

GLORIOUS AMATEURS
EPISODE 2
SPY SCHOOL

Written by

Charlie von Bernuth

Based on
The true stories of
WWII OSS Spies

Registered WGA
2nd Revision 4/17/24
1625 Chilco CT
Thousand Oaks, CA 91360
(805) 509-1478

INT. FOUR STORY BUILDING - MORNING

Charlie has climbed the ladder, and is now four stories above the ground.

HUMPHREY (O.S.)

Now, feel up above you, and you will find a pole. Grab the pole with both hands, and put all your weight on it, and move to your right along the pole about four feet.

Charlie does so. Dangling in mid air. His heartbeat and his breathing are at the quickest and loudest.

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

Now let go!

DISSOLVE TO:

EXT. CLIFF ABOVE A QUARRY FILLED WITH WATER - DAY

A 7 year old Charlie dressed in a swimsuit with a matching tank top of the period is standing as far away from the cliff edge as he can. His father, a younger Oscar is blocking his escape route. The young boy is close to tears. He pleads to his father.

YOUNG CHARLIE

B..But I...I don't want to jump.

OSCAR

Nonsense.

Two older boys, pass them going to the cliff's edge.

OLDER BOY 1

Last one to jump is a weanie!

The older boys both go to the edge, and leap into the water.

OSCAR

You don't want to be a weanie do you? Just buck up and jump.

DISSOLVE TO:

INT. FOUR STORY BUILDING - MORNING

CHARLIE (V.O.)

Oh Shit! I'm not falling four stories! But...if I go back down the ladder, I'll be washed out of the program. There's gotta be another solution.

Charlie moves further to the right, and begins to kick around behind him. His foot hits another ladder.

CHARLIE (V.O.)

Yes, another ladder.

He flips around, and puts both feet on the ladder rungs. He grabs the other ladder. His breathing and heartbeat begin to slow and get softer. He climbs down just 7 feet before he reaches a platform. He lets out a deep breath. The sound of his heartbeat stops.

ON CHARLIE WIDE

Suddenly, the lights come on, and we see Charlie is on a platform about eight feet below the pole. There is a pile of hay where he would have fallen if he had let go. Humphrey walks up to him.

HUMPHREY

Well done, you passed with flying colors. Only five percent find the second ladder.

CHARLIE

Would I have been washed out of the program had I gone back down?

HUMPHREY

Oh no, those are the "Choir Boys", the sensible types. They become staff members. The ones that drop are our field agents, the "Cowboys". You're a "Cowboy Leader". Now go back down the ladder, out the building, and around the back. You're to wait there with the others until the rest of the men have completed the mission.

CHARLIE

Yes Sir.

Charlie turns, and goes to the place where he can get the first ladder. His heartbeat begins to get louder and faster.

ON CHARLIE HIGH ANGLE

CHARLIE (V.O.)
Okay, don't look down. It's just a few feet off the ground.

He carefully climbs on to the ladder, and begins to climb down. His heartbeat continues to thump hard then fades.

CUT TO:

EXT. FOUR STORY BUILDING - MORNING

Charlie rounds the corner of the building. He enters a small room at the back.

CUT TO:

INT. FOUR STORY BUILDING - WAITING ROOM - MORNING

The other students who have completed the test are sitting around discussing it. Charlie enters, and they all look at him.

RED
I dropped. Whad'ya do? Did you let go?

Charlie shakes his head.

Peter, a nerdy looking guy speaks up.

PETER
You did the smart thing like me. Went back down...right?

Charlie shakes his head.

SPENCER
You found the second ladder?

CHARLIE
(nodding)
I had NO intention of letting go of that pole.

RED
So far you're the only one who found it.

CHARLIE
I never want to do that again!

DISSOLVE TO:

EXT. PRINCE WILLIAM FOREST PARK - SUNSET

The orange sky darkens as the sun sets.

CUT TO:

INT. OSS CAMP MAIN OFFICE - CLOSEUP RECORD PLAYER - MORNING

A hand turns on the record player, and puts the needle down on the record's edge. We hear the sounds of the beginning of "Bogie Wogie Bugle Boy."

EXT. LOUDSPEAKER OSS CAMP - MORNING

"Bogie Wogie Bugle Boy" plays waking the camp up.

CUT TO:

EXT. PATH THROUGH THE WOODS - MORNING

One after the other, the men round a corner between two large trees. The morning dew is still on the branches.

They continue through the forest.

Soon they run out into a clearing. In the clearing is an elaborate obstacle course, which includes balance beams, swinging ropes, poles at many different levels off the ground, and ropes strung between them that various students are traversing by hanging underneath them with a leg dangling over the rope.

HUMPHREY, an OSS instructor is watching them carefully.

We see some of the senior students swinging their way from one pole to another. Others are hanging from ladders making their way across to the other side. While others are climbing up Jacob's ladder (each horizontal pole being three feet higher) or down rope netting.

Charlie eyes this cautiously. It looks like a huge Rube Goldberg machine.

CHARLIE
Oh Crap.

ON HUMPHREY

HUMPHREY
We call this "The Trainasium."

ON CHARLIE

CHARLIE
(under his breath)
And I call it pure torture.

Red runs up beside him. He is grinning.

RED
I guess we're joining the circus.

ON HUMPHREY

HUMPHREY
You start at the cargo net, and end
at the rope swing over there. You
can get there any way you want, but
you must touch...
(pointing at them)
...the red, white, and blue squares
once on your journey. If you touch
the ground, you must start from the
beginning again. Good Luck.

ON RED AND CHARLIE

Reluctantly Charlie follows some of the more enthusiastic students toward the start of the course. Red is right behind him.

Charlie waits for the other students to start. He and Red are last. Charlie waves his hand, indicating "Be my guest" to Red. Red starts up.

Charlie looks up at the first climb, and takes a deep breath. He begins to climb up.

We hear his heart beat starting to thump louder. He climbs onto the first horizontal pole which is about ten feet off the ground. Red is already walking along the pole to the next vertical pole. He catches a rope, and swings across to a horizontal pole on the other side. He touches the blue square.

Charlie's heart is pounding as he starts across the first horizontal pole. His heart beat gets louder and louder. We hear his breathing.

POV CHARLIE

His shoes slowly step across the pole. His vision begins to become foggy.

ON CHARLIE

His arms are waving to keep his balance. He gets closer and closer to the vertical pole. He is swaying more and more. He lunges for the pole, and grabs on to it.

EXT. TRAINASIUM - PRESENT DAY - CHARLIE'S POV - MORNING

Red is holding the rope, and ready to send it back over to Charlie.

RED

Stan?

CHARLIE

I'm okay...send it over.

Red swings the rope over to Charlie, who snags it. He grips the rope tightly.

DISSOLVE TO:

EXT. CLIFF ABOVE A QUARRY FILLED WITH WATER - DAY

Oscar herds Charlie toward the cliff's edge. Charlie reluctantly gets closer and closer to the edge. The little boy looks down.

POV CHARLIE

The water is far down.

CLOSE ON CHARLIE

He starts to snivel.

YOUNG CHARLIE

Please father...I'm scared.

OSCAR

I didn't raise you to be a coward...now just take a deep breath and jump.

Charlie starts to cry.

YOUNG CHARLIE
I don't want..

OSCAR
Don't be a crybaby Charlie. Just
JUMP!

He yells this into Charlie's ear, scaring him, and he stumbles forward over the edge.

POV YOUNG CHARLIE - SLOW MOTION

He falls flaying to stay upright.

YOUNG CHARLIE
AAAHHHHHH!

ON CHARLIE FULL SPEED

He plunges down into the water.

ON CHARLIE UNDERWATER

Seeing the surface above, he fights to get there. It is taking what seems like ages to get up. Finally he breaks the surface, gasping for breath. He sees the landing over on the side, and struggles to the edge. His brother Russel grabs his arm, and pulls him up on the shore. Charlie curls up on the bank. Russel pats his back.

YOUNG RUSSEL
You did it brother!

Charlie can't say anything. He is completely winded.

DISSOLVE TO:

EXT. TRAINASIUM - PRESENT DAY - CHARLIE'S POV - MORNING

Charlie shakes his head. Concentrating on the pole on the opposite side of the trianasium, he jumps up high to get enough momentum to make it across. He sails across the void, landing deftly on the pole next to Red. He hits the blue square.

CHARLIE
(under his breath)
I'm not a wienie.

Red looks at him curiously.

RED
What?

CHARLIE

Ahh...Nothing. Let's get this over with.

