

MILLERS ROW

an

Animation Screenplay

by

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Draft dated: 10/2/24

FADE IN:

EXT - A CLOUDY SKY - DAY.

FLYING MONTAGE:

The sun is rising over a small dreary English town. A large FLYING BEETLE whirrs noisily through the sky. He is wearing a Scottish tam o'shanter and clutching a green pea.

An aerial view of a dozen Victorian terraced houses standing on the edge of the town. The slate roofs have skylight windows and sparrows perch at intervals along the guttering.

The street is deserted and silent except for a milkman clinking milk bottles.

SUPERIMPOSE: A SMALL TOWN IN THE NORTH OF ENGLAND

Flying Beetle heads for the end house of the terrace and lands on the edge of the guttering next to a sparrow.

END MONTAGE.

EXT - GUTTERING ON HOUSE - DAY - CONTINUOUS.

Flying Beetle carefully places his pea on the gutter edge and looks up at the sparrow. The sparrow looks down at him.

FLYING BEETLE
(with Scottish accent)
'Scuse me, pal! Ahm lookin'
fer Millers Row. I heard
there's a market today an' I ...

The sparrow leans nonchalantly forward and snatches the pea in its beak. One gulp and the pea is gone.

FLYING BEETLE
(shaking a fist)
Mah pea! Ah jus' lugged that
all the way fra'...

The sparrow dips its head quickly and grabs Flying Beetle in its beak. In two or three gulps Flying Beetle is swallowed.

The view moves down. The street name 'MILLERS ROW' can be seen on the wall of the end house, then a front door with a short flight of stairs from pavement level.

A plaque with the number 12 is next to the door.

Lower still is a cellar window at ground level next to the flight of stairs.

The window is cracked and dusty. It hasn't been cleaned for years. It is just the sort of window spiders love.

INT - THE TANGLEWEB FAMILY COBWEB - DAY - CONTINUOUS.

Inside the cellar, the Tanglewebs live in the bottom corner of the dirty window.

Two small spiderlings, TOM Tangleweb and PENNY Scuttle bounce into the web. They both have plain tawny brown fur.

TOM

Mom! Mom! Have we got any salt?

MRS TANGLEWEB, a large motherly spider enters the web.

Her dark fur is graying. She's brushing down her colorful apron with her front legs.

She ignores Tom and greets Penny.

MRS TANGLEWEB

Why, Penny Scuttle!, it's so nice to see you, has your mother's new brood hatched yet?

PENNY

Good morning, Mrs Tangleweb, yes, they arrived last night. I helped deliver the first 47.

TOM

(insistent)

Mom, salt, we need salt!

MRS TANGLEWEB

Tom! Don't interrupt when I'm talking to Penny ... How nice! And how many are there altogether?

PENNY

(frowning)

About 75 we think. It's hard to count, they won't keep still.

MRS TANGLEWEB

(chuckling)

Aah! Those dear little spiderlings. I do love having a web full of little ones, but now my last brood have all left, except Tom of course. He still hasn't shed his first skin!

TOM

(shouting)

MOM! SALT!

PETE (O/S)

Hey! Whassup? I'm trying to get some shut-eye over here!

MRS TANGLEWEB

Now look what you've done. You've woken your brother, and he's on web patrol tonight, and why on earth do you want salt anyway? Why aren't you in school?

Big brother PETE enters the web, rubbing his eyes and yawning. He's a big muscular spider with black fur streaked with gold.

Pete is cool and knows it. He is the Michael B Jordan of spiders.

PETE

Yeah, squirt, why do you want salt?

TOM

(patiently)

It's our Practical Foraging test today. We've been split up into pairs and sent out to forage. I picked the salt card. Me and Penny have to find a grain of salt to take to school tomorrow.

MRS TANGLEWEB

It's Penny and I, dear.

TOM

(puzzled)

No, it's me and Penny that have to get the salt. Just our luck to pick something stupid like salt!

PETE

You dummy! The Practical Foraging test cards are all marked! Didn't anyone tell you.

TOM

(shocked)

Marked!

(beat)

So that's how the silverfish cousins picked soap powder. They live in that damp patch under the washing machine!

PENNY

(equally shocked)

And Mario and Guiseppe got parsley, and they live behind the spice rack!

PETE

(chuckling)

You were supposed to pick coal dust you idiots! There's tons of it lying around down here.

(pause)

Wait, are there any other cellar spiders in your class?

TOM

No ... but Blodwyn and Fritz, the earwig twins, live under the cellar stairs, right next ... to where the humans used to keep ... the coal.

