men march up the winding stairs to the GRAND ENTRANCE. Gradenko and her Evil Agents are there to meet and greet.

133 INT. FLOOP'S CASTLE-GRAND ROOM - DAY
Mr. Lisp and the Financiers step inside with Gradenko. MINION lounges in Floop's throne. Full of bravado and pride.

MINION
Gentlemen, your army marches to meet us as we speak. Your faith and patience have meant more than you know. I know I speak for Mr. Floop when I say that the value we place on partnership is...

FLOOP (O.S.)
(over room's speakers)
Minion! This is FLOOP. Please report to the robotics lab at once! We have HUGE MAJOR BIGTIME problems with the robots!

Minion freezes. Glances to Gradenko and her Agents.

LISP
I thought you said Floop wasn't here.

MINION
He's not. Not "here-here." He's in the CASTLE. Just not in this room... here.

FLOOP (O.S.)
A problem, Mr. Minion! As in mucho grande problemo. As in Serious SETBACK!

MINION
I'm gonna just be a moment.

Mr. Lisp stares daggers through Minion as he sprints away.

134-1 INT. FLOOP'S CASTLE-CONTROL ROOM - DAY
Juni is talking into the Control Room's microphone:

JUNI
(in Floop's voice)
I'm not kidding around here, Minion!
(MORE)
JUNI (CONT'D)
We have a big-time, real-deal, problem
with these robots! And if you don't get
down here on the double...

134-2 INT. FLOOR'S CASTLE-HALLWAY

Minion hurdles down the hall. He lifts up a tiny RECEIVER
from the floor. The voice was thrown from there. He hears a
* distinct HUM from up the hallway. A surge of electricity.
* MINION
Transmog...

135 INT. FLOOR'S TRANSMOGRIFICATION ROOM - DAY

Minion races into the room... EMPTY. Steam rises from one
of the tables, as if someone was just transmogged.

FLOOR'S VOICE

MINION!

MINION
Where are you?!

JUNI
(in Floor's voice)
Behind you.

Minion spins around at the sound of the booming voice. There
is JUNI, standing with his arms at his sides. Minion is
staring at the child, trying to piece it together.

MINION
What do you think you're doing? You're
supposed to be in line with the others.

JUNI
(imitating Minion)
You're supposed to be in line with the
others.

MINION
Stop that. Stop that this instant!

JUNI
Stop that. Stop that this instant!

MINION
Stop that... right now.

JUNI
Or what.

(Continued)
A perfect imitation of Dad. Minion gets it. He spins around, and Dad is standing there in his face. Dad is still STEAMING from the Transmog process.

MINION

Oh.

We haven't seen Dad look this threatening since the Fake BUTT KICKING he gave Brat's Father back at school.

MINION (CONT'D)
Clever boy you've got there, Cortez.
Very clever indeed.

DAD
He gets that from his mother.

Mom steps up. None too pleased, either.

MINION
Can I offer some sort of truce? In exchange for your daughter perhaps?

Carmen appears next to them.

CARMEN
Spoken for.

MINION
Oh, there you are. Didn't see you.

Dad GRABS Minion's collar and SPINS him around. Minion falls HARD on the table. Dad STRAPS him in.

DAD
I'm going to show you what happens when you cross the line and involve family.

Mom places the helmet on Minion's head.

DAD (CONT'D)
No, sweetheart, put both helmets on.

Dad takes a few more FOOGLE sculptures off the shelf and smashes them together, making an indescribable THING. Mom straps the double helmets on Minion's head.

MINION
You can't possibly...

DAD
No. But YOU can.
Dad clicks the button on the controller, shoves it in
Minion's hand and presses his thumb over the button.

DAD (CONT'D)
Don't let go.

They all storm out. We PAN back over to Minion. He looks at
the grotesque wax sculpture he will become and smiles
mischievously.

MINION
Fools.

CLOSE on his hand as he RELEASES THE BUTTON. We hear the
machines kick into overdrive.

INT. FLOOR'S CASTLE-HALLWAY -DAY

First Mom and Dad step out from around a corner - In tandem,
crouched in Judo positions. Then the children step out.
Same pose. They all walk stealth like down the hall.

DAD
How did you get here?

JUNI
Flew a plane in. The Beijing Express.
(excited, like a little kid)
Whoosh. On manual, Dad. But we had to
destroy it in order to land.

Juni shrugs. Dad is lost.

DAD
You destroyed what?

JUNI
Hey, so spank me.

They stop in the corner of a hidden hallway where FLOOR
awaits them.

