

Night at the Museum

by

Scott Frank

Based on the book by

Milan Trenc

February 4th, 2005

BLACK

LARRY'S VOICE

I am utterly unremarkable...

FADE IN:

INT. LARRY JOHNSON'S STUDIO APARTMENT - MORNING

Spartan. Spic and span. LARRY JOHNSON -- in his underwear and socks, carefully irons a plain white shirt.

LARRY (V.O.)

For me, life holds no surprises...

INT. LARRY'S BATHROOM - MORNING

As Larry knots his solid-colored tie in the mirror.

LARRY (V.O.)

I wake up at the same time each day.

INT. LARRY'S APARTMENT - MORNING

As Larry eats a bowl of cereal, reads a well—worn copy of The Wapshot Chronicles instead of the morning paper.

LARRY (V.O.)

I go to sleep at the same time each night.

EXT. BROOKLYN - MORNING

As Larry boards a transit bus.

INT. BUS - MORNING

As Larry rides with other commuters, reads his book.

LARRY (V.O.)

Though once awake, I can never remember my
dreams.

EXT. MANHATTAN PUBLIC LIBRARY - MORNING

As Larry gets off the bus and starts up the massive steps.

LARRY (V.O.)

Perhaps I have none to remember.

INT. LIBRARY - DAY

As Larry sits at a cubicle reading through a MANUSCRIPT, only occasionally stopping to make a mark here and there, TAPS the pencil eraser on the pages...

VOICE

Shhh!

Larry stops tapping, turns and sees A HOMELESS MAN in the next cubicle with his finger to his lips.

HOMELESS MAN

You mind?

The man then puts his head back down on the desk, goes back to sleep. Larry looks at the man a moment, then takes out his NOTEBOOK and starts to scribble a description...

EXT. LIBRARY - DAY

As Larry buys a hotdog from a vendor.

LARRY (V.O.)

Perhaps my destiny is to observe from afar.

EXT. PARK - DAY

As Larry eats his lunch, watches people in the park. Occasionally jots down something in his NOTEBOOK.

LARRY (V.O.)

To watch but not participate.

INT. LIBRARY - NIGHT

As Larry looks at his watch, gathers his things and gets up.

INT. BUS - NIGHT

As Larry rides the bus home.

LARRY

Perhaps my unremarkable nature is an asset that gains me access to places no one else can go...

INT. WESTSIDE YMCA - NIGHT

Where Larry sits with his "Writers' Group." He looks up from his pages at MARC, a personal trainer. SUE, a nurse. RAJI, an Indian cab driver. And JIM, a mechanic. All of them seated in metal folding chairs. He waits. Finally...

SUE

Well -- and this is just my opinion -- but I have to say that I think your protagonist is a bit too passive.

She looks to the others for support now...

RAJI

I agree with Sue. There's no... magic to him.
Nothing fantastic happens to him.

LARRY

But that's only the first chapter. He's watching
life now instead of living it. Later on the most
fantastic thing happens when Uncle Benny dies
and leaves him the brewery--

RAJI

But your guy says in the first sentence that he's
"unremarkable."

SUE

Utterly unremarkable.

MARC

Yeah, do we need the "utterly?" I mean, it's like
the asset and access thing...

LARRY

It's an alliteration.

MARC

And what's with all the "perhaps"? *Perhaps* this,
perhaps that...

RAJI

I guess my question is, how do you root for someone like that? Someone without magic to him?

Larry just sits there. Doesn't have an answer. He takes a breath, then...

LARRY

But that's just the beginning. There's no "magic" in Lenny's life yet. I thought I would do a kind of Cheever thing--

MARC

John Cheever was the Chekov of the suburbs. He wrote about the spiritual and emotional emptiness of life. Your writing is just... empty.

LARRY

(losing patience now)

You're a personal trainer. What the hell do you know about Chekov and Cheever?

MARC

I've got a Masters in Literature from Columbia.

SUE

Bingo.

She high-fives Raji who looks at his watch...

RAJI

Took him only three minutes before he mentioned Columbia this time.

MARC

Hey, I'm just trying to be constructive.

JIM

Larry, I gotta ask, why are you going back to the first chapter again? I mean, you 've only been with us a few months, but it seems to me, and I'm just saying, like you keep going backwards.

LARRY

I'm sure I don't have to tell any of you that *writing is rewriting...*

JIM

But how far are you from the end?

LARRY

Nine pages. Give or take.

RAJI

That is close.

JIM

And how many years you been working on this book?

LARRY

Fifteen. Or so. But not straight through-- my son was born and, a few other things happened along the way...

SUE

(looks at her copy)

And after fifteen years, you still don't have a title?

LARRY

Actually, "Untitled" is the title.

Ah. Nods. Silence. Finally...

JIM

Okay... who's next?

INT. LARRY'S APARTMENT - NIGHT

Larry sits at the kitchen table organizing 3x5 index cards, tacking them onto a bulletin board. Each one reflecting a different chapter in his novel.

Pictures of his son, PETE, line the sill. Shots follow the kid from birth to his current age of 12. Larry's in all of the pictures with the kid, on various outings and events.

A CAR ALARM sounds somewhere outside. Larry keeps on working. A DOG BARKS. His eyes stay on the cards. We hear GUNSHOTS outside. He looks up. Oh, wait... not gunshots, but LOUD KNOCKS AT THE DOOR -- BOOM BOOM BOOM.

WOMAN'S VOICE

Mr. Johnson? You in there?

Larry comes out of his trance and gets up, moves to the door. He opens it to reveal SASCHA -- thirties, flat-top haircut, a bodybuilder, the SUPER. She leans in the doorway, squeezes a grip-exerciser. Tears streak her face.

SASCHA

The bank turned us down again.

LARRY

I'm sorry.

SASCHA

It's just a gym. All we need is twenty thousand dollars, you know?

LARRY

It'll happen. You can't give up now.

SASCHA

Why not?

LARRY

Because it's your dream, Sascha. You gotta believe. Don't give up right before--

SASCHA

(says it with him)

—your dream's about to come true.

(then)

I don't know what I'd do without you. You're so positive about everything.

Sascha gives him a hug, nearly breaks his back.

SASCHA

Thank you.

LARRY

(constricted)

You're welcome...

SASCHA

Oh. One more thing.

(releases him)

You're two weeks late again. On the rent.

LARRY

Oh. Right. I'm sorry... I'll get it to you first thing Monday.

SASCHA

Thanks. I'd appreciate that.

EXT. FIFTH AVENUE CO—OP - DAY

As Larry makes his way through the rain to the entrance where THE DOORMAN nods to Larry.

DOORMAN

Mr. Johnson.

LARRY

Gabe.

DOORMAN

(picks up phone)

Mr. Johnson is here.

(hangs up)

Mrs. Johnson says go right on up.

INT. MANHATTAN' APARTMENT - LATER.

Big. Expensive. A-1 views of everything. Larry's ex—wife ERICA -- pretty, put together in cashmere sweats, opens the door to reveal a soaking wet Larry.

LARRY

The doorman can't just let me in?

ERICA

(kisses him)

Oh, stop it...

He steps into the apartment, creates an instant puddle on the marble.

LARRY

I used to live here...

ERICA

You're soaking wet...

LARRY

Where's Pete?

ERICA

In his room, but we have to talk first. Let me just get you a towel...

She goes off to another room. He walks around, takes in the surroundings. His old surroundings.

ERICA (O.S.)

What's with the tie?

LARRY

Cheever wrote in a coat and tie.

ERICA

Oh. Right. Of course.

She comes back in, hands him a towel.

LARRY

Down in the basement of his building. He treated writing as a nine to five job.

ERICA

That's because he made money at it.

LARRY

What is it you wanted to talk about?

She sits down, patiently takes his hand.

LARRY

Is this about the alimony?

ERICA

Yes.

(then)

The accountant says that you haven't cashed the last two checks.

LARRY

I can take care of myself.

ERICA

(smiles)

You just decided that?

LARRY

What's that supposed to mean?

ERICA

Sweetie, you've never had a job.

LARRY

You forgetting who put you through law school? I worked two jobs...

ERICA

At Kinkos. And Subway.

LARRY

I took care of both of us. And then, when Pete was born, who was gonna take care of him? We had a deal, remember? We help each other with our dreams...

She sighs. They've had this conversation.

ERICA

And now I wanna help you with yours.

LARRY

Yeah, well, I just don't wanna get too comfortable, you know? I won't finish.

LARRY (CONT'D)

I feel so good right now I've even got an idea for my next book.

ERICA

Just finish this one, Sweetie. How's it coming, by the way?

LARRY

I'm almost done.

ERICA

You've been almost done for five years.

LARRY

No, this time, I'm really close. I've restructured the entire Auntie Gemma subplot.

ERICA

The nun?

LARRY

Not anymore. She's gay now, trying to open up her own gym. It's much better.

ERICA

I can't wait to read it.

She reaches for her purse.

ERICA

Have you got any cash?

LARRY

Erica——

She grabs her purse, opens it up, takes out some money.

ERICA

Here——

LARRY

I don't need that.

ERICA

Just take it. So that Pete can have a good time.

LARRY

Why, has he said something to you?

She sits there a moment, then...

ERICA

Parents Day was last week.

LARRY

Really? He never mentioned it me.

ERICA

I know.

He looks at her. She holds out the cash.

ERICA

Please, Larry. Just take it.

He hesitates, then reaches for the cash, freezes as he now looks past her where PETE, his twelve-year-old son, stands having just heard everything. An awkward moment, then...

LARRY

Hey, boss...

PETE

Hi, Dad.

Larry comes over and gives him a hug. Erica turns away for a moment, suddenly feels horrible.

LARRY

You hungry? I thought we 'd go to Mr. Wong's.
How's that sound?

Pete cuts a look at hie mother who nods.

PETE

Sure. Sounds great.

INT. MR. WONG'S CHINESE RESTAURANT - DAY

Lunch over, they both open up their fortune cookies.

PETE

(reads)

*He that is born to be hanged shall never be
drowned.*

LARRY

How uplifting.

PETE

What's yours say?

Larry looks at his fortune a moment, then glances at his son.

LARRY

Uh, my winning lotto numbers are 22, 31, 68 and
uh, 14.

He then quickly stuffs the fortune in his pocket.

LARRY

You got a birthday coming up. Anything you want
this year?

PETE

No. Not really.

They don't have a lot to say to each other. Pete looks around the restaurant.

LARRY

You wanna go to a movie?

PETE

I can't stay out too late. I've got the PPSAT's tomorrow.

LARRY

P... P SAT's. Pre-pre SAT'S? They have those?

PETE

Yes. They don't count, technically -- but they're the beet way to prepare for the ones that do count.

LARRY

What do you need SAT's for when you're gonna be a pitcher?

PETE

Dad, please. I said that when was nine.

LARRY

But... you're only *twelve*, now. Your moment is now.

PETE

Dad, at a certain point, you gotta grow up, be practical.

LARRY

Practical. Okay. So what do you want to be?

PETE

Bond trader.

Larry nods his head, trying to be supportive...

LARRY

And where'd you get that idea? You read a lot of... Bond Trader comic books?

PETE

Don took me to his office last week.

LARRY

Don?

PETE

Guy mom's been seeing.

Larry looks at Pete.

PETE

Don't worry, he hasn't spent the night yet.

LARRY

I'm... not worried.

PETE

Anyway, he taught me all about it and I thought it sounded cool, you know, some of the deals he's done are pretty major.

LARRY

Huh. Well. That's good. Really, really...

(He explodes)

Oh come on! That's so boring! You always wanted to be a pitcher like Derek Jeeter! I mean, you love baseball!

PETE

First of all, Jeeter plays shortstop. Second of all, I still love it, but Bond Trading's my fallback.

LARRY

You're too young to have a fallback.

Pete shrugs. Hesitates, then...

PETE

Can I ask you something?

LARRY

Anything.

PETE

What do you do every day?

LARRY

Do?

PETE

You go to the library every day. You put on a suit. and all that, but do you really accomplish anything?

Larry doesn't answer.

LARRY

I spend my days doing what I love.

PETE

Dad, writer's write. They eventually finish something. It's been fifteen years and you haven't finished a single book.

Ouch. Larry just looks back at his son.

PETE

Mom thinks that you missed your moment.

LARRY

And what do you think?

Pete looks at his father, this is hard.

PETE

I think maybe you need to think about something else you can do. Something that, you know, pays money. You know, a...

LARRY

A fallback.

PETE

Right.

This hits Larry like an arrow in the chest.

PETE

I think that's what I'd like for my birthday.

LARRY

For me to get a job?

PETE

For you to take care of yourself.

Larry just looks back at his son a moment. Finally, he forces himself not to feel anything...

LARRY

Hey, you know what? I'm in in the mood for an ice cream. What about you?

PETE

Sure, Dad. Whatever you want.

INT. BUS - NIGHT

As Larry rides home, he reaches into his pocket, pulls out the fortune and reads it a moment to himself, puts it back in his pocket. He then turns and looks out the window...

EXT. BROOKLYN - NIGHT

As Larry gets off the bus, crosses a street and enters a small bodega.

INT. BODEGA - NIGHT

Larry grabs a basket and starts down one of the cramped aisles. He starts loading up on canned soup.

He looks out the window, watches as a MAN, about Larry's age, rides up to the store on his bicycle. Something about him. The man comes into the store, looks at Larry and freezes.

MAN

Larry? Larry Johnson...

Larry just looks at the guy.

MAN

Is that you?

The man extends his hand.

MAN

Jeff Kerpe11e. I lived down the hall from you and your wife... Eleanor...

LARRY

Erica.

JEFF

Great lady. I always thought you were a lucky man.

Behind the register, the store OWNER gives Jeff a look.

JEFF

Yeah yeah.

(then to Larry)

How's she doin'?

LARRY

We split up.

JEFF

No shit? So she's available?

(punches Larry)

Just kidding. I'm sorry, dude. Anyway, good to see you.

Jeff grabs an APRON from a hook and starts to tie it on.

LARRY

You were an actor.

Jeff starts dusting the shelves with a feather duster.

JEFF

Still am. I just feel so lucky to have this passion, you know? To have this thing that feeds me.

LARRY

And does it? Feed you?

JEFF

I did this commercial last year, for the New York State Lottery, with this really good director. And I just got a callback on this Industrial film but I don't wanna jinx it by talking about it.

(then)

I'm on that verge, Larry, you know? Where fantasy becomes reality? I can feel it all crowning, you know?

Larry looks at the man in the apron dusting cans of menudo.

LARRY

Wow... Good for you.

JEFF

I just remember you sayin' to me once, you can't give up on your dreams right before they might come true.

LARRY

Yeah, well...

JEFF

What about you, Larry, you finish that book you were working on?

LARRY

(beat)

Yes.

JEFF

Good for you, man. Good for you.

VOICE

Jeff! Mrs. Mellman needs some help!

JEFF

In motion!

(to Larry)

Nice seeing you, Larry.

Larry forces a smile, stands there watching as Jeff helps an old woman reach some toilet paper. Larry turns away, grabs one more can of soup and hurries to the register.

EXT. LARRY'S NEIGHBORHOOD - NIGHT

As a deflated Larry slowly walks home.

LARRY (V.O.)

I am unremarkable...

INT. WESTSIDE YMCA - DAY

As Larry stops reading and looks up at his writers' group.

LARRY

Who am I kidding?

He looks at them.

LARRY

I'm not a writer. None of us are.

MARC

Speak for yourself, dude.

LARRY

You 're a personal trainer. Raji's a cabdriver,
Sue's a nurse and Jim's a mechanic.

JIM

Being a writer is more a state of mind, Larry.

RAJI

I think you 're just uninspired, man. I think you
just need to stimulate your imagination.

Larry looks at Raji like he's got an ear growing out of his forehead, then stands up, starts out of the gymnasium.

SUE

Larry? Where you going?

LARRY

I'm gonna get a job.

He walks out.

INT. EMPLOYMENT OFFICE - DAY

Larry sits opposite DEBBIE (50), an African American woman who's looking at his résumé, shaking her head.

DEBBIE

Mister Johnson. I can honestly say that in 25 years at this agency, I've never seen a résumé quite like yours.

LARRY

Thank you.

DEBBIE

That wasn't a compliment. You worked at an ad agency for...

(reads)

... point five days. Does that mean half a day?

Larry nods. After a long, uncomfortable beat.

DEBBIE (READS)

Then it says you were a magazine editor, then...
worked in the front office for the Mets?

LARRY

Worked for the front office. I was a hot dog vendor at Shea Stadium.

DEBBIE

When?

LARRY

In uh, high school.

DEBBIE

More recently you were with Scholastic Books where you say you discovered J.K. Rowling, then Chairman and C.E.O of the Johnson Publishing Group -- which I'm guessing had its world headquarters in your kitchen?

LARRY

Garage. I used to have a garage...

DEBBIE

Mr. Johnson -- is there anything on this that's not made up?

LARRY

Well... No. I'm really more of an idea guy. I'm a writer. That's really all I've been doing for the past 15 years.

DEBBIE

From your résumé I'd say you're good with fiction. Can you do anything else?

He looks at her. No.

DEBBIE

Have you tried the fast food industry? That might be just the ticket for you.

LARRY

Too visible.

DEBBIE

Excuse me?

LARRY

I want a job where no one will see me. Where I have no chance of bumping into anyone I know.

DEBBIE

You've heard the expression about beggars?

LARRY

Ma'am, please. My son told me yesterday that I've missed my moment. You have any idea what that feels like?

DEBBIE SHAKES HER HEAD. NO, SHE DOESN'T.

LARRY

My ex—wife supports me. My son has lost respect for me. I need to start over. Quietly. Somewhere I won't bump into anyone I know. Or knew.

Debbie looks at him, sympathetic. Finally...

DEBBIE

I'll see what I can do.

INT. LARRY'S APARTMENT NIGHT

Larry puts all of his pads and notebooks into a box and shoves the box up on a high shelf in the closet.

INT. LARRY'S APARTMENT - NIGHT

Larry sits in his underwear watching TV, surfing mindlessly through the channels. He sees The Wapshot Chronicles on the coffee table and casually slides it to the floor with a toe.

INT. LARRY'S APARTMENT - MORNING

Larry sleeps on the couch, the TV still on when THE PHONE RINGS. He opens his eyes, remains still as he adjusts his brain to the present and answers the phone.