PETE

And, let me guess, they picked the coal card?

TOM

That's right, they did.

PETE

(disgusted)

You've been suckered by a pair of earwigs. The Tanglewebs will never live this down.

MRS TANGLEWEB

Well, anyway, we don't use salt, it raises the blood pressure you know, very unhealthy.

TOM

Aaagh! That's just what Penny's Mom said. Don't we know anyone who's NOT into healthy eating?

Tom turns to Penny.

TOM (CONT'D)

If we fail Practical Foraging we won't graduate next week. We'll have to go to the dining room. The humans use salt.

MRS TANGLEWEB

Oh no you won't! That's far too dangerous for spiderlings. Not without a grown up. You'll have to ask your father when he comes home.

TOM

(indignant)

We can't wait all day! And will you please stop calling me a spiderling! I am not a spiderling. I'm almost fully growned.

Pete hoots with laughter.

PETE

Fully grewed! You haven't
even got your second skin yet,
squirt.

TOM

(gnashing teeth angrily)
Maybe not, but I'm not scared
of the dining room!

PETE

Hey! You think I'm scared? I've
been there, kid. I've done it.
Seen the movie, read the book,
got the T-shirt.

TOM

Well now's your chance to do
it again, after all we only
have your word that you went
into the dining room. Nobody
actually saw you, did they?

Now Pete gnashes his teeth angrily just like his little
brother.

PETE

You think I'm lying squirt?
Okay, let's go to the dining
room right now. We'll see who's
scared!

INT - DINING ROOM - DAY - CONTINUOUS.

A spider's eye view below the dining table. The floor is
smooth parquet.

To the left is a pair of size 10 Hush Puppies.

Straight ahead a small boy's trainers are swinging.

On the right, female feet in slingbacks.

There is the distant sound of cutlery chinking against plates
and muffled conversation.

PETE

Okay children, this is the
plan. The human kid always
drops food all over the floor.
We run in, pick up some salt,
we run out. Got it?

Penny and Tom look at each other nervously and nod their
agreement.

PETE

On my mark!

He glances at a non-existent wristwatch.

PETE

Mark! Go! Go! Go!

INT - UNDER THE DINING TABLE - DAY - CONTINUOUS.

Pete runs like crazy and Tom and Penny try to keep up.

Pete skids to a halt below the swinging feet of the human
child.

Tom and Penny both bump into him, looking terrified.

PETE

Split up! Go left!
(he pushes Tom to the left)
You go right!
(he shoves Penny to the right)
Find salt!

They all run around aimlessly while crumbs and globs of
unrecognizable stuff rain down around them.

Tom stops to sample something yellow that could be scrambled
egg and pulls a face.

They eventually all crash together and stop, breathless.

PENNY

(panting)
No salt.

PETE

Right! Extraction! Under the
credenza. Don't look back. Go!

INT - UNDER THE CREDENZA - DAY - CONTINUOUS.

They run under a credenza and slowly recover their breath.

PETE

Well squirts, we tried,
nothing doing, we might as
well go home.

Pete turns to go, expecting Tom and Penny to follow.

At that moment there is a scraping of chairs and general movement as the human family at the table suddenly get up and start to leave the room.

TOM

Wait! The humans are going.
We can check out the table
top.

Pete looks at Tom in stunned silence.

PENNY

Err, Tom, I think that might
not be such a good idea...

TOM

Aw c'mon! We only have to
climb a table leg. There must
be some salt ON the table...
(beat)
Say, you're not scared are
you?

Tom glares at Penny and Pete, challenging them.

PETE

Me? Scared? 'Course not. But
there's something called risk
analysis you should know about.
It goes like this. You're
graduation ain't worth the risk.
Let's go home!

PENNY

Pete's right Tom, another
semester in school isn't the
end of the world.

TOM

You are scared! Well I'm
graduating next week. I've
got ambition. I'm not leaving
without salt. I'm going up!

Tom heads towards a table leg.

Pete looks at Penny and shrugs.

PETE

I can't let the kid go alone.
You wait here.

Pete follows Tom and, after a pause, Penny follows.

PENNY

Wait for me. It's my graduation too.

INT - EDGE OF THE TABLE TOP - DAY - CONTINUOUS.

Tom, Pete and Penny have reached the table edge and are peering over at the expanse of a pine table top before them.

The table is littered with plates, mugs, toast crumbs, etc.

PETE

Okay, we'll stick together
and circumnavigate clockwise.
If we get split up for any
reason, we rendezvous under
the credenza. But try stay
close to me. Let's go!