FLOOR
We've got to keep that army from leaving
the castle! Our only chance is to get to
the control room, and hope their missions
haven't been programmed!

MOM
And what if they have?
FLOOP
Then there's no one on earth who can stop them.

Floop gives the "OKAY" sign. They begin single file down the hall. First Floop. Slow and sure steps.

Then Carmen. Then Juni. Mom and Dad are about to go when they hear a noise behind them, they turn around.

Carmen and Juni appear to be BEHIND THEM. Dad blinks. The two children's EYES flash. The Robot Kids GRAB Mom and Dad.

137 INT. FLOOP'S TRANSMOGRIFICATION ROOM - DAY
Minion begins to TRANSFORM. Grotesquely misshapen, he is able to BURST FROM HIS BONDS from his sheer size. He stumbles out of the room. We don't see his face.

138 INT. FLOOP'S CASTLE-HALLWAY - DAY
FLOOP and KIDS get to the door of the CONTROL ROOM.

JUNI
Where's Mom and Dad?

FLOOP
Get inside!

139 INT. FLOOP'S CASTLE-CONTROL ROOM - DAY
They lock themselves in the Control Room. Floop rushes to the control booth and spots Mom and Dad on a monitor.

FLOOP
Your Doppelgangers have them.

JUNI
Can you shut them down from here?

Floop examines the monitors. Clicks a few buttons.

FLOOP
It's too late. The Third Brain has not only been linked to them but to ALL robot children.

CARMEN
Can't you remove it?

FLOOP
We can't just "take" 500 brains out!

(CONTINUED)
CARMEN
So don't. Change their programming.

FLOOP
That would take weeks!

CARMEN
You don't have to rewrite the whole thing. Just two words.

FLOOP
A binary switch, of course. So they'd define right as wrong...

CARMEN
...and wrong as right.

FLOOP
But it's not that simple.

CARMEN
Figure it out. We'll come back for you.

JUNI
Teach them something new!

Floopy react to that. They leave Floopy to work with the computer while they prepare to save Mom and Dad.

INT. FLOOPY'S CASTLE-GRAND ROOM - DAY

Gradenko seats Lisp in the FLOOPY THRONE.

LISP
Where is MINION?

GRADENKO
Have a seat, Mr. Lisp, you'll be more comfortable.

LISP
My ARMY, Gradenko, is the only comfort I need.

A huge, misshapen hand lays on Lisp's shoulder. He jumps.

MINION
They're on their way, now, Sir.

Lisp almost coughs up a lung at the sight.

LISP
MINION! What happened to your head?

(CONTINUED)
The camera PANS around, revealing the transformed Minion.

MINION
(speaking out of 4 mouths)
Don’t worry, I think it’s reversible.

141 INT. FLOOR’S CASTLE-HALLWAY-BATTLE - DAY

CARMEN and JUNI rush down the hall and see Mom and Dad sitting tied back to back in the middle of the hall, their mouths taped and their limbs bound.

Carmen and Juni approach slowly. Carmen pulls a pocket knife and they approach. As they pass camera, Robot Juni and Carmen follow behind them.

Carmen is about to cut the rope when Mom and Dad are yanked up into the ceiling which opens long enough for them to disappear through it.

Carmen and Juni SPIN around to face off their counterparts.

JUNI
Careful. They’re stronger and Smarter now.

CARMEN
So are we...

Carmen steps forward. Starting it up. Standoff.

142 INT. FLOOR’S CASTLE-GRAND ROOM - DAY

Mom and Dad find themselves being rolled out above the GRAND ROOM. They are released, landing catlike in the middle of the room. Lisp is sitting in the HAND CHAIR.

DAD
I don’t know who you are.

PAN over to MINION the MONSTROSITY.

DAD (CONT’D)
I take it you’re Minion

Minion GIGGLES. PAN to Gradenko.

DAD (CONT’D)
Ms. Gradenko... I think.

GRADENKO
Oh, it’s me alright. I owe my new look to your children.

(CONTINUED)
DAD
(to Mom)
Remind me to raise their allowance.

MOM
Wait till Devlin finds out you've turned traitor. The OSS has no tolerance for Double Agents.

GRADENKO
Oh, I don't think either of you will be in any shape to say anything.

LISP
Minion, I think this would be a good time to see a demonstration of those wonderfully demonic children of yours...

Minion responds cheerily, saying something unintelligible. Sounds a bit like "CERTAINLY."