CUT TO:

EXT. FIELD OSS BOOT CAMP - MORNING

Charlie and Red are walking onto a field. In the center of the field most of the full first class of students are already there, stretching and limbering up. They include: Spencer, CARY, JIMMY, ERROL, PETER, ORSON, CLAUDE, JOEL, JOHN.

ON RED AND CHARLIE

as they're walking

RED

Hey sport...I could see that wasn't fun for you.

Charlie looks carefully at him.

RED (CONT'D)

I'm not trying to get any info out of you...

(pause)

I'm just sayin'...that if you ever need my help...just ask.

Charlie considers this.

CHARLIE

Thank you...I have a little issue with heights.

They near the collected group already on the field. In front of the group is an 57 year old man, MAJOR WILLIAM FAIRBAIRN.

Just then Gary walks up quickly up behind them. Gary comments while he passes them.

GARY

Is that old geezer going to teach us hand to hand combat? This should be interesting.

Gary walks ahead taking a place up front.

RED

(to Charlie)

I've heard about this guy.

(MORE)

RED (CONT'D)

He's with the British Special Operations Executive. They nicknamed him "Dangerous Dan".

They take their place in the second line.

ON FAIRBAIRN

FAIRBAIRN

(in a British accent)

Good morning gents. My name is Fairbairn, and yes, that is my real name. The enemy already knows who I am, so I don't care about using a cover name. If you practice my techniques of "Gutter Fighting", you might make it through this war alive. This is not the Marquis of Queensbury rules. You want to dispatch your enemy in the quickest, and most expedient way possible. This is kill or be killed.

Gary can't help but smirk at this.

FAIRBAIRN (CONT'D)

It is a combination of many different eastern martial arts that I developed while head of the Riot Squad in Shanghai, China for more than 20 years.

He scans the group.

FAIRBAIRN (CONT'D)

I need a volunteer.

A few brave souls raise their hands, including Gary. Fairbairn is pleased that Gary has his hand raised.

FAIRBAIRN (CONT'D)

Right, I'll take the big gent.

Gary walks up to him. Gary has at least 6 inches on him, and weighs in at a good twenty pounds heavier.

FAIRBAIRN (CONT'D)

Now, I don't care if my attacker is bigger or taller than I am. That is irrelevant. What is your name.

GARY

Gary.

FAIRBAIRN

Okay Gary, let's pretend that you
are a German soldier, now grab me.

Gary smiles, and grabs Fairbairn's throat. Within a few seconds, Fairbairn instinctively grabs Gary's wrist, and with his other hand pushes up on his elbow. He twists his arm sending him easily to the ground. Fairbairn indicates a judo chop to Gary's neck, and a kick to his belly.

CLOSE ON THE MEN.

They react to this.

CHARLIE

(to Red)

I see what you mean.

CLOSE ON FAIRBAIRN

FAIRBAIRN

Once your man is down. Make sure
his is no longer a threat. NEVER
let him get back up.

He helps Gary back to his feet.

FAIRBAIRN (CONT'D)

Now, today we'll practice two
strike techniques.

Gary now stands a little warily in front of Fairbairn. One of his hands is balled into a fist. Fairbairn points to it.

FAIRBAIRN (CONT'D)

You never want to hit with your
fist. Too many little bones in
your hand to break. The first is
the claw. Strike your attacker's
chin with the palm of your hand
like this.

He demonstrates this on Spencer.

FAIRBAIRN (CONT'D)

Then use your fingers to gouge his
eyes.

CLOSE ON RED GRIMACING.

ON FAIRBAIRN

He shows this strike several times more.

FAIRBAIRN (CONT'D)

This is effective at close range.
The next strike is with the side of
your open hand. Hit with the fleshy
part from here to here.

He points to the side of his hand.

FAIRBAIRN (CONT'D)

You can hit your attacker's neck
from the front. Like this.

He demonstrates this.

FAIRBAIRN (CONT'D)

Or from the side like this, or on
the back of the neck or in the
kidneys here. Now, pair up, and
start practicing.

WIDE ON THE MEN

They pair up, and begin to practice the strikes. Fairbairn
goes around giving pointers.

CUT TO:

INT. OSS CAMP MESS HALL - MID DAY

Charlie, Red, Gary, and a few other students are sitting at
one of the tables. Spencer walks up and sits with them.

SPENCER

Boy...I'm glad Fairbairn is on our
side.

CHARLIE

That's for sure.

SPENCER

He certainly made quick work of
Gary.

(turning to Gary)

Took you down damn quick.

Gary shoots him a look. There is an awkward silence in table.

SPENCER (CONT'D)

So...I've got a good one for you.
This secretary goes into her boss's
office and tells him. "I've got
some bad news for you".

(MORE)

SPENCER (CONT'D)

And he says, "I don't want to hear any bad news. You're always telling me bad news. Tell me some good news for once." She says, "Okay...you're not sterile!"

The whole table laughs heartily.

RED

What class do we have this afternoon?

SPENCER

It's the one on the German military: Ranks, equipment, vehicles, planes and weapons.

Red nods.

SPENCER (CONT'D)

Then after that lock picking.

CHARLIE

I didn't get any of these classes at the University of Siberia.

RED

Bagdad U didn't carry them either.

Red looks over at Gary.

RED (CONT'D)

What about the University of Chicago?

Gary glares at him.

GARY

I wouldn't know.

CUT TO:

BEGIN MONTAGE

The group is sitting in a classroom. HENRY, the current instructor is holding up a Luger. He puts it down and then grabs a German Hand Grenade.

Gary takes a MP40 quickly apart. Then he puts a blindfold on and puts it back together.

Henry points to a rank insignia on a chart.

Fairbairn instructs Red how to correctly hold and fire a pistol one handed. Holding his hand centered at waist high.

Charlie walks through the wooded live fire range shooting targets that pop up in front or to the side of him.

Lock-picking class has 12 stations each with a lock on it. BASIL, the instructor, demonstrates how to get the tumblers in line. The lock opens.

The students are playing with the tumblers in order to unlock them. Gary finishes his first. Charlie right afterwards.

END MONTAGE

CUT TO:

EXT. PRINCE WILLIAM FOREST PARK - SUNSET

The orange sky darkens as the sun sets.

CUT TO:

INT. OSS CAMP MAIN OFFICE - CLOSEUP RECORD PLAYER - MORNING

A hand turns on the record player, and puts the needle down on the record's edge. We hear the sounds of the beginning of "In The Mood."

EXT. LOUDSPEAKER OSS CAMP - MORNING

"In The Mood" plays waking the camp up.

CUT TO:

EXT. WOODS - MORNING

The group of first week students are standing in a thick forest with instructor, HUMPHREY.

ON HUMPHREY

HUMPHREY

Today we are going to practice making yourselves invisible. Let's say you are following someone or you're being followed. You need to be able to make yourselves invisible with anything available.

(MORE)

HUMPHREY (CONT'D)

A tree, a bush, a hollow in the ground or a branch like this.

He picks up a branch of a pine tree, and crouches down using it to help conceal himself behind a rock.

POV STUDENTS

He is gone. He stands up, now visible.

HUMPHREY (CONT'D)

Now do you see that stone wall about 70 yards over there.

They all turn to view it.

ON WALL

ON HUMPHREY

HUMPHREY (CONT'D)

You'll start from that wall. I'll turn around, and slowly count to five. The first five of you will make their way to me, and hide themselves. On five, I will quickly turn back. If I spot anyone. I'll call out you out, and you'll go back to the wall. If you can get past this line...

He draws a line in the dirt with the end of the branch.

HUMPHREY (CONT'D)

...before I turn back around you've made it. Just sit down over there, and watch the rest of the class. When someone makes it across the line the next student will start from the wall. Now go to the wall, and when you get there count out. That is the order which you will come here. Now go.

Cary, Jimmy and Red race to the wall to be first, followed by the rest of the group, while Charlie, Gary, and Spencer walk slowly there, noting the terrain, and where they should hide along the way.

CUT TO:

EXT WOODS - A FEW MINUTES LATER

Seeing everyone has reached the wall. Humphrey yells to the group.

HUMPHREY
 Alright, here we go.

He turns and begins to count.

HUMPHREY (CONT'D)
 One...Two...

ON STUDENTS

Cary, Jimmy, Red, Claude, and Joel run from the wall.

ON HUMPHREY

HUMPHREY (CONT'D)
 Three...Four...

ON STUDENTS

They frantically look for a place to hide.

HUMPHREY (CONT'D)
 Five.

He turns quickly around.

HUMPHREY'S POV

He spots one not getting hidden in time.

HUMPHREY (CONT'D)
 (loudly)
 Jimmy, back to the wall.

Jimmy gets up, and goes back to the wall.

HUMPHREY (CONT'D)
 (loudly)
 Just a little hint. Like chess, try
 to look a few moves ahead. Slow and
 steady wins the race.