They head off towards the plate to their left, checking out various crumbs, drops of liquid and other post meal mess.

INT - NEAR PLATE - DAY - CONTINUOUS.

Tom, Pete and Penny have reached a plate and are frantically searching around it.

PENNY

Here! Over here! Is this
salt?

She has found a chunk of white crystal that certainly looks like salt. The other two join her.

PETE

Could be sugar, taste it.
Check if it's sweet.

PENNY

(unsure)
Well ... okay.

Penny licks the crystal and immediately pulls a face and starts spitting.

PENNY

Pah! Yuk! It's horrible. I
need a dead fly to take the
taste away!

PETE

(nodding)
Yeah, that's salt alright,
let's get out of here.

He picks the salt up and turns to go. At the same moment there is a crashing of plates and chinking of cutlery as a human begins to clear the table.

PETE

Quick! Run for it!

They all run for the table leg, their escape route, as a giant J-cloth, wiping the table surface, rushes towards them like a tidal wave.

Penny and Tom make it, but Pete, burdened by the grain of salt he is carrying, is trapped.

Just as he is about to be squished the cloth stops and giant fingers pluck him gently from the table top.

FATHER (O/S)

Hi little fella, let's put
you outside where you belong.

BOY (O/S)

Daddy! Daddy! What have you
got?

FATHER (O/S)
It's only a spider, son.
I'll drop him out of the
window.

BOY (O/S)
No Daddy, I want it! Give it
to me!

FATHER (O/S)
Well, alright, I'll put him
in this matchbox, but you
take good care of him okay?

BOY (O/S)
(with hint of malice)
Yes Daddy, I'll take care of
him alright! I'll keep him in
my bedroom.

INT - EDGE OF THE TABLE TOP - DAY - CONTINUOUS.

Tom and Penny are peeking over the table edge and have watched the disaster unfold. They are on the verge of panic and are holding on to each other.

PENNY
Tom! Tom! They've got him!
They've got Pete! What are we
going to do? We can't just
leave him!

TOM
We can't stay here either,
we'll be wiped out. Head for
the credenza like Pete said.

INT - UNDER THE CREDENZA - DAY - CONTINUOUS.

Tom is pacing about trying to think what to do next.

Penny is wringing some of her hands in anguish.

PENNY
Poor Pete. I've heard horrible
stories about what human boys
do to spiders. We have to do
something.

TOM

Yes, we have to rescue him!
Let me think. The boy's got
him. He's in a matchbox. We
have to find the matchbox and
open it! Get Pete out.

PENNY

Yes! That's it! Find the match-
box and open it.

TOM

The boy said he was going to
keep Pete in his bedroom. That
must be upstairs. We'll have
to climb the staircase.

PENNY

The staircase! But ... but
that's so dangerous ... the
staircase is where my Uncle
Albert got squished!

TOM

(grimly)

I know, my cousin Jeffrey too.
We've got no choice. I can't
go home and tell Mom and Dad
that Pete's been captured
because I made him go to
the dining room, can I?

INT - STAIRCASE - DAY - CONTINUOUS.

The carpeted staircase rises into the heavens like a miniature
Mt. Everest.

A stream of bugs, beetles, and spiders, all carrying bundles
of various kinds are climbing up on the left side.

A similar stream is descending the right side.

Bug 'traffic cops' stationed on every step direct the traffic.

Penny and Tom glance at each other and join the up stream.

TRAFFIC COP BUG
C'mon! C'mon, keep it going
there. Stay in your lane.
Keep it moving.

Penny and Tom are jostled by larger bugs who all seem to be in a hurry.

Other, smaller bugs, laboring under huge loads are in turn bumped and jostled.

SMALL BEETLE
(to a large earwig)
Hey! Ya big lug! Watch where
you're going! Jeez!

LARGE EARWIG
Outa my way, buddy. I got a
business to run.

PENNY
Where are they all going?

TOM
To the market in the attic,
I guess. My dad sometimes goes
there if he finds something to
trade. Pete's always saying he
wants to go with him.

PENNY
(sadly)
Poor Pete...

A sudden loud crash and the ground shakes violently.

Bugs panic and scatter.

Traffic cop bugs yell for everyone to take cover.

Tom and Penny dive into a small gap left between the stair carpet and wall.

A TINY BEETLE piled high with baggage is running aimlessly round in circles near them.

Tom reaches out and drags him to the safety of the gap.

CRASH! CRASH! CRASH!

PENNY

What is it?

