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Austin Powers: International Man of Mystery

By Mike Myers

EXT. LAS VEGAS (STOCK FOOTAGE) - NIGHT

GRAPHIC: 1967 - SOMEWHERE IN NEVADA

It is set against the obvious skyline of Las Vegas.

INT. DR. EVIL'S PRIVATE QUARTERS - DAY

The lair is 1960's high-tech. We see a huge oversized conference table with six scary-looking EVIL ASSOCIATES, including a Latin American REVOLUTIONARY in a field jacket and turtleneck, TWIN NORDIC DOCTORS, and a METER MAID.

ANGLE ON: A RING WITH DR. EVIL'S INSIGNIA ON IT. THE RINGED HAND IS STROKING A WHITE FLUFFY CAT.

DR. EVIL

(face always unseen)

Gentlemen, are we all here? Good. As you know, my plot to high- jack nuclear weapons and hold the world hostage has failed. Again. This organization will not tolerate failure.

He presses a button. The Revolutionary, the twin Nordic doctors, and the meter maid's chairs tip back and fall into a pit. Their chairs return empty and smoking.

DR. EVIL

Mustafa...

ANGLE ON: MUSTAFA, an Arab with a red Fez.

DR. EVIL

Frau Farbissina...

ANGLE ON FRAU FARBISSINA in a severe Salvation Army uniform.

DR. EVIL

I spared your lives because I need you to help me rid the world of the only man who can stop me now. We must go to London. I've set a trap for Austin Powers!

EXT. CARNABY STREET - DAY

MUSIC: Soul Bossanova by QUINCY JONES.

We start on a pair of BEATLE BOOTS and peg-top crushed

velvet

pants walking down the street in rhythm, a la Saturday Night

Fever.

We pan up to reveal AUSTIN POWERS, International Man of Mystery.

He's a swinger, with medium-length Mod hair and sideburns and he wears National Health Services glasses.

Austin walks along Carnaby Street taking photographs. It is that perpetual bright sunny day you see in Sixties movies. Austin, bursting with life, gives a two-handed handshake to a MOD FREAK, who's just gotten off a red double-decker bus. Austin salutes a strolling BOBBY, then comes across TWO BEAUTIFUL MOD GIRLS who are excited to see him. They all start to twist to the music, including the Bobby.
FREEZE FRAME - TECHNICOLOR BLUE TINT - TITLE CARD
(PRODUCTION NOTE: ALL TITLE CARDS WILL BE DONE IN

TECHNICOLOR

FREEZE FRAMES A LA SWEET CHARITY.)

In the middle of the street, THREE MODELS wait impatiently to be photographed in a makeshift photo shoot area. One wears a short-skirted Stewardess outfit. One wears a metallic silver pantsuit with matching cowl. The other wears a see-through Mary Quant dress.

AUSTIN

(taking photos)

Alright, luv! Love it! Turn... pout
for me baby. Smashing!

We see that AUSTIN HAS VERY BAD ENGLISH TEETH. The model in the stewardess outfit foos on all fours.

AUSTIN

Crazy baby. Give me some shoulder.
Yes! Yes! Yes!

(beat)

No. No. Show me love. Yes! And...
done. Here you go, luv. I'm spent.

Austin throws the camera in the air behind him. An ASSISTANT scrambles and catches it before it hits the ground.

AUSTIN

Get these off to Fab Magazine right
away.

SUPERMODEL 1

Austin, you've really outdone yourself
this time.

AUSTIN

Thanks, baby.

SUPERMODEL 2

(suggestively)

We could have another photo session
back at my flat.

AUSTIN

(coyly)

Oh, behave!

SUPERMODEL 3

Austin, I love you!

AUSTIN

So many women, so little time.

A gaggle of MOD GIRLS come towards the shoot site. They recognize Austin and SCREAM hysterically.

MOD GIRL 1

It's Austin Powers!

Austin runs away. The mob chases after him a la Hard Day's Night.

EXT. CARNABY STREET

Two BAD GUYS attack Austin. He JUDO CHOPS them.

AUSTIN

Judo chop! Judo chop!

The mob of girls catches up to Austin and he runs away.

EXT. PHONE BOOTH

Austin's in a phone booth with his back turned. The mob runs by.

He steps out, disguised only by a beard.

EXT. GUARD STATION - LONDON - DAY

Austin is jiving down the street and comes across a stoned-face red-coated BUCKINGHAM PALACE GUARD standing at

attention

just outside his guard box.

Austin mugs for the guard, trying to get him to crack up, but to no avail. Finally, he pulls a big sixties FLOWER from

behind the guard's head and presents it to him. They both crack up.

EXT. PHOTO BOOTH

The girls run by a Sixties-era photo booth with somebody inside.

Austin steps out.

ANGLE ON THE FILM STRIP

Panels 1-3 show Austin with various exotic MODELS. The

fourth

panel shows Austin with the QUEEN.

EXT. CARNABY STREET

Austin spots a VERY PREGNANT HIPPY GIRL with a placard that says "PROTEST!" in a funky font.

AUSTIN

You might want to protest a bit louder
next time, luv.

The both laugh.

FULL SCREEN INSERT - AUSTIN'S PASSPORT

The passport opens. We see Austin's dour photo. Then he
gives
an insane grin, showing his bad teeth. The page flips and we
see visa stamps from all the exotic places he's been.

EXT. CARNABY STREET - DAY

Austin flips a coin into a BLIND MAN's cup. The blind man,
obviously sighted, moves the cup to catch the coin. Austin
wags his finger in a "oh, you" fashion, and then proceeds to

knee him the balls.

EXT. CARNABY STREET - DAY

Austin is being chased around the corner by a GAGGLE OF
SCHOOLGIRLS.

After a moment, Austin returns from around the corner with a
baton, followed by a MARCHING BAND.

The schoolgirls pick up his trail again and he begins to
run.

A 1967 Jaguar XKE convertible, which is decorated with a
large Union Jack, pulls beside Austin.

He jumps over the door into the moving convertible, racing
off just ahead of the crowd.

EXT./INT. JAGUAR - STREETS OF LONDON - DAY

The driver of the Jag is Austin's associate, MRS.
KENSINGTON,
a beautiful woman in her thirties.
They drive against obvious REAR PROJECTION of 1960's London.

AUSTIN

Hello, Mrs. Kensington.

MRS. KENSINGTON

Hello, Austin

Just then, a FLASHING RED LIGHT goes off and we hear a
distinctive PHONE RING.

MRS. KENSINGTON

That'll be Basil Exposition, Chief
of British Intelligence.

The glove compartment revolves to reveal a picture phone.
ANGLE ON: PICTURE PHONE SCREEN. We see BASIL EXPOSITION a

distinguished older man. A desk plate reads: "Basil Exposition, Chief of British Intelligence."

BASIL EXPOSITION

(on picture phone)

Hello, Austin. This is Basil Exposition, Chief of British Intelligence. You're Austin Powers, International Man of Mystery, and you're with Agent Mrs. Kensington. The year is 1967, and you're talking on a picture phone.

AUSTIN

We know all that, Exposition.

BASIL EXPOSITION

I just wanted to be extremely clear so that everyone knows what's going on at any given time. We've just received word that Dr. Evil, the ultimate square, is planning to take over the world.

AUSTIN

Dr. Evil? I thought I put him in jail for good.

BASIL EXPOSITION

I'm afraid not. Earlier this week, Dr. Evil escaped from Zedel Edel Prison in Baaden Baaden and now he's planning a trap for you tonight at the Electric Psychedelic Pussycat Swinger's Club in Picadilly Circus here in swinging London.

showing A panel revolves to reveal a map of London with lights

Austin's position and the location of the club.

AUSTIN

Just where you'd never think to look for him. We'll be there.

BASIL EXPOSITION

Good luck, Austin.

AUSTIN

Thank you.

BASIL EXPOSITION

Oh, and Austin...

AUSTIN

Yes?

BASIL EXPOSITION

(pause)

Be careful.

AUSTIN

Thank you.

(to Mrs. Kensington)

Let's go, baby!

EXT. STOCK FOOTAGE - PICADILLY CIRCUS - NIGHT

On top of one building is a three-story high BOB'S BIG BOY figure.

EXT. ELECTRIC PSYCHEDELIC PUSSYCAT SWINGER'S CLUB - NIGHT

The Jaguar pulls up in front of the swinging nightclub. Mrs.

Kensington steps out of the car, dressed in a tight leather fightsuit. She looks fabulous.

INT. ELECTRIC PSYCHEDELIC PUSSYCAT SWINGER'S CLUB

It's a swinging club. FREAKS abound. In one corner, there is

a PRESS CONFERENCE in progress.

MICK JAGGER

Hey Austin Powers, it's me, Mick Jagger.

AUSTIN

Hey, Mick!

MICK JAGGER

Are you more satisfied now sexually, Austin?

AUSTIN

Well, you can't always get what you want.

MICK JAGGER

(thinking)

"You can't always get what you want!"
That's a great title for a song!
I'm gonna write that, and it'll be a big hit.

AUSTIN

Good on ya, man.

MICK JAGGER

Groovy!

FULL SCREEN INSERT

A vinyl 45 of "You Can't Always Get What You Want."

FULL SCREEN INSERT - BILLBOARD CHART

"You Can't Always Get What You Want" at Number One.
INT. ELECTRIC PSYCHEDELIC PUSSYCAT SWINGER'S CLUB
In one corner ANDY WARHOL sits in front of his multi-colored
Elvis (or equivalent). He body paints a butterfly on the
thigh of a MOD GIRL wearing a metallic miniskirt outfit.

ANDY WARHOL

Austin Powers? Hi, I'm Andy Warhol.

AUSTIN

Hey, how are you?

ANDY WARHOL

Hungry.

AUSTIN

Here, have this can of Campbell's
Tomato Soup.

Austin hands Andy a can of soup.

ANDY WARHOL

I'm going to paint this can of soup
and become famous and not give you
any credit for it.

AUSTIN

If you can become famous, everyone
will have their fifteen minutes of
fame, man.

ANDY WARHOL

"Fifteen minutes of fame?" I'm going
to use that quote and not give you
any credit for that, either.

AUSTIN

Smashing!

FULL SCREEN INSERT

Andy Warhol's famous Soup Can painting.

INT. ELECTRIC PSYCHEDELIC PUSSYCAT SWINGER'S CLUB
HER MAJESTY, THE QUEEN is giving Austin a Victoria's Cross
like the Lyndon Johnson scene in Forrest Gump. Behind them,
are two COLDSTREAM GUARDS and the DUKE OF EDINBURGH.

QUEEN

Austin Powers, Britain owes you a
debt of gratitude.

Austin gives a cheeky look to Mrs. Kensington.

QUEEN

I understand you were wounded. Where
were you hit?

AUSTIN

In the but-tocks.

QUEEN

That must be a sight. I'd kind of
like to see that.

Austin turns around, drops his pants, and shows his wounded
bum (matching Gump's) to the queen.

The queen walks away.

QUEEN

(laughing)

Nice buttocks.

In the line-up we also see FOREST GUMP. He has to pee very
badly.

MRS. KENSINGTON

We've got to find Dr. Evil!

AUSTIN

Wait, I've got an idea.

He PUNCHES a PRETTY MOD GIRL in the face, knocking her out
cold.

EVERYONE

Ohhh!

MRS. KENSINGTON

Austin, why in God's name did you
strike that woman?

AUSTIN

That ain't no woman! It's a man,
man. It's one of Dr. Evil's assassins.

Austin pulls off the mod girl's wig. She is a MALE ASSASSIN.

The assassin comes to and leaps to his feet.

Mrs. Kensington knocks his feet from under him. The assassin

hits the ground and pulls out a dagger. Mrs. Kensington

kicks

the knife out of his hand and Austin gets him in a head-lock

from behind.

AUSTIN

Where's Doctor Evil?

ANGLE ON: A FINGER WITH DR. EVIL'S INSIGNIA ON IT.

The finger pulls the trigger of a spear gun. The assassin
falls forward. A spear protrudes from his back.

Austin sees Dr. Evil as he runs through a door. They give
chase.

INT. CLUB - BACK ROOM

They enter. Dr. Evil climbs into an egg chair.

AUSTIN

I've got you again, Dr. Evil!

The chair fills with a WHITE MIST.

DR. EVIL

(unseen, through mist)

Not this time. Come, Mr. Bigglesworth!

(calling out)

See you in the future, Mr. Powers!

Before the doors close, the white CAT jumps in the egg chair.

A sign on the egg reads "CRYOGENIC FREEZING BEGINNING."

MRS. KENSINGTON

My God! He's freezing himself.

Austin begins FIRING at the egg chair. The ceiling opens up and the egg rises through the opening. Everything begins to RUMBLE. Rocket exhaust pours out of the ceiling.

EXT. ROOF - NIGHT

The Bob's Big Boy rocket begins to LIFT OFF.

EXT. CLUB - SIDEWALK - NIGHT

PEOPLE outside the club react to the rocket.

EXT. EARTH FROM SPACE

The Bob's Big Boy rocket leaves the atmosphere. Mr. Bigglesworth is pressed to the window like one of those stuffed Garfields.

DR. EVIL (V.O.)

(shivering)

I'll be back, Mr. Powers, when free love is dead, and greed and avarice once again rule the world.

EXT. NORAD - COLORADO SPRINGS, COLORADO

GRAPHIC: 1997 - NORAD - COLORADO SPRINGS THIS SCENE IS SHOT IN THE MULTIPLE SPLIT SCREEN STYLE, LIKE THE THOMAS CROWN AFFAIR:

FULL SCREEN - INT. NORAD TRACKING ROOM

A BLIP appears on the radar screen.

RADAR OPERATOR

(on phone)

Commander Gilmour?

SPLIT SCREEN 2 - INT. COMMANDER GILMOUR'S OFFICE

COMMANDER GILMOUR, a distinguished man in his fifties.

RADAR OPERATOR

(on phone)

Commander, this is Slater in SoWest

Com Three. We have a potential bogey with erratic vectoring and an unorthodox entry angle.

COMMANDER GILMOUR

(on phone)

Is it one of ours?

RADAR OPERATOR

No. Log Com Bird Twelve says its metalurg recon analysis is a standard alloy, not stealthy, not carbon-composite.

(pause)

It does have an odd shape, sir.

COMMANDER GILMOUR

What are you saying, son?

RADAR OPERATOR

It appears to be in the shape of Bob's Big Boy, sir.

SCREEN 3 - THE BOB'S BIG BOY ROCKET

The rocket is dirty and battered from thirty years in space.

COMMANDER GILMOUR

Oh my God, he's back.

DRAMATIC STING

RADAR OPERATOR

In many ways, Bob's Big Boy never left, sir. He's always offered the same high quality meals at competitive prices.

COMMANDER GILMOUR

Shut up.

RADAR OPERATOR

Should we scramble TachQ for an intercept?

COMMANDER GILMOUR

What's its current position?

SCREEN 4 - A RADAR MAP OF NEVADA

On the radar screen it says "NEVADA."

RADAR SCREEN

It was over Nevada, but... oh my God! It's gone!

COMMANDER GILMOUR

Listen son, I want you to forget what you saw here tonight.

RADAR OPERATOR

Commander, I have to log it...

COMMANDER GILMOUR

That's a direct order. You didn't see a thing!

He hangs up and picks up another phone.

COMMANDER GILMOUR

(into phone)

Philips.

SCREEN 5 - SERGEANT PHILIPS AT HIS DESK

SERGEANT PHILIPS picks up the phone.