ON HUMPHREY

He turns

HUMPHREY (CONT'D)
 One...Two...Three...Four....Five

HUMPHREY'S POV

This time he sees no one.

ON HUMPHREY

HUMPHREY (CONT'D)

Good Job.

He turns back around.

BEGIN MONTAGE

Cary, Jimmy, Red, Claude, and Joel run to the next hiding place.

The same five students run to the next place

Red runs across the line.

Humphrey turns around to catch Jimmy just before crossing the line. He has to go all the way back.

Spencer crosses the line along with another student.

Charlie starts his turn

POV Charlie running to behind a bush.

POV Charlie hiding behind a tree, and running to the next cover.

POV Charlie picking up a branch, and sliding in a depression holding the branch over him.

Charlie runs to cross the line. While Gary walks slowly up behind Humphrey. As Humphrey turns to the right. Gary walks around to the left. Gary taps Humphrey on the back. He turns and sees Gary.

END MONTAGE

Humphrey smiles.

HUMPHREY (CONT'D)

Good job everyone.

He looks at his watch.

HUMPHREY (CONT'D)

Now report to the field for self-defense class.

CUT TO:

EXT. FIELD OSS BOOT CAMP - MORNING

Fairbairn is standing in front of the class. Red is now his guinea pig.

FAIRBAIRN

If you are holding a gun on someone, never let them get too close to you...if the tables are turned always get as close to the enemy as possible.

(to Red)

Now hold the gun on me.

(to class)

Make them believe you are compliant.

Fairbairn puts his hands up shoulder level.

FAIRBAIRN (CONT'D)

(to Red, acting scared)

I surrender. I'll do what you want...just don't shoot me.

Fairbairn moves in closer. Suddenly he knocks Red's wrist to the side, and easily twists his arm. He pushes him to the ground, and snatches the gun away from him.

FAIRBAIRN (CONT'D)

If you catch him off guard, he won't be able to pull the trigger before the gun's barrel is past your body.

He helps Red up, and gives him back the gun.

FAIRBAIRN (CONT'D)

Now I will do it again, but slowly.

Fairbairn does the same move in slow motion.

FAIRBAIRN (CONT'D)

First get closer to him. Raise your hand up, but not too high. Knock his arm aside. Grab his wrist, and twist this way, pushing him to the ground. Then knee him in the groin, as you grab the gun out of his hand.

Again, he helps Red up, and gives him the gun again.

FAIRBAIRN (CONT'D)

Now let's say that the enemy has the gun at your back.

Fairbairn turns away from Red. Red holds the gun up.

FAIRBAIRN (CONT'D)

In this scenario, we need to know where the gun is...so move back into the barrel. Feel it on your back.

Fairbairn twists aside, and deftly puts Red back on the ground.

FAIRBAIRN (CONT'D)

Now...I want you to practice those moves until you can do them instinctually.

The class pairs up and begins to practice.

CUT TO:

INT. CLASSROOM - OSS BOOT CAMP - DAY

MELVYN is teaching explosives to Charlie's class. Charlie and Red are seated amongst them. Ray quietly enters, and takes a seat in the back. Red is slumping in his seat. The rest of the students are bored to death. Melvyn is droning on.

MELVYN

Gunpowder, or black powder, as it is commonly known, was invented by the Chinese to use for fireworks, and signals in the 10th century. It is a combination of sulfur, carbon, and potassium nitrate. The sulfur and carbon are the fuels, and potassium nitrate or saltpeter acts as the oxidizer. Now it was a problem on the battlefield because it produced a lot of smoke. It wasn't until 1884, when Paul Vielle invented smokeless powder that...

By this time, Red is asleep and snoring in his chair. Melvyn shoves him, waking him up.

MELVYN (CONT'D)

Am I boring you Ollie? Perhaps you can do better. Why don't you teach the class.

Surprisingly, instead of backing down, Red sleepily gets up, walks to the front of the class. He picks up a stick of TNT from Melvyn's desk.

RED

This is TNT. It's a thousand times more powerful than gunpowder. But over time it can sweat nitro glycerin, and then it can be set off by just dropping it. Ohhhhh No!

He suddenly fumbles it, and it falls to the desk, but he catches it just before it hits. By now the class is enraptured. Melvyn is frozen, and doesn't know how to handle this.

ON RAY

He watches intently from the back of the class.

WIDE ON RED

RED (CONT'D)

Don't worry. This is just a fake model. No idiot would bring real TNT into a classroom. However, this stuff...

He takes of plastic explosive out of a container on the desk. He smells it.

RED (CONT'D)

...is real. Smells like almonds. Plastic explosive. This is the stuff you will be using. The only way to set it off is with a detonator. You can play baseball with it, and not set it off. It's great! You can mold it anyway you want. It sticks to most things.

He slams it under the corner of the desk, and it sticks their.

RED (CONT'D)

But it's like a woman. You can't force it to do what you want...You have to coax it.

The class laughs.

CLOSE ON CHARLIE

He is grinning from ear to ear.

ON MELVYN

He is about to explode.

WIDE ON RAY

He spots this, and stands up.

RAY

Ollie, come to my office now!

Red sheepishly takes the plastic explosive, and puts it back into the container. He slinks to his desk, and picks up his manuals. He grins at Charlie, and shrugs as he leaves the classroom.

CUT TO:

INT. RAY'S OFFICE - OSS BOOTCAMP - DAY

Ray is seated at his desk. Red knocks.

RAY

Come in.

Red enters and stands at attention.

RAY (CONT'D)

Ollie, do you know why I called you in here.

RED

Because I was sleeping in class,
and I was insubordinate.

RAY

You are dead wrong. I called you in here because you violated one of the cardinal rules I set out on the first day you were here.

Red is completely confused by this.

RAY (CONT'D)

You revealed to everyone in the class who you are, by showing them what you know. Your ego won the best of you.

RED

I am sorry sir, I'll pack up my things to go immediately.

RAY

Oh, I am sure Melvyn will insist on that, however, you are not getting off that easy.

RED

Sir?

RAY

I am giving you a difficult assignment. You're absolutely right about Melvyn. He could put anyone to sleep! You are going to be his assistant in the demolition class. Without bruising his ego, you are going to aid him in teaching your classmates, and nudge him into being a better teacher.

Red goes to say something, but Ray stops him with his hand.

RAY (CONT'D)

I am going to straighten him out, Now Ollie, remember to think before you say or do anything in the future. You never know when the enemy might be listening. Do you understand me.

RED

Yes sir!

RAY

You're dismissed.

Red goes to salute him, then stops himself. He does an about face and exits the office.

CUT TO:

INT. HALLWAY - OSS BOOTCAMP - DAY

Red stops in the hallway as Melvyn passes him. Melvyn is fuming.

RED

I am sorry sir, I shouldn't have done that.

Melvyn ignores him, and goes into Ray's office.

CUT TO:

INT. RAY'S OFFICE - OSS BOOTCAMP - DAY

Melvyn busts into Ray's office.

MELVYN

Colonel, I hope you washed him
outta here!

RAY

Really, why is that?

MELVYN

You saw for yourself! He was
sleeping in class and
insubordinate.

RAY

Oh, I lit into him alright, but not
for that.

Melvyn is confused.

RAY (CONT'D)

You see he revealed too much about
himself, but you didn't seem to
absorb any of it.

MELVYN

What are you talking about?

Ray opens a dossier in front of him.

RAY

Let me enlighten you.

He begins to read for the dossier.

RAY (CONT'D)

Terrance Campbell, graduated
Colorado school of mines with an
engineering degree. His father, one
of the biggest mine owners in the
west, had him work in the
demolitions department for 4 years.
Then he became head of demolitions
for all of his father's mining
concerns for the past three years.
This kid is the most qualified
explosive expert in the OSS...and
you want me to wash him out because
of your ego!

MELVYN

Well.

RAY

Listen Melvyn, if you are going to continue here, you need to understand something important. We are not training soldiers here. We are training spies. These men have to be innovative. They have to think out of the box, and quickly. Their lives depend upon it. All qualities which Mr. Campbell demonstrated today, when he took over your class. Now, I want you to bury your ego. Use him as your assistant, and get these students ready in the next three weeks. Understand me?

MELVYN

I understand, Colonel..Ah...Sir.

RAY

Very good, Melvyn.

Melvyn turns to leave.

CUT TO:

EXT. PRINCE WILLIAM FOREST PARK - SUNSET

The sun dips below the horizon.

CUT TO:

EXT. FOREST CLEARING - PRINCE WILLIAM FOREST PARK - MORNING

The student's are practicing on the Trainasium.