TINY BEETLE

(gasping for breath)

Human climbing the stairs.

Hold on! This can get rough!

The pair of Hush Puppies crash past, shaking the ground like an earthquake.

Everyone holds on to the threads at the edge of the carpet.

The earthquake subsides and they relax.

TINY BEETLE

Aren't you two a little
young to be going to market
on your own? It's not without
it's risks you know.

TOM

Oh, we're not going to the
market, we're rescuing my
brother. He's being held
prisoner in the human boy's
bedroom.

TINY BEETLE

The boy has him! Oh dear! Oh
dear! Then you must hurry!

Traffic cop bugs blow the all clear and everyone begins moving again.

Tom helps Tiny Beetle out of the gap.

TINY BEETLE

The boy's room is on the first
landing.

(beat)

Go quickly, before...well,
never mind.

TOM

(insistently)

Before what?

TINY BEETLE

Er...well, that boy has a
certain reputation. I mean,
you need to find your brother
while he still has all his
legs.

INT - FIRST FLOOR LANDING - DAY - CONTINUOUS.

Tom and Penny are on the landing. Several doors lead off it.

PENNY

How do we know which room
it is?

TOM

(pointing)
I've got a hunch it's that
one.

The door he is pointing at is covered with Transformers
posters and pictures of Pokemon monsters. All very scary for
small spiders.

INT - BEDROOM - DAY - CONTINUOUS.

Tom and Penny are looking into the boy's bedroom from under
the door. The boy is not there.

TOM

Come on, it's safe. Look for
a matchbox.

They make their way across a carpeted floor strewn with toys.

They pass a contorted action man and Penny shudders then stops
suddenly.

PENNY

Look, up there, is that it?

They both look up and see a matchbox on the corner of a
bedside cabinet.

TOM

Yes! It must be. Quick, before
anyone comes, climb up onto the
bed!

They climb up the coverlet and race across the bed where they stand looking at the canyon between themselves and the bedside cabinet.

On the cabinet stands a table lamp with a wire running diagonally across the wall and behind the bed.

There is also a Winnie the Pooh alarm clock showing 11.25 am, and a crayon near the edge of the top.

TOM
(pointing at the wire)
That's the way, follow me!

Tom leads the way around the curve of the coverlet to a point where they can leap across a small gap onto the wire.

They make their way up the incline of the wire. It's like a scene from an Indiana Jones movie, crossing a wobbly rope bridge.

They make it to the table lamp and drop onto the bedside cabinet.

They are inches from the matchbox.

In the distance we hear the thudding of footfalls as the boy runs up the stairs, then the bedroom door is flung open.

TOM
Quick, hide!

Tom and Penny cower behind the base of the table lamp as the boy approaches.

BOY
C'mon Sam Spider, I'm taking
you to see Bobby. He knows
all about creepy crawlies like
you!

The boy snatches up the matchbox, rushes out of the bedroom and crashes back down the stairs.

MOTHER (O/S)
Don't be long, Sweetie, it's
nearly lunch time.

BOY (O/S)
(yelling)
Yes Ma.

The front door slams.

INT - BEHIND THE TABLE LAMP - DAY - CONTINUOUS.

PENNY
(distraught)
Now what do we do?

TOM
The only thing we can do...
we wait for him to bring
Pete back.

LATER.

Tom and Penny are both asleep and snoring gently.

They are woken suddenly when the bedroom door is opened and the boy rushes in, kicks a few toys across the floor and crosses to the bedside cabinet.

He puts the matchbox back on the cabinet top.

PENNY
(confused and yawning)
What?...Where?...What's
happening?

TOM
Shhh! He's back!

MOTHER (O/S)
Hurry up, Jamie, your lunch is
on the table!

BOY
Coming Ma!

Boy rushes out of the bedroom.

TOM
(rubbing his eyes)
We both fell asleep! Wonder
what time it is?

Behind Penny is the huge Winnie the Pooh clock face showing 1.15 pm.

PENNY
(shrugging)
Haven't a clue.
(beat)
Tom ... behind you ...
the matchbox!

INT - NEXT TO MATCHBOX - DAY - CONTINUOUS.

Tom and Penny are desperately searching around the matchbox, looking for a way in, they are calling Pete's name but getting no reply.

TOM
We gotta get this thing
open! Look, I think this
middle bit slides out.

They both heave against the sliding part and move the whole matchbox a few millimeters.

TOM
You push on the outside bit
from the other end and I'll
push the inside from here.

Penny goes to the other end of the matchbox and pushes the outer cover while Tom pushes the inner in the opposite direction. It's a good idea but they aren't strong enough.