COMMANDER GILMOUR

Call the President

SCREEN 6 - THE WHITE HOUSE

COMMANDER GILMOUR

Prepare the jet...

SCREEN 7 - AN AIR FORCE JET ON A RUNWAY

COMMANDER GILMOUR

Get my overnight bag.

SCREEN 8 - AN OVERNIGHT BAG

COMMANDER GILMOUR

Philips, do me a favor and feed my fish.

SCREEN 9 - FISH IN A TANK

A hand enters and sprinkles fish food.

COMMANDER GILMOUR

Not too much!

The hand re-enters and scoops up some of the fish food.

COMMANDER GILMOUR

I'm going to London, England.

EXT. MINISTRY OF DEFENSE - LONDON, ENGLAND

GRAPHIC: LONDON, ENGLAND - MINISTRY OF DEFENSE

MUSIC: "RULE BRITANNIA"

INT. M.O.D. - HALLWAY (OUTSIDE CRYOGENIC STORAGE FACILITY)

Basil Exposition (now aged 30 years), Command Gilmour, and NICOLAI BORSCHEVSKY, a Russian General, put on

extreme-weather

gear over their uniforms.

BASIL EXPOSITION

As you know, gentlemen, Dr. Evil had himself frozen in 1967. Soon after, Austin Powers volunteered to have himself frozen, in the event Dr. Evil should ever return. We believe Dr. Evil has begun yet another plot

to take over the world. And that,
gentlemen, is why we're here.

COMMAND GILMOUR

Outstanding re-cap, Exposition.

Command Gilmour opens a vault door. COLD MIST escapes.

INT. M.O.D. - CRYOGENIC STORAGE FACILITY

They pass a row of cryogenic holding berths, each containing

a naked PERSON in suspended animation, a la Demolition Man.

They pass GARY COLEMAN, EVEL KINEVEL (with cape), and

VANILLA

ICE, all in suspended animation. They pass a now-empty berth

with a plate that reads "JOHN TRAVOLTA."

BORSCHEVSKY

Who is this Austin Powers? Is he a
British operative?

BASIL EXPOSITION

No, he worked freelance, an
internationally renowned swinging
photographer by day and the ultimate
gentlemen spy by night.

Finally, they come across Austin Powers: He is naked. His
hands cover up his private parts. The look on his face
suggests 'Oh my God, my bits and pieces are cold'. His

glasses

are frosted over. He is very hairy.

FEMALE ANNOUNCER

(on PA)

Attention, Stage One, laser cutting
beginning.

Lasers begin to cut Austin out of the ice in one huge cube.

FEMALE ANNOUNCER

(on PA)

Laser cutting complete. Stage Two,
warm liquid goo phase beginning.

A ROBOTIC ARM lifts the cube out of the berth and places it
into a high-tech melting vat of warm liquid GOO.

FEMALE ANNOUNCER

(on PA)

Warm liquid goo phases complete.

Stage Three, reanimation beginning.

Austin comes to life out of the goo on a draining platform.

FEMALE ANNOUNCER

(on PA)

Reanimation complete. Stage Four,
cleansing beginning.

INT. EXAMINATION AREA

Technicians lead a half-asleep Austin to a screened area,
where only his feet and head are visible. He's washed off
with a series of hot-water jets.

FEMALE ANNOUNCER

(on PA)

Cleansing complete. Stage Five,
evacuation beginning.

He's given futuristic inoculations and then led to a

screened-

in toilet area. We can hear the sound of PEE ENTERING THE
BOWL.

He PEES for a while, then a little longer.

And then EVEN LONGER STILL.

The stream seems to be subsiding...then begins STRONGER than
ever.

He is still PEEING.

Finally, it STOPS.

FEMALE ANNOUNCER (PA)

Evacuation com...

He begins PEEING again.

A little LONGER.

Then in short staccato BURSTS.

The it STOPS. Pause.

Two DRIPS.

FEMALE ANNOUNCER

Evacuation...

(waiting)

Complete! The cryogenic state of
Austin Powers is now completed.

Austin lies in a bed tilted up in an extreme angle a la Dr.
Frankenstein's lab. NURSE TECHNICIANS administer injections
and monitor electrodes, IV's, and other biological sensors.

AUSTIN

(weakly)

Where am I?

BASIL EXPOSITION

You're in the Ministry of Defense.

It's 1997. You've been cryogenically
frozen for thirty years.

AUSTIN

(shouting)

WHO ARE THESE PEOPLE?

BASIL EXPOSITION

The shouting is a temporary side-effect of the unfreezing process.

AUSTIN

Yes, I'm having trouble controlling...

(shouting)

THE VOLUME OF MY VOICE!

BASIL EXPOSITION

You might also experience a slight fever, dry mouth, and flatulence at moments of extreme relaxation. Austin, this is Commander Gilmour, Strategic Command, and General Borschevsky, Russian Intelligence.

AUSTIN

Russian Intelligence? Are you mad?

BASIL EXPOSITION

A lot's happened since you were frozen, Austin. The cold war's over.

AUSTIN

Thank God. Those capitalist dogs will finally pay for their crimes against the people, hey Comrades?

BASIL EXPOSITION

We won, Austin.

AUSTIN

Groovy. Smashing! Good on ya!

(to Gilmour)

Nice tie. Yea capitalism!

COMMANDER GILMOUR

Mr. Powers, the President's very concerned. We've got a madman on the loose in Nevada.

BASIL EXPOSITION

It's Dr. Evil.

AUSTIN

When do I begin?

BASIL EXPOSITION

Immediately. You'll be working with Ms. Kensington.

AUSTIN

You mean Mrs. Kensington?

BASIL EXPOSITION

No, Austin, Mrs. Kensington has long-since retired. Ms. Kensington is her daughter.

VANESSA KENSINGTON, Mrs. Kensington's daughter, beautiful, mid-twenties, English, enters. She is wearing a very conservative, business pantsuit. Her hair is up and she

wears

glasses. Austin's breath is taken away. She sets down a huge stack of files.

BASIL EXPOSITION

Vanessa's one of our top agents.

AUSTIN

(out loud, to himself)

My God, Vanessa's got a smashing body. I bet she shags like a minx. How do I tell them that because of the unfreezing process, I have no inner monologue?

(pause)

I hope I didn't say that out loud just now.

There is an uncomfortable SILENCE.

VANESSA

Mr. Powers, my job is to acclimate you to the Nineties. You know, a lot's changed since 1967.

AUSTIN

Well, as long as people are still having promiscuous sex with many anonymous partners without protection, while at the same time experimenting with mind-expanding drugs in a consequence-free environment, I'll be sound as a pound.

VANESSA

My mother's told me all about you.

AUSTIN

If it's a lie, goddamn her. If it's the truth, goddamn me.

(pause)

God, I hope that's witty. How's your mum?

VANESSA

My mother's doing quite well, thank you very much.

BASIL EXPOSITION

Yes, well...Agent Kensington will get you set up. She's very dedicated. Perhaps, a little too dedicated.

(aside to Austin)

She's got a bit of a bug up her ass. Good luck, Austin, the world's depending on you.

AUSTIN

Thank you, Exposition.

BASIL EXPOSITION

Oh, and Austin...

AUSTIN

Yes?

BASIL EXPOSITION

Be careful.

AUSTIN

Thanks.

Basil exits.

INT. M.O.D. - QUARTERMASTER'S WINDOW

Austin and Vanessa wait at the window.

VANESSA

Let's gather your personal effects, shall we?

A CLERK brings out a locker-basket and reads off a list.

CLERK

(reading)

Danger Powers, personal effects.

AUSTIN

Actually, my name's Austin Powers.

CLERK

It says here, name Danger Powers.

AUSTIN

Danger's my middle name.

CLERK

OK, Austin Danger Powers: One blue crushed-velvet suit. One frilly lace cravat. One gold medallion with peace symbol. One pair of Italian shoes. One pair of tie-dyed socks, purple. One vinyl recording album: Tom Jones,

Live at Las Vegas. One Swedish-made penis enlarger pump.

AUSTIN

(embarrassed)

That's not mine.

CLERK

(reading)

One credit card receipt for Swedish-made penis enlarger pump, signed Austin Powers.

AUSTIN

I'm telling you, baby, that's not mine.

CLERK

(reading)

One warranty card for Swedish-made penis enlarger pump, filled out by Austin Powers.

AUSTIN

I don't even know what this is. This sort of thing ain't my bag, baby.

CLERK

(reading)

One book: Swedish-Made Penis Enlarger Pumps and Me: This Sort of Thing Is My Bag, Baby, by Austin Powers.

The clerk shows the book to Austin, who is humiliated.

AUSTIN

OK, OK, man, don't get heavy, I'll sign. Just to get things moving, baby.

VANESSA

Listen, Mr. Powers, I look forward to working with you, but do me a favor and stop calling me baby. You can address me as Agent Kensington. We have to leave immediately. We've preserved your private jet just as you left it. It's waiting at Heathrow Airport.

AUSTIN

(excited)

My jumbo jet? Smashing baby.

EXT. PLANE TAKING OFF - DAY

We see a plane taking off in silhouette.

EXT. PLANE IN FLIGHT - DAY

A multi-colored psychedelic jumbo jet with Austin's logo on the tailpiece.

INT. PRIVATE PSYCHEDELIC JET

The inside looks like Hugh Heffner's jet... rust shag carpet, brown walls, and beads. Austin and Vanessa sit on beanbag chairs. Vanessa works on her lap top.

AUSTIN

Pretty groovy Jumbo Jet, eh? How does a hot chick like you end up working at the Ministry of Defense?

VANESSA

I went to Oxford and excelled in several subjects, but I ended up specializing in foreign languages. I wanted to travel -- see the world. In my last year I was accepted into the M.O.D. in the Cultural Studies sector. I thought I was off on an exciting career, but my job was to read everything printed in every country. It's very boring. My whole day is spent reading wedding announcements in Farsi. If I do well with this case, I finally get promoted to field operative...

AUSTIN

That's fascinating, Vanessa. Listen, why don't we go into the back and shag?

VANESSA

I beg your pardon?

AUSTIN

I've been frozen for thirty years, man, I want to see if my bits and pieces are still working.

VANESSA

Excuse me?

AUSTIN

My wedding tackle.

VANESSA

I'm sorry?

AUSTIN

My meat and two veg.

VANESSA

Mr. Powers, please. I know that you must be a little confused, but we have a very serious situation at hand. I would appreciate it if you'd concentrate on our mission and give your libido a rest.

AUSTIN

Have you ever made love to a Chigro?

VANESSA

A Chigro?

AUSTIN

You know, a Chigro... part Chinese, part Negro... Chigro.

VANESSA

(offended)

We don't use the term 'Negro' anymore. It's considered offensive.

AUSTIN

That's right. You're supposed to say 'colored' now, right?

(spotting the flight attendants)

Here's the stewardesses! Bring on the sexy stews!

The STEWARDESSES enter. They're not dressed very sexily. One of them is a man and another wears braces.

FLIGHT ATTENDANT

Excuse me, did you say 'stewardess'? We're called 'flight attendants' now, thank you very much.

AUSTIN

Oh, I get it, it's like 'I'm not a whore, I'm a sex worker', baby.

FLIGHT ATTENDANT

My name is Mrs. Wilkenson. There are a few things we need to discuss. First of all, we're not wearing these. She holds up some skimpy, lingerie-type flight outfits.

FLIGHT ATTENDANT

Also, I have some questions about

the itinerary. It says here, '4:30 -
Dinner, 5:30 - Everyone Gets Naked
and Covered with Baby Oil, 6:00 -
Orgy'?

AUSTIN

Seems pretty straightforward, don't
you think...listen darling, I think
you're a fabulous bird. Can I get
your telephone number?

FLIGHT ATTENDANT

(mock sexy)

Sure, it's easy to remember.

(writing on his hand)

It's 777-FILM. We have to prepare
the craft for take-off now.

AUSTIN

Smashing! When we land I'll give you
a tinkle on the telling bone.

The flight attendant gives him a chilly stare and then
exits.

AUSTIN

Brrrrr! She must be frigid. There's
two things I know about life: one,
Americans will never take to soccer.
Two, Swedish girls and stewardesses
love to shag! They're shag-mad,
man! Let me ask you a question,
Vanessa, and be honest.

VANESSA

Sure.

AUSTIN

Do I make you horny?

VANESSA

What?

AUSTIN

Do I make you horny? Randy, you know.
To you, am I eros manifest?

VANESSA

I hope this is part of the unfreezing
process.

AUSTIN

Listen, Vanessa, I'm a swinger...
That's what I do, I swing.

VANESSA

I understand that, Mr. Powers, but let me be perfectly clear with you, perhaps to the point of being insulting. I will never have sex with you, ever. If you were the last man on Earth and I was the last woman on Earth, and the future of the human race depended on our having sex simply for procreation, I still would not have sex with you.

Austin is oblivious.

AUSTIN

What's your point, Vanessa?

EXT. PLANE IN FLIGHT - NIGHT

Austin's plane. Time has passed.

INT. PRIVATE JET - NIGHT

Vanessa's lap-top BEEPS.

COMPUTER VOICE

You've got mail!

ANGLE ON: the computer screen. It's Basil Exposition.

BASIL EXPOSITION

Hello Austin. Hello Vanessa. This is Basil Exposition, from British Intelligence. There's a company in Las Vegas called Virtucon that we think may be linked to Dr. Evil. Many of the Virtucon executives gamble at the hotel/casino where you'll be staying. That's the first place you should look. Well, I'm off to the chat rooms.

AUSTIN

Thank you, Exposition.

BASIL EXPOSITION

Oh, and Austin...

AUSTIN

Yes?

BASIL EXPOSITION

Be careful.

Vanessa closes her lap-top.

PILOT

(over loudspeaker)

Ladies and gentlemen, we're beginning our final descent into Las Vegas

International Airport. Flight attendants will be coming by to collect your drinks, and I'll ask you at this time to please return to the main cabin and put your bean-bags in the upright position.

Austin and Vanessa fasten the seatbelts on their bean bags.

EXT. AIRPLANE LANDING - NIGHT

We see a plane's lights landing at night.

ZOOM CUT TO:

INT. PSYCHEDELIC SCENE BREAK

MUSIC: Psychedelic Wa-wa Pedal Funky Drummer Beat TITLE

GRAPHIC: The Trip Using a sequence of snap-zooms, colored projections, and flashing lights, we see Austin dance

crazily

a la BOB FOSSE with a GO-GO GIRL in a bikini with the Austin

Powers logo body-painted on her midriff.

The sequence lasts five seconds and is very groovy.

EXT. LAS VEGAS MONTAGE - NIGHT

Sights and sounds of Las Vegas icons at night: "Welcome to Las Vegas" sign. Luxor. The giant cowboy whose arm waves. Caesar's Palace. The montage ends on the modern skyline of Las Vegas.

GRAPHIC: 1997, SOMEWHERE IN NEVADA

INT. DR. EVIL'S PRIVATE QUARTERS

DR. EVIL

(face again unseen)

Ladies and Gentlemen, it's been a long time, but I'm back. It's all gone perfectly to plan except for one small flaw. Because of a technical error, my right arm was not frozen. I was therefore by definition only partially frozen.

ANGLE ON EVIL ASSOCIATE MUSTAFA. HE IS TERRIFIED AND SWEATY,

EYES DARTING LEFT AND RIGHT.