Charlie and Red shimmy upside down across a high rope. We see Charlie is miserable.

CHARLIE (V.O.)

I thought it would get easier. It didn't.

CUT TO:

EXT. OSS BOOT CAMP - MORNING

Fairbairn is going through Charlie's class watching them as the practice taking pistols and rifles away from each other. Spencer has a pistol against Charlie's back.

FAIRBAIRN

That's it. Push back, and feel exactly where it is. That resistance allows you to quickly pivot forward out of the way of the bullet.

Charlie pivots, and grabs the gun between his arm and body. At the same time he thrusts his palm into Spencer's chin, who falls backward.

FAIRBAIRN (CONT'D)

That's it.

He addresses the whole group.

FAIRBAIRN (CONT'D)

Now I want you to all come over here.

He walks over to a picnic table covered with a cloth. On the cloth are a dozen items including a pen, an ashtray, a newspaper, a hammer, a screwdriver, a log, letter opener, a bottle, a ceramic plate, a fork, a piece of wire, and a glass vase. The men follow him and gather round the table.

FAIRBAIRN (CONT'D)

Here are a bunch of household items. Which of these can be used as a weapon?

CARY

Well...the letter opener is obvious.

FAIRBAIRN

As well as the hammer and the screwdriver, but the correct answer is all of them.

He picks up the pen. He demonstrates on Cary.

FAIRBAIRN (CONT'D)

They say the pen is mightier than the sword. But if you push it up under someone's chin like this. It won't stop until it hits the soft palette or further back into the brain.

Fairbairn points to the items on the table.

FAIRBAIRN (CONT'D)

If you break the plate or the bottle, you'll have a sharp edge to use. You can make a garrote with the wire, crack a skull with the heavy objects or take the newspaper like this, and twist it into a point. Feel this, it can certainly do some damage.

He lets the students put the palms of their hands down on the hard point he has created.

FAIRBAIRN (CONT'D)

Now, whatever room you go into from now on, I want you to be aware of all the things you can use as a weapon. Practice this often. It may save your life.

CUT TO:

INT. CLASS ROOM - DEMOLITION CLASS - DAY

Melvyn is in the classroom alone. Red walks in. There is an awkward silence. Red opens his mouth to say something but Melvyn cuts him off.

MELVYN

Look...I don't like this arrangement at all, but Ray insists I have to put up with you. So...

RED

What made you originally get involved with explosives?

Melvyn is taken aback by this.

MELVYN

My uncle had a connection with a demolition company.

RED

No, I mean what did you like about it.

Melvyn thinks about this. He smiles as he begins to remember.

MELVYN

It was the control I had. I could change the outcomes depending on what I did....And I guess the danger.

RED

What was your first solo big success?

MELVYN

We were taking down this tower and there was a house right near by. I had to be so precise in where to put the charges, and how strong they were. I was so nervous about it. The whole company came to see the demolition.

RED

What happened?

MELVYN

It was a perfect collapse right on itself. Nothing touched the house. Everyone cheered when it was done.

Melvyn is smiling.

RED

What are you teaching them today?

MELVYN

How to shape charges, halfway through class we'll go to the range.

RED

Do me a favor...Tell the class the story you just told me. They'll like that. I'll stay out of your way today. If you need help, just ask.

CUT TO:

EXT. DEMOLITION RANGE OSS CAMP - DAY

Melvyn is in front of the class, who are now interested and paying attention. He has placed two charges on an upright 4x4.

MELVYN

If you want to take down a structural girder it will be more effective to place one shaped charge on one side facing in, and one the other side below or above it, also facing in. The force of these two shaped charges will split the girder right in two. Now everyone behind the sandbags.

All the students move behind the sandbag wall, and Melvyn walks to join them.

ON CHARLIE AND RED

CHARLIE

What the hell did you say to him?
He's totally different today.

Red just shrugs. Melvyn comes to the other side of the wall.

MELVYN

Now everyone down.

All the students hunker down behind the wall.

MELVYN (CONT'D)

5-4-3-2-1.

He pushes down on the ignition handle, and both charges blowup splitting the 4x4 in half.

The class applauds. Melvyn smiles. He waves his arm splitting the class in half

MELVYN (CONT'D)

Now this half go with Ollie over there, and the other stay with me. We'll practice making shaped charges.

Red nods to Melvyn, and the class splits.

CUT TO:

INT. MESS HALL OSS CAMP - MID DAY

Charlie, Red, Spencer, Gary, and Cary have just finishing lunch.

SPENCER

I haven't seen Jimmy today. What happened to him?

CARY

I heard that he didn't make it through the shoot house. They washed him out of the program.

SPENCER

Shoot house?

CARY

It's another test we all have to do. I heard it's tough.

CHARLIE

I guess we'll deal with it when it comes. Got any new jokes Spencer?

SPENCER

So I was walking down the street, and I saw my best friend walking the other way, and he looked terrible. So I went over to him and said "What happened, you look like you've been through hell!"...and he said, "This has been the worst day of my life! I came home early, and found my wife in bed with another man...and I shot and killed him. I spent the whole night at the police department. And I said, "It could be worse." And he said, "Are you nuts? How can it be worse than that." And I said, "If you had come home the day before, you would've shot me!"

They all laugh heartily.

ON GARY

Gary doesn't laugh, but checks his watch.

ON CHARLIE AND RED

They notice this.

WIDE SHOT

All of men get up from the table, and bus their dishes. Red slaps Spencer on the back.

RED
That's a good one.

Gary rechecks his watch, and exits hurriedly.

CUT TO:

EXT. OSS CAMP - MID DAY

Charlie and Red are sitting in the shade partly obscured from the rest of the camp.

CHARLIE
Something is bugging me about Gary.

RED
Yeah, he didn't know movie stars or baseball players.

CHARLIE
And he got a 100% on his German organization test.

RED
So what, I got a 97%...only one wrong.

CHARLIE
Yeah, but you studied it. Gary just rifled through it, completely bored. I watched him, when we were doing the drop test, and were suppose to study for that material.

ON GARY

He exits one of the barracks and heads toward the woods.

CHARLIE (CONT'D)
Look...there he goes.

Gary walks to the edge of the woods, checking to see if anyone is watching him. Satisfied he is alone, he turns to enter the underbrush.

CHARLIE (CONT'D)
He's acting really suspicious.

RED
Let's follow him.

They both get up, and run to where he went into the woods.
They duck into the underbrush.

CUT TO:

EXT. WOODS - OSS CAMP - ON GARY - MID DAY

Gary is acting very suspicious always checking behind him.

ON CHARLIE AND RED

They duck behind a tree before being seen.

ON GARY

He checks his watch, and again turns to see if anyone is following him.

GARY'S POV

The woods behind him are clear. Nobody can be seen.

ON GARY

He turns and continues on, but the camera stays on the woods behind him. Charlie & Red rise up from a low bush, and follow him.

HIGH SHOT MOVING WITH GARY

As Gary walks nervously down the path, we see Charlie and Red scurrying up the path behind him ducking behind cover whenever they can.

Gary reaches a large field that leads down to a road. Charlie watches him from the edge of the woods as he goes across the field to the edge of the road.

ON RED AND CHARLIE

They watch Gary disappear behind a small hill next to the road, going off to the left.

They run across the field, and up the hill about 30 yards further down.

CUT TO:

EXT. WOODED BERM NEAR ROAD. - MID DAY

Charlie and Red crawl to the top of the hill, and look down at the almost deserted road.

They spot Gary waiting at the side of the road below them. A small car appears coming down the road. It pulls over in front of Gary.

ON RED AND CHARLIE

They look at each other nodding.

ON THE CAR

A young woman gets out of the car. She runs over to Gary, and throws her arms around him and kisses him passionately.

YOUNG WOMAN

Honey, I've missed you so!

He takes her by the hand, we see she has his wedding ring on. He leads her behind some trees. They kiss passionately again. She starts to slip off her dress.

ON CHARLIE AND RED

They quickly crawl backwards away from the edge. Charlie jumps up, and walks down the hill followed by Red. They reach the field, and begin to cross it.

CHARLIE

I feel like an idiot! It's his wife!

Red is chuckling to himself.

RED

We're like those medical students who think they have every disease known to man. When you are learning to be a spy, you think everyone is.

CHARLIE

I just hope that after this Gary gets a little nicer.

RED

Yeah...and less of an jerk.

They enter the woods.

CUT TO:

EXT. WOODS - DAY

Charlie and Red are walking down the path, when they hear some branches breaking off to the left.

Charlie stops and holds up his fist. Red stops, and they both listen. They definitely hear a person moving through the underbrush. Charlie squats down behind a bush, and Red does the same.