INT. FLOOR'S CASTLE-HALLWAY-BATTLE - DAY

Carmen removes her cable belt and straps it to Juni Robot as he charges her. She activates the belt and it ATTACHES to the ceiling instantly PULLING Juni Robot up with it till he SLAMS.

JUNI shoots HIS belt at Carmen Robot, pulling her. He trips her as she goes past, sending her SPRAWLING.

RIP! SHRED! Juni Robot breaks himself off the belt and lands catlike on the floor. Carmen chews an electro shock gum but before she can spit it at him, he tackles her to the floor!

Juni pulls out Silly String and Sprays Carmen Robot with it. She's stuck.

His teeth bared, JUNI ROBOT snaps at Carmen, trying to bite her face. She shoves the charged gum up his nose. ZAP!

Juni Robot short circuits long enough for her to Silly String him...

Carmen and Juni straighten their clothes, high five each other and turn to walk away. Then turn back. That was too easy. Sure enough, now recovered, the ROBOTS glare at them as they tear through the hardened silly string. The whole castle SHAKES with the approach of MARCHING FOOTSTEPS.

(CONTINUED)
CARMEN
Let's go find Mom and Dad, what do you say?

JUNI
Good idea.

They split.

144 INT. FLOOP’S CASTLE- HALLWAY/GRAND ROOM - DAY

Carmen and Juni are about to turn down one hall and see the entire ARMY of ROBOT KIDS marching towards them. They go the other way, into the GRAND ROOM.

They see MOM AND DAD being held by several EVIL AGENTS.

DAD
Juni, Carmen! Close your eyes! We don't want you to see this!

The kids close their eyes. We HEAR "WHACK WHACK WHACK."

Carmen and Juni open their eyes. The last AGENT falls at Mom and Dad's feet. The hell knocked out of them.

JUNI
Wow.

145 INT. FLOOP’S CASTLE-GRAND ROOM -DAY

THE MAIN DOORS behind them BURST OPEN, revealing the FULL ARMY of ROBOTS, marching from all the way down the hall. CARMEN and JUNI and MOM and DAD stand back to back.

LISP
(ecstatic)
Wonderful, WONDERFUL!

The ROBOTS get into a menacing formation. Then slowly approach the family. ONE Slow synced step at a time.

DAD
Okay. Here's what we do. I'll take the hundred on the right. Ingrid, the hundred on the left. Carmen, you take the hundred center left. Juni center right...

The ROBOTS STOP. Poised. Ready to strike.
JUNI
There's five hundred total, Dad. We need
one more person.

INT. FLOOR'S CASTLE-GRAND ROOM - DAY

On cue, THE BIG STAINED GLASS WINDOW CRASHES OPEN and a body
comes TUMBLING rapidly across the floor. It stops at the
parents feet and POUNCES into a fighting position.

It's MACHETE.

MACHETE
Hello, little brother.

DAD
Isidor...

ROBOT Juni and ROBOT Carmen enter the room, pushing
themselves to the front of the crowd to lead the way.

The camera PUSHES in on LISP.

LISP
Children... tear them limb from limb.

The ROBOTS start a faster MARCH.

INT. FLOOR'S CASTLE-CONTROL ROOM - DAY

We PUSH in on a heavily sweating FLOOR in the CONTROL ROOM.
As the events unfold before him on every monitor he mumbles
to himself rapidly while typing FURIOUSLY.

FLOOR
Children children...what is it that
makes... child good. How how... to
teach them... shaped by man,
environment... no no no...

Suddenly he stops. A revelation. TYPE TYPE TYPE WHAM!

INT. FLOOR'S CASTLE-GRAND ROOM - DAY

The SPY KIDS let out a BATTLE CRY and CHARGE!

MOM, DAD, MACHETE, CARMEN AND JUNI GET READY TO GO TO BLOWS,
THEN TURN AND HOLD ONE ANOTHER, EYES CLOSED.

The SPY KIDS charge RIGHT PAST THEM. Lisp's smile drops. WE
SEE the entire DAIS get covered with children. The family
OPENS their EYES. Their jaws agape at the sight.

(CONTINUED)
We SEE the bodies of Lisp and Gradenko and the Minion Monstrosity being tossed HIGH above the heads of the child robots. VOLLEYED about like beach balls.

MACHETE grabs Dad. Dad looks back at his estranged brother. Dad wears a smile but for a moment. Then...

DAD
Why'd you come back?

An uneasy face-off. Carmen and Juni are held in suspense.

MACHETE
For the same reason I left to begin with.
YOU, bro.

Dad nods. They shake hands, then hug.