MUSTAFA

But my design was perfect! Your autonomic functions were shut down, and even though your arm wasn't frozen, the aging was retarded, therefore your right arm is only

slightly older than the left.

DR. EVIL

Can't you see I'm only half a man?

Look at me, I'm a freak!

He holds up his older right arm, which looks normal.

MUSTAFA

But Dr. Evil, all you need to do is--

(holding up tennis
ball)

--work with this tennis ball. Squeeze
it for twenty minutes a day. A few
months of that and it'll be just as
strong as the other arm...

DR. EVIL

And look what you've done to Mr.
Bigglesworth!

ANGLE ON MR. BIGGLESWORTH

who is now totally hairless, with a fringe of white hair
around it's ears, like Dr. Evil himself.

MUSTAFA

We could not anticipate feline
complications due to the reanimation
process&emdash;

DR. EVIL

(face unseen)

Silence!

ANGLE ON A HAND WITH DR. EVIL'S RING ON IT

Dr. Evil presses a button. Mustafa's chair tips back and he
falls backwards into a pit.

MUSTAFA

(blood-curdling scream)

Ahhhhhhhhh!

DR. EVIL

(face unseen)

Let this be a reminder to you all
that this organization will not
tolerate failure.

Mustafa's SCREAMS ECHO FAINTLY

ANGLE ON: DR. EVIL FOR THE FIRST TIME. HE IS IN HIS EARLY
FIFTIES AND IS BALD, WITH A HIDEOUS SCAR ON HIS CHEEK.

DR. EVIL

Gentlemen, let's get down to business.

More muffled SCREAMS.

DR. EVIL

We've got a lot of work to do.

MUSTAFA (O.S.)

(muffled)

Someone help me! I'm still alive,
only I'm very badly burned.

DR. EVIL

(slightly distracted)

Some of you I know, some of you I'm
meeting for the first time.

MUSTAFA (O.S.)

(muffled)

Hello up there! Anyone! Can someone
call an ambulance? I'm in quite a
lot of pain.

DR. EVIL

(very frustrated)

You've all been gathered here to
form my Evil Cabinet. Excuse me.

He picks up a white phone and MURMURS into it.

MUSTAFA (O.S.)

(muffled)

If somebody can open the retrieval
hatch down here, I could get out.
See, I designed this device myself
and...oh, hi! Good, I'm glad you
found me. Listen, I'm very badly
burned, so if you could just--

SFX: Muffled Gunshot

MUSTAFA (O.S.)

(muffled)

Ow! You shot me!

DR. EVIL

Right. Okay. Moving on.

MUSTAFA (O.S.)

(muffled)

You shot me right in the arm! Why
did--

SFX: Muffled Gunshot. Dr. Evil waits. Nothing.

DR. EVIL

Let me go around the table and
introduce everyone. Frau Farbissina...

ANGLE ON FRAU FARBISSINA

DR. EVIL

...founder of the militant wing of

the Salvation Army. Random Task...
RANDOM TASK is a large Korean man in a butler's uniform.

DR. EVIL

...a Korean ex-wrestler, evil handyman
extraordinaire. Show them what you
do.

He stands up, bows, then takes off his shoe and THROWS it.
It knocks the head off a sculpture across the room.

DR. EVIL

Thank you, Random Task. Patty
O'Brien...

PATTY O'BRIEN, a small, wiry Irishman with fiery eyes.

DR. EVIL

...ex-Irish assassin. His trademark?
Around PATTY O'BRIENS WRIST is a charm bracelet.

DR. EVIL

A superstitious man, he leaves a
tiny keepsake on every victim he
kills. Scotland Yard would love to
get their hands on that piece of
evidence.

PATTY O'BRIEN

(heavy Irish accent)

Yes, they're always after me lucky
charms!

Everyone in the room tries to keep a straight face.

PATTY O'BRIEN

What? What? Why does everyone always
laugh when I say that? They are after
me lucky charms.

They cannot contain their LAUGHTER.

PATTY O'BRIEN

(angry)

What?

FRAU FARBISSINA

(through suppressed
laughter)

It's a television commercial with
this little cartoon Leprechaun who
is a benevolent imp who is very
concerned that these children will
steal his lucky charms which are
foodstuffs fashioned into various
shapes-- hearts, moons, clovers,

what have you...

(pause)

It's a long story.

DR. EVIL

Finally, I come to my number two man. His name: Number Two.

NUMBER TWO, a good-looking 40-year-old man with an eye-patch.

DR. EVIL

For thirty years, Number Two has run Virtucon, the legitimate face of my evil empire.

He hits a button. The conference table slowly rotates to reveal a large, illuminated map of the United States dotted by various miniature models.

NUMBER TWO

Over the last thirty years, Virtucon has grown by leaps and bounds. About fifteen years ago, we changed from volatile chemicals to the communication industry. We own cable companies in thirty-eight states.

The thirty-eight states illuminate on the map.

NUMBER TWO

In addition to our cable holdings, we own a steel mill in Cleveland.

A steel mill miniature illuminates in Cleveland.

NUMBER TWO

Shipping in Texas.

A ship off the coast of Texas illuminates.

NUMBER TWO

Oil refineries in Seattle.

An oil refinery illuminates in Seattle.

NUMBER TWO

And a factory in Chicago that makes miniature models of factories.

The miniature model factory lights up in Chicago.

NUMBER TWO

We also own the Franklin mint, which makes decorative hand-painted theme plates for collectors.

(holds up plate)

Some plates, like the Gone With The Wind series, have gone up in value

as much as two-hundred and forty percent, but, as with any investment, there is some risk involved.

DR. EVIL

Gentlemen, I have a plan. It's called blackmail. The Royal Family of Britain are the wealthiest landowners in the world. Either the Royal Family pays us an exorbitant amount of money, or we make it look like Prince Charles, the heir to the throne, has had an affair outside of marriage and, therefore, they would have to divorce.

There is an uncomfortable silence.

NUMBER TWO

Um, Dr. Evil, Prince Charles did have an affair. He admitted it, and they are now divorced, actually.

DR. EVIL

People have to tell me these things. I've been frozen for thirty years, throw me a bone here.

(pausing)

OK, no problem. Here's my second plan. Back in the Sixties I had a weather changing machine that was in essence a sophisticated heat beam which we called a "laser." Using this laser, we punch a hole in the protective layer around the Earth, which we scientists call the "Ozone Layer." Slowly but surely, ultraviolet rays would pour in, increasing the risk of skin cancer. That is, unless the world pays us a hefty ransom.

There is another uncomfortable silence.

NUMBER TWO

Umm, that also has already happened.

DR. EVIL

Right.

(pause)

Oh, hell, let's just do what we always do. Let's hijack some nuclear weapons and hold the world hostage.

(pause)

Gentlemen, it's come to my attention that a breakaway Russian Republic called Kreplachistan will be transferring a nuclear warhead to the United Nations in a few days. Here's the plan. We get the warhead, and we hold the world ransom...

(dramatic pause)

...FOR ONE MILLION DOLLARS!

There is an uncomfortable pause.

NUMBER TWO

Don't you think we should ask for more than a million dollars? A million dollars isn't that much money these days.

DR. EVIL

All right then...

(dramatic pause)

...FIVE MILLION DOLLARS!

There is another uncomfortable pause.

NUMBER TWO

Virtucon alone makes over nine billion dollars a year.

DR. EVIL

(pleasantly surprised)

Oh, really?

(slightly irritated)

One-hundred billion dollars.

(pause)

OK, make it happen. Anything else?

FRAU FARBISSINA

Remember when we froze your semen, you said that if it looked like you weren't coming back to try and make you a son so that a part of you would live forever?

DR. EVIL

Yes.

FRAU FARBISSINA

Well, after a few years, we got sort of impatient. Dr. Evil, I want you to meet your son.

DR. EVIL

My son?

FRAU FARBISSINA

Yes.

(calling out)

Scott!

SCOTT EVIL walks out. He is fifteen, grungy, and wears a Kurt Cobain T-shirt.

SCOTT EVIL

Hi.

DR. EVIL

Hello, Scott. I'm your father, Dr. Evil.

(emotional)

I have a son! I have a son! Everyone, I have a son!

(gesturing to globe)

Someday, Scott, this will all be yours.

SCOTT EVIL

I haven't seen you my whole life and now you show up and want a relationship? I hate you!

EXT. JAGUAR - DRIVING - VEGAS - DAY

Vanessa and Austin drive in his perfectly-preserved Jag.

AUSTIN

You've preserved my Jag! Smashing!

VANESSA

Yes, we've had it retrofitted with a secure cellular phone, an on-board computer, and a Global Geosynchronous Positioning Device. Oh, and finally, this.

The glove compartment revolves to reveal a display of various dental hygiene products-- floss, toothpaste, toothbrush, dental mirror, and cleaning tool.

AUSTIN

Let me guess. The floss is garotte wire, the toothpaste contains plastic explosives, and the toothbrush is the detonation device.

VANESSA

No, actually. I don't know how to put this really. Well, there have

been fabulous advances in the field
of dentistry.

AUSTIN

Why? What's wrong with my teeth?

EXT. VEGAS HOTEL - NIGHT

The Union Jack-emblazoned Jaguar pulls up to the front door.

INT. VEGAS HOTEL ROOM

Vanessa carries her compact flight attendant bag and Austin
takes his two bright red oversized leatherette Samsonite
suitcases.

AUSITN

Which side of the bed do you want?

VANESSA

You're going to sleep on the sofa.
I'd like to remind you, Mr. Powers,
that the only reason we're sharing a
room is to support our cover story
that we're a married couple on
vacation.

AUSTIN

So, shall we shag now, or shall we
shag later? How do you like to do
it? Do you like to wash up first?
Top and tails? A whore's bath?
Personally, before I'm on the job, I
like to give my undercarriage a bit
of a how's-your-father.

AUSTIN

(off her angry reaction)

I'm just joking, Vanessa. Trying to
get a rise out of you.

They both laugh.

VANESSA

Let's unpack.

HER LUGGAGE: In the inside flap is a types list of contents.

All of her items are in separate, labeled plastic bags.

AUSTIN

Gor blimey, nerd alert.

HIS LUGGAGE: He pulls out a Nehru jacket and a huge

Remington

shaver with huge English plug.

HER LUGGAGE: She pulls out a compact clothes steamer/travel
iron and a Braun blow drier.

bottle
HIS LUGGAGE: He pulls out a vintage 1967 Playboy and a
of Jurgens lotion.
HER LUGGAGE: She pulls out Wet-Naps, her underthings in a
baggie
marked "Underthings" and her shoes in a

marked "Shoes."
HIS LUGGAGE: He pulls out a miniature meditation gong and
Hai Karate cologne.

HER LUGGAGE: She pulls out a dossier labeled "Dr. Evil - Top
Secret."

HIS LUGGAGE: He pulls out the Swedish penis enlarger pump.
Vanessa sees it.

AUSTIN

Hey, who put this in here? Someone's
playing a prank on me! Honestly,
this isn't mine.

VANESSA

(suffering)

I'm sure.

AUSTIN

I think I'll give that stew a ding-a-
ling.

Austin casually dials the phone while looking at his palm.
After a beat we hear a loud MALE VOICE coming through the
handset.

MOVIE PHONE VOICE

(through handset)

Hello! And welcome to 777-FILM!

Austin covers the mouthpiece and whispers to Vanessa.

AUSTIN

I got her answering machine.

INT. CASINO

Austin and Vanessa walk through the casino. Austin gives
PEOPLE two-handed handshakes. They stare like he's a freak.

AUSTIN

I love Las Vegas, man. Oh, I forgot
my x-ray glasses.

VANESSA

Here, use mine.

AUSTIN

I'm going to use a cover name. It's
important that it be a generic name

so that we don't draw attention to ourselves.

INT. CASINO

Austin and Vanessa join the high-rollers table. Number Two is there, complete with eyepatch. On one side of him is a beautiful ITALIAN WOMAN (a la SOPHIA LOREN) in a white dress with a white kerchief on her head. On the other side of him is an extremely large-breasted BIMBO.

AUSTIN

Do you mind if I join you?

NUMBER TWO

Not at all.

The DEALER deals.

DEALER

Seventeen.

Zoom in on Number Two's eyepatch.

NUMBER TWO'S MONOCULAR POV

GRAPHIC: "X-RAY EYEPATCH". We see everyone at the casino in their underwear. He looks at the next card in the shoe. It is a 4.

NUMBER TWO

Hit me.

DEALER

You have seventeen, sir. The book says not to, sir.

NUMBER TWO

I like to live dangerously.

The dealer draws a card from the card shoe.

DEALER

Four. Twenty-one.

Everyone at the table applauds. The dealer deals to Austin and Number Two.

DEALER

(to Austin)

Eighteen.

(to Number Two)

Sixteen.

NUMBER TWO'S POV

GRAPHIC: "X-RAY EYEPATCH". He looks at the shoe at the shoe and sees that the next card is a ten.

NUMBER TWO

I'll stay.

DEALER

(to Austin)

Sir?

Smugly, Austin puts on Vanessa's x-ray glasses.

AUSTIN'S POV

GRAPHIC: "X-RAY SPECS". Everyone is in their underwear, but it is completely blurry.

DEALER

(to Austin)

Sir?

VANESSA

(quietly)

What's wrong?

AUSTIN

(quietly, to Vanessa)

I can't see a bloody thing.

VANESSA

Oh, I forgot to tell you, they're prescription X-ray glasses. I have very bad astigmatism.

DEALER

Sir, the table is waiting.

AUSTIN

(panicking)

Uh, hit me.

The table MURMURS.

DEALER

On an eighteen, sir?

AUSTIN

Yes, I also like to live dangerously.

The dealer deals him the ten.

NUMBER TWO

You're very brave.

AUSTIN

Cards are not my bag, man. Allow myself to introduce... myself. My name is Ritchie Cunningham.

Vanessa is mortified.

AUSTIN

(indicating Vanessa)

This is my wife, Enid.

NUMBER TWO

My name is Number Two.

He extends his hand to shake. Austin extends his hand, but misses and begins to shake the bimbo's breast. There is an

awkward pause. Austin takes off his glasses.

VANESSA

(rescuing him)

Number Two? That's an unusual name.

NUMBER TWO

My parents were hippies.

(indicating Italian
woman)

This is my Italian confidential
secretary.

ITALIAN WOMAN

(Italian accent)

My name is Alotta

(quickly)

Alotta Fagina.

AUSTIN

I'm sorry, I'm just not getting it.

It sounds like you're saying your
name is a lot of... never mind.

Listen, cats, I'm going to crash.

It's been a gas.

NUMBER TWO

Bye-bye, Mr... Cunningham?

AUSTIN

Peace, baby.

Austin and Vanessa leave.

INT. CASINO

VANESSA

Why did you leave so soon?

AUSTIN

That cat Number Two has an X-ray
eyepatch. I get bad vibes from him,
man. Listen, we should go back to
the room, but first I have to go to
the naughty chair and see a man about
a dog.

He heads to the rest room.

INT. HIGH ROLLERS TABLE - CASINO

Number Two has been watching them. He presses a BUTTON.

INT. BATHROOM - CASINO

Austin enters to see a gregarious TEXAN in a huge cowboy
hat. Austin enters a stall. The Texan enters the adjoining
stall.

TEXAN

Good luck, buddy. You don't buy food,
you rent it.

AUSTIN

Too right, youth.

INT. BATHROOM STALL

Austin sits down. Behind him, a panel SLIDES OPEN, revealing

Patty O'Brien. His charm bracelet JINGLES. Austin looks
back.