LARRY

Hello? Debbi? Debbi who...

(then, sits up)

Oh... Really? No, I don't mind working nights.

Where is it?

He grabs a pen, starts scribbling on his hand.

LARRY

79th and Central Park West...

And now THUNDER CRASHES OVER...

EXT. NATURAL HISTORY MUSEUM - DAY

It's a thunderstorm. The Museum is huge and imposing. Larry stands out front checking the now rain—smeared address on his palm.

INT. NATURAL HISTORY MUSEUM – MAIN LOBBY - CONTINUOUS

Larry, soaking wet, enters the Teddy Roosevelt Hall. In an alcove by the door, a lifelike wax statue of TEDDY ROOSEVELT sits on a horse, pointing West majestically. His eyes seem to follow Larry as he enters the lobby: it's massive and empty.

In the center of the lobby is a creepy TYRANNOSAURUS REX SKELETON on a MARBLE RISER with a plaque. It's posed in a ferocious lunge. The squish of Larry's wet shoes ECHOES through the giant hall as he heads to the information desk, where a DOCENT is arranging the dusty brochures. She sees Larry and stands up, excited.

DOCENT

Can I help you?

LARRY

Hi, I have an appointment with Mr. Frederick in the security office.

DOCENT

(disappointed)

Oh. Security Office, sure. Through Hall of Civilizations, left into African Mammals, right through birds of the world then left. Then there's an elevator to the basement. Once you're in the basement, three lefts and a right. Then straight.

(beat)

Then two more lefts.

LARRY

Got it. Civilizations, mammals... left at B... birds?

DOCENT

Take a map.

INT. MUSEUM BASEMENT - LATER

Larry finally comes to a door marked SECURITY. He got REALLY lost. He knocks. CECIL, a 90 year old man opens the door.

LARRY

Mr. Frederick?

CECIL

Please, Mr. Frederick was my father! I'm Cecil.
Glad to know you, come on in.

INT. SECURITY OFFICE - CONTINUOUS

It's old and dusty -- a maze of boxes and filing cabinets. Cecil shuffles through -- he's very feeble.

LARRY

Sorry I'm late. I got a little lost.

CECIL

Tell me about it. When I first got here I used to
leave a trail of bread crumbs. Bread crumbs
Larry!

(Cecil laughs)

Sorry 'bout the mess. I started organizing the
office, then the phone rang and I never got back
to it. That was 1972 Larry! 1972!

Cecil laughs so hard, it turns into a coughing fit.

CECIL

The employment people faxed us your résumé
and I was very excited.

LARRY

Really?

CECIL

Yeah, I didn't even know we HAD a fax machine.
Then it starts making a sound and out comes
this...

Cecil reads the résumé, page after page. Finally -- he turns to Larry,
sizing him up.

CECIL

Wow. Quite impressive. You know what I like best
about you? You're HERE.

(laughs again)

The museum is making us hire a new night guard.
They want someone——

(like it's a four letter word)

——younger.

(MORE)

CECIL (CONT'D)

And to be honest, we don't get a lot of folks who
want the graveyard shift. It's lonely work. All by
yourself in this big place. In the dark. Thousands
of eyes peering at you.

(then)

Can you follow instructions, Larry?

LARRY

Yeah, well, I'm a born follower.

CECIL

Well then I'm willing to give you a shot. I'll run it by the other night guards and see what they think. REGINALD! MEREDITH!

In the corner of the office, where Larry didn't see them, two other 90 year old men pop up from where they've been napping. REGINALD and MEREDITH. They talk like The Sunshine Boys.

REGINALD

Ah! What happened? Did we get another fax?

MEREDITH

We have a fax machine?

CECIL

FELLAS! Reginald, Meredith, he's here. The kid who wants to be a night guard.

Reginald and Meredith shuffle over to Larry. It takes a while. Meredith looks him up and down. He shakes his head.

MEREDITH

I can't see him.

CECIL

Put on your glasses!

Meredith puts THICK glasses on and looks at Larry again.

MEREDITH

Ah, I see... He's perfect.

REGINALD

I like him. He's got all the qualifications. One --
he's HERE. Can you follow instructions, sonny Jim?

CECIL

A born follower he says. I vote AYE.

REGINALD

AYE!

MEREDITH

NAY!

(They turn to Meredith. He looks confused.)

What am I voting on? I'm hungry.

CECIL

It's unanimous. Welcome to the Night Guards,
Larry. You start tonight. Go change and we'll give
you the tour.

Cecil hands him a GUARD'S UNIFORM. Larry stares at it, can't bring
himself to move, the reality of his situation sinking in.

LARRY

Okay. Great...

He exits. The Guards turn to each other, their tone changes to dead
serious.

MEREDITH

You really think he's the one, huh?

CECIL

Absolutely. As soon as I saw his résumé. He's incredible, as opposed to credible. Just what we're looking for.

They put their hands together in a circle and nod, solemnly, like an oath.

INT. NATURAL HISTORY MUSEUM - MAIN LOBBY - DUSK

Cecil, Reginald and Meredith lead Larry out. Meredith and Reginald put on their coats to go. They stop at the door:

REGINALD

Good night Larry. And good luck.

He shakes Larry's hand, solemnly. Meredith hugs Larry, then kisses him on each cheek. Larry is very confused, Reginald and Meredith shuffle out the front door. Cecil shuffles down the hall, Larry follows him. They pass the CLOAK ROOM. Cecil pokes his head in...

CECIL

Olly-olly-oxen-free. Going once. Twice. Three times a lady.

He shuts off the lights, and locks the cloak room.

INT. MAIN LOBBY - CONTINUOUS

Cecil shuffles over to the front doors and rattles the push bars, making sure they're locked.

CECIL

Hold the fort, be back in a flash.

He slowly shuffles away, leaving Larry alone. Larry looks around. The huge hall is empty — except for the scary T—rex Skeleton, posed in its ferocious pounce. It seems to be staring right at Larry. Larry backs away. Suddenly, the LIGHTS GO OUT. Larry whispers:

LARRY

Cecil? Cecil. CECIL.

He turns around, and Cecil is right behind him — holding his flashlight under his face, spookily. Larry screams. Cecil laughs so hard he almost has a heart attack.

CECIL

What're you whispering for? WE'RE THE ONLY
ONES HERE!

It echoes: oneehereoneshere. Larry shouts:

LARRY

HELLO!

Hellohelllohellohello. Cecil looks at him.

CECIL

Knock it off kid. You 're new.

INT. FOURTH FLOOR - AFRICAN MAMMALS WING - MOMENTS LATER

The elevator doors open. Light shines into the darkness.

CECIL

Fourth floor! Antelopes, anteaters, and African antiques. Everybody out.

Cecil shuffles out and crosses the huge dark hall, Larry close behind. The room lined with TAXIDERMIED ANIMALS, hidden in shadows. Larry keeps a nervous eye on the dusty LIONS, ELEPHANT, and HYENAS. Their eyes seem to follow Larry.

CECIL

This is the African mammals wing. Lions and tigers and boars. Oh my!

LARRY

Bears.

CECIL

Those are on two. Mind the monkeys.

LARRY

What mon— whoa!

Perched above them on branches are three creepy taxidermied MONKEYS. They seem about to leap down on them. Cecil heads down a dark staircase. Larry runs after him.

INT - THE DIORAMA ROOM - MOMENTS LATER

Cecil shuffles in, singing to himself:

CECIL

...if the music is groovy, makes you happy like an old time movie...

The room is brightly painted, filled with shelves of children's books, kiddy furniture, and crayon drawings. Larry enters -- his eyes light up, like a little kid...

LARRY

I remember this place...

The room is filled with DIORAMAS. Larry goes down the row, gazing at them. One is a miniature MAYAN VILLAGE, one inch MAYANS are building a foot—tall temple. The detail is amazing with huts, PRIESTS, and HUNTERS with blowguns. Next to it is a tiny COLISEUM, with Roman GLADIATORS. The next is PILGRIMS landing on Plymouth Rock. The next is of the DRIVING OF THE GOLDEN SPIKE, with tiny COWBOYS on horses, RAILROAD WORKERS and two tiny trains. Larry looks at them, amazed. Suddenly, the lights go out.

LARRY

Cecil?

He turns on his flashlight and heads into...

INT. HALL OF CIVILIZATIONS - CONTINUOUS

He looks around in the dark. He comes to a full—sized CHEYENNE MEDICINE MAN (a costume on a wax dummy) it's covered with straw and pelt, sinister and other—worldly.

Next to him, a HOPI MEDICINE MAN: striped, with a scary coyote's head. Next -- a MEDICINE MAN with an AFRICAN MASK, covered with feathers. The Medicine Man reaches out and grabs him!

LARRY

AAAAA!!!

He backs up, into a huge EASTER ISLAND HEAD, glowering down at him. The Medicine Man laughs: it's Cecil. He takes off the mask, and hangs it on a WAX DUMMY. Larry is hyperventilating.

CECIL

Seriously -- no fooling around in here. This stuff is really old.

Cecil shuffles on. Larry follows.

INT. DARK CORRIDOR - LATER

Cecil walks down the dark hall.

CECIL

Well, that's pretty much it. Only one room left... and to be honest -- this one *really* gives me the creeps.

He walks around the corner. Reluctantly, Larry follows him.

INT. EGYPTIAN HALL - CONTINUOUS

Larry comes around the corner -- freezes in his tracks. In the middle of a huge hall is a complete freestanding EGYPTIAN TEMPLE. Its outside walls are covered with scary, twenty foot tall, jackal-headed STATUES with long spears.

CECIL

This — is the temple of the Pharaoh Ahkmenrah. 24 carat gold. S'worth a fortune.

Cecil shines his light through the open door of the temple. Inside is a scary GOLD sarcophagus, decorated with SKULLS.

CECIL

That's the pharaoh himself. Died young, I guess.
And that was his favorite toy: The Puzzle of
Ahkmenrah.

He shines his light on a strange GOLD PUZZLE, on the temple wall over
the coffin. It looks like a tablet, covered with hieroglyphics, written in
tiny blocks.

CECIL

Needless to say, if he gets out tonight and comes
after you... he probably just wants his mummy.
His mummy Larry!

Cecil laughs. Larry laughs politely with him.

CECIL

Ah...
(snaps his fingers)
— you need the instructions!

Cecil reaches into his coat, and pulls out — a THICK stack of legal
paper, stapled together. It's dog-eared, frayed, covered with hand-
written scribbles. He hands it to Larry as if it were the Holy Gran.

CECIL

Start at number one. Then number two. Then
number three. Then number—

LARRY

— four. Yeah, I think I get it.

CECIL

You'd better get it — or they'll get you.

(he laughs)

Do 'em all. Do em in order. Trust me: you'll wanna get started right away. And the most important thing you gotta remember: don't let anything in -- or out...

Larry stares at him — *what did that mean?*

INT. MAIN HAIL - COAT ROOM - CONTINUOUS

They enter, Cecil is putting on his coat...

CECIL

Now before I leave you, all alone, your first night in the museum... I have one question for you.

Larry: Do you believe — in *magic*?

LARRY

Not anymore—

CECIL

(sings)

In a young girl's heart? Good night, kid.

He hands Larry a huge ring of KEYS, all labeled with little tags: AFRICA, GIFT SHOP, etc. Cecil uses his own keys to unlock the front door, and shuffles out. Cecil shakes Larry's hand. Then he hugs him hard and walks out the door.

Larry hears the door LOCK from the outside. It's just before nightfall. Larry looks around, creeped out. He whistles a happy tune, but its echo is really spooky --

Larry walks towards the Egyptian wing. He peers in... nope, too scary. He sits at the info desk, and turns on the light.

He looks up, at the T—rex. His head is raised, it's glaring up at the dark roof. Larry turns his back to it.

We hear a CLICK CLICK CLICK and Larry sees A STRANGE BEETLE walk across the empty hall.

Larry turns and looks once •more at the T—rex. It's now glaring right at him.

Larry jumps, stares at it. Wasn't it just...? He quickly gets up from the desk, eases past the T—rex, hurries to the COAT ROOM...

INT. COAT ROOM - NIGHT

Larry sits on the floor in a pile of coats. He tries to read a magazine, but can't focus. He looks around the dingy, dim confines of the coat room...

LARRY

So this is what your life has come to.

We start to hear STRANGE NOISES echoing throughout the museum and Larry gets up and locks the door, listening as the noises get louder.

He bundles up under the coats looking sad and defeated and scared. We then...

DISSOLVE TO

INT. COAT ROOM — MORNING

As Larry sleeps in the pile of coats.

CECIL

Look at him.

MEREDITH

So peaceful.

Larry stirs. Sees the guards and bolts upright.

REGINALD

Whatcha doin' in here, kid?

MEREDITH

Coopin'. What's it look like he's doin'?

CECIL

How was your first night?

LARRY

Loud.

The guards exchange looks.

CECIL

You uh, follow the instructions?

LARRY

Instructions? Oh, uh...

(then)

There were all these noises...

CECIL

And....?

They look at him and shake their heads.

CECIL

Larry, you want a good night sleep? Follow the instructions.

MEREDITH

That'll stop the loud noises.

Larry looks at them and they all smile as one.

EXT. MUSEUM - MORNING

As Larry starts down the steps. The three old guards step into FRAME.

MEREDITH

Think he'll make it?

CECIL

We'll find out.

INT. LARRY'S APARTMENT - DAY

Larry comes in, moves to the phone and dials.

ERICA (PHONE)

Hello?

LARRY

(flat)

I got a job.

ERICA (PHONE)

You did?

(away from the phone)

Hey, your Dad got a job!

LARRY

I don't need any more checks.

ERICA (PHONE)

Oh, Larry, don't worry about that now——

LARRY

I don't want them.

ERICA

Are you okay?

LARRY

I'm just tired. I worked all night.

ERICA (PHONE)

All night?

LARRY

(flat)

I'm a Security Guard at the Museum of Natural History.

(then)

Tell Pete. I'm sure he'll be really proud.

Silence on the other end. Long silence.

ERICA

You want to tell him yourself?

LARRY

I'll see him on Sunday.

ERICA

Larry, are you alright? You don't sound like yourself.

LARRY

Nor I think I now finally am myself.

(then)

Good—night.

And like a robot he hangs up the phone walks over to the couch and crashes.

INT. MUSEUM – MAIN HALL - DAY

Cecil is getting ready to leave. Larry sits at the main desk now, not so sure.

LARRY

I kind've liked the coat room...

CECIL

Just follow the instructions, Larry, and you'll be fine.

Cecil walks out, once again leaving Larry alone in the entrance hall. Larry looks over at the glaring T—rex.

Larry takes off his jacket, cautiously approaches the T—rex -- and tosses his coat over its lowered head. That's better.

He sits at the desk, opens the INSTRUCTIONS. He thumbs through them, with a yawn, then sets them aside.

EXT. NATURAL HISTORY MUSEUM - SUNSET

The Sun sets over Central Park. The street lights come on.

INT. MAIN HALL - NATURAL HISTORY MUSEUM - CONTINUOUS

Larry is at the information desk, sound asleep. His snores echo through the hall. His dream wakes him up with a start.

LARRY

No running!

He remembers where he is. He yawns, sets aside his pad and gets up, and strolls across the lobby to the MEN'S ROOM. He passes the T—rex's marble riser.

THE T-REX SKELETON IS NOT THERE. Larry notices his jacket on the ground. He picks it up, and strolls into the MEN'S ROOM, whistling.

Beat. He stops whistling. He pokes his head out of the Men's Room. He looks at where the T—rex skeleton should be. He blinks -- it's still not there. He waves his hand over the riser, making sure the T—rex isn't... invisible. He notices a 2 foot long BONE lying on the riser.

LARRY

Very funny Cecil. Okay, how'd you do it?

He looks around. He opens the BROOM CLOSET. Brooms fall out scaring him -- but, no T—rex. Hmm. He hears something. Someone's using the WATER FOUNTAIN, somewhere close.

LARRY

Cecil? That better be you.

He's really scared. He walks to the end of the Hall. He turns on his flashlight. Slowly, cautiously, he goes to the corner. He jumps around it, shining the flashlight...

Down the hall: The T—rex SKELETON is bent over the water fountain, getting a drink. Its hand pushes the lever. Since it's just a skeleton, the water is going straight out the bottom of its skull onto the floor, in a big puddle.

LARRY

I'm overtired, that's all...

Larry shines the light from its long tail, up to its head. When the light hits its head — the I—rex stops. It turns towards Larry. It is truly terrifying. Larry quietly shuts off his Light. He stands there, paralyzed with fear.

LARRY

...this is a scary dream. But it's just a dream. No reason to be afraid.

The T—rex runs straight at him.

LARRY (CONT'D)

...I'm gonna run anyway.

He runs as fast as he can towards the front door. The T—rex charges after him -- it hits its head on the top of the door. Its skull FALLS OFF, and hits the floor. Larry watches -- as it feels around for its head, blindly. It finds it, and puts it back on. Then it resumes the chase. Larry runs...

INT. MAIN LOBBY - CONTINUOUS

Larry runs and slides under the information desk, hiding. He's shaking, terrified.

LARRY

It's depression, that's what it is. I'm just really
really depressed. And it's making me——

Suddenly, the huge BONE from the T—rex's riser, drops down on the floor, right in front of him.

LARRY

-- crazy.

Larry stares at it, then peers out from under the desk. The T—rex is staring right at him... he seems to be waiting. The T—rex lowers its head — and nudges the BONE. Larry is petrified. Then he sees, hanging over the edge of the desk, above him: the edge of the DOG-EARED INSTRUCTIONS.

CECIL (O.S.)

(in Larry's memory)

You better get it -- or they'll get you.

(then)

Just follow the instructions, Larry, and you'll be fine.

Larry cautiously reaches out and SNAGS the instructions. He opens it. On the first page of the legal pad, in scribbled ink, it reads #1. Throw the bone. Larry looks at the instruction, confused.

Suddenly, the DESK is lifted high in the air. The T—rex has in its mouth. It moves it to one side, and drops it heavily to the ground. Larry is totally exposed. The T—rex closes in, he's its prey.