JUNI
(leaning to Carmen)
We have anything to do with that?

CARMEN
Sometimes we just have to accept one another. Warts and all...

Juni sees FLOOP at the Door of the Grand Room, peacefully beaming.

JUNI
Don't get mushy.

Juni strides confidently over to Floop.

JUNI (CONT'D)
So what did you teach them?

FLOOP
It's not what we can teach children. But what they can teach us. You won today, Juni. And not because you were the biggest and the strongest. But because you were pure of heart and of mind. You shall see... I've only begun to learn.

Mom and Dad walk together towards their kids. Arm in arm.

MOM
Well, we went on the old fashioned adventure I always wanted... and we didn't do one thing right.

Dad motions to their children.

(CONTINUED)
DAD
No. We did two things right.

Mom and Dad squat down to talk to the kids.

DAD (CONT'D)
There's something we'd like to tell you two.

MOM
Your father and I... We're secret agents.

Mom and Dad hold out their hands and clasp them together.

CARMEN
We have something to tell you...

Mom and Dad lean in. Carmen and Juni place their hands on
Mom and Dad's.

JUNI
We're secret agents, too.

They wink. Dad lifts Juni, and the family strides heroically
down the hall together. Floop watches them go.

From over Dad's shoulder, Juni reaches his hand out to Floop.
Floop reaches out as well. Juni waves goodbye. So does
Floop.

INT. FLOOP'S TRANSOMGRIFICATION ROOM - DAY

Carmen and Juni and Machete look on as Floop works his clay,
molding normal faces of Felix and the others. Finished, he
steps to the transmog slab and unhooks Felix, human once
more. And delirious.

FELIX
I think I'm officially retiring from
being your uncle.

Juni beams at his cool Uncle Machete.

JUNI
That's alright. The position's already
been filled.

INT/ CORTEZ HACIENDA-KITCHEN/BREAKFAST ROOM -DAY

Juni removes his bandages. No warts. Tosses them in the
kitchen trash.

(CONTINUED)
The TV plays news footage of a Robot KID saving firefighters from a burning building. Another saving people from a flood.

JUNI
Floop's kids are at it again.

NEWSCASTER
Eight more incidents witnessed today, all in different countries of yet another group of children that have done some incredible good deeds. It seems a day doesn't go by that another amazing child...

Juni sits, and we reveal the full Cortez family around the table. Dad and Machete fight over the morning paper:

MACHETE
No, I get the front page and the international section. And the business section, gotta have the business section.

DAD
I thought you closed down your shop?

MACHETE
I gotta keep tabs on free enterprise.

CARMEN
Boys! Could we please eat breakfast?!

Carmen looks down at her pancakes. An INCREDIBLY HAPPY FACED stack of pancakes. Carmen looks up at Mom who is so happy she can't stand it.

Juni changes the channel to FLOOP'S SHOW.

151
INT. FLOOP'S STUDIO - DAY

There are two children standing beside Floop. An ANNOUNCER'S voice introduces the NUMBER ONE CHILDRENS SHOW in the WORLD: FLOOP'S FOOGIES. We pull back from a dancing MINION in a circle of THUMBS.

FLOOP
Good morning my children! I'd like you to meet two NEW characters on our show. This is Carmenita, and Junito.

CLOSE on Carmenita and Junito as they wave. Beaming. Their eyes SPARK a CALMING ELECTRIC.
The TV suddenly goes fuzzy. An instant later, an IMAGE of the OSS Director's Office, DEVLIN appears.

DEVLIN
Cortezes! Thank God! There's an emergency assignment that's come up in the Far East. I need you on it right away.

152-2 INT. CORTEZ HACIENDA-KITCHEN/BREAKFAST ROOM

MOM
Sorry Devlin, we haven't talked about this as a family yet.

DAD
Whether we come out of retirement... that's a decision that's up to us, and our kids.

DEVLIN
I don't mean you. I mean Carmen and Juni. I have an assignment for them. They're the ones we need.

The adults stare, dumbfounded.

JUNI
Devlin, if you want the Cortezes, you take all the Cortezes. Even Mom and Dad.

CARMEN
From now on, whatever we do, we do together. Spy work is easy. Keeping a family together? That's difficult.

She and Juni thrust their fists toward camera. Showing brand new silver OSS rings for both of them. Mom, Dad and Machete all follow suit. 5 gleaming SILVER RINGS, and as the hands all clasp...

CARMEN (CONT'D)
That's a mission worth fighting for.

CUT TO BLACK.