Patty's bracelet is now garotte wire.

He wraps it around Austin's throat. Austin gets his thumbs
between the wire and certain death.

AUSTIN

(grunting)

Uh, uh!

INT. TEXAN'S STALL

The Texan can only see Austin's feet, which are moving about

frantically. He can hear the GRUNTING.

TEXAN

Hey pardner, just relax, don't force
it! Use some creative visualization.

INT. AUSTIN'S STALL

Austin GRUNTS and snaps his head back into Patty O'Brien's
crotch. Patty O'Brien GROANS in agony.

PATTY O'BRIEN

(groaning)

Ughhhhh...

Austin breaks free of the charm bracelet/garotte, grabs

Patty

O'Brien's head, and pulls it between his legs so that it
hovers above the toilet bowl.

AUSTIN

Who does Number Two work for?

INT. TEXAN'S STALL

TEXAN

That's right! Show that turd who's
boss!

INT. AUSITN'S STALL

AUSTIN

Who does Number Two work for?

PATTY O'BRIEN

(quietly, straining)

Go to hell.

Austin drops Patty's head into the toilet and FLUSHES. We hear MUFFLED GURGLING SOUNDS from Patty O'Brien.

INT. TEXAN'S STALL

The Texan hears all of this, and is now concerned.

INT. AUSTIN'S STALL

Austin reaches into Patty O'Brien's wallet. We see his Dr. Evil ID card and Alotta's Virtucon business card with her address.

INT. BATHROOM

Austin is leaving his stall. The Texan can see Patty

O'Brien's

dead body head-first in the toilet.

TEXAN

Jesus Christ, what did you eat?

ANGLE ON THE FLOOR OF AUSTIN'S STALL

Patty O'Brien's lifeless hand hits the floor. The charms come tumbling out: a heart, a moon, a star, and a clover. A second later, a blue diamond falls out.

INT. PSYCHEDELIC SCENE BREAK

MUSIC: Psychedelic Wa-wa Pedal Funky Drummer Beat TITLE

GRAPHIC: Love Power Austin and the go-go girl dance crazily.

EXT. VEGAS HOTEL - MORNING

INT. HOTEL SUITE - DAY

Vanessa is on the phone on the bed sifting through photos and files on Dr. Evil, Virtucon, etc.

In the background, through an open door, we see that Austin is asleep on the couch.

VANESSA

(into phone)

Hello Mum?

INT. MRS. KENSINGTON'S HOUSE - LONDON

An older Mrs. Kensington sits in her suburban English front room.

MRS. KENSINGTON

(on phone)

Oh, hello Vanessa. How was the flight?

VANESSA (V.O.)

Great.

MRS. KENSINGTON

How's Austin?

VANESSA (V.O.)

He's asleep.

MRS. KENSINGTON

You didn't...

INT. HOTEL SUITE

VANESSA

Oh, God no, I made him sleep on the couch.

In the background, we see Austin get off the couch. He is very naked and very hairy. A strategically placed vase of flowers blocks his naughty bits from view.

MRS. KENSINGTON (V.O.)

I'm proud of you.

VANESSA

Why?

MRS. KENSINGTON (V.O.)

Because you managed to resist Austin Power's charms.

Austin moves towards the bathroom away from the flowers. Right in the nick of time, Vanessa holds up a photo of

Number

Two and looks at it, blocking his naughty parts.

VANESSA

Well, God knows he tried, but I've been rather firm with him, Mummy. You didn't tell me he was so obsessed with sex. It's bizarre.

MRS. KENSINGTON (V.O.)

You can't judge him by modern standards. He's very much a product of his times. In my day he could have any woman he wanted.

VANESSA

What about his teeth?

SPLIT SCREEN - HOTEL ROOM/MRS. KENSINGTON'S HOUSE

MRS. KENSINGTON

You have to understand, in Britain in the Sixties you could be a sex symbol and still have bad teeth. It didn't matter.

VANESSA

I just don't see it.

MRS. KENSINGTON

Just wait. Once Austin gets you in his charms, it's impossible to get out.

VANESSA

Did you ever...

MRS. KENSINGTON

Of course not. I was married to your father.

VANESSA

Did you ever want to?

MRS. KENSINGTON

Austin is very charming, very debonair. He's handsome, witty, has a knowledge of fine wines, sophisticated, a world-renowned photographer. Women want him, men want to be him. He's a lover of love-- every bit an International Man of Mystery.

We hear the TOILET FLUSH. Mrs. Kensington WIPES off the screen.

Austin re-enters from left to right, still NAKED. Vanessa holds up Austin's Fab Magazine shoot from the Sixties, and in perfect timing blocks his crotch from the camera.

VANESSA

You didn't answer my question, Mum.

MRS. KENSINGTON (V.O.)

I know. Let me just say this: Austin was the most loyal and caring friend I ever had.

I will always love him.

AUSTIN (V.O.)

Good morning, luv, who are you on the phone with?

VANESSA

(to her mother)

Do you want to talk to him?

MRS. KENSINGTON (V.O.)

No, it's been too long. Best to leave things alone.

VANESSA

(to Austin)

I'm on with a friend!

(to her mother)

Look, I'd better go. I love you.

MRS. KENSINGTON (V.O.)

I love you, Vanessa.

Vanessa hangs up. Austin enters wearing an "Austin Powers" robe.

AUSTIN

Good morning, Vanessa! I hope you
have on clean underwear.

VANESSA

Why?

AUSTIN

We've got a doctor's appointment--
an evil doctor's appointment.

EXT. VIRTUCON MAIN ENTRANCE - DRIVEWAY - DAY
THROUGH BINOCULAR POV CUT-OUTS

We see a black limousine pull up in front. Random Task and
another BODYGUARD exit the limo and secure the area.

EXT. LAS VEGAS - BUSHES

We see that the binoculars belong to Vanessa. She and Austin
are on a stakeout. Austin's Jag is in the background.

VANESSA

A limousine has just pulled up.

AUSTIN

Let me see.

Austin pulls into frame an extremely long telephoto lens
attached to his vintage camera.

EXT. VIRTUCON MAIN ENTRANCE

TELEPHOTO LENS POV

Two more BODYGUARDS leave the building and approach the

limo.

Number Two exits the building holding Mr. Bigglesworth, the
hairless cat. He's not happy about this, and has a scratch
on his cheek.

FREEZE FRAME. SFX: Camera motor drive.

EXT. BUSHES

AUSTIN

Hello, hello. That's Dr. Evil's cat.

VANESSA

How do you know?

AUSTIN

I never forget a pussy... cat.

EXT. FRONT ENTRANCE

TELEPHOTO LENS POV

Number Two hands the hairless cat through limo's window.

FREEZE FRAME. SFX: Camera motor drive.

The limousine speeds off.

EXT. BUSHES

VANESSA

Let's go get him!

AUSTIN

He's too well-protected right now.

VANESSA

We can't just sit here, Austin.

AUSTIN

Let me tell you a story. There's these two bulls on top of a hill checking out some foxy cows in the meadow below. The young bull says, 'hey, why don't we run down the hill and shag us a cow?', and the wise old bull replies, 'no, why don't we walk down the hill and shag all the cows?'

VANESSA

I don't get it.

AUSTIN

Well, you know... cows, and shagging.

VANESSA

Unfortunately, while you told that stupid story, Dr. Evil has escaped.

AUSTIN

No worries, luv. We'll just give Basil a tinkle on the telling bone...

He notices the way the desert light catches her beauty.

AUSTIN

My God, Vanessa, you are so incredibly beautiful. Stay right where you are.

Austin changes lenses and begins SNAPPING PICTURES.

VANESSA

I hate having my picture taken.

AUSTIN

You're crazy. The camera loves you, Vanessa.

Vanessa does a few coy poses.

AUSTIN

Go, Vanessa, go!

Vanessa lets go a little bit more.

WHITE CYC

Austin and Vanessa are in the midst of a full professional photo shoot, and she's loving it.

Austin begins SNAPPING pictures, all the while changing her look, touching her hair.

AUSTIN

Alright, luv! Love it! Turn... pout
for me Vanessa. Smashing! Crazy.
Give me some shoulder.

(pause)

Yes! Yes! Yes!

He motions to her two top buttons of her blouse. She nods
no.

Austin nods yes. She sheepishly undoes them. A MONTAGE of
her in various gowns, one more exotic and exciting than the
other.

AUSTIN

Show me love. Yes!

(beat)

Smashing!

Vanessa is flanked by two buff MALE MODELS a la Madonna.

AUSTIN

Great! Great! Smashing!

(beat)

Yes! Yes! Yes!

(beat)

No! No!

Love it. Give me love. Give me mouth. Give me lips.

(BEAT)

Going in very close now.

He goes in closer.

AUSTIN

Give me eyes.

(closer)

Give me cornea.

(closer)

Give me aqueous humour.

(closer)

Coming in closer. Give me retina,
Vanessa.

(closer)

Even closer. Give me optic nerve.

(beat)

Love it!

(beat)

And... done.

He throws the camera down.

AUSTIN

I'm spent. What say you we go out on

the town?

EXT. LAS VEGAS STREET - BUS - NIGHT

double-

Austin and Vanessa are on the top deck of an open air
decker English bus having a full-course formal dinner.

They're

drinking champagne.

Austin is cutting sausages into ever-smaller pieces, holding
his cutlery very English. He has cut one piece to the point
to which it's a speck. He puts it on the fork and offers it
to her.

AUSTIN

Fancy a nibble?

VANESSA

I couldn't have another bite.

They laugh. They drink. It's TOM JONES, serenading them.
They begin to dance.

Austin gives her roses. Austin is wooing her.

EXT. LAS VEGAS STREET - NIGHT

They walk along the brightly-lit streets, laughing, enjoying
each other's company. Austin gives Vanessa a pet rock. She
graciously accepts.

LAS VEGAS - SUPERIMPOSITION MONTAGE

Austin and Vanessa stroll against a changing series of
backgrounds-- neon signs, Vegas icons, dice showgirls, etc.

INT. HOTEL ROOM

sticking

Sounds of MOANS and GROANS. We see Austin's backside
out above a piece of furniture, then Vanessa's high-heeled
leg straining upwards.

VANESSA (O.S.)

Watch out, you're on my hair!

AUSTIN (O.S.)

Sorry. Move your hand to the left.

There you go. Gorgeous.

VANESSA (O.S.)

Go! Just go!

We hear a SPINNING SOUND.

AUSTIN (O.S.)

Left hand, blue.

We now see that Austin and Vanessa are playing TWISTER. She

reaches for left hand blue and they fall over, laughing.

AUSTIN

Wait a tick, I forgot something in
the lobby.

(moving behind the
couch)

I know what. I'll take the stairs.
Behind the couch, Austin mimes going down stairs.

AUSTIN

Maybe I'll take the escalator.
Austin mimes the smooth descent of an escalator.

AUSTIN

Why take the escalator when I could
take a canoe?

Austin mimes rowing a canoe behind the couch.

VANESSA

I haven't had fun like that since
college.

AUSTIN

I'm sorry.

VANESSA

Why?

AUSTIN

I'm sorry that bug up your ass had
to die.

She laughs too much, making a SNORTING sound.

VANESSA

Always wanting to have fun, that's
you in a nutshell.

AUSTIN

No, this is me in a nutshell.
Austin mimes being trapped in a nutshell.

AUSTIN

Help! I'm in a nutshell! What kind
of nut has such a big nutshell? How
did I get into this bloody great big
nutshell?

Vanessa laughs again, SNORTING, tipsy.

AUSTIN

You're smashed, Vanessa.

VANESSA

I am not.

AUSTIN

Oh, yes you are.

VANESSA

I'm not. I'm the sensible one. I'm always the designated driver.

They are both on the bed. She looks at him. He looks at her.

There is an awkward silence.

She's about to kiss him, then he pulls away.

AUSTIN

I can't. You're drunk.

VANESSA

It's not that I'm drunk, I'm just beginning to see what my Mum was talking about.

(pause)

What was my mother like back in the Sixties? I'm dying to know.

AUSTIN

(sentimental)

She was very groovy. She was so in love with your Dad. If there was one other cat in this world that could have loved your Mum and treated her as well as you Dad did, it was me. But, unfortunately for yours truly, that train has sailed.

Austin hears SNORING. He looks over and sees Vanessa asleep.

A distinctive PHONE RINGS and a RED LIGHT FLASHES.

Austin opens one of his funky suitcases to reveal a PICTURE PHONE. It's Basil Exposition, on an airplane.

BASIL EXPOSITION

(on the picture phone)

Hello, Austin, this is Basil Exposition from British Intelligence. Thank you for confirming the link between Dr. Evil and Virtucon. Find out what part Virtucon plays in something called Project Vulcan. I'll need you and Vanessa to get on that immediately.

AUSTIN

Right away, Exposition.

BASIL EXPOSITION

Where is Vanessa, by the way?

Austin looks over at Vanessa's sleeping figure.

AUSTIN

She's working on another lead right now.

BASIL EXPOSITION

Then you'll have to go it alone.
Good luck.

AUSTIN

Thank you, Basil.

BASIL EXPOSITION

Oh, and Austin...

AUSTIN

(knowing)

Yes?

BASIL EXPOSITION

Let me remind you that because of the unfreezing process you might experience flatulence at moments of extreme relaxation.

AUSTIN

Oh, yes. Thank you.

BASIL EXPOSITION

There's one more thing, Austin.

AUSTIN

Yes?

BASIL EXPOSITION

Be careful.

AUSTIN

Thank you.

Austin looks at Alotta's Virtucon business card.

INT. ALOTTA'S JAPANESE STYLE PENTHOUSE

Austin is in a dark penthouse suite. Austin passes a piece of art that is very suggestive of the female anatomy.

AUSTIN

Paging Dr. Freud.

He goes over to a credenza where there is a briefcase. He opens it.

FULL SCREEN - DOCUMENT

Austin's photographing the dossier with his miniature camera/pendant.

AUSTIN

(photographing)

Give it to me baby. Super.

We now see that the document outlines all of Virtucon's

holdings in a flow-chart fashion.

AUSTIN

Pout for me, luv. Smashing. Yes!

Yes! Yes! No! No!

One side of the chart is labeled "Secret Projects." Under that we see "Human Organ Trafficking", "Carrot Top Movie", and in CLOSE-UP-- "Project Vulcan."

We see schematics for some sort of subterranean probe and a cross-section of the earth labeled "Crust, Mantel, Core."

AUSTIN

And I'm spent.

The front door opens. It's Alotta.

AUSTIN

You seem surprised to see me.

ALOTTA

I thought you'd quit while you were ahead.

AUSTIN

What, and watch all my earnings go...

(smug)

Down the toilet?

ALOTTA

What do you want, Mr... Cunningham, was it?

AUSTIN

Call me Ritchie, Miss Fagina. May I call you Alotta...

(pause)

Please?

ALOTTA

You may.

AUSTIN

Your boss, Number Two, I understand that cat's involved in big underground drills.

ALOTTA

Virtucon's main interest is in cable television, but they do have a subterranean construction division, yes. How did you know?

AUSTIN

(smug)

I didn't, baby, you just told me.

ALOTTA

It's for the mining industry, Mr. Cunningham. We can talk about business later. But first, let me slip into something more comfortable.

AUSTIN

Behave!

MUSIC: "The Look of Love" by SERGIO MENDEZ AND BRAZIL 66
Alotta goes behind a Japanese screen. In silhouette she

takes

off her clothes and puts on a robe. She opens a pair of sliding doors to reveal an elaborate Japanese bath grotto.