Off to the left, they see Spencer walking off to the north. He also is acting nervous, constantly checking to see if he is being followed.

CHARLIE

(whispering)

Now...is he a enemy spy too, or just another horny soldier?

RED

Hey, let's find out. What do we have to lose? Anyway, it's good practice.

They move off through the woods after Spencer, being careful not to been seen.

CUT TO:

EXT. DIRT ROAD IN THE WOODS NORTH OF OSS CAMP - DAY

Charlie and Red are hiding in the woods about 50 yards up the road watching Spencer. He crosses the road, and looks around checking everywhere making sure he is not being watched.

ON CHARLIE AND RED

CHARLIE

Knowing Spencer...it's probably a girlfriend.

ON SPENCER

He looks up and down the road, and continues to a small tree. He reaches into the crook of the tree where three branches extend upwards. It is about seven feet high.

He pulls out a small metal canister. Unscrewing the top, he pulls out a small piece of paper. After quickly reading it, he puts it into his mouth, and chews on it. He then reaches into his pocket, and pulls out several small sheets of paper. He rolls them up, and puts them into the can. He screws the cap back on, and puts the canister back into the tree. Walking back across the road, he spits the paper onto the ground, grinding it into the dirt with his shoe. He walks into the woods.

ON CHARLIE AND RED.

They both turn, and stare at each other. Charlie doublechecks the woods where Spencer left. He is gone.

CHARLIE (CONT'D)

Well..this is interesting. Let's see what it says.

They both come out of their hiding place, and quickly cross the road. Charlie reaches up into the tree, and retrieves the canister. He unscrews it, and takes out the papers.

CLOSE ON THE PAPERS

It is written in German.

RED

It's in German!

CHARLIE

It talks about the training. How many students there are. The schedule. It even mentions Fairbairn. Essentially everything we've been doing.

RED

Spencer's a spy?

CHARLIE

We've got to let Ray know about this.

Just then they hear a truck coming down the road. Charlie quickly puts the papers back into the canister, and it back into the tree. Charlie and Red jump into the cover of the woods.

A black 1937 pickup truck bounces down the road. It comes to a stop by the tree. A MAN IN HIS FORTIES hops out of the truck. He takes down the canister, and pulls the papers out. Then, he puts new ones back in, and replaces the canister into the tree. He jumps back into the truck, and drives away, disappearing around the corner.

Charlie and Red emerge from the woods. Charlie gets the canister, and pulls out the papers. He holds them up.

CHARLIE (CONT'D)

Evidence!

CUT TO:

INT. RAY'S OFFICE - OSS BOOTCAMP

Charlie and Red are standing in front of Ray's desk. Ray is intently listening to them.

CHARLIE

And that's why we are late to lock picking class, sir. Oh...and here's what the man in the truck left for Spencer.

Charlie hands him the papers. Ray opens them up.

RAY

I don't read German very well. What does it say?

CHARLIE

Well they are asking Spencer for any staff or instructor's real names. They want more specifics on the tactics being taught, and they also want more on Red here.

Ray looks at Red.

RAY

(to Red)

You see you never know when the enemy may be watching, or who they are.

RED

Yeah, I've definitely learned that the hard way. Sir.

Charlie hands the paper back.

RAY

We had information that the Germans were trying to place spies into the OSS, and because of you two, we have found one.

RED

Shouldn't he be arrested right away.

RAY

No...we need to catch his handler, the man in the truck. Spencer will be going nowhere.

(MORE)

RAY (CONT'D)

However, it's imperative that you tell no one, and that you act as nothing has happened. Especially towards Spencer.

CHARLIE & RED

Understood, Sir.

RAY

Next time he goes to the dead drop, We will set the trap for him. Now, get to lock-picking class immediately. Tell Basil you were doing something for me.

Charlie and Red both salute, turn and exit.

CUT TO:

INT. BARRACKS CABIN - OSS CAMP - NIGHT

The men are asleep in their beds. It is the middle of the night.

ON CHARLIE ASLEEP IN HIS BED

CHARLIE (V.O.)

I was fast asleep, and dreaming of flying over the countryside on the back of a winged horse.

Humphrey shakes him awake.

HUMPHREY

(whispering)

Don't make a noise. Put on your clothes, and get outside as soon as possible.

CUT TO:

EXT. JEEP - OSS CAMP - NIGHT

Charlie is taken in a jeep to another location.

CHARLIE (V.O.)

I was taken to what I later found out was the shoot house. All the students had to go through it, just at 2 AM in the morning!

Charlie gets out of the jeep, and is met by Fairbairn. He leads him to the front of the house.

FAIRBAIRN

There are a bunch of Germans causing trouble. You need to find and eliminate them. You are using live ammo. I will be right behind you.

Fairbairn gives him a pistol, which Charlie checks, and cocks it.

CHARLIE (V.O.)

By now the adrenaline had kicked in, and I was wide awake. I entered the darkened house.

INT. SHOOT HOUSE - STEADY-CAM SHOT - NIGHT

FAIRBAIRN

(whispering)

Go down the stairs.

Charlie goes down holding the gun out in front of his body. When he gets down to the bottom of the stairs, he hears a cat meow off to his left. We hear his heart beat quicken. Ignoring, the sound of the cat, he continues on.

FAIRBAIRN (CONT'D)

(whispering)

Go up on the landing.

Charlie goes up a few steps, and enters into another space. A figure of a German soldier pops up to his right. He fires twice, and hits it both times.

FAIRBAIRN (CONT'D)

(whispering)

Go through the corridor.

Charlie sees the doorway on the other side of the landing, he goes to the side of it, and quickly checks around the doorway. A figure of a German with a gun is at the end of the corridor. Charlie lowers himself to the ground, and shoots the figure twice. He reloads his gun. Getting up he goes through the corridor in the position he was taught.

FAIRBAIRN (CONT'D)

(whispering)

Now go up the stairs, and into the next room.

Charlie carefully climbs the stairs, and peeks into the room.

POV CHARLIE

He sees three figures in the room two German soldiers, and one female civilian.

ON CHARLIE

Taking a deep breath, he bursts in firing one shot into one soldier, and another into the other. He holds the weapon on the figure of the woman, but sees that the painted figure is unarmed. He lowers the weapon.

FAIRBAIRN (CONT'D)

(whispering)

Good work, now go out the back door, and check if there are any of the enemy out there.

CHARLIE (V.O.)

Of course...I thought this must be another trap, so I checked the window on the side.

Charlie moves the aside the curtain, and sees that there is a target hiding to the right of the door. He shoots it through the opening in the window. Next, he looks out of the door, and exits. The woods around the building seem deserted. Just before he steps out into the yard, he stops himself, and looks up. There is a balcony above the door. Hugging the wall of the house, he moves to the edge of the balcony. Coming slowly away from the wall, he points his gun upward.

POV CHARLIE

As he moves out there is a figure of a German Soldier with a gun pointing down at the back yard. He shoots it twice. Fairbairn exits the house. Charlie clears the weapon, and ejects the magazine.

FAIRBAIRN

Nice work Stan. Now go back to your quarters, and get some rest.

Charlie nods and gives him the gun.

CUT TO:

EXT. OSS CAMP - CLOSEUP OF LOUDSPEAKER ON POLE - MORNING

"The William Tell Overture" plays waking up the camp.

CUT TO:

INT. BARRACKS CABIN - OSS CAMP

The men are dressing, but Red is still asleep.

CLOSE ON RED

A half glass of water is thrown on his face. He sits up shaking off the water. He jumps up.

CUT TO:

EXT. WOODS PRINCE WILLIAM FOREST PARK - MORNING

The students run along the forest path.

CUT TO:

INT. MEETING HALL - OSS CAMP - PRINCE WILLIAM FOREST PARK VIRGINIA - EARLY MORNING

Charlie's Class is sitting in front of Ray and Humphrey.

RAY

Today's mission will incorporate most of the skills you have learned here in the past two weeks. You'll be divided into two teams. You have to work together, delegating tasks in order to complete the mission in a timely manner. You'll be evaluated individually, and as a team. This is like a final exam. Blue Team will be Gary, Spencer, Ollie, Stan, Errol, and Cary. The rest will be on the Red team. Humphrey here will brief you on the mission.

Ray steps away, and Humphrey takes his place.

HUMPHREY

Blue team will start right after this meeting, and Red team will start at 12:30 this afternoon.

(MORE)

HUMPHREY (CONT'D)

Each team will include two radio operators from Camp "C". Blue team's operators are Leslie and Maurice.

He indicates two men in the back of the room, wave their hands to the rest of the students.