Summoning all his courage, he grabs the bone. The T—rex is immediately transfixed, staring at it. Larry throws the BONE as far as

he can, it skitters across the floor, into the next Hall. The T—Rex watches it skitter away. BEAT. Then RUNS AFTER IT. Larry is alone.

Larry sits, stunned. He gets up, brushes himself off... when the T—rex comes running back, the bone is in its mouth.

Larry runs straight towards the front door -- but the T—rex cuts him off. Larry freezes, terrified -- the T—rex drops the bone. It nudges the bone at him. Larry realizes: it's fetch. He picks up the bone -- and throws it the other way.

It skitters across the floor, and disappears down the stairs into the basement. The T-rex jumps up and down, excited, then runs away after it again. Larry can't believe it...

LARRY

Okay. Now I know that I'm dreaming. In a dream this won't hurt...

Larry slaps himself across the face. It REALLY hurts.

LARRY

Okay, okay. It's just a VERY REALISTIC DREAM. That things hurt in.

The air is split with a DEAFENING ROAR — Larry almost jumps out of his socks. Larry looks down at his instructions: #2. LOCK UP THE LIONS OR THEY'LL EAT YOU. Larry gulps.

LARRY

Whatever it is, it's not worth 11.50 an hour...

He runs to the FRONT DOOR, fumbling with his key ring. He tries all the keys. None work. He pulls with all his might. He gets both legs up on

the door frame, tugging the handle, but he only manages to rip his pants and fall on the floor.

The Lions roar again, startling him. Larry gulps and looks back at his instructions: "OR THEY'LL EAT YOU." Larry is horrified... but he realizes he has no choice. He takes a deep breath...

LARRY

just go with it, Larry...

He runs upstairs.

INT. AFRICAN MAMMALS WING - CONTINUOUS

It's like dawn on the Serengeti plain, every stuffed creature is coming to life, yawning, stretching, the MONKEYS groom each other and jump from limb to limb. A huge LION shakes itself awake, dust flies from its mane.

Larry runs in. On either side of the Hall's entrance, there's an IRON GATE accordioned into the alcove by the door. Larry grabs it -- when he sees the Lion, looking right at him.

LARRY

Uh oh.

The Lion bounds full speed towards him. Larry screams and slams the gate closed just in time -- the lion bounces into it, slamming his nose. He rubs his nose with his paw, like a house cat. Larry locks the gate. Whew. He flips. through the instructions frantically.

LARRY

Number three... what's number three?

(reading)

Double check that lock — the monkeys are
SMART.

Larry turns... the Monkeys are already fiddling with the lock.

LARRY

No, wait-- STOP!

The monkeys scatter, Larry checks the instructions.

LARRY

Number 4: Dioramas. Pull their covers over.
Dioramas? Where were the dioramas?

Be runs and pushes. the elevator button. DING, the elevator door opens,
the T—rex's body steps out minus its head. Larry screams. Then the
other elevator opens, revealing the T—rex's head, fetch bone still in its
teeth. Larry SCREAMS—

And the Head SCREAMS a silent scream, terrified, dropping the bone.
The T—rex grabs its own head, and runs away. Larry *really* scared him.
Larry backs up and bumps into a bronze sculpture of CHRISTOPHER
COLUMBUS reading a map.

COLUMBUS SCULPTURE

(w/ an Italian Accent)

Watch where you going.

(re: his map)

Hey, I'm trying to find a short cut to India.

Stunned, Larry thinks and points.

LARRY

Uh, head past China and take a right.

COLUMBUS SCULPTURE

Grazie.

Columbus heads off. After a beat, Larry snaps out of it...

LARRY

The dioramas!

INT. DIORAMA ROOM - CONTINUOUS

The tiny Romans, Mayans and Cowboys are all moving. Larry moves closer -- the little scenes are alive. Cowboys gallop around on their horses. In the Mayan diorama, a PRIEST is leading the VILLAGERS in an ancient ceremony in the temple.

LARRY

Okay. That is cool.

The diorama cases have covers. He closes them. He hears the sound of DRUMMING from somewhere. He heads towards it...

After he's gone, in the Mayan diorama — the Priest gives a signal — and the Mayans form a human pyramid to reach the top of their case. A HUNTER lifts the lid...

INT. HALL OF CIVILIZATIONS - CONTINUOUS

Larry enters. The Medicine Men are dancing a war DANCE, in a circle, pounding on ancient drums. They turn and spot Larry. One of them instantly hurls a spear right at him.

The spear hits the wall an inch from Larry's face. The Medicine Man snaps his fingers: *shucks* — *missed*.

Larry SCREAMS and ducks behind the huge Easter Island Head. He catches his breath -- when A DEEP VOICE calls out.

DEEP VOICE

Hey, dum dum.

Larry turns and sees: the EASTER ISLAND HEAD is talking.

LARRY

...me?

EASTER ISLAND ERAD

NO, the other dum dum. Yes you. You new, eh?

You new dum dum. You gimme gum gum.

Larry backs away — spooked, and he's grabbed from behind by the Medicine Men. They hoist him into the air, drumming.

LARRY

Hey! Put me down!

They dance with him above their heads. Larry flails, helpless. The Easter Island head calls out.

EASTER ISLAND HEAD

Ha! New dum dum don't know what to do. You in big trouble, dum dum.

LARRY

What?! What do I do?! Tell me?

EASTER ISLAND HEAD

First — gimme gum gum.

LARRY

...Gum, like... gum?

They begin tossing Larry high into the air, chanting. Larry frantically searches his pockets, finding a roll of MINTS.

LARRY

I got mints.

EASTER ISLAND BEAD

No like mint. Want Juicy Fruit. *Juicy Fruit!*

The Medicine Men begin chanting a war chant, one pulls out an AXE, another helps him sharpen it, crying a PIERCING WAR CRY.

LARRY

Aaaah! Next time -- I'll bring Juicy Fruit. I promise!

Larry tosses a mint into the Head's mouth. The Head sucks on it, tasting it. The Medicine Men lower Larry to the ground, holding him down — one is approaching, with the axe...

LARRY

What do I do? Hurry!

EASTER ISLAND

Say da magic word. It's in the instructions -- dum
dum.

The Head laughs. Larry fumbles through the instructions... he spots something in the pages, and calls out:

LARRY

Cheese oh keen a hombre ese...
(he trieg again:)

Tsee oh kene evhomhe hese!

The drums stop. Larry looks at the The Medicine Men: did it work? The Medicine Men look at each other. They let Larry go, then pick up their drums and dance in a circle, peacefully. again. Larry backs away towards the Head.

LARRY

What's that mean?

EASTER ISLAND HEAD

Means "you good dancers". No compliment ——
you getta be sacrifice.

The Head spits the mint at Larry, it hits him in the eye.

EASTER ISLAND HEAD (CONT'D)

Next time, Juicy Fruit. Ha ha ha!

Larry sits, exhausted. He looks at the instructions: they go up to 78! He takes off running.

INT. HALL OF AMERICAN HISTORY - CONTINUOUS

The centerpiece of the room is a real WELLS FARGO stagecoach, complete with a team of wax horses. Larry puts the blinders on the horses as they buck and whinny.

Something catches his eye. In the corner is a historical scene, sealed in glass like a terrarium. Inside: a wax SACAJAWEA is staring at him, her hands pressed to the glass. In her simple pelt dress, a few red feathers in her long hair, she's the most beautiful woman Larry has ever seen. Her eyes are sad.

LARRY

Hi.

She gives him a small wave.

Behind her is a fake creek and a canoe with wax sculptures of LEWIS AND CLARK. They stand nose to nose, arguing over a map. The glass seals off the noise, Larry can only see them, not hear them. A plaque reads: LEWIS AND CLARK — with SACAJAWEA, the Greatest Tracker in History.

She looks back at Lewis and Clark and shrugs, eh, what you gonna do? Suddenly, a loud LION'S ROAR snaps Larry out of it.

LARRY

Sorry. I gotta go.

He runs off. Sacajawea waves goodbye, sadly.

INT. CORRIDOR - CONTINUOUS

Larry's running... he starts to slow as he realizes he has no idea where he is. He spins around, checking the signs on the walls. He tries a huge door...

INT. HALL OF BIRDS - CONTINUOUS

Larry's head pops in the door. A THOUSAND BIRDS of all shapes and sizes are flying in every direction.

LARRY

Paging Tippi Hedren...

(as the Birds attack)

AHHH!

Larry gets himself out the door.

INT. CORRIDOR - CONTINUOUS

Larry squeezes the door shut behind him. His uniform is in tatters. He checks his instructions, lost. He spots four wax NEANDERTHAL MEN sharpening stones in a display.

LARRY

Excuse me. I'm looking for the hall of African mammals?

The Neanderthal Men look at him. They think, long and hard. Then all four of them point in four different directions.

LARRY

...Thank you.

He runs off, down the Hall.

INT. HALL OF AFRICAN MAMMALS — CONTINUOUS

The three Monkeys are picking the lock with a bobby pin. Larry rushes out of the elevator and up to the gate just as they get the lock open. Larry takes the bobby pin from them and snaps the lock shut.

LARRY

NO! Bad monkeys. Bad.

Larry hears the CLACK CLACK CLACK of the T-rex. The T-rex approaches, and gently sets the bone at his feet.

LARRY

NOT NOW!

The T—rex cowers back, scared. It heads away, tail between its legs. Larry feels bad.

LARRY

Hey! Here! Wait... I'm sorry.

Larry looks at the T—rex. It's more scared than Larry. He cautiously reaches out and pets its nose. The T—rex wags its tail, happy. Larry smiles. Larry throws the bone, the T—rex wags its tail and scampers after it. Larry looks down and checks his instructions:

LARRY (CONT'D)

(reading)

Go inside the Temple of Ahkmenrah, and lock the sarcophagus... Do what?

INT. EGYPTIAN HALL - MOMENTS LATER

Larry looks inside: it's really dark. The skulls all turn and stare at him.

LARRY

Not a dream... a nightmare.

INT. MAIN LOBBY - MOMENTS LATER

Larry's pulling on the front doors again with all his might.

LARRY

Help! Help! Somebody get me out --

It's no use... He's trapped. Larry checks the instructions: "lock the sarcophagus -- before the Mummy gets loose."

LARRY

Oh, man...

INT. EGYPTIAN HALL - MOMENTS LATER

Unlike the other halls — this one isn't bustling with life. It's dark and quiet. The Temple of Ahkmenrah is illuminated by a shaft of light coming in from a skylight, 100 feet up.

LARRY

Yello? Anybody home?

Nothing. Larry clicks on his flashlight and starts tip—toeing towards the temple. Above him, unseen, the Jackal Guard's eyes are following Larry as he inches closer and closer to the Temple.

LARRY

Okay. No big deal.

Terrified, he steps into the temple, his flashlight casting horrifying shadows across the wall of skulls. Larry passes the sarcophagus -- pressed to the opposite wall, as far from it as possible. He passes the Puzzle, next to it is a small ELECTRIC BOX with a key hole.

LARRY

See — just whole a bunch of creepy skulls,
that's all.

Larry reaches for his keys, whistling, hitting some sour nervous notes. Just as he gets his key in the box...

SomeTHING inside the sarcophagus SCREAMS AN UNHOLY SCREAM and POUNDS on the inside of the coffin — trying to get out. The whole coffin shakes, the scream echoes through the museum. Larry screams so loud that we...

CUT TO

EXT. DELACORTE THEATRE - CENTRAL PARK - CONTINUOUS

The ACTORS on—stage in Shakespeare in the Park all stop for a moment and look in the direction of the museum... *with a Did you hear something?* look, then go back to their lines.

INT. EGYPTIAN BAIL -- CONTINUOUS

Larry, still screaming, flips the key and SHWOOSH -- a large piece of Plexiglas glides down in front of the sarcophagus, sealing it off. The pounding continues. The JACKAL GUARDS all turn -- and raise their spears at Larry as he runs out of the Temple. He runs out the Egyptian Hall, and slams the IRON GATE shut behind him. He locks it.

INT. DIORAMA ROOM - LATER

Larry staggers in: disheveled, rattled. He hears the T-rex's CLACK CLACK CLACK coming closer. He ducks, behind a DIORAMA case. The T—rex pokes its head in, BONE in mouth. It looks around, doesn't see Larry, then runs off, wagging its tail.

Larry sighs, relieved. He looks around the well—lit, very UN— SCARY diorama room: with its brightly colored rug and shelves of kids books. The clock reads 4:30. He looks at his instructions, and checks off the last one.

LARRY

Okay. Now I get to wake up...

He sits down in a kiddy chair, weary, listening to the JUNGLE NOISES of lions, monkeys and NATIVE DRUMS.

Behind him: WE SEE (but he doesn't) ALL OF THE DIORAMAS ARE EMPTY. All of the tiny people are gone. He sips his coffee.

CLOSE—UP ON A BOOK SHELF beside him: six TINY MAYAN HUNTERS in loincloths creep along the top shelf. Larry yawns, they freeze. Then, one raises a blow gun and launches a BLOW DART.

Larry feels the tiny blow—dart, and swats his cheek like a mosquito. He looks around, sees nothing.

ON THE SHELF: The Mayans launch six more BLOW DARTS.

Larry flinches as BLOW DARTS hit his cheek. He pulls one out: it's the size of a splinter. He sees the Mayan Hunters duck down on the shelf. He smiles, they're pretty cute:

LARRY

Hey, little fellas. What are you doing out?

He realizes one side of his face is getting numb — his eye drooping, his mouth sagging, his words slurring...

LARRY

Wawa? Whawa you do—wing therw?

Larry tastes the tip of the blow dart: it's sour, he spits it out. He sees the tiny Mayans dipping their blow darts in tiny pouches of powder, then reloading their blow guns.

LARRY

Oh Thit...

They launch a barrage of blow darts. Larry gets up to run -- but his ankles are tied to his chair with tiny vines.

Larry falls like a ton of bricks. He hits the floor, hard -- and is face to face with a TINY COWBOY on a two inch horse. The COWBOY twirls his LASSO, and calls out, in a macho, high—pitched squeak:

COWBOY

Yeeeeee haaaaw! Hawg tie him boys!

A posse of tiny COWBOYS run out on horses, “Yaa-hoo”ing and shooting tiny, popping pistols in the air. A dozen tiny ROPES are thrown over Larry at once, tying him down like Gulliver.

LARRY

Hey!

He looks around, dazed, barely able to turn his head. He is surrounded by a group of tiny RAILROAD WORKERS in Chinese and Irish 1880's garb. They sing in high—pitched voices, as they hammer Larry's ropes into the floor with tiny spikes:

RAILROAD WORKERS

She'll be coming round the mountain when she comes, she'll be coming round...

LARRY

Hey! Come on, guys! I just work here!

Larry is tied down, he can't get up. As he strains: A TINY 1880's POLITICIAN with a top hat and a handlebar moustache steps out in front of him. A tiny BRASS BAND plays Hail to the Chief as the Politician unrolls a teeny "Proclamation:"

POLITICIAN

(in a high squeaky voice)

As duly elected representative of this tiny model of the Great Utah Territory I do solemnly declare that no man, no matter how small, should live under lock and key.

(He turns to Larry...)

Every night, year after year, one of you guards locks us up in those boxes: confined -- unable to build, grow, and prosper! Tell us sir, is that your intention as well?

LARRY

Come on, guys. I can't let you out. I'm not even really a guard here. This is just temporary...

POLITICIAN

Then in the words of Abraham Lincoln: "Those who deny freedom to others deserve it not for themselves..."

Larry suddenly hears A TINY TRAIN WHISTLE. He sees TINY RAILROAD TRACKS have been laid on the floor - they lead right to his face. He's been tied to the tracks. A few feet away, a TINY MODEL TRAIN comes around the bend, straight towards his face. He struggles, but can't move.

LARRY

Hey! What are you doing? HELP!

SEVERAL TENSE SHOTS as the train comes closer: The train. Larry. The tiny ENGINEER. Larry. A 1880's MOTHER covering her CHILD'S eyes. Larry. Larry screams — and the train hits him in the nose. It bumps

off his nose harmlessly and falls over, its toy wheels spinning. The crowd sighs, disappointed.

With all his strength, Larry pulls himself up. Ropes start to snap. The Tiny Mother screams, the little people panic and run, like a Godzilla movie...

Be runs towards the exit... But comes under a barrage of BLOW DARTS from the Mayans, cutting off his escape.

LARRY

Ow! Hey! You could put an eye out!

He ducks behind a chair. He hears a high pitched voice...

TINY ROMAN GENERAL

On my signal —— unleash hell!

A WAVE of tiny FLAMING ARROWS arches across the room at him from a tiny ROMAN ARMY. He ducks. The flaming arrows COVER the back of the chair he's hiding behind. Then, his feet are in pain...

LARRY

Ow! What——

He looks down, Railroad Workers hammer his toes with picks. He climbs up onto the chair...

In one diorama, the MAYFLOWER fires its tiny cannons, smoke rings fill the air. He dodges the smoking CANNONBALLS as they arch toward him. Then he realizes that his chair is tipping over.

He looks down. The MAYAN SLAVES are pulling hie chair over with ropes, as MAYAN PRIESTS command them. Larry is treed. The Priests

dance a CEREMONIAL dance to the drums. Larry screams — as he slowly tips over.

At the last second he hears A HORSE galloping in. Someone calls to him, with an upper crust accent:

VOICE

My hand, boy -- take it!

Larry reaches out: he is grabbed in mid—air and swooped up onto the back of a life—sized horse.

They side out the door under a barrage of TINY FIRE: cannons, spears, arrows, etc.. Larry clings to the Rider for dear life.

INT. MAIN. LOBBY - MOMENTS LATER

Larry jumps off the horse, and slams the door shut to the Diorama Ball. He locks it, then collapses.

LARRY

They were so little. I didn't think they could...

He realizes — *who just saved me?* He looks up:

TEDDY ROOSEVELT (the wax sculpture) climbs down from his horse (also wax). He stands 6'2' in his San Juan Hill Uniform with his wide—brimmed hat and spectacles. He smiles his toothy smile under his bushy moustache. He talks LOUD in his knickerbocker accent:

TEDDY ROOSEVELT

My dear boy —— never underestimate the little people. It is the little people who make up great nations. Nothing more, nothing less.

Larry is stunned. He looks over at the alcove where Teddy used to stand. It is, of course, vacant.