INT. JAPANESE BATH

She slips off her robe, revealing a DR. EVIL LOGO TATTOO on her shoulder, and enters the water.

ALOTTA

Come in.

AUSTIN

I'd rather talk about Number Two.

ALOTTA

Don't you like girls, Mr. Cunningham?
Come in, and I'll show you everything
you need to know.

Austin takes off his clothes. He is extremely hairy. He goes
in. Alotta produces a soapy sponge and swims over.

ALOTTA

May I wash you?

AUSTIN

Groovy.

She washes his back. Behind his back, she pulls out his

wallet

and looks through it.

ANGLE ON HIS IDENTIFICATION. It reads "AUSTIN POWERS,
INTERNATIONAL MAN OF MYSTERY."

ANGLE ON HIS VARIOUS CARDS: CHARGEX, PLAYBOY CLUB, ETC.
She puts his wallet back in his trousers.

ALOTTA

In Japan, men come first and women
come second.

AUSTIN

Or sometimes not at all.

ALOTTA

Care for some saki?

AUSTIN

Sak-i it to me!

Alotta pours them saki. Alotta unscrews the diamond in her ring.

A sign on the inside of her ring reads "Relaxation Pills." She drops two PILLS into his drink.

Austin takes a sip. His eyes glaze over. He's instantly

woozy.

ALOTTA

How do you feel, Mr. Cunningham?

AUSTIN

Mmmm... I feel extreme relaxation.

A big BUBBLE comes to the surface, right in front of Austin.

AUSTIN

(reciting poem)

'Pardon me for being rude, It was not me, it was my food. It just popped up to say hello, and now it's gone back down below.'

ALOTTA

That's very clever. Do you know any other poems?

AUSTIN

(reciting in a lofty tone)

'Milk, milk, lemonade. Round the corner fudge is made. Stick your finger in the hole, And out comes a tootsie roll!'

ALOTTA

(genuinely moved)

Thank you, that's beautiful. To your health.

AUSTIN

To my health.

ALOTTA

Kiss me.

They go to kiss. She notices HIS TERRIBLE TEETH, CLOSE-UP.

ALOTTA

Do you mind if I ask you a personal question?

AUSTIN

Is it about my teeth?

ALOTTA

Yes.

AUSTIN

Damn. What exactly do you do at Virtucon?

ALOTTA

I'll tell you all in due time, after we make love. But first, tell me another poem.

AUSTIN

I think it was Wordsworth who penned this little gem: 'Press the button, pull the chain, out comes a chocolate choo-choo train.'

ALOTTA

Oh, you're very clever. Let's make love, you silly, hairy little man.

She glides over to him.

INT. PSYCHEDELIC SCENE BREAK

MUSIC: Psychedelic Wa-wa Pedal Funky Drummer Beat GRAPHIC: The Party Austin and the go-go girl dance crazily.

INT. DR. EVIL'S PRIVATE QUARTERS - DAY

Dr. Evil, Number Two, and Frau Farbissina sit at the large conference table.

DR. EVIL

Austin Powers is getting too close. He must be neutralized. Any suggestions?

FRAU FARBISSINA

Ya wohl-- I mean, yes wohl, Herr Doctor. I have created the ultimate weapon to defeat Austin Powers. Bring on the Fembots!

MUSIC: Sexy Matt Helm-type theme THREE FEMBOTS enter. They are beautiful buxom multiracial girl/robots in Sixties

clothes

and white go-go boots.

DR. EVIL

Breathtaking, Frau. These automated strumpets are the perfect bait for the degenerate Powers.

FRAU FARBISSINA

These are the latest word in android replicant technology. Lethal, efficient, brutal. And no man can resist their charms. Send in the

soldiers!

SEVEN SOLDIERS come in. They are immediately attracted to the FEMBOTS. They throw down their guns and come to the

girls

zombie-like.

When they get within range, guns POP out of the Fembots' bras and begin FIRING, killing the guards.

DR. EVIL

Quite impressive.

FRAU FARBISSINA

Thank you, Herr Doctor.

DR. EVIL

I like to see girls of that caliber. By caliber, I mean both the barrel size of their guns and the high quality of their character... Forget it.

SFX: 60'S ELECTRONIC BUZZER

NUMBER TWO

That would be the video feed from Kreplachistan.

Dr. Evil and Number Two watch a large screen. We see stock footage of a Russian warhead. We cut into a close-up of RUSSIAN SOLDIERS being taken prisoner by VIRTUCON SOLDIERS in the front of a military vehicle.

DR. EVIL

Gentlemen, Phase One is complete. The warhead is ours. Let Phase Two begin! Patch us through to the United Nations security secret meeting room.

INT. UN SECRET MEETING ROOM

REPRESENTATIVES of various countries in their traditional garb around a large UN-style meeting table. The BRITISH are dressed in bowler hats. The AMERICANS all look like JFK. The

CANADIANS are dressed as Mounties. The ARABS are dressed in ceremonial robes, etc.

DR. EVIL

Gentlemen, my name is Dr. Evil.

They all look up at the SCREEN.

DR. EVIL

In a little while, you'll find out that the Kreplachistani warhead has gone missing. Well, it's in safe

hands. If you want it back, you'll
have to pay me... ONE MILLION DOLLARS!
The UN representatives are confused. Number Two COUGHS.

DR. EVIL

(frustrated)

Sorry. ONE-HUNDRED BILLION DOLLARS!
The representatives ARGUE amongst themselves.

UNITED NATIONS SECRETARY

Gentlemen, silence!

(to Dr. Evil)

Now, Mr. Evil--

DR. EVIL

(angry)

Doctor Evil! I didn't spend six years
in evil medical school to be called
'mister'.

UNITED NATIONS SECRETARY

Excuse me. Dr. Evil, it is the policy
of the United Nations not to negotiate
with terrorists.

DR. EVIL

Fine, have it your way. Gentlemen,
you have five days to come up with
one hundred billion dollars. If you
fail to do so, we'll set off the
warhead and destroy the world.

UNITED NATIONS SECRETARY

You can't destroy the world with a
single warhead.

DR. EVIL

Really? So long.

The screen goes BLANK.

DR. EVIL

(to evil associates)

Gentlemen, in exactly five days from
now, we will be one-hundred billion
dollars richer.

(laughing)

Ha-ha-ha-ha.

(slightly louder)

Ha-ha-ha-ha.

EVIL ASSOCIATES

(laughing with him)

Ha-ha-ha-ha.

DR. EVIL & ASSOCIATES

(louder and more
staccato)

HA-HA-HA-HA-HA!

(louder again, and
even more evil and
maniacal)

HA-HA-HA-HA-HA-HA-HA-HA!

(pause)

Ohhhh, ahhhhhh...

(pause, quieter)

Ohhh, hmmm.

(pause, very quiet)

hmn.

There is an uncomfortable pause, because clearly we should have FADED TO BLACK. The evil associates look around the room, not knowing what to do with themselves.

DR. EVIL

Okay... Well... I think I'm going to watch some TV.

EVIL ASSOCIATES

Okay. Sure.

They exit the frame awkwardly.

INT. BRITISH MAKESHIFT HQ

Austin and Vanessa enter past two BRITISH MILITARY

POLICEMAN.

There is a communications center, a makeshift armory, bunks,
etc.

We see Basil, dressed as the Vegas-era Elvis.

AUSTIN

Hello, Exposition.

BASIL EXPOSITION

Austin, Vanessa, let me bring you up to speed. Dr. Evil has high-jacked a nuclear warhead from Kreplachistan and is holding the world ransom for one-hundred billion dollars. If the world doesn't pay up in four days, he's threatening to destroy the world.

AUSTIN

Thank you, Exposition. Only two things, scare me, and one is nuclear war.

BASIL EXPOSITION

What's the other?

AUSTIN

Excuse me?

BASIL EXPOSITION

What's the other thing you're scared of?

AUSTIN

Carnies.

BASIL EXPOSITION

What?

AUSTIN

Circus folk.

(shudders)

Nomads, you know. They smell like cabbage.

BASIL EXPOSITION

(suffering him)

Indeed... If we could get back to the business at hand. It's one thing to have a warhead, it's quite another thing to have the missiles to launch it.

AUSTIN

Maybe these photographs are the last piece of that puzzle.

(hands him the photos)

I've uncovered the details on Project Vulcan. It's a new subterranean warhead delivery system.

BASIL EXPOSITION

Good God, and underground missile. We've long feared such a development.

VANESSA

When did you find that out, Austin?

BASIL EXPOSITION

Austin did some reconnaissance work at Alotta Fagina's penthouse last night.

VANESSA

Oh.

BASIL EXPOSITON

Our next move is to infiltrate Virtucon. Any ideas?

VANESSA

Yes, Virtucon runs a tour of their facilities every hour. I suggest we pose as tourists and do site-level reconnaissance.

BASIL EXPOSITION

Top drawer, Kensington. Oh, Austin, I want you to meet somebody.

Basil waves to an extremely frail ELDERLY BRITISH LADY.

BASIL EXPOSITION

Austin, this is my mother, Mrs. Exposition. She's in from Tunbridge Wells in Kent. Can you believe, she's ninety-two years old?

Austin hauls off and PUNCHES the lady in the face.

BASIL EXPOSITION

My God, Austin, what have you done?

AUSTIN

That's not your mother, that's a man!

Austin begins tugging on her hair.

MRS. EXPOSITION

Owww ...my hair!

BASIL EXPOSITION

Get away from my mother!

VANESSA

Austin, have you gone mad?

The two guards come over and help Mrs. Exposition to a cot.

MRS. EXPOSITION

(through pain)

Who is that man? Why did he hit me?

BASIL EXPOSITION

Don't worry, mother. Lie down. Austin, you have a lot of explaining to do.

AUSTIN

I'm sorry, Basil, I thought she was a man.

BASIL EXPOSITION

Damn it, man! You're talking about my mother!

AUSTIN

You must admit, she is rather mannish. No offense, but if that's a woman, it looks like she's been beaten with

an ugly stick.

VANESSA

Really, Austin!

AUSTIN

Look at her hands, baby! Those are
carpenter's hands.

BASIL EXPOSITION

All right, Austin, I think you should
go.

AUSTIN

I think if everyone were honest,
they'd confess that the lady looks
exactly like a man in drag.

BASIL EXPOSITION

I'm leaving!

(pause)

Oh, and Austin?

AUSTIN

Yes, Basil?

BASIL EXPOSITION

Be careful.

AUSTIN

Thanks.

Basil escorts his mother out.

VANESSA

Austin, may I have a word with you?

AUSTIN

Of course, luv.

VANESSA

Listen, I know I'm just being
neurotic, but I can't shake this
suspicious feeling about that Italian
secretary, Ms. Fagina. I mean, I
don't want to sound paranoid, but
I've had some bad relationships in
the past, and I have some jealousy
issues. You went to her penthouse.
It makes me feel so small to give
into these insecurities, but I can't
help but feel this weird, irrational,
unfocused... well, jealousy. I'm
sorry.

AUSTIN

Don't be sorry. You're right to be

suspicious. I shagged her. I shagged her rotten.

VANESSA

(stunned)

I can't believe you made love to her just like that. Did you use protection?

AUSTIN

Of course, I had my nine-millimeter automatic.

VANESSA

No, did you use a condom?

AUSTIN

Only sailors use condoms, man.

VANESSA

Not in the Nineties.

AUSTIN

Well they should, filthy beggars, they go from port to port. Alotta meant nothing to me.

VANESSA

(pause)

Well, it means something to me. If you want us to have a relationship, you've got to be a one-woman man.

AUSTIN

It was just a shag, Vanessa. You're everything to me.

VANESSA

You just don't get it, do you, Austin? Good night. Welcome to the Nineties, you're going to be very lonely.

INT. HOTEL ROOM - NIGHT

MUSIC: "What the World Needs Now" by BURT BACHARACH Austin looks at his address book. ANGLE ON THE PAGE: We see a list of names crossed out, with comments written in beside them. Beside Jimi Hendrix we see "Deceased, Drugs"; Janis Joplin, "Deceased, Alcohol"; Mama Cass, "Deceased, Ham Sandwich"; Jerry Garcia. "Deceased, Gratefully"; Jane Fonda, "Square". Austin looks at his old pair of Sixties-era canvas sneakers.

He picks up his new pair-- REEBOK SHAQ CROSS-TRAINER PUMPS. He pumps them too much and they explode.

Austin looks out his window at the lonely city below. We see

the CDs he's just purchased, including SERGEANT PEPPER'S and

BURT BACHARACH'S GREATEST HITS.

Austin goes over to the kitchenette and puts a can of

unopened

Campbell's Tomato Soup in the microwave and turns it on. It explodes in a shower of sparks and soup.

He puts the CD on a record player and drops the needle. The NOISE is awful.

Austin plays MORTAL COMBAT III. His fighter gets his head ripped off, and blood spews out.

Austin is genuinely frightened by this.

INT. BATHROOM

Austin attempts to use the Water Pik, but the head is too loose and water shoots all around the bathroom.

EXT. CAR - STREETS OF LAS VEGAS - NIGHT

Austin drives alone and sad against the rear-projection of Las Vegas.

INT. CASINO BAR - NIGHT

Austin drinks by himself while a gaggle of EIGHT

CONTEMPORARY

YOUNG PEOPLE IN LOVE cavort. They look at him like he's a freak.

Austin raises a bottle of ZIMA as if to say "hey, I'm down with that". They shoot him sarcastic peace signs. Austin is pleased.

INT. HOTEL ROOM - DAY

Austin sits watching the TIME-LIFE The Last Thirty Years video on TV. Vanessa enters.

AUSTIN

Hello, luv.

VANESSA

Thirty years of political and social upheaval. The fall of the Berlin wall, a female Prime Minister of England, the abolishment of Apartheid, a fascinating tapestry of human strum und drang.

AUSTIN

Yeah, I can't believe Liberace was gay. Women loved him, man. I didn't see that one coming.

VANESSA

Basil was very concerned to know
where you were last night.

AUSTIN

Out and about, doing odds and sods.

VANESSA

I'll tell him. By the way, I've
decided we should keep our
relationship strictly professional.

INT. THERAPIST'S OFFICE - NEXT DAY

We're in the middle of a group therapy session, containing
six or seven FATHERS with their teenage SONS. It is
emotionally charged. A lot of pained expressions and coffee
in Styrofoam cups.

SON 1

(crying)

I love you, Dad.

DAD 1

I love you, Son.

They hug. Everyone APPLAUDS. We see Dr. Evil and Scott.

THERAPIST

That was great, Mr. Keon, Dave. Thank
you. OK, group, we have two new
member. Say hello to Scott and his
father, Mr.... Ehville?

DR. EVIL

Evil, actually, Doctor Evil.

GROUP

Hello, Dr. Evil. Hello, Scott.

SCOTT EVIL

(into it)

Hello, everybody.

THERAPIST

So, Scott, why don't we start with
you. Why are you here?

SCOTT EVIL

Well, it's kind of weird.

THERAPIST

We don't judge here.

SCOTT EVIL

OK. Well, I just really met my Dad
for the first time three days ago.
He was partially frozen for thirty
years. I never knew him growing up.
He comes back and now he wants me to

take over the family business.

THERAPIST

And how do you feel about that?

SCOTT EVIL

I don't wanna take over the family business.

DR. EVIL

But Scott, who's going to take over the world when I die?

SCOTT EVIL

Not me.