TOM
Wait! I've got an idea!

LATER.

They have spun silk and attached several strands to the outer part of the box and the base of the table lamp.

TOM
OK, now we both push.

They both push for all they are worth but still can't slide the box open. Tom drums his feet on the cabinet top impatiently.

TOM
There must be a way...

PENNY

(pointing at the crayon)
What if we use that thing as a
weight, we could fasten it to
the inside part then push it
over the edge and ...

Tom looks at Penny in admiration.

TOM

... it'll pull the middle part
out! Brilliant!

LATER.

Now the crayon is attached to the sliding drawer of the box
with silk threads and they are pushing it over the edge of the
cabinet.

TOM

(panting)
As soon...as the box opens...
bite through the threads...
otherwise it'll get pulled
over the edge too ...got it?

PENNY

Got it!

They give a final heave and the crayon goes over.

The threads tighten, Tom and Penny both heave on the threads
to give some extra pull and the box begins to slide open.

TOM

Okay! Bite! Bite!

Penny bites through the threads, the crayon falls to the
floor, and they both rush to the matchbox.

They climb the side and look inside.

Inside the matchbox, a dim looking LADYBIRD, contentedly
munching a lettuce leaf, blinks back at them vacantly. The
ladybird stops eating for a moment.

LADYBIRD

(mouth full)
Hello!

TOM

Who are you! Where's Pete?

LADYBIRD

I'm Alice, don't know no Pete.

TOM

(exasperated)

My big brother Pete. He was in this box.

LADYBIRD

(looking around confused)

No-one here but little ol' me.

PENNY

Wait, did you see a spider, might have been called Sam?

LADYBIRD

Oh Sam Spider! He was nice. Said I could have all the lettuce.

PENNY

So? Where is he now?

LADYBIRD

He's with Bobby, of course. We got swapped.

TOM

(excited)

Where is he? Where is this Bobby?

Ladybird is losing interest and goes back to munching lettuce.

LADYBIRD

I don't know. A long way. You have to go...outside.

TOM and PENNY

(together)

Outside!

LADYBIRD

(nodding)

Outside...and down the street aways.

TOM

(groaning)

We've lost him, we can't go
outside, we'll never find him
now.

PENNY

(nodding sadly)

At least we tried. We better
go tell your mother.

(then kindly to ladybird)

You're free, you can escape
now.

LADYBIRD

Free? Escape? Oh, well, maybe
after I finish lunch.

Ladybird goes back to her contented munching and Tom and Penny
turn with a sigh and head for home.

INT - STAIRCASE - DAY - CONTINUOUS.

Tom and Penny are in the down stream.

The scene is as before, all hustle and bustle.

They have just descended a stair when there is a cry from
above.

It is the Tiny Beetle they met on the way up.

TINY BEETLE (O/S)

Look out below!

Tiny Beetle lands and bounces on the stair carpet next to
them.

He stands up and dusts himself off.

PENNY

(concerned)

Are you alright?

TINY BEETLE

Yes, of course! Oh, it's you
two again. The falling method
is much quicker you know, and
hardly hurts at all. Tell me,
did you find your brother?

TOM

(glumly)

No. He got taken outside.
Someone called Bobby has him
now.

TINY BEETLE

Not Bobby from No. 6?

TOM

No. 6? What's number 6?

TINY BEETLE

It's like, this house is No.
12 and Bobby lives at No. 6,
six houses down the street.

PENNY

You know this Bobby?

TINY BEETLE

Sure! Kept me in a jar for a
couple of days once. Not a
bad kid ... as long as he
doesn't get hold of any matches.

TOM

What? ...what does he do with
matches?

Tiny Beetle does a quick tap dance, as if he's dancing on hot
coals.

TINY BEETLE

Bobby calls it ... dancing
lessons.

TOM

(hopefully)

But, he let you go?

TINY BEETLE

No, not exactly. He left the
lid off the jar one day ...
he didn't know I had these...

Tiny Beetle opens his carapace and unfolds a pair of wings.

TOM

(disappointed)

Oh, I see, but my brother
doesn't have wings.

PENNY

And No. 6 is outside and we
can't go outside.

TINY BEETLE

Good gracious no! Oh my!
Birds! Rain! Feet! You'd be
squished in no time ... but
you don't have to go outside
to get to No. 6.

PENNY

Really? ... How's that?

TINY BEETLE

The attics of course! All the
attics in Millers Row are joined.
There are ways through, you just
have to find them. Just follow the
crowd up to the market, then ask
for directions.