HUMPHREY (CONT'D)

Divide each team into two groups. Each group will have to locate a specific cache of supplies that will allow you to complete your group mission. Blue team, you have until 12:00 to accomplish all the tasks asked of your team. Red team will have to complete theirs by 18:30. You will encounter live guards, our staff and instructors. Your job is to kill them quietly. We will give you rubber knives. If you surprise them from behind, they will die accordingly. However, if they spot you, they can shoot you with blanks, and you will die. Once you are killed...you are out of the exercise. Here are the instructions for the blue team.

Humphrey indicates a pile of papers on a table in front of him. There are two compasses next to the pile, and a box of rubber knives.

HUMPHREY (CONT'D)

Everyone take a knife, and two compasses. You will have to do some planning, so I suggest that the blue team meet in the mess hall. Red team can stay here for propaganda class. Good luck.

The blue team gets up, and takes their team's instructions, compasses, and knives. They exit the room.

CUT TO:

INT. OSS CAMP MESS HALL - MORNING

The 8 member blue team (Gary, Spencer, Red, Charlie, Errol, Cary, Leslie and Maurice) are sitting at a table, planning what to do and when.

CHARLIE (V.O.)

We divided ourselves up, trying to give each group the right skill sets. Red's group had to blow things up, but required some climbing, so I joined the other group. First, each group had to find a cache of supplies, then radio each other telling the other group their instructions.

ON CHARLIE EYEING SPENCER.

CHARLIE (V.O.)

I still had a hard time wrapping my head around the fact that Spencer was a German spy. It was all I could do to keep acting normal.

ON THE GROUP

They all get up to go.

CHARLIE (V.O.)

We headed out planning to start radioing each other in two hours. We thought it a good idea to bring some extra rope, some binoculars, and our lock picking tools.

They exit the room.

CUT TO:

EXT. WOODS PRINCE WILLIAM FOREST PARK DRONE SHOT - MORNING

We follow Red, Leslie, Errol, and Gary's group through the forest.

CUT TO:

EXT. WOODS PRINCE WILLIAM FOREST PARK - MORNING

Charlie reads the instructions. Spencer holds the compass, and Cary and Maurice look on. There is a large boulder next to them.

CHARLIE

At the boulder...we are to go 270 degrees for a half a mile.

SPENCER
(pointing)
That way.

They continue on.

CUT TO:

EXT RIVER PRINCE WILLIAM FOREST PARK - MORNING

Red, Gary, Errol, and Leslie come upon a river too deep and wide to get across without getting wet.

Red reads the instruction paper.

RED
It says we are not allowed to get wet.

GARY
Maurice and I will look upstream, and you look downstream. I'll whistle like this if I find something.

He demonstrates this with his fingers. They break up, and Red and Errol go downstream.

ON RED AND ERROL

They make their way through the trees, and around a bend in the river. They come to a long straight part with no place in sight to cross. They shake their heads, but then hear Gary's whistle.

CUT TO:

EXT RIVER BANK - PRINCE WILLIAM FOREST PARK - MORNING

Gary is standing on the bank with Leslie, as Red and Errol come through the trees toward him. He points about 25 yards down the river. High in the air, above the river, is a rope attached to two large trees. It is suspended over the river about 20 feet in the air. They walk over to the tree to which it is attached. There are no branches on the first 12 feet.

BEGIN MONTAGE

Red uncoils the rope and tosses one end over the first large branch.

Errol ties the rope around his waist, and Gary loops the rope around his butt to belay Errol. Red boosts Errol up to his shoulders.

Errol climbs up, and stands on the first branch. He then quickly climbs up to the branch just three feet below the rope, and loops the rope around it.

Leslie ties himself to the end of the rope. Red helps him up on Gary's shoulders.

Red and Gary pull Leslie up to the lower branch

Errol begins to cross the stream hanging under the rope as they have been taught.

Red climbs to Gary's shoulder, then climbs hand over hand, and grabbing the lower branch. Red deftly climbs up the rest of the way.

With incredible strength, Gary pulls himself up hand over hand until he reaches the lower branch.

Leslie follows Errol across the stream.

Gary climbs up the rest of the way, and unties the rope coils it up into a loop. He ties it to his belt.

GARY

I'm right behind you.

Red crawls across in the same manner as the first two, followed by Gary. They reach the tree on the far side of the river. On the trees is a waterproof bag labeled, "Instructions". Errol removes the bag.

CUT TO:

EXT POND - PRINCE WILLIAM FOREST PARK - MORNING

Charlie, Spencer, Maurice, and Cary reach the waters edge. There are a bunch of large cut logs on the bank. In the middle of the pond is a 6' X 4' foot wooden raft. Charlie reads the instructions.

CHARLIE

Evidently...we all have to get to the raft somehow to retrieve more instructions, without going into the pond.

SPENCER

We can make a raft from these logs.
We just need something to hold them
together.

CARY

Maybe we can use those water reeds.

Maurice and Cary go to the reeds.

CHARLIE

I'm gonna look around.

He goes off around the pond and disappears.

ON CARY, MAURICE AND SPENCER

Cary and Maurice begin to pull out clumps of reeds, and give them to Spencer. He lays out the logs into a makeshift raft. They all begin to tie the logs together, having a tough time doing so. Suddenly they see Charlie about 50 yards away, paddling a old canoe toward them.

CHARLIE (CONT'D)

I just found it in the reeds.

Charlie paddles to the bank, and the other three get in.

CARY

Figures, after all you found the
other ladder.

CHARLIE

I just didn't want to get wet.

Charlie paddles them to the raft. They retrieve their new instructions, and paddle to the other side of the pond.

CUT TO:

EXT. CLEARING EDGE OF FOREST - MID DAY

Red, Gary, Maurice and Errol look down at a maintenance building. It has one locked door that they can see, but there appears to be no one around it.

RED

You stay here. If I get shot, Gary
will be able to set the explosives.

Red runs from the trees to the outer wall, and hunkers down. He does a quick glance into the yard, but sees nothing.

He looks again checking the roof, and then runs and puts his back against the building. He goes to the corner, looks quickly around it, and then disappears around the side of the building.

ERROL

Maybe it isn't guarded.

Just then Henry, dressed in a German uniform comes around the other corner patrolling in the same direction. He walks to the door just as Red peers around the corner, and sees him. He pulls back quickly. Henry turns around, and starts back to the corner. We see him start to take a wide berth around the corner, which will not allow Red to surprise him. Gary sees this, and does his whistle, pushing Errol down, as he also hides. Henry turns, and raises his rifle pointing it towards the woods. Just then Red whips around the corner, and slices the Henry's throat. Henry falls to the ground in mock death.

Red waits to see if anyone else appears then waives the other three to him. He helps the instructor to his feet, but takes the rifle.

RED

It's mine now.

Henry reluctantly gives him his rifle. Red checks both the magazine, and breach to see they just contain blanks.

HENRY

It's just blanks.

Red nods.

RED

...and the jacket and helmet.

The instructor smiles. He and Red exchange jackets, and Red takes the helmet.

Errol has gone to the door.

ERROL

Check to see if he has any keys.

Henry shakes his head.

HENRY

No such luck...You've got to pick it.

Errol pulls out his picks, and begins to work the lock.
Henry watches them.

CUT TO:

EXT. SHED PRINCE WILLIAM FOREST PARK - MORNING

Charlie, Spencer, Cary, and Maurice are on a small hill
reconnoitering a small shed in the middle of a dell.

CHARLIE

The cache is in that shed, but I am
sure someone is watching it.

SPENCER

I agree. But where could they be?

CARY

Maybe that clump of bushes over
there.

He points down the hill on the front left side of the shed.

SPENCER

That's a good bet.

Spencer looks through the binoculars.

POV SPENCER

He focuses in on the clump of trees. We see a rifle barrel
move in the bushes.

ON GROUP

SPENCER (CONT'D)

Bingo. I can see him.

CHARLIE

Good Job!

MAURICE

How can we get him out of there?

CARY

He won't be able to see to the
rear. We could sneak down one at a
time from that hillside over there,
and hide behind that clump.

They pull back away from the crest of the hill.

CUT TO:

EXT. MAINTENANCE BUILDING - MORNING

Errol is working on the lock. While the others watch. It clicks. Errol goes to open the door, but it doesn't move.

ERROL

The lock is open, but the door
won't move.

He pushes his shoulder against it.

ERROL (CONT'D)

Darn it. I think it's bolted from
the inside. Are there any other
doors or windows?

RED

No, I've been all the way around
it.

GARY

Well...somehow we've got to get in.

CUT TO:

EXT. SHED PRINCE WILLIAM FOREST PARK - MORNING

Cary sneaks down the hill, and stops in back of the clump of bushes. He is followed by Spencer, then, Maurice and finally Charlie.