THERAPIST

What do you want to do, Scott?

SCOTT EVIL

I don't know. I was thinking, maybe I'd be a vet or something, cause I like animals and stuff.

DR. EVIL

An evil vet?

SCOTT EVIL

No. Maybe, like, work in a petting zoo or something.

DR. EVIL

An evil petting zoo?

SCOTT EVIL

(shouting)

You always do that!

(calm)

Anyways, this is really hard, because, you know, my Dad is really evil.

THERAPIST

We don't label people here, Scott.

SCOTT EVIL

No, he's really evil.

THERAPIST

Scott.

DR. EVIL

No, the boy's right. I really am evil.

THERAPIST

Don't be so hard on yourself. You're here, that's what's important. A journey of a thousand miles begins with one step.

SCOTT EVIL

I just think, like, he hates me. I really think he wants to kill me.

THERAPIST

OK, Scott, no one really wants to "kill" anyone here. They say it, but they don't mean it.

The group LAUGHS.

DR. EVIL

Actually, the boy's quite astute. I am trying to kill him. My Evil Associates have cautioned against it, so here he is, unfortunately, alive.

THERAPIST

We've heard from Scott, now let's hear from you.

DR. EVIL

The details of my life are quite inconsequential.

THERAPIST

That's not true, Doctor. Please, tell us about your childhood.

GROUP

Yes, of course. Go ahead, etc.

DR. EVIL

Very well, where should I begin? My father was a relentlessly self-improving boulangerie owner from Belgium with low-grade narcolepsy and a penchant for buggery. My mother was a fifteen-year-old French prostitute named Chloe with webbed feet. My father would womanize, he would drink, he would make outrageous claims, like he invented the question mark. Sometimes he would accuse chestnuts of being lazy. A sort of general malaise that only the genius possess and the insane lament. My childhood was typical. Summers in Rangoon, luge lessons. In the spring we'd make meat helmets. If I was insolent, I was placed in a burlap

bag and beaten with reeds. Pretty standard, really. At the age of twelve I received my first scribe. At the age of fifteen, a Zoroastrian named Vilma ritualistically shaved my testicles. There really is nothing like a shorn scrotum. At the age of eighteen, I went off to evil medical school. From there...

ANGLE ON THE THERAPIST AND THE GROUP. They are stunned.
PSYCHEDELIC SCENE BREAK

MUSIC: Psychedelic Wa-wa Pedal Funky Drummer Beat TITLE

GRAPHIC: Sock It To Me Austin and the go-go girl dance crazily.

EXT. VIRTUCON HIGH RISE - NEXT MORNING

INT. HALLWAY - VIRTUCON

A TOUR is in progress. Austin, Vanessa, and other TOURISTS ride on an electric tram.

AUSTIN

Since I've been unfrozen, I've had a rancid taste in my mouth. Do you have a piece of gum?

VANESSA

(in her own world)

Do you think she's prettier than I?

AUSTIN

Who?

VANESSA

You know who.

AUSTIN

No! Don't lay your hang-ups on me, Vanessa. You're being very trippy.

VANESSA

I'm looking at you, and the whole time I can't help thinking you had your willie inside her hootchie-kooch.

AUSTIN

Well put. Listen love, we can't keep having this fight. I'm an International Man of Mystery. Sometimes in the course of my work to save the world I have to shag some crumpet. It's all part of the job.

TOUR GUIDE

Welcome to Virtucon, the company of the future.

(pointing to large display window)

Virtucon is a leading manufacturer of many items you'll find right in your own home. We make steel, volatile chemicals, petroleum-based products, and we also own the Franklin mint, which makes decorative hand-painted theme plates for collectors.

(holds up plate)

Some plates, like the Gone With The Wind series, have gone up in value as much as two-hundred and forty percent, but, as with any investment, there is some risk involved.

The people on the tour APPLAUD.

TOUR GUIDE

Coming up on the left, we have the Virtucon gift shop, offering a wide range of Virtucon licensed products. On the right, you'll notice a door that leads to a restricted area. Only authorized personnel are allowed beyond that point.

INT. VIRTUCON GIFT SHOP AREA

All the tourists head for the gift shop. Austin notices a SEVEN-FOOT-TALL SCIENTIST leaving the "RESTRICTED AREA" with a FOUR-HUNDRED-POUND FEMALE SCIENTIST. They both wear Virtucon coveralls.

AUSTIN

I'll take him, you take her.

The seven-foot-tall male scientist goes to the men's room; the four-hundred-pound woman goes to the ladies room. Austin

and Vanessa follow.

We hear from inside either washroom the sound of PEOPLE

BEING

KNOCKED OUT.

Austin and Vanessa exit wearing the scientists' coveralls over their clothes. Magically, the coveralls fit perfectly.

They go through the doors into the restricted area.

INT. HALLWAY - RESTRICTED AREA

They approach the security GUARD.

VANESSA

Austin, we don't look anything like
our photo badges.

AUSTIN

Don't worry, baby. I picked up a
mind control technique during my
travels to India. I learned it from
my guru, the late Guru Shastri, a
chaste man who mysteriously died of
a disease that had all the hallmarks
of syphilis. Just watch me. Watch
me, now.

They reach the guard.

GUARD

Hi, folks. You're entering a
restricted zone. Can I see your
security badges?

AUSTIN

Sure.

They flash their security badges to the guard.

ANGLE ON AUSTIN. WE PUSH IN SLOWLY AS AUSTIN CONCENTRATES,
RAISING ONE EYEBROW AND THEN THE OTHER, BACK AND FORTH.

MUSIC: Mystical Indian sitar.

AUSTIN

(hypnotist-like)

Everything seems to be in order.

GUARD

(looking at the badges)

Hey, wait a minute--

ANGLE ON AUSTIN. He redoubles his eye-brow-raising.

GUARD

(trance-like, in
Austin's English
accent)

Everything seems to be in order.

VANESSA

That's amazing. Let's go!

AUSTIN

Hold on one second.

Austin again does his mind control trick.

AUSTIN

Here, have a piece of gum.

GUARD

(in trance)

Here, have a piece of gum.

He hands Austin a piece of gum.

AUSTIN

Don't mind if I do.

GUARD

(slipping out of trance)

Hey! Wait a minute, that's my last piece of gum.

Austin does his mind-control again.

AUSTIN

No, no, I want you to have it, even if it's my last piece.

GUARD

(trance-like)

No, no, I want you to have it, even if it's my last piece.

AUSTIN

(mind-controlling)

I'm going to go across the street and get you some sherbert.

VANESSA

(irritated)

Austin, we have to go!

She pulls him away.

GUARD (O.S.)

(faintly)

I'm going to go across the street and get you some sherbert.

Austin and Vanessa come to a door marked "PROJECT VULCAN - TOP SECRET." They walk through.

INT. PROJECT VULCAN RESEARCH ROOM

Inside, SCIENTISTS wearing head-to-toe radiation suits surround and inspect a huge diamond-encrusted drill bit.

SCIENTIST

This is the strongest, sharpest drill bit ever produced by man. It weighs fifteen metric tones and can bore through a mile-thick bedrock of solid granite in seven seconds.

INT. VIRTUCON GIFT SHOP AREA - TOUR TRAM

A SECURITY GUARD and the tour guide take a head count. They

notice Austin and Vanessa's empty seats on the tram. The guard speaks into his walkie-talkie.

INT. PROJECT VULCAN RESEARCH ROOM

SFX: ALARM GOES OFF

ANNOUNCER

(on PA)

Attention, there are intruders in the complex.

All the radiation suited scientists turn to look at Austin and Vanessa.

SCIENTIST

Get them!

The scientist approach. Austin knocks two of them out cold with judo chops.

AUSTIN

Judo chop! Judo chop!

Vanessa knocks two of them out using roundhouse kicks.

SECURITY GUARDS flood into the room from the hallway. Austin

and Vanessa take off through another side door which reads "VIRTUCON STEAMROLLER TESTING FACILITY."

INT. STEAMROLLER TESTING FACILITY

It is a room the size of a large gymnasium overseen by a large observation booth. Six STEAMROLLER go around a test track very slowly.

Austin and Vanessa hide behind one of the slowly moving steamrollers. Security guards enter the facility and begin fanning out in a search.

AUSTIN

Our only way out of here is to drive out!

They climb up the back of a steamroller, KNOCK OUT the

DRIVER,

push him off, and assume the controls.

P.A. (O.S.)

There they are!

Two SECURITY GUYS jump on either side of the steamroller. Vanessa wrestles the machine gun off on and pushes him away.

Austin punches the other one off.

AUSTIN

Hang on! I'm going to floor it!

He engages a lever. It goes only slightly faster.

TWO SECURITY GUARDS jump in front of the steamroller. They

are acting like they're frozen, and if in the headlights of a fast-approaching car.

GUARD

Nooooooooooooooooo!

AUSTIN

Where did you learn to shoot?

VANESSA

Where did you learn to drive?

ANGLE ON THE GUARDS.

One of the guys jumps out of the way as if "in the nick of time."

The steamroller is now 8 yards away. The other army guy is still frozen in the path of the oncoming steamroller.

GUARD

Nooooooooooooooooo!

VANESSA

Austin, watch out!

AUSTIN

(looking around)

Where? Where?

ANGLE ON THE GUARD.

He's bathed in the headlights of the steamroller, which is still 3 yards away.

GUARD

Nooooooooooooooooo!

ANGLE ON AUSTIN AND VANESSA.

Austin is frantically jerking the steering wheel and trying to downshift. SFX: Metal grinds. The shifter breaks off

along

with a gaggle of wares. He desperately jams on the breaks.

ANGLE ON THE GUARD.

He is finally run over by the steamroller. There is an inordinate amount of blood and guts.

By now, Austin and Vanessa are right by the door. They run out into the hallway.

INT. HALLWAY

The coast is clear.

VANESSA

Thank God, Austin, we made it.

AUSTIN

Yes, act naturally and we'll split this scene the way we came in, Vanessa.

From behind, a HAND knocks Vanessa and Austin out. It is Random Task flanked by four SECURITY GUARDS.

INT. STEAMROLLER TESTING FACILITY

We see the aftermath. Several WORKMEN sweep up the blood and

guts with large squeegees and brooms. One of them turns to reveal "Steamroller Accident Response Team" written on his jumpsuit.

Another WORKMAN leans down to the body with a hand broom and

dust pail to sweep up blood. ZOOM IN on the steamrolled Army

guy's ID tag, which reads "STEVE HARWIN."

EXT. SUBURBAN HOUSE - LOS ANGELES

It is a pleasant, Marcus Welby-like ranch-style house. We hear a PHONE RINGING.

INT. KITCHEN

A pleasant-looking MIDDLE AGED LADY answers the phone.

MIDDLE AGED LADY

Hello?

(pause)

Yes, this is Mrs. Harwin.

(pause)

Yes, I have a son named Steve Harwin.

(pause)

Yes, that's right, he's a henchman in Dr. Evil's Private Army.

(pause)

What? Killed?

(pause)

How?

(pause)

Run over by a steamroller? Oh my God. Thank you for calling.

She HANGS UP. A FOURTEEN-YEAR-OLD enters.

FOURTEEN-YEAR-OLD

Hi Mom! When's Steve coming home? He said he was going to teach me to play ball.

MRS. HARWIN

Sit down, Billy, I have some bad news. As you know, your brother Steven was a henchman in Dr. Evil's Private Army.

BILLY

Was? What is it, Mom?

MRS. HARWIN

Your brother was run over by a steamroller.

BILLY

A steamroller?

(bursting into tears)

No, not Steve! Since Dad died, Steve's been like a father to me.

MRS. HARWIN

I'm sorry son. People never think how things affect the family of the henchman.

(hugging him)

I love you, Billy.

(to herself, out loud)

I wonder if we'll be able to receive Steve's henchman's comp.

CAMERA PANS to a high-school photograph of Steve on the wall.

INT. PSYCHEDELIC SCENE BREAK

MUSIC: Psychedelic Wa-wa Pedal Funky Drummer Beat TITLE

GRAPHIC: The Pad Austin and the go-go girl dance crazily.

EXT. VEGAS - HIGHWAY

We see a Virtucon electric minivan humming along.

INT. BACK OF ELECTRIC MINIVAN

Austin and Vanessa are unconscious.

EXT. HIGHWAY

The electric minivan turns onto a dirt road that leads to a boulder.

EXT. DESERT - BOULDER

The boulder lifts up and the minivan drives into it.

INT. UNDERGROUND TUNNEL

The minivan enters a long cylindrical tunnel.

INT. FREIGHT ELEVATOR

The minivan is being lowered on a high-speed elevator.

INT. DR. EVIL'S MAIN CHAMBER

VIRTUCON ARMY MEMBERS keep watch. SCIENTISTS check clipboards.

DR. EVIL

Frau Farbissina, check on our guests.

The electric minivan pulls up right next to the immense table.

All the evil associates are present. Dr. Evil squeezes a tennis ball repeatedly. Frau Farbissina opens the rear hatch of the minivan and pulls out Austin and Vanessa.

DR. EVIL

Welcome to my underground lair, Mr. Powers. Mrs. Kensington's daughter, how lovely. I believe your name is Vanessa? I'd shake your hands, except for obvious reasons.

VANESSA

I don't understand.

DR. EVIL

My hand, dammit! Look at it!

AUSTIN

What's wrong with your hand?

DR. EVIL

Don't try to suck up to me! It's a little late for that. I'm a freak! Look at it, it's been rendered useless.

He moves his arm around to show them, but it's virtually normal, just slightly aged.

AUSTIN

I'm sorry, baby, I'm just not grocking your head space.

DR. EVIL

Oh forget it. As a fellow player on the international stage, Mr. Powers, I'm sure you'll enjoy watching the curtain fall on the third and final act.

A large telescreen comes on, showing the United Nations Meeting Room.

DR. EVIL

Gentlemen, I give you the Vulcan.

He presses a button on his chair panel. A giant canvas falls, unveiling an ultra-high tech diamond-bladed subterranean bore-- the VULCAN. It is rather phallic.

AUSTIN

(under his breath to
Vanessa)

Secret

falls,

Does that make you horny?

VANESSA

(under her breath)

Not now, Austin.

DR. EVIL

The world's most powerful subterranean
drill.

INT. UNITED NATIONS SECRET MEETING ROOM

ON SCREEN: Stock footage of volcanoes erupting and animated
charts of magma squirting through the Earth's layers.

DR. EVIL

(voice over)

So powerful it can penetrate the
Earth's crust, delivering a 50 kiloton
nuclear warhead into the planet's
hot liquid core. Upon detonation,
every volcano on the planet will
erupt.

The various representatives are ABUZZ. Behind the British
delegation sits Basil Exposition. To his right, sits Mrs.
Exposition with a hideous BLACK EYE.

AMERICAN UN REPRESENTATIVE

Why should we pay him the money?
He's only got one warhead and he's
going to detonate it deep underground.

BASIL EXPOSITION

(the light shifts
towards dramatic as
he speaks)

My God, man, don't you understand?
It won't just be active volcanoes,
inactive ones will erupt as well.
Seven-eighths of the Earth's land
mass will be deluged with hot magma.
Tectonic plates will shift, causing
massive earthquakes. Imagine no United
Kingdom. Think of it, no cricket, no
tea, no freshly toasted crumpets
smothered with Devonshire clotted
cream, the diving mystery of
Stonehenge. Imagine severing forever
the continuity of Britannic majesty,
the demise of this sceptered isle,
this jewel, this England...