LARRY

Aren't you...

TEDDY ROOSEVELT

Theodore Roosevelt. Twenty—sixth president of the United States. Born 1858, died 1919. At your service, Larry.

He puts out his hand, to Larry. Larry feels like he's in a dream. He shakes it. Teddy pulls his hand away.

TEDDY ROOSEVELT

Easy, my good lad. Watch the wax.

Larry looks: he's squeezed Teddy's wax hand out of shape. Teddy reshapes the dent out of it. Larry blinks.

LARRY

...How did you know my name?

Teddy taps Larry's name tag with his riding crop.

TEDDY ROOSEVELT

Lawrence, the first requisite of a good citizen is that he be willing and able to *pull his own weight*. Don't make me save you again. Because I will not do it. You must pull yourself up by your own bootstraps.

LARRY

But the instructions just say:

(reading)

"dioramas, pull their covers over."

Teddy takes the instructions. He shows them to Larry.

TEDDY ROOSEVELT

They say "dioramas: pull their covers, over,"

(he flips the page over and reads)

"and lock them tight or you'll be in big trouble."

Always read the fine print, my boy. NOW if you excuse me — it's almost dawn. The hunt's still afoot.

He salutes. Larry salutes back. Teddy pulls a RIFLE from his saddle bags and strolls out of the hall. Larry sits there, stunned. After a beat, he runs after Teddy.

LARRY

Hey. Hey, wait a minute!

INT. AFRICAN MAMMALS HALL - MOMENTS LATER

Two ZEBRAS are grazing in their veldt display. Teddy is hunting them, crouched behind a bench. Larry goes up to him.

LARRY

Wait! Excuse me, you mind if I...

The Zebras look over and bolt from the room.

LARRY

Sorry.

Teddy sighs.

TEDDY ROOSEVELT

Quite all right, my boy. You're new here.

(calls to the zebra)

I already shot you once on the plains of Africa in
ought—nine. I'll get you again, mark my word!

He struts off after the zebras.

LARRY

Wait!

Larry follows him.

TEDDY ROOSEVELT

You get *one* more question, Lad.

LARRY

...Why, is it like some kind of, only three wishes
type of deal?

TEDDY ROOSEVELT

No, it's because you 're annoying me and your
breath smells like William H. Taft's feet. What is
your question?

LARRY

Well. Let's see. How should I phrase this. What I
want to know is -- HOW CAN YOU TALK? WHY IS
EVERYTHING ALIVE, HAVE I GONE NUTS? WHAT IS
GOING ON IN HERE?!

TEDDY ROOSEVELT

(sighs)

Fair enough. Follow me, lad.

He struts out. Larry follows him.

INT. CORRIDOR - OUTSIDE THE EGYPTIAN HALL - MOMENTS LATER

A pride of SABER-TOOTHED CATS are asleep on the floor. They scatter when Teddy enters. Teddy struts to the gate at the Hall's entrance. Teddy gestures for Larry to come closer, but Larry is still too scared of the temple.

TEDDY ROOSEVELT

Come on, come on. You can't see it from there.

LARRY

...See what?

Teddy gestures: *closer*. He finally grabs Larry and drags him up to the gate. The BEAST inside the tomb screams and batters on the inside of the tomb's lid, shaking it. Larry shakes.

TEDDY ROOSEVELT

Yell all you want, savage! You haven't gotten out in seventy years, you can scream seventy more for all I care...

Larry shines his flashlight through the dark. It hits THE PUZZLE OF AHKMBNRAH. The hieroglyphics that cover the gold Puzzle glint in the light.

TEDDY ROOSEVELT

The Puzzle of Ahkmenrah. Very powerful.

It arrived here from the Nile Expedition of 1927. I'm not sure how long I stood collecting dust before it arrived. But everything in the museum on that night came to life. Has every night since.

LARRY

Hey, Teddy? Bullshit.

TEDDY ROOSEVELT

(shrugs)

It's happening, isn't it?

LARRY

It's a dream.

TEDDY ROOSEVELT

Where all the good ideas are born.

He checks his watch, claps Larry on the back.

TEDDY ROOSEVELT

Five o'clock. I'd better get back to the old display case I'm afraid.

He strides off, leaving Larry. The Sabre—toothed Cats start to come back, staring at Larry from the shadows. Larry runs after Teddy.

INT. MAIN LOBBY - MOMENTS LATER

Teddy strides through, and climbs onto his horse.

TEDDY

You did well, Lawrence. Keeping the peace -- with a big stick, and lock and key. Some of the folks in these walls are more dangerous than others. But if you keep the lions from eating the lambs, the Huns from attacking the Europeans -- all will be well. Welcome to the family!

He rides the horse back into his alcove. He raises his sword... and freezes. Larry steps up to him. Teddy is immobile. Then he jumps at Larry, scaring him.

TEDDY ROOSEVELT

Bully! Ha ha ha!

EXT. NATURAL HISTORY MUSEUM - CONTINUOUS

The sun peers over Central Park.

INT. MAIN LOBBY - CONTINUOUS

Suddenly, a strange glow lights up Teddy — and he's frozen in place, with a big grin on his face. Larry looks around: it's a fantastic sight, as all of the animals head back to their proper display cases. It's beautiful, in the early dawn. A Woolly mammoth lumbers by.. Larry is awestruck.

LARRY

Wow...

VARIOUS SHOTS: All over the museum, animals, totem poles, diorama people climb into their display cases, into their old positions, and freeze in place.

INT. MAIN LOBBY - CONTINUOUS

Larry stands, stunned. He hears the CLACK CLACK of the T—rex. It runs straight at Larry. Larry hits the deck. The T—rex runs straight over him. It eyes Larry — then nuzzles him like an affectionate cat, and climbs onto its podium.

It shoves the Bone into its own rib cage, assumes its horrifying hunting position. Then, with a flash of that strange soft glow -- freezes.

Larry looks around. The museum is still. He looks out the window -- he sees a crack of sunlight peering through.

LARRY

Wake up, Larry... wake up...

And he drops into a chair and falls asleep.

INT. MAIN LOBBY - MORNING

We hear the front door being unlocked from the outside. It slowly swings open — and Cecil peeks in. He shuffles in, looking around for Larry, followed by Reginald and Meredith.

REGINALD

...Is he alive?

MEREDITH

Who?

REGINALD

The new guy.

CECIL

(calls out)

Johnson! You okay, kid?

Meredith looks up and gasps in horror. The others look up: Larry's HAT is hanging off of the T—rex's teeth.

MEREDITH

...It ate him.

The Old Guards are in shock. They take off their hats and bow their heads, sadly. Suddenly, behind them, we hear A TOILET FLUSH and then...

LARRY

Good morning.

The Old Guards almost have heart attacks. Larry stumbles out of the bathroom.

CECIL

Don't do that. Jees, Kid. We're too old for surprises like that!

LARRY

I had the most incredible dream.

They all just look at him.

LARRY

It was a dream, wasn't it?

Larry looks at them. They don't say anything.

LARRY

Maybe I need to go home and get some sleep.

CECIL

Yeah, you gotta be exhausted, but trust me, the hard part's over. After last night, it'll be a breeze.

Larry looks at them. What did he mean by that?

MEREDITH

You're one of us now. We've never accepted another member of the night guards. It is a great honor, and with it come great rewards.

CECIL

And great dental.

REGINALD

Fabulous dental.

They all smile big. Their teeth are in fact, fantastic.

CECIL

Welcome to the secret society of the night guards.

They put their hands in a circle, in an elaborate three—way Freemason—like handshake. They put their hands out to Larry. Larry thinks about it, and shakes their hands.

CECIL

You won't tell anyone about your little dream, okay, Larry?

LARRY

Who would I tell?

CECIL

I don't know. A shrink. They like to hear those things, don't they?

MEREDITH

Nothing more boring than other people's dreams.

EXT. MUSEUM OF NATURAL HISTORY - FRONT STEPS - CONTINUOUS

Larry is still confused when he runs into the Old Docent, trudging up the steps to work. Larry looks at her a moment.

LARRY

Good—morning.

She stares at him suspiciously.

LARRY

(testing)

Pretty *lively* place you got here.

He winks at the Docent. The Docent has no idea what he's talking about.

DOCENT

(sarcastic)

Oh yeah, it' s a laugh riot. I passed up an offer to be the Rolling Stones' drummer just to work here, saying "no running" all day.

Larry looks around at the other PASSERSBY on the street. He whispers to the Docent, conspiratorially.

LARRY

Come on, it's gotta be just a little exciting working in a place cursed by... an ancient *Egyptian* secret,

The Docent eyes him like he's insane.

DOCENT

I don't know what the hell you're talking about,
but I have mace.

AT THE TOP OF THE STEPS, the three old Guards watch as she hurries
away from him. They laugh.

CECIL

What did I tell you? He sounds bananas. He's just
perfect. If they don't put him in the looney bin
before the week's up.

REGINALD

So — we go ahead with the plan?

CECIL

Absolutely.

INT. LARRY'S APARTMENT - LATER

Larry trudges in like a zombie. He closes the door, and locks it. He
heads in — but his jacket is caught in the door. He's so tired he just
takes off his jacket, and leaves it hanging in the door. The directions
are sticking out of the pocket.

He takes them out, stares at them when THE PHONE RINGS.

LARRY

Hello?

PETE (PHONE)

Hey, Dad.

INT. PETE'S BEDROOM - SAME

Pete's on the phone.

PETE

Mom says you got a new job. As a Security Guard...

INTERCUTTING:

LARRY

Yeah...

PETE

Was it because of what I said?

LARRY

Because of what you said what?

PETE

That you took such a crappy job?

Larry sits down.

PETE

I feel bad, Dad. I shouldn't've said that stuff to you the other day—

LARRY

No, you were right. You have. It's a great job. I mean, yeah, it's a crappy job, but it's a great crappy job, because it's gonna give me all kinds of time to write.

PETE

But isn't it boring?

An awkward silence. Then...

LARRY

Pete, what if I told you everything come's alive.

PETE

Excuse me?

LARRY

At the museum. The whole place. It's some kind of Egyptian curse. At least that's what the wax Teddy Roosevelt said.

PETE

The wax Teddy Roosevelt?

LARRY

I know it sounds crazy, but he saved me from the tiny cowboys. The medicine men danced around, and this lion tried to eat me. It's incredible — but you can't tell anybody, okay? You promise?

PETE

Don't worry, Dad. I won't tell anybody how the Natural History museum is *magic* and everything dances around all night.

Larry winces, realizes what he sounds like, then:

LARRY

Just kidding, dude! I had you there, didn't I? Admit it, you believed me...

PETE

I believed you lost your mind.

LARRY

Yeah, well...

He looks at himself in the mirror. Did he lose his mind?

PETE

Well, Dad, I'll see you Sunday.

LARRY

Yeah.

They both hang up. Larry sits there staring at the phone. He then shakes himself out of his daydream and looks at the DIRECTIONS sitting on the kitchen table.

He thinks a moment, then goes to his closet and pulls out a tiny VIDEO CAMERA.

EXT. NATURAL HISTORY MUSEUM — DUSK

Larry steps off a bus. He looks up at the massive museum. He takes the VIDEO CAMERA out of his pocket, and checks it. He sticks it back in his pocket and heads into the museum.

INT. NATURAL HISTORY MUSEUM - MAIN LOBBY - CONTINUOUS

Larry enters. The place is pretty empty. Larry walks up to the Docent at the information desk. The Docent sees him coming, excited.

DOCENT

Can I help you?

(sees it's Larry, disappointed)

Oh. You -- stay away from me. I don't know where they find you night shift weirdos...

LARRY

Boy... It's pretty deserted, huh?

DOCENT

This is a busy day. I guess people don't care about dusty old dinosaurs anymore.

She puts on her coat to go. Larry looks up at the T—rex, a little sad. He sees Cecil, Reginald and Meredith slowly approaching him.

CECIL

Welcome back, kid.

LARRY

Don't you guys think you could've told me?

CECIL

Told you?

LARRY

Don't you think there's something you LEFT OUT OF THE TOUR? Such as, Oh by the way: EVERY SINGLE THING IN THE MUSEUM IS GOING TO COME TO LIFE AND TRY TO EAT YOU. What kind of job training do you call that? Huh? "Read the instructions and good luck?" That's it? There were lions -- and, and sabre—tooth thingies... And a dinosaur. I'd say a dinosaur counts as a surprise in any situation...

REGINALD

I don't think he thinks he's dreaming anymore.

Larry looks at the three of them. Cecil is serious.

CECIL

If I'd told you, would you have believed me?

REGINALD

Besides, we were keeping an eye on you. If anything had happened, we'd have been right there.

LARRY

Really?

MEREDITH

No. We were asleep, at home.

CECIL

But we knew Teddy would help you. He was a wonderful president.

MEREDITH

I didn't vote for that gun nut.

(Cecil gives him a look.)

...Oh. Wrong Roosevelt.

REGINALD

We're just so glad that you're not, you know, dead.

LARRY

Dead? You kidding, I've never felt more alive in my life.

They just stand there nodding. Larry turns to go.

LARRY

I better clock in.

INT. BY THE EXIT - LATER

Cecil puts his coat on. He pulls out his keys to lock up.

CECIL

Trust me, the first night's the worst. Just do your job, stick with the instructions and it gets easier and easier.

LARRY

Do you really have to lock me in?

Cecil laughs and shakes his head, "No."

CECIL

Yes. Good night Larry. Don't let the bed bugs bite! They're in the Hall of Insects, third floor. They're huge.

Huh? He exits, locking the door. Larry looks around. He pulls out the camera, and turns it on. Then he looks out the window. The sun is on the horizon. Uh oh -- he runs out, as fast as he can.

INT. EGYPTIAN HALL - CONTINUOUS

Nothing is alive yet. Larry takes a breath for courage — and RUNS in to the key—box. He sticks the key in and flips it. The Plexiglas glides down in front of the sarcophagus. He runs out, fast as he can.

He stops at the gate, *whew...* He stands there, waiting, camera ready... Nothing happens. He sighs, wondering what went wrong.

And just then -- an ANCIENT GHOSTLY VOICE fills the Hall. He freezes, terrified.

ANCIENT GHOSTLY VOICE

Thoth. Horus. Ra.

Slowly he turns. The Puzzle of Ahkmenrah hanging on the temple wall glows as though lit from within. The VOICE seems to come from everywhere. As it speaks each word, one of the eight HIEROGLYPHICS on the Puzzle lights up. The ancient stick—figures move, the Water—symbol ripples, the sun—symbol sets on its horizon...

ANCIENT GHOSTLY VOICE (CONT'D)

Ptah—Nu. Ptah—Seker. Ptah-Tatenn --

AHKMENRAH.

Then — a blinding flash of light fills the museum. Larry blinks, blinded. Then he looks around: the Jackal Guards on the temple yawn — alive. That snaps him out of it — he screams, locks the gate and runs... He turns back at the door and films the Temple for a second...

VIDEO CAMERA POV: The Jackal Guards move, then point their spears at Larry. Larry runs out, as fast as he can.

INT. DIONMA ROOM - MOMENTS LATER

In the Diorama the tiny Politician unfreezes, with a sneeze. Larry runs though and filming them without stopping.

LARRY

Gesundheit. Say cheese.

INT. HALL OF CIVILIZATIONS - MOMENTS LATER

The Medicine Men are dancing and drumming. The Easter Island Head wakes up with a yawn. The camera pokes around the corner as Larry films from his hiding spot.

AROUND THE CORNER: Larry looks at the camera's monitor. On it the Medicine Men dance...

LARRY

Happy birthday, Pete...

Lightening fast, a MONKEY PAW reaches out from behind him and GRABS THE camera. Larry turns around. The three Monkeys sit, innocently. One is filming Larry with his camera.

LARRY

Here monkey. Good monkey. Give it back.

He grabs at the camera. The Monkeys scream and scatter. He chases them...

INT. ANOTHER CORRIDOR - MOMENTS LATER

Larry chases the Monkeys into another unlocked Hall. They toss the camera to each other. Larry runs back and forth, in and out of the gate, frantically, as they play keep—away.

LARRY

Come on... Knock it off!

Larry runs through the gate, slams it shut, keeping an eye on the Monkeys on the other side. He pulls out his keys and locks the gate, proud.

LARRY

Ha! Now who's laughing?!

The air is SPLIT with a deafening roar. He turns around: He's locked himself IN the African Wing, with the Lions, tigers and boars. The Monkeys are OUTSIDE the gate, in the corridor.

The Monkeys laugh. The Lion eyes Larry, and licks its chops. Larry backs up, his back to the gate, terrified — and the Monkeys reach through the bars and grab his key ring.

Larry grabs it and holds it tight, they tug back and forth — the key ring breaks, sending KEYS scattering outside in the corridor. The Monkeys laugh, grab a bunch of keys, and run away. Larry looks at the keys scattered on the floor. He sees one labeled AFRICA. It's WAY out of reach. Suddenly, a BOOT steps on the keys. He looks up — Teddy Roosevelt shakes his head.

TEDDY ROOSEVELT

Outsmarted by a bunch of taxidermied monkeys.

LARRY

...Mr. Roosevelt! You gotta help me!

TEDDY ROOSEVELT

(like it's *great news*)

No can do, dear boy! I told you once — you've got to pull yourself up by your own bootstraps.

Getting locked in there with a few hungry lions —
— best thing in the world for you! Builds character.

LARRY

But... Teddy!

TEDDY ROOSEVELT

I'm off to hunt buffalo by the gift shop. I wish you
the best of luck, lad!

Teddy's gone. The Lion roars again.

INT. CORRIDOR — CONTINUOUS

The Monkeys run down the hall, unlocking all the gates and opening them... BIRDS flock out into the museum. The Monkeys each take keys and split up. They appear to be on a mission.

INT. GIFT SHOP - CONTINUOUS

A Monkey unlocks the gift shop. He looks around and claps. He starts grabbing things, gleefully — glow—sticks, glow—paint, a handful of ASTRONAUT ICE CREAM.

INT. LOST AND FOUND ROOM - CONTINUOUS

A Monkey unlocks the door and enters. He looks through the shelves of scarves, hats, coats. He puts on a foam STATUE OF LIBERTY HAT. He finds a DISCMAN. He takes out the CD.