They split going to each side. Charlie and Spencer are in the front crouching. Charlie holds up one finger, then two. Spencer nods. On three Charlie jumps, his feet landing on the barrel of the rifle, Spencer falls to the middle of the clump bringing his rubber knife down.

SPENCER

We got you!

Spencer helps FRED, the OSS Staff Member to his feet, but keeps his rifle. Charlie comes up behind him, and takes the keys from his jacket pocket. He tosses them to Cary.

CHARLIE

Before you pick the lock try these.

SPENCER

I'll stand guard.

Spencer surveys the area, while Cary goes to the shed door, and tries the keys. The lock opens. He goes into the shed and pulls out a box.

Maurice takes the radio, and sets it up. He turns it on, then checks his watch, then begins to transmit. Charlie reads the new instructions.

MAURICE
Nothing yet.

CUT TO:

EXT. MAINTENANCE BUILDING - MORNING

Gary slams his shoulder into the door, but it doesn't budge. Leslie looks at his watch.

LESLIE
They will be transmitting by now.
We need to get in here or we won't
make the deadline.

RED
Gary...help me with that barrel.

Red and Gary move a old barrel over to the side of the building.

RED (CONT'D)
Help me on to the roof.

Gary climbs up onto the top of the barrel, and helps Red up next to him. He gives Red a leg up, and Red grabs the edge of the roof. Gary pushes him up, and Red climbs onto the roof. He disappears for awhile. Gary jumps down. They all wait expectantly. Time passes. They look at one another expectantly.

GARY
(Yelling up)
Ollie...you okay?

We hear the door being unbolted from the inside. The door opens, and Red stands there with a grin on his face.

RED
Let's find the radio.

The all file into the building.

CUT TO:

INT. MAINTENANCE SHED - MORNING

Leslie has set up the radio, and has been transmitting to group "B". He hands Gary a piece of paper, where he has written down their new instructions. Gary scans them quickly and puts the paper away.

GARY

Okay, we have to blow up a guarded tower about a mile from here. They said to place the fake explosives so that will bring down the tower. Then...we can radio in that we have completed the mission.

RED

How'd ya remember all that so quickly.

GARY

All what?

RED

All that. You just looked at it once.

GARY

I can just see it in my head.

RED

Like a photographic memory?

GARY

Yeah...I guess.

(looking at his watch))

We got to hustle...We've just got 45 minutes to get this done.

They grab the radio and supplies, and start off.

CUT TO:

EXT. WOODS PRINCE WILLIAM FOREST PARK

Charlie, Spencer, Maurice and Cary, are traveling quickly through the woods.

CHARLIE

The cabin should be about a half a mile from here. We have to sneak up, kill the guards, and rescue a person, who is on the second floor.

They continue on quickly.

CUT TO:

EXT. RADIO TOWER - PRINCE WILLIAM FOREST PARK - MORNING

There are two guards walking around the tower. Red dressed in the German jacket and helmet, walks down the dirt road toward the two guards. He waves at them. They both stop, and look at him curiously. No sure what this is about. Out of the woods behind them, steps Gary with the rifle. When he is about 30 yards away, he kneels down, and fires off two shots in rapid succession, before either guard can react in time. The both realize they are dead, and slump to the ground. Errol brings the explosives from the woods, and Red meets him under the tower. They set the explosives on legs of the tower. Red calls to Leslie who has already set up the radio.

RED

Done!

(looking at his watch)

With 20 minutes to spare!

Leslie radios the message, and Gary bearhugs Errol lifting him off the ground.

CUT TO:

EXT. TWO STORY CABIN PRINCE WILLIAM FOREST PARK - MORNING

Charlie, Spencer, Maurice, and Cary are about 100 yards from the cabin.

ON CABIN

One guard, JAMES is patrolling the outside of a wraparound porch. He is crossing the front, turning and going back around to the rear of the cabin. Charlie looks at his watch.

CHARLIE

There's probably another guard inside the cabin, so we have got to kill the outside guard silently.

SPENCER

I'll kill the guard.

CARY

One of us should climb to that attic window to make sure the hostage is safe.

CHARLIE

Right, you do that. I'll go to the back door, and Maurice, when everyone is in place you knock...and make sure you are not in front of the door when you do it.

Maurice nods.

CHARLIE (CONT'D)

When the guard moves to cover the front door, I'll come in from behind, and shoot him.

(looks at his watch)

We've only got fifteen minutes to do this. Let's go.

Spencer hands the rifle to Charlie. They all disperse.

ON JAMES

He walks around to the front of the house. Then turns to go back around the house. Before he gets to the corner, he looks back. He scans the woods.

JAMES'S POV

All is quiet.

ON GUARD

Satisfied that no one is there, he starts to turn when Spencer comes around the corner, and grabs him from behind. He slits his throat with the rubber knife. Quietly, he slumps down. Cary comes up, and Spencer helps him to the second floor balcony.

ON CARY

He crouches over to the window, and sneaks a peek inside. A man is tied to a chair, but nobody else is in the room. There is a large clock on the wall which reads 11:50.

ON CHARLIE

He checks the back window. It is slightly open.

POV CHARLIE

There sitting in the room is another guard. He is looking at his watch.

ON CARY

He goes to the balcony's edge. He sees Charlie at the rear of the cabin. Charlie indicates there is one guard inside. Cary goes to the front signaling to Maurice and Spencer about the guard. Maurice has already set up the radio on the ground in the front. Cary signals him 10 fingers. Maurice nods. He looks back to the rear of the cabin. He signals Charlie 5 fingers.

ON FRONT DOOR

Maurice is couching on one side of the door, and Spencer is on the other side. Maurice knocks on the door.

CUT TO:

INT. CABIN - PRINCE WILLIAM FOREST PARK - MID DAY

The Guard hears the knock, and jumps to his feet he brings the rifle up. He hears Charlie's rifle go off behind him. He looks back, and sees the rifle pointed through the window. He falls to the cabin floor.

CUT TO:

INT. CABIN SECOND FLOOR - PRINCE WILLIAM FOREST PARK - MID DAY

Cary comes in through the window, and runs over to the hostage. He cuts him free.

CUT TO:

EXT. CABIN - PRINCE WILLIAM FOREST PARK

Maurice is already at the radio signaling.

Charlie comes around the corner looking at his watch.

CHARLIE

Well that was close. Down to less
than a minute!

Maurice and Spencer are grinning.

CUT TO:

EXT. LOUDSPEAKER OSS CAMP - MORNING

"In the Mood" plays, waking the camp up.

CUT TO:

INT./EXT. BEGIN MONTAGE OSS CAMP - MORNING

"In the Mood" continues to play while the men run through the woods jumping easily over fallen trees and bushes.

Men climb and swing deftly all around "The Trainasium."

Errol does a back flip after swinging down from the ropes.

We see Charlie with sheer determination on his face as he walks quickly across one of the higher beams.

Red disarms a knife from Gary and sends him to the ground.

Charlie opens a lock in a flash.

Cary lobs a hand grenade making a direct hit on a target 25 yards away.

The men fill their plates at the lunch line.

Charlie and Red spot Spencer going into the woods

END MONTAGE

CUT TO:

INT. MESS HALL - OSS

Ray, Fairbairn, and Humphrey are sitting at a table. Charlie and Red rush in and spot them. They run up to the table.

CHARLIE

Sir, Spencer just went into the woods towards the dead-drop.

Ray turns to Fairbairn.

RAY

Grab a couple of rifles, and meet us at the truck.

They all quickly leave the hall.

CUT TO:

INT. TRUCK - DIRT ROAD PRINCE WILLIAM FOREST PARK - MID DAY

Charlie is sitting in the cab with Henry. They are driving down the dirt road. Charlie points to a tree about 50 yards ahead.

CHARLIE

That's it, drop us there.

CUT TO:

EXT. DIRT ROAD PRINCE WILLIAM FOREST PARK - MID DAY

The truck pulls over near the tree. Charlie gets out of the cab and Ray, Fairbairn and Humphrey, and Red get out of the back. Henry drives the truck away down the road, disappearing around the corner. Charlie reaches up into the tree removing the canister.

CHARLIE

It's still here.

He puts the canister back into the tree.

FAIRBAIRN

Let's all spread out, so he won't be able to run. I'll be right there.

He indicates a clump of bushes near the tree. The rest of the group spreads out, all disappearing into the underbrush.

WIDE SHOT

The road appears deserted. There is no sound except the birds.