BRITISH UN REPRESENTATIVE

Any word from Powers?

BASIL EXPOSITION

(back to normal)

I'm afraid we've lost contact with him.

BRITISH UN REPRESENTATIVE

I see.

UNITED NATIONS SECRETARY

Dr. Evil, it seems we have no choice but to pay your ransom.

INT. DR. EVIL'S MAIN CHAMBER

DR. EVIL

Gentlemen, your deadline is in three hours. You have your instructions. Good-bye.

The screen goes BLACK.

DR. EVIL

Come join us for dinner, won't you Mr. Powers?

INT. DR. EVIL'S PRIVATE QUARTERS

Austin and Vanessa are seated at a table with Frau. WAITERS serve food.

MUSIC: Sexy Matt Helm-type theme

DR. EVIL

I think you'll enjoy the food. I have the best chef in the world. His name is Ezekial. He's made of seventy-five percent plastic.

Scott enters.

DR. EVIL

Scott my boy, come here. How was your day?

SCOTT EVIL

Well, me and a buddy went to the video arcade in town and, like, they don't speak English right, and so my buddy gets into a fight, and he goes 'hey, quit hassling me cause I don't speak French or whatever', and the other guy goes something in Paris talk, and I go 'um, just back off' and he goes 'get out' and I go 'make me'.

DR. EVIL

(trying to hide
contempt)

Fascinating. What are your plans for
this evening?

SCOTT EVIL

Thought I'd stay in. There's a good
tittie movie on Skinemax.

DR. EVIL

And that's how you want to live your
life, is it?

SCOTT EVIL

Yeah. What?

ANGLE ON A PANEL OF BUTTONS that has everyone's names on it.
Dr. Evil's hand hovers over the button labeled "SCOTT."
Frau Farbissina slaps his hand away.

DR. EVIL

Scott, I want you to meet Daddy's
nemesis, Austin Powers.

SCOTT EVIL

Why are you feeding him? Why don't
you just kill him?

DR. EVIL

In due time.

SCOTT EVIL

But what if he escapes? Why don't
you just shoot him? What are you
waiting for?

DR. EVIL

I have a better idea. I'm going to
put him in an easily-escapable
situation involving an overly-
elaborate and exotic death.

SCOTT EVIL

Why don't you just shoot him now?
Here, I'll get a gun. We'll just
shoot him. Bang! Dead. Done.

DR. EVIL

One more peep out of you and you're
grounded. Let's begin.

A PRIVATE ARMY SOLDIER grabs Austin and Vanessa. Dr. Evil
hits a button. One whole wall slides out to reveal a tank.

DR. EVIL

Mr. Powers, Vanessa, some friends of

mine are joining us for dinner.
They're quite delighted you'll be
part of the meal.

The soldier takes Austin and Vanessa to the tank and puts
them in the dipping mechanism.

AUSTIN

Dr. Evil, do you really expect them
to pay?

DR. EVIL

No, Mr. Powers, I expect them to
die. Even after they pay me the money,
I'm still going to melt all the cities
of the world with hot magma.

(to guard)

All right, guard, begin the
unnecessarily Slow-Moving Dipping
Mechanism.

The guard do so. Austin and Vanessa begin to descend slowly
towards the surface of the water.

DR. EVIL

Release the sharks!

(to the room)

All the sharks have had laser beams
attached to their heads. I figure
every creature deserves a warm meal.

FRAU FARBISSINA

(clearing her throat
nervously)

Dr. Evil?

DR. EVIL

Yes, what is it? You're interrupting
my moment of triumph.

FRAU FARBISSINA

It's about the sharks. Since you
were frozen, they've been placed on
the Endangered Species List. We tried
to get some, but it will take months
to clear up the red tape.

DR. EVIL

(disappointed)

Right.

(to Austin)

Mr. Powers, we're going to lower you
in a tank of piranhas with laser

beams attached to their heads.
Frau clears her throat again.

DR. EVIL

What is it now?

FRAU FARBISSINA

Well, we experimented with lasers,
but you would be surprised at how
heavy they are. They actually
outweighed the piranha themselves,
and the fish, well, they sank to the
bottom and died.

DR. EVIL

I have one simple request-- sharks
with friggin' laser beams attached
to their heads, and it can't be done?
Remind me again why I pay you people?
What do we have?

FRAU FARBISSINA

Sea bass.

DR. EVIL

Right.

FRAU FARBISSINA

They're mutated sea bass.

DR. EVIL

Really? Are they ill-tempered?

FRAU FARBISSINA

Please allow me to demonstrate.

Frau Farbissina throws a leg of lamb attached to a rope
towards the tank, where the WATER BUBBLES and sea bass arch
through the air. The sea bass devour the lamb. She pulls
the rope back. The lamb has been eaten to the bare bone.

DR. EVIL

Fine. Whatever. Mutated, ill-tempered
sea bass it is.

(to the room)

Come, let's return to dinner. Close
the tank.

SCOTT EVIL

Aren't you going to watch them?
They'll get away!

DR. EVIL

No, we'll leave them alone and not
actually witness them dying, and
we'll just assume it all went to

plan.

SCOTT EVIL

I have a gun in my room. Give me five seconds, I'll come back and blow their brains out.

DR. EVIL

No, Scott. You just don't get it, do you?

Dr. Evil presses a button; the wall closes back over the tank.

INT. TANK AREA

Austin and Vanessa slowly descend towards the water. They can see the WATER BUBBLING beneath them.

VANESSA

What's your plan?

Just then, a SEA BASS jumps out of the water, just missing Austin.

AUSTIN

First, I plan to soil myself. Then, I plan to regroup and think about the next move. Any thoughts?

VANESSA

Sadly, no. Hold on! I always keep this on me just in case.

She pulls out a container of dental floss.

AUSTIN

All right, I get it. I have bad teeth. You have to understand, in Britain in the Sixties you could be a sex symbol and still have bad teeth. It didn't matter.

VANESSA

No, no, no. We'll use the floss to get to the ledge.

AUSTIN

Smashing idea! Give it to me.

Austin takes the container and draws out four feet of dental floss and spins the container above his head like a bolo. He throws it and it wraps around a RADIATOR and it catches like a grappling hook.

Austin begins drawing out the floss to take up the slack.

Meanwhile, the slow-dipping mechanism is edging towards the sea bass. Unfortunately, Austin is still drawing out the floss. He keeps pulling out floss.

More floss still. The mechanism continues to sink. Finally, the floss line goes TAUT. Austin ties it off high on the pole of the slow-dipping mechanism.

Austin holds out his hand like a surgeon-- Vanessa places a tube of toothpaste in his hand. Meanwhile the guard is reaching to undo the floss. Austin places the open tube on his palm, aimed at the guard. Vanessa WHISTLES at the guard loudly. He turns around.

AUSTIN

Judo chop!

Austin JUDO CHOPS the toothpaste tube, sending a stream of toothpaste into the guard's eyes.

GUARD

(screaming, rubbing
his eyes)

My eyes! My eyes!

Austin folds the tube across the top of the wire, grabbing both ends.

AUSTIN

Hold on, Vanessa!

She grabs onto him and they slide down the floss to safety right as the dipping mechanism goes under the water. Meanwhile, the guard waits for them with toothpaste smeared all over his face.

He and Austin STRUGGLE.

The guard manages to get Austin pinned to the ground,

Austin's

head dangling over the water. SEA BASS circle. The water boils, dangerously close to Austin's head.

VANESSA

(shouting)

Austin, watch out!

Austin FLIPS the guard over. The SEA BASS chew the guard's head off like a blender.

AUSTIN

Not a good time to lose one's head.

VANESSA

Indeed.

AUSTIN

That's not the way to get ahead in life.

VANESSA

Yes.

AUSTIN

It's a shame he wasn't more headstrong.

VANESSA

Shut up.

AUSTIN

Fair enough.

They head out a door. ANGLE ON THE HEADLESS TORSO. The name tag reads "JOHN SMITH."

EXT. HOOTERS RESTAURANT - DAY

It is a sports bar-type restaurant that has scantily clad BUSTY WAITRESSES.

INT. HOOTERS RESTAURANT

At a table we see fifteen or so TWENTY-SOMETHING GUYS, scouting chicks, drinking mugs of beer.

GUY 1

I can't believe John Smith is getting married tomorrow.

GUY 2

Where is Smittie anyways? It's not like him to be late for anything, especially his own stag party.

GUY 3

Well, you know he's a henchman for Dr. Evil. Sometimes they work late. Can I just say something that may sound a little sappy? I think it's a testament to our friend John that so many of his buddies showed up in his honor. There's a lot of love in this room.

A large-breasted WAITRESS approaches with a phone.

WAITRESS

Hi, I have a phone call here for the John Smith party.

GUY 1

Hello?

(pause)

Yes, I have a friend named John Smith.

(pause)

That's right, he's in Dr. Evil's private army.

(pause)

What? He's dead?

(pause)

Decapitated by mutated flying sea bass? Oh my God! OK, thank you.

He hangs up.

GUY 2

(to Guy 1)

Hey Bill, what's wrong? Was that John? Is he coming late?

GUY 1

Guys, John's not coming.

GUY 2

Why?

GUY 1

He was decapitated by mutated flying sea bass.

GUYS

(upset)

Oh no, oh my God, etc.

GUY 1

All right, to Smittie!

Everyone raises their glasses.

GUYS

To Smittie!

INT. PSYCHEDELIC SCENE BREAK

MUSIC: Psychedelic Wa-wa Pedal Funky Drummer Beat TITLE

GRAPHIC: Out of Sight Austin and the go-go girl dance

crazily.

INT. CORRIDOR

Austin and Vanessa drive a Dr. Evil golf cart down a

brightly-

lit, narrow corridor to a doorway marked "Emergency Exit."

VANESSA

What do we do now?

AUSTIN

We've got a freaked out square and world annihilation is his bag. You go get help. I'm gonna stay here and keep an eye on the bad Doctor.

VANESSA

I'm not going anywhere. We're a team.

AUSTIN

Too right, youth. That's why I need

you to lead the troops.

VANESSA

I'll hurry back.

AUSTIN

Listen, Vanessa, whatever happens, I just want you to know that I feel bad about shagging that Italian girl. I had a sip of sake and all of the sudden, I don't know what happened. The whole time I was shagging her-- I mean really shagging her, I mean it was crazy, I was like a huge mechanical piston, in and out, IN and OUT!--

VANESSA

(cutting him off)

Austin, what's your point?

AUSTIN

Anyways, what I'm trying to say is that if you want me to be a one-woman man, well, that's just groovy, because... I love you.

VANESSA

Oh, behave!

Vanessa goes out the door.

INT. LADDER

Vanessa starts climbing up the ladder.

INT. CORRIDOR

Austin tries to turn the cart around in the narrow corridor.

He begins a twenty-seven point turn.

INT. DR. EVIL'S PRIVATE QUARTERS

Dr. Evil, Scott and the evil associates finish dinner.

DR. EVIL

Come, everyone, let us repair to the main chamber. Project Vulcan is about to begin. Scott, are you coming?

SCOTT EVIL

I don't want to.

DR. EVIL

Don't you want to see what Daddy does for a living?

SCOTT EVIL

(under his breath)

Blow me.

DR. EVIL

What did you say?

SCOTT EVIL

Show me.

They all go towards a giant door with the radiation symbol painted on it.

INT. CORRIDOR

Austin's still trying to turn the cart around. PULL BACK TO REVEAL-- The cart is completely wedged perpendicularly in the corridor.

Austin jumps out and starts running down the hall. Austin comes to a T in the hall and goes around the corner. He sees

two GUARDS and ducks into a door.

INT. FEMBOT LAIR

Inside are SEVEN FEMBOTS lounging in various seductive poses

on Sixties furniture-- egg chairs, trapezes, round furry bed, etc.

MUSIC: Sexy Matt Helm-type theme

AUSTIN

Hello, hello.

FEMBOT

Hello, Mr. Powers, care to have a little fun?

AUSTIN

(looking at his watch)

No, actually, I have to save the world.

He runs towards to door to exit. Suddenly, A PAIR OF FEMALE LEGS drop and wrap around Austin's neck and lift him up. His

feet leave the floor.

Another FEMBOT cartwheels up to Austin. Nozzles pop out of the tips of the Fembot's bra.

AUSTIN

Is it cold in here?

A cloud of multicolored gas spews from the nozzles. Austin is overcome. The room starts to spin.

INT. DR. EVIL'S MAIN CHAMBER - CONTROL AREA

Dr. Evil sits into his chair with his radiation suit on.

DR. EVIL

Arm the probe!

A small electric flatbed comes in carrying the nuclear warhead. A PHALANX of Dr. Evil's soldiers run beside it. The

cart approaches the subterranean probe and the warhead is loaded up into its tail.

INT. FEMBOT'S LAIR

Austin is on the bed being held down by the Fembots.

Psychedelic music plays. Projected colored swirling lights flash. The Fembots swirl around seductively.

AUSTIN

(delirious)

I've got to get Dr. Evil!

(eyes closed, fingers
in his ears)

Margaret Thatcher naked on a cold
day! Margaret Thatcher naked on a
cold day! Margaret Thatcher naked on
a cold day!

INT. DR. EVIL'S MAIN CHAMBER

The (very phallic) Vulcan droops to its down position.

DR. EVIL

Probe in place.

TECHNICIANS in "VIRTUCON" lab coats scurry about, being technical.

DR. EVIL

Five minutes to go. Let the
penetration countdown begin.

Dr. Evil presses a button marked "PENETRATION BEGIN." Next to it is a large button that says "ABORT." ANGLE ON AN EASTERN EUROPEAN TECHNICIAN at a microphone.

EASTERN EUROPEAN TECHNICIAN

(on PA, very slowly,
with very thick accent)

Five minutes and COUN-ting.

EXT. DESERT

Vanessa leads fifteen COMMANDOS on ATCs across the sand.

INT. FEMBOT LAIR

Two Fembots guard the door and five are on the bed in come-hither poses.

FEMBOT

You can't resist us, Mr. Powers.
Eventually you'll give in.

AUSTIN

Au contraire, I think you can't resist

me.

MUSIC: Sexy Matt Helm-type theme Austin starts his seductive

dance. He does a quick head count of the Fembots, reaches out of frame, pulls out eight cigarettes, put them in his mouth and lights them with a blowtorch.

He throws seven cigarettes one by one. Each cigarette lands perfectly in a different Fembot's mouth. Austin smokes the remaining cigarette.

Austin begins to do a seductive striptease. The Fembots are aroused. He takes off his shirt, revealing his hairy chest, and focuses his sexual energy on one Fembot.

She begins to shake violently, her head shaking back and forth like in Jacob's Ladder.

Eventually her head explodes. Austin is now stripped down to

his Union Jack bikini briefs and turns to another Fembot.

Her head explodes.

He takes off his shoes and throws them away cavalierly. Then

he tosses down his lit cigarette and grinds it with his bare

foot. He gives a look of disguised pain.

He mouths "I love you" to another Fembot. Her head explodes.

He does the 'I'll call you' hand signal to yet another

Fembot,

whose head explodes.

Austin does a hip-thrust to another and her head explodes.

Austin leans over and wags his rump to the two remaining Fembots.

AUSITN

Oh, I fell over.

Their heads explode simultaneously. All the Fembots are

lying

on the floor, smoking. Just then, Vanessa enters, flanked by

a COUPLE OF COMMANDOS. She surveys the scene and looks at Austin in his briefs. She's hurt. The commandos salute

Austin.