INT. HALL OF AFRICAN MAMMALS CONTINUOUS

Larry has climbed the gate, to the ceiling. The Lions pace, waiting for him to fall. Behind him, in the corridor hears the CLACK CLACK of the T—rex.

The T—rex comes down the hall, bone in mouth, searching. spots Larry. it rushes up, and shoves the bone at him -- almost knocking him off the gate.

LARRY

Not now! I'm a little busy...

He looks at the bone — and gets an idea. He searches his pockets, and... finds a piece of Juicy Fruit that he'd brought with him this night. He chews it, takes it out, and sticks it to the BONE. He aims with the bone, at the AFRICA KEY — and he tosses it. The Bone lands right on the key. T—rex wags its tail.

LARRY

FETCH!

T—rex fetches the bone. The key is stuck to it. Larry takes it, grabs the key. Slowly, carefully, he reaches down to unlock the gate. He opens it. He counts to himself: 1, 2, 3. And then quickly swings down and slams the gate closed behind him, just as the lion BOUNCES against it. Larry locks it and looks up at T—rex.

LARRY

Good boy! Good boy!!

He pets T—rex ——

T—rex lies down, so Larry can scratch his “tummy”. The T—rex is in heaven, legs twitching in the air. Larry looks around... The museum is all quiet. Too quiet.

LARRY

Hello? Here, monkeys monkeys monkeys.

INT. CORRIDOR - MOMENTS LATER

Larry walks down the hall, the T—rex following him like a puppy. He looks into the Hall of Birds: it's EMPTY. Uh oh.

INT. GIFT SHOP - MOMENTS LATER

Larry peers inside. It looks like a hurricane hit.

INT. HALL OF AMERICAN HISTORY - MOMENTS LATER

Larry enters. The Wells Fargo Horses are still there. He sees Sacajawea sitting in her sound—proof case, lonely. Behind her Lewis and Clark are arguing, and threatening to hit each other with their paddles.

Sacajawea waves at Larry -- happy to see him.

She has picked a bouquet of fake flowers. She shows it to him, and mimes "For you." Then indicates that she can't give them to him because of the glass.

LARRY

For me?

(she nods)

Thanks. Um...

He mimes, "Everybody in this hall —— where?" Sacajawea reaches into her leather pouch. She pulls out replica 1770's maps: Oregon, the Missouri river, then finally -- she pulls out a brochure of the Natural History Museum. She opens it to the map, and points to THE PLANETARIUM.

LARRY

Thank you.

She nods *you're welcome*. He backs away, tripping over T—rex, stricken by her sad smile. He gets up, embarrassed.

INT. CORRIDOR - MOMENTS LATER

He stops by a door that reads: PLANETARIUM. Inside, he hears music. Disco. *I Like the Nightlife (I got to Boogie).*

He looks at the T—rex. The T—rex shrugs.

LARRY

I am so fired.

— The STAR PROJECTOR in the middle is lit and spinning, filling the room with whirling stare, like a disco ball. A MONKEY is at its controls, pushing buttons and pulling levers, like... well, like a monkey: making it spin like crazy.

— The FLOOR is packed with "people" dancing: the Medicine Men are doing THE STROLL, trying to out—groove each other. They dance with many WAX PEOPLE we haven't seen: VIKINGS bust a move with INDIANS, the sculpture of CHRISTOPHER COLUMBUS hustles with an ESKIMO, A HUN slow—dances with a ROYAL JAPANESE PRINCESS. They're all having a blast. A lot of them have glow—sticks and Astronaut Ice Cream. the Monkev with camera filming everything.

— At their feet — The Diorama People are having a hoedown, line—dancing to the music.

— All around the edge of the ceiling, like a Busby Berkley number, Penguins are grooving to the tunes. Birds are EVERYWHERE. The place is a wreck...

LARRY

Please come down from there! Please. You — stop that!

He runs over - the NEANDERTHALS are making cave—paintings on the wall with glow—paint. Larry takes their paint away. They scream at him, and pound on the floor.

LARRY

Yeah, yeah yeah. Arts and crafts time's over. Oh
no...

A Monkey playing with a Laser—Pointer, shining it back and forth along the wall. The T—rex is chasing it, knocking over everything in its path.

LARRY

NO RUNNING IN THE MUSEUM! Hey!

On the Dance floor -- CHRISTOPHER COLUMBUS tries to cut in on the wax Hun dancing with the Japanese Princess. He taps the Hun on the shoulder. The Hun grunts at him, and keeps on dancing. Columbus taps again.

COLUMBUS SCULPTURE

Scusilo. Maybe the lady, she prefer to dance with
somebody who don't smell like moth balls.

The Hun turns, grunts angrily, and punches Columbus in the chin --
KOOOONNNG. The Hun holds his smooshed hand, in pain. Columbus pulls
off a BRONZE glove, and daintily slaps the Hun in the face with it.
KOOONG, the Hun goes down.

Immediately, it's a free-for-all. Two other Sculptures, PETER
STUYVESANT and GARIBALDI, jump in on Columbus' side as the
Europeans take on the mob of Huns. Everyone's fighting.

A lion runs by with a lamb in its mouth. On the ground, the tiny
Cowboys "yaa—hoo" and fists start flying...

Then — the music stops. Everyone stops and turns. Larry is at the LECTURER'S PODIUM, he has turned off the music.

LARRY

Thank you. Um... Look, I know you don't get out much. But I think it's time you all just, go to bed. Okay? I didn't want it, but *this is my job*. So knock it off.

Beat. Then the Medicine Men scream a WAR CRY, and rush him. Larry screams, but he is overwhelmed with the mob of Wax People. They grab him, and carry him out over their heads.

INT. CORRIDOR - OUTSIDE PLANETARIUM - CONTINUOUS

Larry screams as the Medicine Men rush out with Larry.

INT. GIFT SHOP - MOMENTS LATER

They toss Larry inside, and slam down the gate.

LARRY

Hey, come on — guys! Guys!

The Medicine Men leave Larry inside. They go off to the corner, and start dancing again, to the distant music.

Larry starts to raise the gate -- they immediately stop dancing and aim their spears at him... Larry slowly closes the gate -- trapped. He walks into the back of the Gift Shop. He finds some Astronaut Ice Cream. He eats it, defeated.

DISSOLVE TO:

SOMETIME LATER: Larry is sitting by the books, eating Ice Cream, playing with a perpetual motion toy — when he hears:

TEDDY ROOSEVELT

Disgraceful. Precisely why we keep the Huns and Europeans separated. What did you do before you took on this job, Lawrence. Did you excel at that as well?

Larry stands up, Teddy is outside the gate, shaking his head.

LARRY (DEFENSIVE)

Do? I, uh -- I'm almost finished with a novel.

TEDDY ROOSEVELT

Almost finished? My boy, an almost finished canal is the same thing as a ditch. I'm asking what have you done?

LARRY

Yeah, well, the truth is, I can't really do anything.

Teddy struts away...

TEDDY ROOSEVELT

No such thing as a man who can do nothing.

LARRY

I've been writing the same book for fifteen years. Every day I get up and put on a suit and tie and go to the library and scribble. I jot notes down all the time. I make index cards. I've been to a dozen different writers' groups and I never finish. I

somehow have perfected the art of writing
without writing.

TEDDY ROOSEVELT

You mean living without living.

Larry looks at him.

TEDDY ROOSEVELT

How can you stand here with all this going on
around you and not believe?

LARRY

I believe——

TEDDY ROOSEVELT

But not in yourself.

(then)

Some men are born great and some men have
greatness thrust upon than...

LARRY

Did you say that?

TEDDY ROOSEVELT

(turns to go)

I wish I had.

LARRY

Where you going?

Outside the Gate -- the WOOLLY MAMMOTH lumbers by, eating one of
the museum's plants. Larry calls to Teddy...

LARRY

I don't have the instructions!

TEDDY ROOSEVELT

Any fool can follow instructions. Let's see what you can do.

He eyes Larry — Larry sits up. He seems to take that as a challenge. Teddy laughs and struts away. Larry looks around for a way out. The Medicine Men are still outside. Then — a BOOK on the shelf catches his eye.

CHEROKEE LANGUAGE AND CULTURE. Larry thinks. Maybe Teddy's right. He picks up the book and starts reading... CLOSE UP ON THE CLOCK: it's 9:30.

DISSOLVE TO:

SEVERAL QUICK SHOTS:

— Larry sits, reading another book -- PRIMATE BEHAVIOR. He has a stack of Museum books in front of him, about HIEROGLYPHICS, the MAYA, etc...

— Larry looking through the TOYS OF LEARNING section. He sees a large toy in a box. He smiles, and takes it...

— Larry is watching a VIDEO on the store VCR about the WELLS FARGO WAGON.

DISSOLVE TO:

INT. HALLWAY - IN FRONT OF GIFT SHOP - CONTINUOUS

THE CLOCK READS: 2:30. Larry lifts the Gift Shop gate up.

LARRY

Well, here goes nothing.

In the corner, the Medicine Men dance a war dance, spears raised as they're about to kill a tied—down NEIL ARMSTRONG.

Larry steps into their circle. The Drummer stops. They point spears at him, he's surrounded. Terrified, Larry raises one hand. Larry reads from his hand.

LARRY

(in bad Cherokee w/subtitles)

I am Larry. I come from a distant land: Brooklyn. I bring gifts. I will respect your ways, and will keep your dance ring sacred as you kept sacred the mighty herds of pancakes.

The Medicine Men eye each other.

MEDICINE MAN

(in Cherokee w/ subtitles)

I think he meant buffalo.

Larry pulls out a tiny safety pin. Nervously – he pricks his finger, and holds it out to shake.

LARRY

Yahtzee hey.

A Medicine Man steps forward, spear raised. Larry gulps.

The Medicine Man speaks, in good English:

MEDICINE MAN

You mean Ya ta hey. Hello. Yahtzee's a board game. Good to meet you, Larry of Passaic. You said -- gift?

He shakes his hand, solemnly. Larry holds up his Discman.

LARRY

I brought you the music of my people.

He pushes play. Bruce Springsteen plays from its tiny speaker, Dancing in the Dark. They're suspicious at first, then they start dancing. They love it. Larry heads out, past Teddy Roosevelt, who applauds.

TEDDY ROOSEVELT

Bravo lad! Well done!

DANCING IN THE DARK plays over the following MONTAGE:

INT. DIORAMA ROOM - NIGHT

Larry looks down on the Cowboys in their case.

LARRY

Hey, I know the frustration that comes with not ever finishing something.

(MORE)

LARRY (CONT'D)

I mean, every day you guys gotta start all over, but you never get to finish...

They look at each other nod. That's so true...

LARRY

So you know, I was thinking: What would I want if
I were you guys?

They stare up at him, guns raised:

LARRY

How would you guys like a train — that was
already finished?

He holds up a box; a cool modern TRAIN SET from the Gift Shop. The Cowboys cheer and throw their hats. The Tiny Workers set down their picks.

TINY IRISH RAILROAD WORKER

Finally.

INT. HALL OF AFRICAN MAMMALS - NIGHT

Larry closes the gate, the monkeys reach through and grab his keys. Larry smiles. The Monkeys look. The keys they snatched were plastic toy "toddler" keys. Larry goes to the corner and pulls the REAL KEYS from a potted plant.

INT. DIORAMA ROOM - NIGHT

Larry stands over the Mayan cage, holding his flashlight under his face. He speaks 'mysteriously', like a God:

LARRY

I am the great God Larry. If you obey, I will
provide you with -- Skittles!

He pours Skittles down on them. They love them, collecting them in baskets, eating.

LARRY

If you disobey Larry, he will curse you with
(ominous)
Mountain Dew!

He pours a can of Mountain Dew on them. They scream in terror,
drenched...

INT. MAIN HALL - LATER

Larry has assembled The Huns. They stand grunting at the statue of
Columbus, who's huddled with the other European sculptures of PETER
STUYVESTANT and GARIBALDI.

LARRY

"People" of the museum. My friends from Asia,
my friends from Europe. You are all represented
here because of your great accomplishments. You
must learn to live together and stop massacring
each other. And since your time, nothing has
brought your two peoples together more than
this single invention:

Larry pulls a SOCCER BALL from a Museum Shop bag.

LARRY

We call it *Futbol*. Actually we don't call it that --
you call it that.

Larry tosses the ball up. Columbus instinctively kicks it. He kicks it for
a while, then — tentatively -- he kicks it to the Huns. The Huns
intercept it. They grunt, a happy grunt.

In no time at all, they're all kicking it around the room, delighted, having the time of their life. GARIBALDI calls out, *in Italian w/ subtitles*:

GARIBALDI

Hey, I was open!

Larry watches them, kicking the ball, arguing, laughing. He smiles, satisfied.

INT. HALL OF AMERICAN HISTORY - NIGHT

Lewis and Clark are arguing over the map, then one takes a swing at the other. They wrestle. Sacajawea sits by the glass, bored. Larry watches her from the door, with Teddy.

TEDDY ROOSEVELT

Poor thing. Stuck with those two idiots year after year. A braver man would figure out how to help that lovely girl.

Larry nods. He walks over to her. She sees him approaching and checks her reflection, fixing her hair. She waves hi. She waves hi to Teddy. Teddy blushes -- he clears his throat, and struts off, blustering to himself...

LARRY

Is there anything I can get you?

She mimes "I can't hear you." Larry thinks. He breathes on the glass, to fog it up. He writes in the steam: "What can I get you?" She breathes on the glass -- but she has no breath. She thinks. Then she writes on the glass with her finger. The WAX leaves three LETTERS: O-U-T. Larry is stumped.

INT. HALL OF DINOSAURS - NIGHT

Larry is on a ladder, tying a fishing line to the CEILING FAN. He climbs down, and turns on the fan. The line is tied to the BONE -- it swings around the room in a huge circle. The T—rex chases it in circles, loving it.

INT. DIORAMA ROOM - NIGHT

The floor of the zoom is COVERED with an elaborate set of toy TRAIN TRACKS. They go everywhere. The Cowboys, Mayans, and Romans ride around on toy trains. They wave at Larry.

INT. HALL OF CIVILIZATION - NIGHT

Larry approaches the Easter Island Head. It eyes him, pouting:

EASTER ISLAND HEAD

Me no wannum gum. Me wanna —— Shasta.

Larry pulls out a large banana. He peels it.

LARRY

Banana peel: Your people used to offer these to you, in a big ceremony. I read all about it. You chew 'em.

EASTER ISLAND HEAD

Me no like.

He puts the peel in the Head's mouth. His face squinches up, expecting to hate it. Then it chews once. Then again. Then it really chews, grinning. It loves it.

EASTER ISLAND HEAD (CONT'D)

MMMMMMmmmm.

INT. HALL OF AMERICAN HISTORY - NIGHT

Lewis and Clark argue in their soundproof case. Sacajawea sits in the corner. She looks up as Larry sets a TV/VCR down in front of the glass. She smiles, as he puts in a tape.

On screen: a VIDEO plays -- with SUBTITLES. She's excited. He pulls up a chair, next to the glass. She sits next to him. She looks at him, grateful. They look like a couple snuggled on a couch, except for the glass between them.

Across the room — Teddy Roosevelt is watching them. Larry notices Teddy staring moon—eyed at Sacajawea. Does Teddy -- like Sacajawea? Larry gestures to Teddy -- do you wanna sit here? Teddy scoffs, blushing, and scowls away.

TEDDY ROOSEVELT

Poppycock.

THE MONTAGE ENDS.

INT. EGYPTIAN HALL - LATER

Larry peers inside. It's creepy. Summoning all his courage — he walks in. The Jackal Guards eye him, as he steps up to...

The Puzzle of Ahkmenrah. Larry pulls out -- the book of HIEROGLYPHICS. He checks the first hieroglyphic on the Puzzle. He searches for it in his book. The THING inside the coffin screams and pounds on the coffin. Larry jumps back. He catches his breath, and goes back to the Puzzle.

DISSOLVE TO:

Larry has scribbled a TRANSLATION on the back cover of his book. He reads the Puzzle, against his translation:

LARRY

(Panel 1] He who solved this Puzzle: [2] all things in this hall [3] will escape [4] death [5] to bring glory [6] and guard [7] the King, [8] in his journey the afterlife.

He closes his book, proud of himself.

LARRY

That's why things come to life. This was made to keep things alive in his tomb, for him. For his afterlife. Now *this* is his hall...

He looks closer at the Puzzle. He touches it -- and it falls off the wall.

LARRY

Sorry!

He looks at it — the eight panels were jarred out of place — they are out of order. There is a BLINDING flash of light.

Larry looks around, nervous -- but nothing happened. Then — the Giant Jackal Guards start to climb down from the tomb wall. They start marching straight at him...

LARRY

Aaah!

The Giant Jackal Guards walk straight over him.

INT. MAIN LOBBY - CONTINUOUS

The Jackal Guards walk straight to the front door. They take their giant spears, and wedge them between the doors. They start trying to pry them open. Larry runs over, helpless.

LARRY

Oh no... Stop! Please!

He looks down at the Puzzle; the Panels are in a different order. He checks his book, and reads the panels:

LARRY

For Ahkmenrah, to bring glory and guard the King, all things in this hall -- will escape... Oh no!

The door is almost open. Larry frantically rearranges the Puzzle. He gets the pieces back in the order they were in. There is a FLASH of Light...

Beat. And the Jackal Guards stop, just like that. They return to the temple and get back in position. Larry breathes again.

INT. EGYPTIAN HALL - CONTINUOUS

Larry hangs the Puzzle on the wall, covered with sweat. collapses, relieved. And at that moment...

EXT. NATURAL HISTORY MUSEUM - CONTINUOUS

The sky is beginning to brighten with the first ray of dawn.

INT. HALL - CONTINUOUS

There is a FLASH of light... and everything in the museum is frozen again.

SEVERAL SHOTS: Teddy, The Monkeys, Sacajawea --- all in place, and frozen.

Larry waves his hand in front of the Jackal Guard, testing it. It doesn't move. He sighs, a breath of relief.

INT. BROOM CLOSET - MOMENTS LATER

Larry gets a mop and cleaning supplies.