CLOSE ON BRANCH AT THE EDGE OF WOODS ON THE OTHER SIDE OF THE ROAD

It is pushed down, and Spencer looks out. He waits and listens, but hears nothing. He emerges from the woods looking all around. He walks to the road, looking up and down to make sure he is alone. He crosses the road. Again he looks around to make sure he is not being watched. Satisfied, he goes to the tree, reaches up and gets the canister.

ON SPENCER

He takes off the top, and finds nothing. Puzzled he looks up.

WIDE SHOT

Everyone has emerged from their hiding places. Fairbairn & Humphrey have their rifles pointed at Spencer's chest. He is completely deflated.

FAIRBAIRN (CONT'D)

Spencer you are under arrest for espionage. On your knees. Hands on your head.

Spencer does so. Fairbairn gives his rifle to Ray, and goes over and handcuffs Spencer. Humphrey calls Henry in the truck with a radio.

ON CHARLIE AND RED

As they cross the road.

CHARLIE

Problem is I liked him...I could have fought beside him.

RED

Yeah I know...I feel the same way.

They walk up to the group, who are all circled around Spencer. He looks up, and sees Charlie and Red.

SPENCER

You do realize you're gonna lose this war. You're a bunch of amateurs.

CHARLIE

Yeah, maybe...but that's exactly why we're gonna win.

Spencer looks at him not understanding.

CHARLIE (CONT'D)

'Cause you're gonna underestimate us.

Ray smiles at this, as the truck drives up. Fairbairn yanks Spencer to his feet, and pushes him toward the truck.

WIDE SHOT

We pull back and up, as the group gets into the truck.

DISSOLVE TO:

INT. CABIN - OSS CAMP - PRINCE WILLIAM FOREST PARK VIRGINIA -
EVENING

Charlie, Red, Gary, Jimmy, and Errol are lounging on there
bunks.

RED

You know our third week dinner is
tomorrow night. We are suppose to
tease the new recruits.

CHARLIE

I think that's a pretty stupid
custom. When it happened to us, I
thought it was so obvious.

ERROL

I know...we need to up our game.

They all think about this.

GARY

I have an idea. What do you think
of this?

They all crowd around him. He begins to tell them his idea,
but we cannot hear him. The group is smiling and laughing.

DISSOLVE TO:

INT. MESS HALL OSS CAMP - THE NEXT EVENING

Charlie enters the hall with his arm in a sling. Red follows
him on crutches. They are eyed by the new students. EDWARD,
a new recruit in line at the chow table in front of Charlie
turns to them.

EDWARD

What happened?

CHARLIE

Nothin' much...a little break. I
zigged when I should of zagged.

Another new student, BING, overhears this and eyes Errol's
shoulder.

BING

And you?

RED

Oh...I thought the ground was just
10 feet down.

(MORE)

RED (CONT'D)

I was wrong...very wrong.
(grinning)
What's for dinner?

CUT TO:

INT. MESS HALL OSS CAMP - EVENING - A LITTLE LATER

Charlie and Red are sitting at a table with new recruits. Gary shows up with his left hand bandaged. He sits at the end of the table.

CHARLIE

How's the hand doing?

GARY

(upbeat)
I just lost one finger, but it was my fault, I made the fuse too short.

Charlie and Red nod knowingly.

RED

Easy to do.

CLOSE ON NEW STUDENTS

They look at each other concerned.

CUT TO:

INT. MESS HALL OSS CAMP - EVENING - LATER

A senior student, JIMMY sits down at the table. He has a head bandage with a little blood showing through it. BING a new student is eating his dinner

JIMMY

I am sorry this training is almost over. I had such a great time.

BING

What happened to you?

JIMMY

(indicating his head)
Oh this, it's nothing. A bullet ricocheted.
(smiling)
I'm fine.

RED

At least we have several weeks to
recover.

All the senior students nod in agreement. The new students
look worried.

CUT TO:

INT. RAY'S OFFICE - OSS BOOTCAMP - DAY

Ray is seated at his desk. Red and Charlie are standing
opposite him. Ray is smiling, and shaking his head.

RAY

I just want you both to know that
due to your class's little
shenanigans, I had two new recruits
refuse to continue the training.
It took me quite some time to
convince them that it was all a
joke.

Ray and Charlie are very pleased to hear this.

RAY (CONT'D)

I also thought you would like to
know, that because of your counter-
espionage activities, we managed to
capture Spencer's handler. The MP's
got him shortly after we left. He
showed up in the same truck you
described.

Ray stands. He comes around his desk. He extends his hand.
Charlie and Red shake his hand.

RAY (CONT'D)

If I don't have a chance to talk to
you after graduation...good luck to
you both.

CUT TO:

INT. CLASSROOM - OSS CAMP - PRINCE WILLIAM FOREST PARK
VIRGINIA - DAY

Charlie's class are seated. Henry, Humphrey, Melvyn, Basil,
and Fairbairn are seated in front of the class. Ray comes in
to address them.

RAY

I am proud of what you have accomplished in the past three weeks. We have all tried our best to impart to you the skills you will need to complete your future missions and to survive. Now it is up to you. Your country is depending on your innovative thinking, your performance under pressure, and your bravery to make a difference in this war, and to defeat our enemies. Make no mistake...you are a special group of individuals, and it is our honor and privilege to have instructed you. Enjoy your two weeks of leave, and best of luck to you all.

DISSOLVE TO:

INT. PARK AVENUE APARTMENT - DINING ROOM - EVENING

Charlie strides into the dining room dressed in his cavalry uniform. He removes his hat and places it on an empty chair. He beams at his family and friends surrounding the table.

CHARLIE

Sorry I'm late.

Russell jumps up, happy to see his brother. Charlie leans over and kisses his mother. She turns and takes both of his hands, looking him over.

CHARLIE'S MOM

Look at you! My goodness.

Russell grabs Charlie, and gives him a bearhug.

RUSSELL

A lieutenant no less! Good to see you brother.

He looks him up and down in approval.

RUSSELL (CONT'D)

Charlie this is Jim and Patricia Fellows.

CHARLIE

Nice to meet you. Sir...Ma'am.

RUSSELL
And this is my friend Sally.

CHARLIE
A pleasure Sally.

Charlie shakes her hand. Charlie goes over to his father, and shakes his hand.

CHARLIE (CONT'D)
Father.

OSCAR
Good to see you're safe son. What kept you?

CHARLIE
The train was late leaving Washington. Probably due to a competitor's locomotive.

They all laugh.

RUSSELL
Sit down...Get something to eat.

CHARLIE
(sitting)
After Army food...I was looking forward to Addie's mashed potatoes.

RUSSELL
So, how long are you here for?

CHARLIE
Well...I only have 24 hours before I have to report back, and I wanted to see you all...before I'm shipped out.

RUSSELL
Where are you going?

CHARLIE
Ah...I can't tell you.

OSCAR
Don't know or won't tell.

CHARLIE
Neither actually sir, I am not allowed to.

SALLY
Sounds mysterious.

RUSSELL
Well...he's probably going to
England. If he was shipping out to
the Pacific, he'd be on the west
coast.

OSCAR
You are probably right
Russell...anyway, there are not a
lot of horses in the Pacific.

Again, everyone laughs.

OSCAR (CONT'D)
You know Charlie, your brother has
increase production by more than 20
percent for the war effort. We are
all quite proud of him.

MR. FELLOWS
So...Charlie what do you do in the
Cavalry?

CHARLIE
Let's just say I'm up to my neck in
it.

The all chuckle, and Charlie heaps a load of mashed potatoes
on his plate.

CUT TO:

EXT. NEW YORK HARBOR - NIGHT

Charlie and Red are in a tender boat with a group of soldiers
traveling across New York Harbor.

RED
How'd it go with the family?

CHARLIE (V.O.)
Awkward. They kept asking questions
that I wasn't allowed to answer.

RED
Same happened to me. The more
cryptic I was...the more they
wanted to know.

CHARLIE

It is so weird seeing New York harbor this dark.

RED

I know...All the ships and buildings blacked out.

They both look around.

RED (CONT'D)

If we get back here in one piece, you've got to promise me one thing.

CHARLIE

What's that?

RED

You'll take me around, and we'll do the town up right.

CHARLIE

It's a deal!

CUT TO:

EXT NEW YORK PIER - NIGHT

Charlie, Red and the other soldiers disembark onto the pier.

CHARLIE (V.O.)

And...when we finally reached our pier...I looked up, and there was our ride to Scotland..."The Queen Mary".

FADE TO BLACK:

"The OSS eventually recruited about 13,000 people from many different professions into its ranks. Almost a third of these were women. Half of its staff were sent overseas. They included such notables as chef Julia Childs, film director, John Ford, and actor, Sterling Hayden."

END OF EPISODE TWO