TOM

You hear that Pen? We can get
to No. 6 no problem. Let's do
it!

TINY BEETLE

(folding wings)

Err, Hold on. I didn't say no
problem. Next door have a mouse
and I heard that No. 9 are
having a loft conversion. Then
there are the roaches at No. 7.
But it's still safer than going
outside.

TOM

We've got to try. It's Pete's
only chance. Thanks for
your help.

TINY BEETLE
It's nothing, and remember,
when you're our size, there's
always a way through. Good
luck!

Tom and Penny turn to go join the up stream and Tiny Beetle
heads off for his next fall.

TOM
Hey, just a minute. If you
can fly, why don't you just
fly down the stairs?

TINY BEETLE
(frowning)
Where's the fun in that?

INT - ATTIC OF COTTAGE No. 12 - DAY - CONTINUOUS.

A typical roof space. Beams of sunlight come through a few
chinks in the roof and through a dusty skylight.

The floor of the attic is not boarded. The spaces between the
joists are filled with insulation.

The tops of the joists are teeming with insects.

Except for a few old packing cases the whole space is filled
with a market.

Insect market traders yell and crowds of insect shoppers push
between the goods piled in heaps on makeshift stalls arranged
along the joists.

PENNY
Wow! I never knew ...

TOM
... there were so many insects ...

PENNY
... in the whole world!

INT - MARKET - DAY - CONTINUOUS.

Tom and Penny are pushing their way through the crowded
market. Insect street vendors shout as they pass.

VENDOR#1
Slivers of glass! Specially
sharpened!

A hulking HAIRY BUG passes Vendor#1's stall.

VENDOR#1
Here you are sir! Want to
shave off that unsightly
facial hair?

HAIRY BUG
(in high pitched female voice)
It's 'madam' to you buster,
and exactly what unsightly
facial hair are you talking
about?

Their altercation continues as Tom and Penny pass by.

VENDOR#2
Human hair! Finest human
hair! 1001 uses! Choice of
colors!

VENDOR#3
Grains of rice! Rice by the
slice.

VENDOR#4
Insecticide antidote! The
only genuine cure! Money back
guarantee if it doesn't work!

VENDOR#5
Sunflower seeds! Sunflower
seeds! High in polyunsaturates!

They continue through the market, fascinated by the weird and
wonderful goods on offer.

Then Tom sees a small, slimy looking louse, shoplifting sugar
from a stall run by a large friendly looking metallic green
CHAFER BEETLE.

The louse (FOWLER) is a parody of Gollum from Lord of the
Rings.

TOM
Hey! Stop thief! He's stealing!

All the insects nearby, and the street vendors, stop and look at the louse who cowers beneath their scrutiny.

Chafer Beetle rushes round and confronts Fowler the louse.

CHAFER BEETLE

Fowler, did you steal my sugar?

Fowler the louse tries to slink away but is surrounded by larger insects.

TOM

He did, I saw him.

CHAFER BEETLE

Okay, hand it over.

Fowler sheepishly produces a grain of sugar which the Chafer Beetle snatches off him.

CHAFER BEETLE

It's true! You rotten louse!
Spread the word everyone.
Fowler is up to his thieving
ways again!

FOWLER

(cringing)

But Fowler needs sweet things...
must have them.

TOM

(to Fowler)

Why don't you go and find your
own sugar?

FOWLER

Find? Finding is dangerous!
Fowler doesn't find. Fowler
takes. That's Fowler's way.
(beat)

Chafer has plenty!

CHAFER BEETLE

He's nothing but a parasite!
Now go, before I call the law!

FOWLER

(to Tom in a sly voice)

Fowler will remember you,
Fowler never forgets ... a
friend.

Fowler disappears into the crowd, muttering about needing
sweet things and the Chafer Beetle beams at Tom and Penny.

CHAFER BEETLE

Thank you my sharp eyed friends.
I suspected my sugar was dis-
appearing. We need more honesty
in Millers Row. Honesty and trust,
trust and honesty. Or, as I call
it ... Tronesty.

Chafer Beetle examines the grain of sugar that Fowler touched
and tries dusting it off.

CHAFER BEETLE

No one will buy this, not
after Fowler has touched it.

Chafer Beetle judiciously breaks off a couple of pieces to make
it a different shape.

CHAFER BEETLE

There, now no one will ever
know!

Chafer Beetle hands the small pieces he broke off to Tom and
Penny.

CHAFER BEETLE

Here, these are for you, enjoy!
It will give you energy!