INT. CORRIDOR - OUTSIDE PLANETARIUM - MORNING

Larry is exhausted. The sun is up as he dumps the last of the trash into a can. On the floor he finds: his camera, SMASHED to pieces. He sighs. Then he hears something -- The Old Guards talking. Larry heads towards...

INT. SECURITY OFFICE - MORNING

Cecil, Reginald and Meredith are talking in hushed tones. They each are holding MEMOS. They are furious.

REGINALD

Forced retirement? Us -- too old!?! Why -- we're at the top of our game.

CECIL

Here here.

MEREDITH

Besides, we're at the top of our game.

The other two shake their heads... Then:

CECIL

I guess that settles it. No more beating around the bush. It's now or never. We do this. All in favor?

CECIL/REGINALD

Aye.

CECIL

Opposed.

MEREDITH

Nay.

(they stare at him.)

What?... Is this about fixing the toilet on four?

Larry enters. They shut up when they see Larry.

LARRY

Man, I love this place. It is so cool, I don't even wanna go home!

They just look at him.

LARRY

You guys are here early. What's going on?

The Old Guards jump, startled.

CECIL

What's going on? Um... nothing's going on, Larry. Does there have to be something going on?

MEREDITH

They're firing Reginald and Cecil and me.

The other two give him a look. Meredith shrugs and shows Larry a MEMO. Larry can't believe it.

MEREDITH

They're forcing us to retire. That's why they wanted us to hire you, I guess.

LARRY

But... they can't just...

MEREDITH

Can't what? Kick us all out on the street? They can. And they did. The museum director calls it "downsizing."

He gestures to a PHOTO on the wall of the serious—looking MUSEUM DIRECTOR. They've been throwing DARTS at it (and missing). Cecil angrily throws another, it falls WAY short.

CECIL

...Guess nobody cares about a bunch of old fossils anymore. After tomorrow night, we're all sacked. You're the only one of us left.

LARRY

I'm sorry.

Larry exits, sad. The Guards do their elaborate handshake.

REGINALD

Step one, complete. He still doesn't suspect a thing.

CECIL

Tomorrow night it is.

INT. LOBBY - MOMENTS LATER

Cecil walks Larry out. Cecil notices a BOOK in Larry's hand: EGYPTIAN HIEROGLYPHICS.

CECIL

What you got here, kid?

LARRY

I think I figured out what the writing on that Puzzle actually says. Maybe we can figure out how it works.

Cecil eyes him. He eyes the book.

CECIL

Nope. Sorry Larry. I'm afraid you're just wasting your time.

LARRY

What do you mean?

CECIL

This is *new* hieroglyphics. The Puzzle's in *old* hieroglyphics. Different era. Untranslatable. We been trying for years.

LARRY

Really? Because I—

Cecil grabs the book from him ushers Larry out.

CECIL

You can't learn everything from books you know.

(then)

Just stick with the directions. They tell you all
you need to know.

INT. PLANETARIUM - AFTERNOON

The place is full of bored SCHOOL KIDS. A boring, 90 year old
LECTURER stands at his podium.

LECTURER

...And after this presentation, entitled Matter
does Matter, you'll see that the universe does
have its amusing little -- Quarks.

He laughs at his joke. No one else does. He pushes a button on his
podium -- and KISS blasts, REALLY LOUD. It almost gives the Lecturer a
heart attack.

INT. ERICA'S APARTMENT - KITCHEN - DAY

Pete sits at the table with his friend, GABE, doing homework when Larry
comes into the kitchen wearing his Security Guard uniform.

LARRY

Hey, boss.

PETE

Dad... what are you doing here?

LARRY

Just came by, see if you wanted to go to work
with me tonight.

Gabe is checking out the uniform, making Pete uncomfortable.

PETE

Uh, you know, Dad, I have a lot of studying to do...

LARRY

Come on. One night won't hurt you.

GABE

S'okay, dude, I gotta go...

Gabe gets his stuff together. Larry smiles.

LARRY

Later, my man.

GABE

Which route you got?

LARRY

Route?

GABE

My uncle drives the number 33 in Queens.

PETE

He's not a bus driver.

LARRY

I'm a security guard at the museum of Natural History.

The kid just stares at him.

LARRY

I'm responsible for the whole entire museum. It's all under my purview.

GABE

Huh. Cool.

Gabe hurries out of there. Pete glares at his father.

LARRY

C'mon, Pete, I'm dying to show you what I'm doing. You'll love it...

PETE

How could you do that?

LARRY

What?

PETE

Show up in uniform.

Pete looks back down at his homework. Larry stands there a moment, looking at him, then...

LARRY

I want you to come with me.

PETE

I've been to the museum. When I was like six.

LARRY

Pete. Look at me.

PETE

(won't)

Just go, Dad.

LARRY

You may not think much of me these days, but...
we have more in common than you realize.

This gets Pete looking at him.

PETE

Such as?

LARRY

Such as you have no joy in your life. No magic.
You don't even smile anymore. I don't blame you
for being angry with me.

PETE

And going to work with you will make me smile?

LARRY

It'll be fun. Trust me.

PETE

I really gotta do this...

Pete shakes his head, goes back to his homework.

ERICA (O.S.)

Pete.

He looks up, sees his mother has come into the kitchen.

ERICA

Go get your coat. You're going with your father.

He looks at her, sees there's no arguing and reluctantly gets up and leaves the kitchen. Erica turns to Larry.

ERICA

You gonna keep him out all night?

LARRY

It's a once in a lifetime thing, being in the museum after hours.

ERICA

You're acting a little weird these days, you know that, don't you?

LARRY

You mean, weirder than normal?

(then)

Listen, if he doesn't want to——

ERICA

He's your son. He doesn't have to like you, but he still has to treat you with respect. If you think he should go, he's going.

LARRY

Okay.

(then)

Erica? Have you got any bananas?

BUS - LATER

Larry and Pete sit on the bus. Larry has a big bag full of "supplies" we can't quite see, save the bunch of bananas on top. Larry's brimming with excitement. Snow is starting to come down, harder.

LARRY

So. The only museum rules are no running, and don't touch the exhibits. The second one's more important, 'cause some of the nasty ones can bite.

(off Pete's look)

Kidding, I'm kidding! But seriously, keep away from the lions.

Pete just nods, indicates the bag.

PETE

What's in there?

LARRY

(smiles)

You'll see.

EXT. NATURAL HISTORY MUSEUM - MOMENTS LATER

A HEAVY SNOW FALLS as Pete and Larry head up the steps.

LARRY

You remember the plan, right?

PETE

I hide in the cloak room until everybody leaves, then you'll get me.

LARRY

Check. Until then, we're strangers. I'm "Dan," and you're "Arthur."

PETE

Dad, if we're strangers, we wouldn't know each other's names.

LARRY

Right... Let's do it.

They split up and head into the museum.

DISSOLVE TO:

EXT. NATURAL HISTORY MUSEUM - DUSK

The street is covered with slush, a cold wind blows — it's becoming a full—on blizzard. The few NEW YORKERS still on the streets hurry home.

INT. OF AMERICAN HISTORY — DAY

Larry checks his watch, waiting for the museum to close. He is looking at the Wells Fargo Wagon. A KID walks up to him...

KID

Excuse me, what year is this from?

The Kid's MOM steps up and pulls him away.

MOM

He wouldn't know. He's just a guard.

LARRY

1889. It was the first non—stop, coast—to—coast stage line. It traveled 40 miles a day, in 18 hours. It cost 600 bucks, that was about a year's wages for most people.

The Kid nods, impressed.

INT. MAIN LOBBY - CLOSING TIME

6:00 PM. Cecil ushers the last small TOURIST GROUP out. They're dawdling, following a TOUR GUIDE with a yellow flag.

CECIL

So long, fair well, adieu, get the hell out.

Cecil grabs the flag and throws it out the door. The Tour Group follows it out, Cecil locks the door behind them. Larry is waiting at the desk, listening to a transistor radio.

RADIO

...The worst Northeaster to hit the city in years.
Some roads in Jersey are already impassable...

Larry shuts off the radio and turns to Cecil who's putting on his jacket and scarf.

LARRY

You okay getting home, Cecil?

CECIL

Don't worry about me. Believe it or not,
sometimes us old timers can look after ourselves.
Good night, Larry. Don't forget to clock in.

Cecil closes and locks the door behind him.

INT. CLOAK ROOM - MOMENTS LATER

Larry enters and shines his light on Pete, hiding under a pile of coats. He coughs in the dust.

LARRY

They're gone. C'mon, c'mon, hurry up! It's almost sunset!

INT. MAIN LOBBY - MOMENTS LATER

Larry hurries Pete through the huge, shadowy hall.

PETE

It's kinda creepy at night.

LARRY

That's what I used to think. But trust me, it really grows on you.

INT. DIORAMA ROOM - MOMENTS LATER

They rush inside — Larry turns on the lights. Pete looks at all of the dioramas: they are kinda cool...

LARRY

This is the best room in the place. Almost magic time.

He smiles at Pete. Larry goes out and comes back with all his SUPPLIES. He unpacks a bunch of TOY TRAIN SETS. He starts laying them out on the floor.

Pete watches his father like he's a total loon. He shivers.

PETE

It's cold in here.

(then)

Can I eat one of those bananas?

LARRY

They're for the monkey's. We'll hit the gift shop later. Right now, just wait...

Peter shakes his head as they settle in.

INT. DIORAMA ROOM - LATER

Larry and Pete sit. Larry checks the clock. He checks his watch. 8:15.
They wait.

DISSOLVE TO:

9:00. Pete yawns at Larry. Well? Larry's starting to sweat.

DISSOLVE TO:

10:10. Nothing. Larry looks down at the Cowboy diorama, confused.
They're still frozen. Larry nudges the case.

LARRY

See, they moved!

PETE

They did not, you nudged the case.

LARRY

I don't understand what could be wrong... Unless...
Come on.

He leads Pete through the museum...

EXT. MUSEUM OF NATURAL HISTORY DELIVERY DOCK - CONTINUOUS

TWO ROBBERS in all black with ski masks are slowly hauling a crate down stairs, it takes all their strength. (We recognize their voices. It's Cecil and Reginald.)

REGINALD

What kinda stupid hat is this? I can't see a thing.

CECIL

Shhhh. Larry'll hear us.

REGINALD

...We better hurry up. This storm's supposed to be doozy.

CECIL

Don't worry. The kid's apartment's right over the bridge. We just gotta hide some of the stuff at his place, then we're on our way.

REGINALD

Just don't plant the good stuff.

CECIL

Course not. Besides, we took everything worth stealing, unless you know somebody who can fence astronaut ice cream.

REGINALD

What do astronauts need ice cream for, anyway?
With how much we're paying them, what are they
sitting around eating ice cream for?

CECIL

Would you shut up! This —— this is all we really
need anyway.

He holds up -- THE PUZZLE OF AHKMENRAH.

INT. CORRIDOR OUTSIDE THE EGYPTIAN HALL - MOMENTS LATER

Larry and Pete walk up to the gates. They're closed and locked. That's odd. He looks for his keys. His key to The Egyptian Hall isn't there. He checks his key ring again.

LARRY

That's weird. Cecil musta lost the key.

He goes to the corner, opens a FIRE EXTINGUISHER CASE. He takes another key from behind the extinguisher.

LARRY

I hide extra ones everywhere. In case the
monkeys steal mine again.

Pete stares at him, incredulous. Larry unlocks the gates.

INT. EGYPTIAN HALL - CONTINUOUS

Larry walks in.. He shines his light onto the wall, where the Puzzle of Ahkmenrah should be: It's gone.

LARRY

Oh my God. *It's gone.*

PETE

What's gone?

LARRY

That — the Puzzle of Ahkmenrah. It has a... I don't know, a curse, or a spell or something. It was made so that dead king (points to the tomb) would have company in his next life. But they put it in this museum — so it brings everything in this hall to life. At least, it did when it was here! We've been robbed!

Pete doesn't believe him at all. He gets up, and heads towards the door, furious.

LARRY

Where are you going? Pete?

PETE

What is it you want me to say? I mean, what do you expect me to think right now?

LARRY

I expect you to believe me.

PETE

(beat, turns to go)

I'm sorry.

LARRY

But...

PETE

Dad, please. Just... don't.

He storms out. Larry sighs.

EXT. MUSEUM OF NATURAL HISTORY - DELIVERY DOCK - CONTINUOUS

The two Robbers (Cecil and Reginald) wait outside the door. Reginald is sitting, exhausted. Cecil is holding the Puzzle. He checks his watch.

CECIL

Where is he? I said to synchronize watches.

REGINALD

(breathing heavily)

He did. Then he forgot where he put it.

A U—HAUL VAN pulls in through the snow. Meredith is driving.

MEREDITH

Sorry. The Triboro bridge closed. I tried the Verrazano, but by then I had to make a pit stop -- to make a long story short...

CECIL

Too late. Come on, we got one more load to get...

Reginald still hasn't caught his breath:

REGINALD

Do we... have to?

CECIL

It's not a robbery, unless we actually steal stuff.
Right now, all we're guilty of is rearranging.

MEREDITH

How many flights up is Larry's place? I told you we should have hired movers...

They trudge back into the museum.

INT. CORRIDOR - BY THE DELIVERY DOCK CONTINUOUS

Pete runs around the corner. He sees a large stack of something on the floor... He freezes, and whispers:

PETE

Dad? Dad?

Larry runs in after him. Larry shines his light: in the middle of the floor, there is a small stack of crates and a crow bar. The Puzzle of Ahkmenrah is on top. Pete picks up the Puzzle...

PETE

Is this...

(Larry nods, yes.)

So the place is being robbed?

Then they are startled by a VOICE behind them.

CECIL

Robbed? Who'd rob this place? Nothing in here but a bunch of old stuffed monkeys.

Larry and Pete turn -- to face Cecil, Meredith, and Reginald. They're in their Guard Uniforms and no longer have ski masks.

LARRY

What are you guys doing here?

MEREDITH

Us? We're pulling a heist!

(the Old Guards laugh)

Then we're gonna knock over a liquor store, and go to a rave.

They laugh so hard, they cough. Pete looks at Larry, not sure what to think. Larry looks — he sees that Meredith has a pouch full of JEWELS. He hides it behind him...

LARRY

Oh my God. You got fired -- so you're robbing the place. You're gonna steal the magic Puzzle!

Beat. Then the Old Guards laugh.

CECIL

The Magic Puzzle? Jees -- you need help, kid. Seriously.

Larry looks at the Puzzle, in Pete's hands.

LARRY

Oh! That's what's wrong. Look! They changed it around! The hieroglyphics are in the wrong order. That's why stuff didn't come to life. If you just move the last one up into position...

CECIL

Stay where you are, Larry. You know we told you if you came back here we'd have to call the police.

The Old Guards shake their heads —— *poor, crazy Larry*. Then —— they all step forward: for the Puzzle. It makes Pete step back. Larry steps forward to protect him -- and Cecil pulls a gun on Larry. Larry freezes.

LARRY

What are you talking about? What do you have a gun for?

MEREDITH

To protect ourselves from you! (to Pete) He's dangerous kid. Deranged.

Pete looks at Larry, wonders now...

CECIL

Look, kid. I hate to tell you this... But your dad doesn't even work here any more. We fired him, cause he's a nut job.

REGINALD

All he did was hide in the coatroom. We caught him asleep.

CECIL

When he woke up he was talkin' nonsense just to make himself feel better.

Peter just looks at his father.

LARRY

That's not true!

MEREDITH

He was raving on and on about dinosaurs coming to life, and magic spells. The guy was talking to Teddy Roosevelt for god's sake. Kid -- just give us the Puzzle.

They step towards it, desperate —— Pete steps back again.

PETE

If it's not true —— then what do you want it so badly for?

MEREDITH

Well, it's uh... very valuable.

LARRY

Don't listen to them Pete. All you have to do is move that bottom piece of the Puzzle up one space -- everything'll come to life -- I swear.

Pete thinks...

CECIL

Don't move it, kid. The thing's thousands of years old -- it'll break. Just give us the Puzzle. Then you can take your dad somewhere where he can get the help he needs. He's a sick man...

They slowly step forward. Pete looks at Larry, he looks at the Guards. They shake their heads

LARRY

Pete... please believe me.

Larry looks at him -- *trust me*. Pete finally shifts the Puzzle into the right order.

CECIL

Nooo!!!

The Puzzle glows and hums to life. The burst of light shoots through the hall, the GHOSTLY VOICE reverberates:

ANCIENT GHOSTLY VOICE

Thoth. Horus. Ra. Ptah—Seker-Asar. Ptah-Nu.

Ptah—Tatenn -- AHKMENRAH.

SEVERAL SHOTS: as throughout the museum, the Jackal Guards, the Lions, everything in the museum comes to life...

Pete looks around, frightened...

PETE

...dad?

Something even more amazing is happening: Cecil, Reginald, and Meredith start to tremble, their faces contort and twist, their skin glows.

LARRY

Oh my God...

The three GUARDS grow SIXTY YEARS YOUNGER before their very eyes. Meredith (30) is tall and handsome, with an Errol Flynn moustache. Reginald is tall, and very muscular. He looks like a twenties boxer. Cecil has a handle bar moustache. He pulls out a comb, and combs his thick black hair.

As they change -- Larry snaps out of it. He grabs Pete by the arm and runs out. The Guards stop glowing. They stretch and crack their joints. Meredith checks out his handsome reflection in a display case.

MEREDITH

Ah, much better.

CECIL

Let's get 'em, boys.

INT. EGYPTIAN HALL - MOMENTS LATER

Cecil, Reginald and Meredith enter. Larry and Pete are hiding. Behind them, the THING pounds on the inside of the Sarcophagus.

Pete jumps.

PETE

Dad -- please tell me what's happening.

REGINALD

(points to his young face)

This is why we need the Puzzle, Larry. It — it has kept us alive and young, every night for eighty years.

CECIL

When we said we'd been here forever, we weren't kidding. We started here in 1915. A few years later this showed up. It took us a few years to notice — but the other effect of these museum's nocturnal goings-on — is that we... never aged.

MEREDITH

Except in the daytime. Oy, the daytime's a schlep and a half.

The Museum Guards move in around the Sarcophagus, cornering Larry. The Jackal Guards step forward to block Cecil's path. Cecil looks up at them.

CECIL

Thoth ra—hoguul Thom.