AUSTIN

It's not what it looks like, Vanessa.

(to the commandos)

At ease, boys.

VANESSA

(glancing down)

Likewise.

AUSTIN

I can explain. They attacked me. Gas came out of her...well, and then they... and I...

VANESSA

I believe you, Austin. Let's go.

AUSTIN

Hold on a tick, let me put on my togs.

INT. MAIN CHAMBER

Austin and Vanessa lead FIFTEEN COMMANDOS into the chamber and GUNFIRE breaks out. Two CATWALKS run the length of the chamber, meeting at the door to the control area. The commandos split into two groups and lob grenades at the PRIVATE ARMY SOLDIERS who are guarding the stairs leading to

the catwalks. They go flying.

INT. CONTROL AREA

The ALARM goes off.

DR. EVIL

Activate the blast shutters!

Metal shutters automatically cover the windows overlooking the probe mechanism.

DR. EVIL

Launch the subterranean probe!

The giant probe engine begins to throb and whirl. The tip of

the spinning probe suddenly strikes the floor of the chamber

and burrows into the earth with atomic force. Smoke and

debris

explode upwards. The entire chamber quakes violently-- eight

on the Richter scale.

EASTERN EUROPEAN TECHNICIAN

We have penetration. Subterranean detonation-- two minutes and COUNTING.

INT. DR. EVIL'S MAIN CHAMBER

Austin, Vanessa, and three commandos are pinned down behind several VIRTUCON BARRELS

INT. CATWALK

Another FOUR GUARDS block their way. Austin goes to shoot, but he's out of bullets.

SFX: clicka-clicka Austin and Vanessa run along the catwalk towards the control room. They're directly in the path of TEN CHARGING PRIVATE ARMY SOLDIERS.

AUSTIN

Follow me! We're going to have to jump over the rail!

VANESSA

Are you crazy?

AUSTIN

Don't worry!

ANGLE ON SIDE SHOT OF CATWALK

They continue to run towards the guards behind some STACKED BARRELS. Two OBVIOUS STUNT DOUBLES run out from behind the barrels in a continuous motion instead of Austin and Vanessa

and dive over the rail.

ANGLE ON THE OTHER TEAM OF COMMANDOS

They are making progress on the other catwalk.

ANGLE ON AUSTIN AND VANESSA

They have landed safely, but are surrounded by FIVE PRIVATE ARMY SOLDIERS, armed to the teeth-- one has a bazooka, one has a flamethrower, one has a Gatling gun, etc. They see Austin and throw down their weapons, pulling out KNIVES. One of the private soldiers runs at Austin and he stabs him.

Another soldier runs at Austin, and Austin also stabs him. A

third private army soldier runs at Austin. Austin does the stabbing motion.

SFX: CLICKA-CLICKA

AUSTIN

Blast! Out of ammo.

Vanessa unleashes a series of kicks, knocking them all out.

INT. CONTROL ROOM

Austin begins to enter.

VANESSA

Austin, I'm coming with you.

AUSTIN

I'm going it alone this time, Vanessa. I have a follow-up visit with the Evil Doctor.

VANESSA

I'll secure the perimeter.

INT. CONTROL AREA

Austin enters the control area. A VIRTUCON ARMY MAN fires at him.

Austin returns fires, shooting up some electrical equipment.

Live wires dangle dangerously. Austin sees Mr. Bigglesworth running out a red door.

DR. EVIL (O.S.)

Come, Mr. Bigglesworth!

Austin heads for the door until he smacks into AN INVISIBLE FORCE FIELD. He turns and sees a bank of old-fashioned computers labeled "DESTRUCTACON 5000".

DESTRUCTACON (V.O.)

Good afternoon, Mr. Powers, I'm the Destructacon 5000. I'm programmed to prevent you from progressing beyond this point. You might as well surrender. Resistance is futile. Your odds of survival are 23,763,273 to...

AUSTIN

Well, Destructacon 5000, you have quite a head on your shoulders, I dare to coin.

DESTRUCTACON (V.O.)

Yes, I am programmed to answer any question.

AUSTIN

Really? Let me ask you this. What is love?

DESTRUCTACON (V.O.)

That does not compute.

AUSTIN

Why not? It's a question.

DESTRUCTACON (V.O.)

Love is... love is... love is...

The computers begin to smoke. Alarm bells ring.

DESTRUCTACON (V.O.)

Remjack! Remjack!

(singing)

Daisy, Daisy...

(faster)

Remjackremjackremjack!

There is a muffled explosion. The computer goes dark. Austin passes through the force field and heads for the door until he hears--

EASTERN EUROPEAN MAN

(on PA)

Subterranean detonation-- one minute and COUN-ting.

He begins looking furiously for the abort button.

AUSTIN

(to Eastern European Man)

Where's the abort button?

The Eastern European Man holds up his finger as if to say 'give me one second.'

EASTERN EUROPEAN MEAN

(on PA)

Forty-five seconds and COUN-ting.

(to Austin)

It's right over there.

Austin sees the abort button. It is across the room. Just then, Random Task enters. Austin sees him and goes to shoot him, but he has run out of bullets. Random task takes off his SHOE.

Austin makes his way across the room to the button.

Random Task THROWS HIS SHOE.

ANGLE ON SHOE SPINNING IN THE AIR

The shoe HITS AUSTIN IN THE HEAD. Austin pauses. The shoe has not killed him. It has just hurt him slightly.

AUSTIN

Ow! That really hurt. I'm going to have a lump there, you idiot! Who throws a shoe? You fight like a woman.

EASTERN EUROPEAN MAN

(on PA)

Fifteen seconds and COUN-ting.

Random task blocks Austin's way to the button. He stands there, menacing, missing one shoe.

Exposed wires are everywhere. On the counter beside Austin is a Big Gulp.

AUSTIN

Care for a drink?

Austin throws the drink at Random Task's feet. It lands in front of him on a pile of exposed wires. Electricity travels through the Big Gulp, up Random Task's wet sock,

ELECTROCUTING

him.

He begins to SMOKE, and then dies.

AUSTIN

Shocking.

EASTERN EUROPEAN MAN

Three... two... one...

A 50 kiloton explosion from deep in the earth rocks the control area.

EXT. STOCK FOOTAGE MONTAGE - VOLCANOS ERUPTING

Different volcanoes around the world. Lava spews and flows.

INT. CONTROL AREA

Austin dives in SLOW MOTION towards the abort button. He flies through the air for an inordinate length of time.

AUSTIN

(slow motion distortion)

Nooooooo!

His hand lands on the button.

EASTERN EUROPEAN MAN

(on PA)

Abort.

EXT. STOCK FOOTAGE MONTAGE - REVERSE VOLCANO ERUPTIONS

Lava, smoke and debris sucks back into volcanoes around the world. (Eruption footage run in reverse.)

INT. CONTROL ROOM

Having saved the world, Austin picks up a MACHINE GUN from a

fallen Private Army guy and runs to the door at the back, chasing Dr. Evil.

INT. CORRIDOR

Austin chases after Dr. Evil.

INT. DR. EVIL'S PRIVATE QUARTERS

Austin bursts in, catching Dr. Evil packing a suitcase.

AUSTIN

I've got you, Dr. Evil!

DR. EVIL

Well done, Mr. Powers. We're not so different, you and I. It's true, you're British, and I'm Belgian. You have a full head of hair, mine is

slightly receding. You're thin, I'm about forty pounds overweight. OK, we are different, I'm not making a very good point. However, isn't it ironic, Mr. Powers, that the very things you stand for-- swinging, free love, parties, distrust of authority- are all now, in the Nineties, considered to be... evil? Maybe we have more in common than you care to admit.

AUSTIN

No, man, what we swingers were rebelling against were uptight squares like you, whose bag was money and world domination. We were innocent, man. If we'd known the consequences of our sexual liberation, we would have done things differently, but the spirit would have remained the same. It's freedom, man.

DR. EVIL

Your freedom has cause more pain and suffering in the world than any plan I ever dreamed of. Face it, freedom failed.

AUSTIN

That's why right now is a very groovy time, man. We still have freedom, but we also have responsibility.

DR. EVIL

Really, there's nothing more pathetic than an aging hipster.

Alotta enters. She holds a gun to Vanessa's head.

ALOTTA

Not so fast.

DR. EVIL

Well, it seems the tables have turned, Mr. Powers.

Just then, Scott Evil enters.

SCOTT EVIL

Hey, Dad, I can take my Sega, right? Austin grabs Scott and puts the gun to his head.

AUSTIN

It seems the tables have turned again,
Dr. Evil.

DR. EVIL

Not really. Kill the little bastard.
See what I care.

AUSTIN

Man, you are one chilly square!

SCOTT EVIL

Dad, we just made a breakthrough in
group!

DR. EVIL

I had the group liquidated, you little
shit. They were insolent.

SCOTT EVIL

I hate you! I hate you! I wish I was
never artificially created in a lab.

DR. EVIL

Scott, don't say that...

Scott runs off. In the confusion, Vanessa KNOCKS the gun out

of Alotta's hands. Alotta pulls out a knife. Austin SHOOTS
the knife out of her hand. Vanessa grabs Alotta by the
throat.

VANESSA

This is for sleeping with my man,
you whore!

ALOTTA

I didn't sleep with him.

VANESSA

I don't believe you.

ALOTTA

(choking)

It's the teeth.

VANESSA

OK, I believe you. But you still
must be chopped.

Vanessa gives her a judo chop.

VANESSA

Judo chop!

Meanwhile, Dr. Evil has run to the egg shaped rocket, which
closes and begins to lift up through a hole in the ceiling.
He runs in. On the way, he flips a switch which says "SELF-
DESTRUCT - 5:00 MINUTES."

EASTERN EUROPEAN MAN (O.S.)

(on PA)

Five minutes to self-destruct and
COUN-ting.

Austin SHOOTs and misses. Rocket exhaust pours out of the
hole in the ceiling.

AUSTIN

Let's split!

Austin and Vanessa run out the door into the...

INT. CORRIDOR

They pass Number Two, who is front of an open safe, stuffing
his pockets with cash while the others are trying to escape.

Austin and Vanessa run to the main chamber...

INT. MAIN CHAMBER

...to the main corridor...

INT. MAIN CORRIDOR

...past the Fembot lair, over the wedged-in cart, to the
escape ladder. They begin to climb.

INT. MAIN CHAMBER

Explosions, debris, the cavern begins to collapse.

STOCK FOOTAGE - DESERT FLOOR - MERCURY TEST SIGHT

Ground caving in from an underground nuclear explosion.

EXT. RAFT - MIDDLE OF THE OCEAN - DAY

Austin and Vanessa are floating in a large inflatable raft.

FIERY DEBRIS falls in the water around them.

VANESSA

I have something to tell you.

AUSTIN

Lay it on me.

VANESSA

I love you, Austin.

AUSTIN

That's fab, because I love you, too,
Vanessa.

VANESSA

Kiss me.

AUSTIN

Behave!

Austin and Vanessa draw towards each other, preparing for a
passionate kiss. Just as their lips are about to touch,
however, they are interrupted by a strong WIND and the noise
of a HELICOPTER OVERHEAD. Their hair is blown all about and

the waves are whipped into a frenzy.

AUSTIN

Just when things were getting interesting.

ANGLE ON BASIL EXPOSITION

Wearing scuba gear, being lowered on a rope from the helicopter. He stops just above them.

BASIL EXPOSITION

Well, Austin, you've stopped Dr. Evil from destroying the world with his subterranean nuclear probe, and somehow you and Agent Kensington managed to escape unscathed from his evil lair.

AUSTIN

I'd say that about sums it up, Exposition.

BASIL EXPOSITION

Not quite, actually. Vanessa, I have something for you.

Basil hands Vanessa an official-looking set of leather-bound credentials.

BASIL EXPOSITION

Because of your exemplary service to Her Majesty, you are now officially an active Field Agent with all the privileges and responsibilities thereof.

VANESSA

Thank you, Exposition. I'm honored.

AUSTIN

Congratulations, Field Agent Kensington!

BASIL EXPOSITION

Austin, I have something for you as well.

He hands him a business card.

BASIL EXPOSITION

Here's the number of my dentist, he's first rate. Ring him up, he'll look after you.

AUSTIN

Thanks, Basil. Maybe the Nineties

aren't so bad after all.

VANESSA

Oh, Austin.

Austin and Vanessa embrace and kiss.

BASIL EXPOSITION

Austin, now, about your next mission--
Still kissing Vanessa, Austin motions with his thumbs to the
pilot of the helicopter to lift Basil up. He rises away in
mid-sentence.

BASIL EXPOSITION

(rising up)

But, wait, I-- you got me again. Oh,
and Austin--

AUSTIN

(calling out)

Yes Basil?

BASIL EXPOSITION

(rising)

Be careful!

Austin and Vanessa kiss again. The helicopter blows them
around. The CAMERA TILTS UP to the sky and continues to
rise, until we are in--

EXT. SPACE

We see DR. EVIL'S CAPSULE in orbit around the Earth.

DR. EVIL (V.O.)

I'll get you yet, Austin Powers!

END CREDITS ROLL

LAST CREDIT reads "SEE AUSTIN POWERS IN YOU ONLY FLOSS

ONCE."

AUSTIN POWERS LOGO

ANNOUNCER (V.O.)

Now you can get all the Austin Powers
movies in one Laser Disk box set!

Virtucon Home Video presents "The Powers Collection."

DISPLAY TABLE

With five laser Disks laid out, alongside a PK-47, Austin's
glasses, and floss and a toothbrush.

ANNOUNCER (V.O.)

Relive all your favorite Austin Powers
movies, including...

GRAINY, BLACK & WHITE CLIP Showing Mike as Austin Powers,
with Fifties hair and suit, against a rear projection of
explosions and stunts from stock footage.

ANNOUNCER (V.O.)

Middle Name: Danger.

AUSTIN

So, Dr. Evil, do you expect the world to pay the ransom?

DR. EVIL

No, Mr. Powers, I expect them to die.

ANNOUNCER (V.O.)

No Austin Powers collection would be complete without some of the later hits, like...

SEVENTIES FILM CLIP

ANNOUNCER (V.O.)

Four Eyes Only.

We see Austin from behind, talking to a GIRL in a bathing suit.

GIRL IN BATHING SUIT

Oh, Austin, kiss me.

He turns around. It's Austin Powers, played by ROGER MOORE, with the same glasses and bad teeth.

ROGER MOORE

Oh, behave!

He does a frightening grin, displaying the AWFUL TEETH.

ANNOUNCER (V.O.)

We've also included some of the more obscure hits, like...

VERY RUNNY COLOR FILM CLIP

ANNOUNCER (V.O.)

From India With Affection.

We see Austin Powers played by an INDIAN GENTLEMEN, same glasses, same bad teeth.

INDIAN AUSTIN

(Indian accent)

Well, my good fellow, are you expecting me to pay the ransom to you, you despot?

INDIAN DR. EVIL

(Indian accent)

No kind sir, I expect you to go up in the evolutionary chain. But first, I expect you to sing.

INDIAN AUSTIN

(singing, Indian atonal)

'IF MUSIC BE THE FOOD OF LOVE, LET'S
BAKE A CAKE.'

DISPLAY TABLE

ANNOUNCER (V.O.)

All the Austin Powers adventures in
one Laser Disk boxed set!

CLIPS FROM MOVIE - AUSTIN IN TIGHT CLOSE-UP

AUSTIN

Behave!

THE END