Not wanting to offend Chafer Beetle, Tom and Penny reluctantly
accept the sugar and politely thank him.

PENNY

Er, thank you, Mr Chafer. Can
you tell us the way through
to the attic next door, please?

CHAFER BEETLE

Aha! You're going to Dodge City! Well, that's what I call it. It's called Deadwood Gulch really. Quite right, every insect should go there at least once.

(beat)

Good training for the outside world y'know...

Chafer Beetle points the way.

CHAFER BEETLE

There's are gaps between the bricks under the water tank, over in that far corner.

TOM

(puzzled)

If it's Deadwood Gulch why do you call it Dodge City?

CHAFER BEETLE

Oh, I only call it that because of the mouse. But he's so stupid and noisy, you'll dodge him easily!

Chafer Beetle goes back to tending his stall.

Tom and Penny head for the water tank.

INT - UNDER THE WATER TANK - DAY - CONTINUOUS.

The space under the water tank is deserted, dimly lit, thick with ancient cobwebs and eerily quiet except for the echo of dripping water in the tank above.

Both Tom and Penny hesitate before entering.

PENNY

Looks...kind of...creepy, doesn't it?

TOM

It sure does, but the gap must be in here, so let's...

(gulp)

go.

They make their way along a narrow path through dusty impenetrable cobwebs.

They pass the corpse of a large spider and halt, staring at it with fascination.

PENNY
Is...he...dead?

Tom hesitantly touches the 'corpse'.

TOM
(relieved)
No, it's just an old skin
someone outgrew.

At that moment, an eerie cackling laugh echoes around them and Penny smothers a scream.

TOM
Come on! Quick! Let's get
out of here.

They run through the cobwebs and then, in front of them, is a gap between the bricks, but in front of the gap stands Fowler.

Although Fowler is much smaller than them, they are intimidated by him, and stop dead.

FOWLER
Aha, my friends from the market.
I hope they've brought presents
for Fowler!

TOM
We ... we've nothing for you!

Fowler cackles horribly.

FOWLER
Everyone has something for
Fowler!

TOM
(to Penny)
Come on, we're bigger than him.

Tom and Penny try to push past but as they do so, Fowler leaps onto Penny's back and digs his claws into her.

Penny tries to shake Fowler off.

PENNY

Ow! Stop nipping...Ouch!
Tom get him off me!

Tom tries to pull Fowler off Penny's back but Fowler holds tight and cackles even more.

FOWLER

Fowler will stay with you
until he gets his reward!

Tom backs off, takes out his small lump of sugar and holds it up.

TOM

Is this what you want?

Fowler's eyes light up when he sees the sugar.

FOWLER

Yes! Give it to Fowler. Fowler
must have sweet things!

TOM

Well, if you want it ...

Tom bowls the lump of sugar back down the path the way they came.

TOM (CONT'D)

... go and get it!

Fowler leaps off Penny's back and scuttles after the sugar, still muttering about needing sweet things.

TOM

Quick, follow me!

INT - GAP BETWEEN BRICKS - DAY - CONTINUOUS.

Tom and Penny run through the gap as fast as they can.

It is the full height of a brick. To Tom and Penny it's like racing through a narrow canyon that seems a mile high.

The way ahead looks like a dead end but then they see the gap goes to the left and then to the right.

They jink around the alternating bricks then find themselves in the corner of a boarded loft.

INT - ATTIC OF COTTAGE No.11 - DAY - CONTINUOUS.

The center of the floor is covered by an extensive Wild West style train set and miniature town, complete with buildings, fort, toy soldiers, cowboys and indians, cows, trees etc.

Tiny buggies and wagons with toy horses crowd the streets.

Gunfights are in progress. The indians are looking restless.

Right in front of Tom and Penny is a model hill with the railway track disappearing into a dark tunnel.

A sign over an open gate leading into the town reads 'DEADWOOD GULCH'.

TOM

Wow! Look at this place.
This must be what a human
town looks like!

Tom and Penny cross the tracks and head up 'Main Street', staring in fascination at the buildings and toy figures towering above them.

PENNY

I don't like it Tom, why
are there no other insects
here?

Tom points towards a spiders web on a nearby building.

TOM

It's fine. Look, spiders live
here. They're probably all out
at work, or at the market.

We hear the pitter patter of a mouse approaching. Tom and Penny stop dead.

TOM

Quick, in here!

INT - MINIATURE SALOON - DAY - CONTINUOUS.

Tom and Penny dash into a saloon crowded with miniature drunken cowboys.