The Jackal Guards step out of his way.

CECIL

See, Larry. You don't work in a place this long without learning a few tricks.

BEHIND THE SARCOPHAGUS, Larry tries to crawl away. He crawls right into Cecil. Cecil grabs the Puzzle.

CECIL

When we found out they were gonna sack us, we knew we had to steal the Puzzle. Without this Puzzle, Larry, we'll die.

LARRY

Look, I sympathize, but you'll never get away with it. They'll find you. I'll help them.

The Guards laugh.

REGINALD

Larry, please. We chose you because you're a perfect fall guy. You're new. You're the only one

clocked in tonight. And no one believes a cockamamie word out of your mouth. Not even your own kid.

Pete glances at Larry, looks away.

CECIL

And the case of museum antiquities they'll find in your apartment aren't gonna help either.

REGINALD

Sorry it has to be like this, kid.

They take Larry's keys, step outside the gate, and lock it closed. Pete and Larry are locked in with the trembling sarcophagus. Pete huddles close to Larry, they're both TERRIFIED.

INT. CORRIDOR - CONTINUOUS

The young Guards run through with the Puzzle, as the Museum wakes up around them. Exotic birds flutter in the rafters. A herd of Penguins waddle through...

EXT. MUSEUM OF NATURAL HISTORY - •DELIVERY DOCK - CONTINUOUS

The Guards run out. Young Cecil turns back to young Reginald:

CECIL

Success! Next stop, Margaritaville, as it were.
Shut the door, old man.

Young Reginald laughs, young and full of life.

REGINALD

Who you calling old? I'm only 117!

He closes the door, and they jump into the van. The van skids on the ice, as it heads up the ramp, into the street.

Beat. Then the door opens. A MONKEY peers out. He pulls a Museum brochure from the bolt. The Monkey used it to keep the door from locking. The other two Monkeys peer out, over his head like a totem pole -- checking that the coast is clear.

INT. EGYPTIAN HALL - CONTINUOUS

Larry and Pete rattle the gate, stuck. Larry shakes his head, sits down on the floor.

LARRY

I'm sorry, Pete. I shouldn't've brought you here.

Pete sits down beside him.

PETE

No, I'm sorry.

LARRY

For what?

PETE

For doubting you. For being so hard on you. For making you take this job...

(looks at his father)

I know you did it for me.

(then)

I know you never finished your book because of me.

LARRY

You?

PETE

You had to take care of me all the time.

LARRY

Had to?

Larry shakes his head.

LARRY

Every morning your mom would go off to work and I'd sit down and try to work, but I'd know that you were in the next room, and I just couldn't concentrate. I just wanted to play with my son. Being a writer just couldn't compete with being a father. That was all I really wanted.

(then)

That's where the real magic was.

Pete doesn't know what to say. He looks up and FREEZES. The huge Jackal Guards stare down at them, menacing.

PETE

Dad... I think I'd like to stop believing in magic now please.

AHKMENRAH, in its tomb, SCREAMS its monstrous, echoing scream. Pete and Larry stand up and jump back, terrified. It bangs on its lid...

PETE

What's that?

LARRY

You wanna open it and find out?

PETE

Not really.

Larry and Pete search the room for a way out. Pete goes to the window. It's barred. Then he sees something move, outside in the snow. He wipes off the window and peers out.

OUT THE WINDOW: It's a view across central Park West, into Central Park. The snow in the lamp light looks pristine and magical. An ESKIMO walks across the street, into the park. Pete thinks — *did I see that?* Then another Eskimo on a dog sled mushes into the park. Followed by a flock of Penguins.

PETE

Dad. I think you better take a look at this.

Larry looks out — as the WOOLLY MAMMOTH carefully crosses the icy road. It slips, like Bambi.

LARRY

Okay, that's bad.

EXT. MUSEUM OF NATURAL HISTORY - DELIVERY DOCK - CONTINUOUS

Animals of all sizes and eras stampede out of the museum and into the park. A group of Vikings burst out. CHRIS COLUMBUS steps out. He gets hit with a snowball. He glares at the Vikings, who look at each other like school kids in trouble.

COLUMBUS SCULPTURE

Hey! Show a little respect. I got my own holiday and everything.

He whacks a Viking with a snowball, a snowball fight ensues. The T—
rex peers out the door. It sticks a toe in the snow — but pulls back,
nervous. Then it is hit with a snowball, it runs back inside, shaking all
over, terrified.

INT. EGYPTIAN HALL - CONTINUOUS

Pete and Larry sit there, trapped.

PETE

So -- now what are we gonna do?

LARRY

There's nothing we can do.

Larry collapses, his back to the gate, defeated. Pete rattles the gate —
— when Teddy Roosevelt strolls up, looking down on them. Teddy
smiles, and offers his hand to Pete.

Pete's jaw drops. HIS gum falls out of his mouth.

TEDDY ROOSEVELT

Theodore Roosevelt. At your service. You must
be Pete. Absolute pleasure my dear boy -- I've
heard so much about you.

Pete shakes Teddy's hand, in a daze.

PETE

Umm... Mr. Roosevelt -- you have to get us out of here, so we can call
the cops. They must have left a door open. Look!

He points to the window. Teddy looks out. He sees a herd of BUFFALO,
riding into the park.

TEDDY ROOSEVELT

Buffalo. In Central Park.

(To Pete)

Police, you say? Hal I was Commissioner of Police back in 1895. Take it from me — they'll slap a straight jacket on you faster than you can say Houdini.

Pete turns to Larry, desperate.

PETE

We've got to do something.

TEDDY ROOSEVELT

Yes. You have to stop them, Larry!

LARRY

Me? Why me?

TEDDY ROOSEVELT

Because it's your damn job!

LARRY

But you're Teddy Roosevelt. You charged up San Juan Hill. You built the Panama Canal.

TEDDY ROOSEVELT

Yes. Yes that's true... I really...

He trails off. Then he sighs, and takes off his spectacles.

TEDDY ROOSEVELT

Actually... I never did any of that. Teddy Roosevelt did. I was made in a mannequin factory

in Poughkeepsie. I've never faced a real battle. Or killed a real lion. Or... Or been brave enough to tell that Indian Girl that I love her. *I'm not really alive.* My moment will never come.

Larry takes that in.

TEDDY ROOSEVELT

This is your moment, Larry.

Larry straightens up, resolved. Teddy smiles his broad smile. He whistles for his horse. His WAX HORSE gallops out of the corridor, Teddy hops on its back.

LARRY

Wait. Where are you going?

TEDDY ROOSEVELT

You can do it yourself, old man, and I wish you the best of luck.

He gallops away, towards the stairs. Teddy's gone. The THING in the sarcophagus screams and pounds.

Larry turns and looks at it, then looks at his son....

LARRY

Come on, we're getting out of here.

He tries to squeeze through the bars; Pete follows him. Pete makes it through, but Larry can't fit... Pete makes it out into the corridor.

LARRY (CONT'D)

Pete! Wait. Do not go out there without me.
Come back in here!

PETE

I'll be fine, everything's outside. I'll be just fine.
I'm just gonna get to a —

He freezes, terrified -- as a LION steps out of the shadows, transfixed on Pete. Larry sees it, his son is in real danger:

LARRY

Stay still Pete. Don't run. Don't make a move,
don't make a sound.

The Lion ROARS. Pete SCREAMS. He runs and climbs up a TOTEM POLE in the corner. The Lion is right behind him. The Lion jumps, just missing him, tearing Pete's pants. Larry tries to squeeze through the gate to save Pete. He can't fit.

LARRY

Don't worry Pete. Keep climbing.

PETE

(screams, panicked)

There must be some way to stop the curse or
something.

Larry thinks, desperate... Then he turns around — to face the sarcophagus. He thinks. He looks at the sarcophagus.

LARRY (CONT'D)

It would know how to stop it...

(Larry takes a breath)

I'm coming, Pete.

He takes a deep breath and goes to the sarcophagus. He picks up his flashlight. Holding it like a club — he pries the lid off, then shoves it aside, with all his might. The GOLD LID slams to the floor. Dust rises out of the sarcophagus. The THING inside is silent. Bravely, Larry steps forward:

LARRY

Alright, you. You 're going to do what I say, or else...

Out Of the dust — a MUMMY, wrapped in dirty, worn linen, kicks with all its might, its feet wrapped together, its head wrapped tight. It screams. With the lid off, it no longer sounds go echoing and monstrous. It sounds human...

INT. CORRIDOR - OUTSIDE THE EGYPTIAN HALL - CONTINUOUS

Pete is treed, as far up as he can go. The Lion jumps again, almost reaching him. He's holding onto the mouth of one of the totem figures. It bites him. Pete almost falls.

PETE

Dad!!!

INT. EGYPTIAN HALL - CONTINUOUS

Holding his flashlight as a weapon, Larry approaches the MUMMY. The JACKAL GUARDS step down from the wall, and pick up their spears, protecting the Mummy.

LARRY

Back off. That's my son out there.

Larry grabs the mummy's linen. He unties a knot, and yanks at it. The wrapping comes off in a cloud of dust.

Larry coughs, the dust subsides — and KING AHKMENRAH sits up, out of the dust cloud. He's 16 YEARS OLD, shirtless, in a gold Egyptian skirt. He looks like a sweet, normal kid. A strip of linen gage his mouth. Larry steps back, shocked.

The giant Jackal Guards step down and march towards Larry. They raise their spears to spear Larry.

Ahkmenrah pulls out his gag. He coughs and a cloud of dust comes out of his mouth. Then he speaks, calmly in a British accent.

AHXMENRAH

Knock it off.

Immediately, the Guards freeze. Ahkmenrah looks at Larry:

AHKMENRAH (CONT'D)

...Who are you?

INT. CORRIDOR - OUTSIDE THE EGYPTIAN HALL - CONTINUOUS

The Lion jumps again, its claw snags Pete's pants. Pete is hanging onto a totem's NOSE, with one hand. The Totem starts wiggling his nose. Pete's gonna fall.

PETE

Daaaaaaaaaaaaaaaaaad!

INT. EGYPTIAN HALL - CONTINUOUS

Larry turns to his son, then looks at Ahkmenrah.

LARRY

Please help me. That's my son.

Ahkmenrah considers. He takes his time -- then:

AHKMENRAH

Khert—neter. Ooom.

One of the Jackal Guards immediately throws his giant spear. It flies past Larry -- through the bars of the gate...

INT. CORRIDOR - OUTSIDE THE EGYPTIAN HALL - CONTINUOUS

The spear PIERCES the end of the Lion's tail, pinning him to the wall. The lion isn't in pain. It tugs, trying to get free. It can't. It sits, disappointed, and starts giving itself a bath. Pete sighs, relieved.

MOMENTS LATER:

A Jackal Guard breaks the gate open with its spear. Larry runs out and hugs Pete.

LARRY

You're okay.

Pete hugs him harder. Ahkmenrah watches them. He speaks very proper English.

AHKMENRAH

Thank you. You wouldn't believe how stuffy it was in there.

Pete and Larry share a startled look.

LARRY

You speak English?

AHKMENRAH

I learned at Cambridge.

(off their looks)

I was on display, in a lecture hall in the
Egyptology department until I was brought here.
You'd never believe how much they got wrong
about me. I am Ahkmenrah. Fourth king of the
fourth king, ruler of the land of my fathers.

Ahkmenrah bows to Larry, prone to the ground.

LARRY

I'm, uh -- Larry. I'm a guard here. Like—

(indicates the jackals)

—those guys, I guess. This is my son, Pete.

We're from Passaic.

He bows to Pete.

AHKMENRAH

Larry and Pete, son—of—Larry Guardian—of—
Passaic. I am forever in your debts. And when
Egyptians say forever... It is not a word we just
throw around.

LARRY

Let's call it even. You saved my son.

He shakes Ahkmenrah's hand.

AHRMENRAH

No man has been brave enough to open the tomb
of Ahkmenrah.

LARRY

Yeah... Well. Just doing my job.

Pete looks at Larry, proud. Ahkmenrah looks around.

AHKMENRAH

For over two thousand years, I have wanted only one thing. To get out of that bleedin' box. Now -- here I am. Paradise.

LARRY

Actually, New York. Upper West Side.

He looks around.

AHKMENRAH

Upper West Side. My new realm... I think I'm gonna like it here. I have waited millennia for this day. Brave Larry, bestow the Puzzle upon me.

He puts out his hands. Pete and Larry share a look. Oops.

EXT. MUSEUM - DELIVERY DOCK - MOMENTS LATER

Larry and Pete step outside, Ahkmenrah shivers in the snow, barefoot. The Van's tracks head up the ramp to the street.

AHKFENRAE

Gone. And with it, all hope. All life.

PETE

...What do you mean?

AHKMENRAH

If the Sun rises, and we are not in the hall with the Puzzle of Rah, the magic will be broken. I

shall. return to dust, as will all life in the hall.
Forever.

Pete looks at his dad, concerned.

PETE

But... They headed through the park, we'll never
find them now.

Larry looks resolved.

LARRY

Oh yes we will.

INT. HALL OF AMERICAN HISTORY - CONTINUOUS

Larry holds a chair over his head.

LARRY

Cover your eyes.

Inside her case: SACAJAWEA backs away from the glass. Larry BREAKS
THE GLASS.

Timid -- Sacajawea steps forward. Larry offers his hand. She takes it
and steps down out of her case. She looks around, a little disoriented.
She looks up at him, and sheds a TEAR OF JOY. She hugs him. Her voice
is soft and beautiful.

SACAJAWEA

It is very nice to meet you, Larry.

Larry wipes the tear away. It's hard, solid wax in his fingers. He looks
down at her --

LARRY

We have a lot of catching up to do -- but right now we don't have time. Sacajawea, this is Ahkmenrah. Ahkmenrah, Sacajawea. Oh, and this is Pete. We have thieves to catch. You have to help us find them.

Sacajawea looks at them -- and nods.

SACAJAWEA

For you, Larry -- anything.

Larry nods, touched. Pete's impressed as well by her interest in his father.

They take off, Sacajawea leading the way. A moment later -- Lewis and Clark finally stop arguing.

LEWIS

Where'd she go?

CLARK

Women. Always getting lost.

INT. LOST AND FOUND ROOM - MOMENTS LATER

Larry and Pete dig through the lost coats, hats and scarves, grabbing clothes for Ahkmenrah and Sacajawea.

EXT. CENTRAL PARK - NIGHT

Oryx play in the snow on the Sheep Meadow, while a pride of Lions stalk them. Two RAPTOR SKELETONS stalk the Lions.

EXT. CENTRAL PARK - BELVEDERE CASTLE - CONTINUOUS

A half dozen EMPTY SUITS OF ARMOR storm the castle.

EXT. FIFTH AVENUE - CONTINUOUS

Mayans are building a HUGE Mayan temple out of blocks of snow. It's already four feet tall.

EXT. CENTRAL PARK — CONTINUOUS

The Sculpture of CHRISTOPHER COLUMBUS is trying to start a conversation with the ALICE IN WONDERLAND statue -- which is frozen -
- NOT ALIVE.

COLUMBUS SCULPTURE

It's awful late for you to be out, no?

Suddenly, wax Indians pop up from behind the bushes and unleash dozens of arrows at him. They bounce off his bronze skin and ricochet into the dark. Columbus curses in Italian and hurls a snowball back at them. The Monkeys pop up and join the snowball fight.

EXT. HARLEM - CONTINUOUS

Lewis and Clark stand on the curb, checking a map. A tired NEW YORK CITY BUS pulls up, the DRIVER opens the door.

LEWIS

We do beg your pardon sir, but — we're looking for the Northwest Passage, to the Pacific Ocean.

The Driver sizes them up. Then, completely deadpan:

BUS DRIVER

I can take you as far as 11th Avenue.

He shuts the bus doors behind them and pulls away.

EXT. NATURAL HISTORY MUSEUM - DELIVERY DOCK -- CONTINUOUS

A deep layer of snow covers the city. The streets are silent.

Larry and Pete step outside. Pete gestures, "Come on" -- Ahkmenrah steps outside, looking around. He's wearing mismatched boots, coat and scarf, and a big souvenir Cat—in—the—Hat hat. He's never seen snow. He touches it, tastes it.

PETE

Snow. It comes from the sky.

AHKMENRAH

...Snow? Snow we don't get. We do get frogs sometimes.

Sacajawea steps outside. She's in Uggs and a NEW JERSEY DEVILS jersey. She takes a deep breath of the fresh air -- she loves it. She turns to Larry, with a smile.

SACAJAWEA

Thank you, Larry the Night Watchman.

LARRY

Can you track 'em?

She looks at the van tracks, in the snow. She touches them -- then runs up the ramp to the deserted street. They follow. The T—rex sticks its head out the door, sniffing.

EXT. 81ST STREET - MOMENTS LATER

Sacajawea runs up the ramp into the street. She checks the only tracks in the snow. Larry, Pete, and Ahkmenrah catch up, winded... The T—rex follows them, curious.

SACAJAWEA

They go east. But there was an ambush. They lost control and hit a tree.

LARRY

How can you tell all that?

She points. Ten yards away, the U—Haul van is crashed into a tree. It's empty. The Van's tire is flat. She looks at the tire. It's punctured with TINY MAYAN BLOW DARTS. She tastes one, and spits. She looks at footprints in the snow.

SACAJAWEA

Three men. Carrying many heavy things. They left the wagon, and went... Back inside.

The tracks lead back, into the delivery dock...

PETE

But what would they go back in for?

Suddenly -- the 10x40 foot CARGO DOOR is busted down by THE WELLS FARGO STAGECOACH -- tearing through the snow, drawn by the eight wax horses. At the reins, sits young Reginald.

The T—rex jumps and hides behind a lamp post, trembling. The coach is headed towards Pete and Ahkmenrah. Pete screams -- and Larry yanks them backwards into the snow. They're safe as it flies by. The stagecoach is headed straight towards Sacajawea...

REGINALD

Out of the way!!!

LARRY

No!!!

She closes her eyes, about to be run over. Out of nowhere — IN SLOW MOTION: Teddy Roosevelt pushes her out of the way. The coach barely misses her and Teddy is run over, the wagon wheel goes right over his waist. Reginald looks back:

REGINALD

Sorry!

Teddy is split in half, lying on the sidewalk — she looks at him. He's not in pain at all. He smiles up at her.

TEDDY ROOSEVELT

I... I have always loved you, my dear. From the moment saw you.

Sacajawea smiles at him...

SACAJAWEA

...That only took you 75 years.

He kisses her. As they kiss, behind them: Teddy's legs get up, and walk over to his top half. His legs nudge him, to stop kissing. Then they kick him.

TEDDY ROOSEVELT

Bully! But I'm not half the man I used to be, eh? ... say, my boots need a shine.

Larry, Pete and Ahkmenrah watch the stagecoach speed away into Central Park. Cecil sticks his head out the window.

CECIL

Adios, Larry! No hard feelings!

PETE

...They're getting away, dad.

LARRY

Not on my watch.

Larry runs to the T—rex. He pulls the T—rex's FETCH—BONE from its rib—cage. He starts to throw it... then stops. He turns to Pete:

LARRY

Pete -- you have a better arm than I do. Try and hit the roof of that stagecoach.

(Pete is confused)

You can do it Pete. Just trust me.

Pete throws the bone at the coach as hard as he can.

The bone spins through the air — farther, farther... And it lands on the Stagecoach's roof! Larry smiles at him, proud.

LARRY

Derek Jeter — watch out.

PETE

Derek Jeter's not a—

(then)

Never mind.

The T—rex sees the bone... Its tail wags, running in circles like an excited puppy.

LARRY

(like he's talking to a dog)

Wait. Waaait...

Larry stands on a bench, to climb up onto the T—rex's back. Be helps Pete on, behind him, then Ahkmenrah.

LARRY

Hold on, boys.

(then to the T—rex)

Go! Fetch boy! Fetch!

PETE

What in the world are you -- AAHH!

The takes off after the Stagecoach, running top speed. It runs across deserted Central Park West, and jumps the stone fence, into the Park.

EXT. CENTRAL PARK - MOMENTS LATER

The stagecoach tears down West Drive, past the Marionette Theater. The snow—filled woods and streets are deserted. A beat later, the T—rex runs after it — fast. Larry, Pete and Ahkmenrah hold on for dear life.

LARRY

Wonder what your mom would say right now...

EXT. NATURAL HISTORY MUSEUM - CONTINUOUS

Sacajawea is beside Teddy, rubbing two sticks together. She starts a fire — and holds Teddy's torso over it.

TEDDY ROOSEVELT

That actually feels quite pleasant, my dear.

The Wax melts — and she sticks his torso on top of his legs, putting him back together...

EXT. POLICE CAR - MOMENTS LATER

Two NEW YORK COPS sit in their car, parked in Central Park, drinking coffee.

COP #1

Man. It is quiet out there.

Far behind them, in their rear window, unseen and unheard by them -- the stagecoach drives by. Followed by the T—rex.

COP #2

Yep. A little too quiet.

EXT. CENTRAL PARK - MOMENTS LATER

The Stagecoach tears down the street, horses kicking up snow. Cecil sticks his head out the window, joking to Reginald:

CECIL

Once around the park, James, then let's hit the second act of Les Mis.

Reginald points behind them. Cecil looks back. The T—rex is catching up, fast.

CECIL

Now there's something you don't see every day.

The T—rex runs up beside the stagecoach. Cecil scolds it.

CECIL

Bad T—rex. Go home. Don't follow daddy. Sit. Sit.

The T—rex snaps at the bone on the roof -- it bites a chunk off of the stagecoach roof. Cecil sees the bone. He climbs out of the coach, to the roof. He grabs the bone.

CECIL

Looking for this, eh? Well, fetch!

He throws the bone into the woods. The T—rex skids to a stop immediately, but Larry JUMPS OFF OF THE T-REX at the last second and grabs onto the coach, hanging off the side.

Pete and Ahkmenrah watch the coach and Larry disappear down the road.

PETE

Dad!

EXT. STAGECOACH — MOMENTS LATER

Larry tries to climb to the roof as they speed down the road. Cecil tries to knock him off. Larry pulls himself onto the roof. Reginald drives on. Cecil faces off with him...

CECIL

To think — we almost made you employee of the month.

Meredith climbs onto the roof. He pulls out a gold EGYPTIAN SPEAR. Meredith swings it down on Larry. Larry blocks — with his flashlight. Sparks fly. The three fight on the roof of the speeding coach. Cecil fights like a 1920's boxer.

LARRY

They trusted you guys. Pensions. Full dental. And you let them down:

CECIL

We gave them the best years of our lives — ten lives!

Meredith swings the spear - and accidently CUTS THE REINS. Meredith, Cecil and Larry fight on. Reginald realizes he's no longer steering. He tries to stop the horses as they speed out of control, with rising panic.

REGINALD

...Cecil. We have a problem.

Larry ducks and weaves —— Cecil is getting in punch after punch. Finally they hit a curb, and bounce hard. Larry loses his balance -- and falls off the front of the coach.

CECIL

Sorry, Kid.

Cecil leans over the front of the coach. Larry is barely hanging on, BETWEEN THE HORSES. His grip is slipping. Cecil looks around, they're FLYING straight towards a fence.

CECIL

Great Scott, slow down!

REGINALD

I've been trying to tell you -- we're OUT OF CONTROL!!!

The horses BUST THROUGH THE FENCE, onto the Sheep Meadow. The grazing animals scatter...

CECIL

Whoa! Stop! Cease! Whoa!!!

Cecil, Meredith and Reginald hold on for dear life. Larry holds on to a horse's mane. They are headed straight for a HUGE TREE. Larry laughs.

CECIL

What are you laughing for? You're going to die toot

LARRY

'Cause I know something that you don't! In 1889 Wells Fargo trained their horses not to stop when they heard whoa -- go robbers couldn't stop them. They had a different word!

They're headed straight for a tree.

REGINALD

Aaaaaaaahhhh!

Larry smiles, calm. Then -- at the last second:

LARRY

DAKOTA!

The horses IMMEDIATELY skid to a stop. The three Guards FLY off the top of the coach.

They fly through the air and slam into the tree. They hit the ground. Snow from the tree branches covers them in a huge pile.

Cecil looks around, dazed. He starts to run away — and runs into TEDDY ROOSEVELT, on his horse with Sacajawea. Teddy draws his sword and cuts off Cecil's escape.

Cecil runs the other way -- and the T—rex, with Pete and Ahkmenrah cut him off. Pete has attached the bone to a stick, and is leading the T—rex like a donkey with a carrot. The T—rex roars a silent roar.

LARRY

Just give it up, Cecil. It's over.

CECIL

Don't you give me an order, sonny. I have 80 years seniority.

He yanks out the Puzzle from his bag. Ahkmenrah freezes.

CECIL

This is what you're looking for, eh? To keep your little stuffed family together? Well -- we need it just as much as you do. I bet you don't even know all the little tricks this thing can do, do you?

Cecil smiles and quickly rearranges the pieces.

CECIL

Let's try --

(reading the Puzzle)

"The Guard who solves the Puzzle, has control of everything in this hall, and Ahkmenrah, until death."

There is a flash of light, but nothing seems to have happened. Larry looks to Ahkmenrah, who shrugs.

TEDDY ROOSEVELT

Enough talk. Time for action.

Teddy charges Cecil.

CECIL

FREEZE!

Teddy's horse freezes. Teddy can't move either. Neither can the T—
rex. Or Sacajawea. Larry looks to them -- they're helpless.

LARRY

It's not *their* job to stop you. It's mine. Now --
hand it over.

Cecil quickly rearranges the Puzzle.

CECIL

Or how bout this one:

(reading the Puzzle)

"who solves this Puzzle, shall have control of the
guards of this hall, until death. "

A FLASH of light. Larry stops -- huh? He steps towards Cecil.

CECIL

Hands on your head, Lawrence.

Suddenly Larry's hands are stuck to his head. He can't get them off. He tries with all his might. Pete looks frightened.

CECIL

You actually thought you could outsmart me? I've been in that museum a long long time, Larry. Hop on one foot.

Larry starts hopping on one foot.

CECIL

See -- as a guard at the museum, you must now obey my every command. Now if you don't mind — I am going to take my treasure, go someplace nice and warm, sleep all day and live forever at night. So — stick your right foot in, stick your Eight foot out: and do the hokey pokey -- 'til dawn.

Larry does the hokey pokey. He can't help it. Cecil walks up to him, laughing.

CECIL

I'm sorry. We really did have no choice. So, any last words before we say adieu?

Larry looks scared... Then he smiles:

LARRY

I quit.

Cecil's smile turns to fear. Larry is free. He punches Cecil out, and catches the Puzzle before it falls.

Everyone can move. They cheer. Ahkmenrah looks up. The East is beginning to light up with the first rays of sunlight.

AHKMENRAH

We have to get back. Now.

Larry looks — at the T—rex, the wagon, the grazing animals.

PETE

What about the... everything?

Larry looks around, stumped. Then he takes command:

LARRY

Okay gang, this is gonna take teamwork! Teddy: You're in charge of big game. Sacajawea, get the primitive cultures and the diorama people. Pete, you get birds, mammals, statues, who am I kidding -- we're screwed.

Ahkmenrah holds up the puzzle. He re—shuffles it.

AHKMENRAH

"All things that have escaped death, bring glory to the king and guard him in his journey to this hall..."

FLASH. Larry and Pete look around. From every direction, Museum Creatures start appearing, out of the snow... Lions, elephants, a tribe of Indians, Medicine Men, etc. In unison, they all bow to Ahkmenrah. Ahkmenrah calls out.

AHKMENRAH

Follow me!

Larry jumps on the T—rex behind Pete and Ahkmenrah. It takes off galloping towards the museum. The Sun is JUST on the horizon. follows him, galloping, running, hopping back towards the museum, Teddy and Sacajawea close behind.

The Night Guards watch as they disappear through the park.

CECIL

It was a good plan, fellas.

MEREDITH

I vote we turn ourselves in. It's the right thing to do.

Cecil nods his head, resolved. Then --

CECIL

All opposed.

CECIL/MEREDITH/REGINALD

Nay.

EXT. NATURAL HISTORY MUSEUM - DELIVERY DOCK - MOMENTS LATER

Ahkmenrah gallops in on the T—rex. Larry hops off, helping everything hurry inside.

LARRY

Go go go! Hustle hustle! Running is fine! You have my permission to run!

INT. NATURAL HISTORY MUSEUM - CONTINUOUS

Ahkmenrah enters, followed by the menagerie. Daylight is starting to fill the museum. Teddy gallops in with Sacajawea.

TEDDY ROOSEVELT

To your posts!!!

VARIOUS SHOTS: all over the museum, everything hurries to get back where it belongs.

EXT. NATURAL HISTORY MUSEUM DELIVERY DOCK - CONTINUOUS

Larry bolts the doors after the last Diorama people jump the threshold. The coach gallops into the smashed Cargo door.

INT. EGYPTIAN HALL - CONTINUOUS

Pete and Ahkmenrah ride in on the T—rex. Larry rushes in and helps them down.

AHKMENRAH

Thank you, Larry! Will I... See you tomorrow?

LARRY

I'll be here.

He hugs Larry and Pete. He jumps into his sarcophagus, and closes the lid tight, and FLASH. Pete and Larry are blinded by the light.

Larry and Pete stand awestruck for a moment. They look around. Everything's back to normal, frozen in the museum. Larry looks at the Puzzle. He hangs it back in its place on the wall.

PETE

Dad...

Larry looks at Pete.

LARRY

What is it?

PETE

(beat)

Good thing I was here.

LARRY

Yeah. Good thing.

Pete hugs him.

Pete hugs him.

EXT. MAIN LOBBY - CONTINUOUS

Larry and Pete look around. Teddy is back in his place -- his shoes are wet and dripping snow.

INT. HALL OF AMERICAN HISTORY - CONTINUOUS

Larry looks inside. Sacajawea is frozen in place -- but the glass is shattered. There is also a HUGE T—REX BITE taken out of the stagecoach roof.

LARRY

And I was starting to like this job.

INT. MUSEUM HALLWAY - LATER THAT DAY

Larry sits outside a door that reads: MUSEUM DIRECTOR. He's very nervous. The door opens, the distinguished looking MUSEUM DIRECTOR ushers him in.

INT. MUSEUM DIRECTOR'S OFFICE - CONTINUOUS

Larry takes a seat opposite the stodgy Director. The Director stares at Larry. Larry doesn't know what to say. The Director turns on a small TV on his desk:

ON THE TV:

A local NEWS ANCHOR reads the news, behind his desk:

NEWS ANCHOR

Dinosaur prints on the Upper West Side? That's right folks! Early this morning, New Yorkers woke to find a set of *tyrannosaurus rex* tracks on West 81st street.

VIDEO FOOTAGE of the tracks in the snow:

NEWS ANCHOR (V.O.)

And where did they lead? Why, straight to the Natural History Museum of course!

The Museum Director changes the channel:

SECOND NEWS PROGRAM:

VIDEO FOOTAGE of a 16 foot tall MAYAN TEMPLE on fifth avenue. KIDS are checking it out, playing on it.

SECOND NEWS ANCHOR

A 16 foot scale replica of Chichén Itzá made entirely of snow, was found early this morning, blocking Central Park West. Local police decided

to divert the snow plows, just so kids could take
a look...

CLICK TO NEXT CHANNEL:

THIRD LOCAL NEWS PROGRAM:

The Bus Driver who met Lewis and Clark is being interviewed:

BUS DRIVER

...Yeah, I'm sure it was Lewis and Clark. Who else
would be looking for the Northwest Passage?
Davy Crockett? Please.

CLICK TO NEXT CHANNEL:

FOURTH LOCAL NEWS CHANNEL:

VIDEO FOOTAGE:

THE WALL OF A SUBWAY COVERED WITH AUTHENTIC CAVE DRAWINGS:

REPORTER (V.O.)

Prank? Publicity stunt? or just a gift to the city
from one of its finest landmarks; the folks at the
Natural History Museum have really outdone
themselves... Or just a gift to the city from one
of its finest landmarks; the folks at the Natural
History Museum have really outdone
themselves...

INT. MUSEUM DIRECTOR'S OFFICE - CONTINUOUS

The Director turns off the TV. He looks at Larry.

DIRECTOR

You were the only one here last night, Johnson.
I've read your report.

The Director reads a report off his desk:

DIRECTOR

Shattered glass. Snowballs in the Viking display.
A 28 inch bite taken out of the Wells Fargo
Wagon -- and you didn't see a thing.

Larry shrugs. The Director eyes him.

LARRY

So what happens now?

DIRECTOR

(beat)

I'm gonna show you the door.

INT. MAIN LOBBY - FRONT DOORS - MOMENTS LATER

Larry and the Director step out into the lobby. They freeze in their
tracks:

THE LOBBY IS PACKED WITH PEOPLE buying tickets. They're lined up to
get in. The Docent is mobbed, giving directions as fast as she can.

DIRECTOR

That, Mr. Johnson, is the door...

The Director indicates the crowds at the FRONT DOORS and the TICKET
COUNTER. He smiles at Larry.

DIRECTOR

I'M GIVING YOU A PROMOTION. SENIOR NIGHT GUARD. YOU DON'T MIND
WORKING NIGHTS, DO YOU? LARRY

I love the peace and quiet, sir.

Larry smiles. The Museum Director shakes his hand, and heads back to
his office. He stops:

DIRECTOR

Oh, and whatever *didn't* happen last night... Don't
let it happen again.

DISSOLVE TO:

TITLE CARD: A FEW MONTHS LATER.

EXT. MUSEUM of NATURAL HISTORY - SUNSET

A light snow falls.

INT. MAIN HALL - SAME

Larry sits at the desk typing on a laptop. We hear MUSIC OS...

LARRY

You guys keep it down! I'm trying to work...

Larry looks off... nothing's around him. He gets up and peers into the
Egyptian Hall, it's empty.

Peers into the Hall of civilization. Also empty.

Diorama room — empty. We still hear music...

INT. PLANETARIUM - NIGHT

The place is again -- *going off*. The stars are swirling, the Statues are dancing, the Penguins are doing their Busby Berkley moves, the Huns and Europeans are doing The Stroll -- together -- all to WINTER WONDERLAND. No one's fighting, no one's running... The Museum is a happy place.

Larry watches from he doorway. The T—rex runs up with its bone. Ahkmenrah is riding him, wearing a YANKEES CAP. Larry throws the bone, the T—rex chases it.

TEDDY ROOSEVELT rides through on his horse, Sacajawea's riding with him, her arms wrapped around his middle, like a Biker couple. Sacajawea smiles at Larry.

TEDDY ROOSEVELT

It's your turn, Larry!

Teddy gallops away. WINTER WONDERLAND PLAYS. Larry smiles, quietly backs out of the room...

INT. CHINESE RESTAURANT - NIGHT

Larry and Pete sit having their Sunday night dinner.

LARRY

How'd you do on your PPSAT's?

PETE

Didn't take 'em.

LARRY

Why not?

PETE

(shrugs)

I'm twelve. What's the hurry?

Larry smiles at his son. He regards him a moment, then reaches down underneath his chair and picks up a WRAPPED PACKAGE and sets it on the table.

LARRY

Happy Birthday.

Pete opens the package. It's a MANUSCRIPT. The title "Night at the Museum" on the top page. Pete stares at it.

PETE

You're done?

LARRY

Yep.

PETE

What are you gonna do with it?

LARRY

I don't know. It's yours.

The waiter sets down their fortune cookies. Pete opens his.

PETE

Beauty draws more than oxen.

(looks up)

Whatever.

(then)

What's yours say?

Larry doesn't bother to open his. He has one memorized:

LARRY

He begins to die that quits his desires.

PETE

In other words...

LARRY

Never give up.

Pete nods. The two of them sit there, finishing dinner. We begin PULLING AWAY, then...

INT. MUSEUM CORRIDOR - NIGHT

As a Museum Guard closes the door. He turns around: Cecil, young again. He turns around: It's Cecil, young again. He looks right to camera.

CECIL

He hired us back, as long as we swore not to do it again. Oh, and he cut our pay back to our starting salary. Five cents an hour. Minus taxes.

He pulls a NICKEL from his pocket and bites on it.

CECIL (CONT'D)

Eh, it's a living.

He strolls away, whistling *I love the Nightlife*.