They run to a small window and watch as a small brown MOUSE hurries past, snuffling and sniffing the street for signs of prey as he goes.

The sound of the mouse quickly fades into the distance.

TOM

See? Easy! Mr Chafer was right. If that mouse made any more noise we'd need earplugs.

PENNY

Yes, well let's make sure we stay near these buildings. It won't be so easy if we meet him out in the open.

INT - ATTIC OF COTTAGE No. 11 - DAY - CONTINUOUS.

Tom and Penny reach the far side of the town.

A model train with carriages stands on the railway track. The model is a perfect replica of a late 19th century western train with tall smokestack, cowcatcher etc.

TOM gazes at it admiringly as they pass it.

Tom can't take his eyes off the train. He keeps looking back instead of where he is going.

TOM

Look at that, it's beautiful!

PENNY

Boys! All you ever think about is... Tom, where are you?

Penny turns full circle but Tom has disappeared. She shouts again.

PENNY

TOM!

TOM

Down here!

Penny backtracks and sees there is a mousehole in the floor next to the wall.

Tom has fallen down it in the dim light near the wall.

TOM

It's okay. This is the way
through. Just jump down.
It's safe!

PENNY

Well, if you say so.

Penny jumps.

INT - UNDER THE FLOOR - DAY - CONTINUOUS.

Penny lands next to Tom, bouncing on soft springy fiber insulation under the floor.

Light is coming from a crack in the brickwork leading to the next house.

TOM

Come on. Go towards the
light!

Penny dusts herself down and they bounce towards the light.

INT - ATTIC OF COTTAGE No. 10 - DAY.

This attic is empty, just a great expanse of wooden boards. It is illuminated by a broken skylight window.

TOM

Looks empty, let's go.

They set off across the floor. The patter of rain can be heard on the roof.

Rain drops start coming through the broken skylight and explode around them in showers of smaller drops.

PENNY

Oh no! I hate water! Let's
make a run for it.

TOM

Don't worry, my dad always
says the chance of a direct
hit from a raindrop is about
a million to ...

As Tom speaks, Penny is hit by a raindrop and is encapsulated
in the water droplet (held around her by the surface tension).

The droplet magnifies her eyes and she glares at Tom as if
daring him to laugh.

TOM (CONT'D)

... one!

Tom helps Penny break free from the droplet and she shakes
herself like a wet dog.

PENNY

You were saying?

TOM

(trying not to laugh)
You're safe now. Getting
hit a second time would be
impossible!

They walk a few more steps then PENNY is hit again.

Again she is encapsulated and glares angrily at Tom.

Tom helps her break free again and she doesn't say a word.

TOM

Okay, I'm starting to
seriously doubt some of the
things my dad says. Let's run
for it!

They run like crazy, dodging raindrops until they reach the
end wall and slip into a crack in the brickwork.

INT - ATTIC OF COTTAGE No. 9 - DAY - CONTINUOUS.

Tom and Penny emerge from a gap under a skirting board to see a vast desert of plain beige carpet extending into the distance.

The room seems empty but is brightly lit.

As the view widens a man can be seen sitting quietly in an armchair, reading a book.

He is so still and quiet that Tom and Penny don't realize he is there.

TOM

At least this one's dry.

They set off, straight across the center of the room.

Gradually, we hear a small voice (MONEY SPIDER) singing in the distance.

The singing grows louder as Tom and Penny get nearer the source. The song is ABBA's 'Money, Money, Money'.

MONEY SPIDER (O/S)

(singing)

Money, money, money, ain't
it funny ...

PENNY

(whispering)

What is it?

TOM

I don't know, one of those
boxes that makes a noise?

They continue across the carpet.

MONEY SPIDER (O/S)

...If I had a little money,
it's a rich man's world...

Penny suddenly stops and grabs Tom.

PENNY

Look!

She points and they both realize they are close to an enormous pair of human feet wearing classy Gucci loafers.

They begin to back away.

Then from above, the tiny Money Spider drops down on a thread right in front of them.

MONEY SPIDER
(cheerfully)
Hallooo!

TOM
Shhh! The human will hear you.

MONEY SPIDER
Him? Hear? Shmear! He's as deaf
as a post... 'La la, la la la, if
I had a little money...'

PENNY
Why are you singing like that?

MONEY SPIDER
I'm Lucky Dip the money spider!
I always sing about money, err,
who're you?

PENNY
I'm Penny Scuttle and this is
Tom Tangleweb and we're looking
for ...

There is the sound of a page turning from above and the Money Spider whizzes upwards and out of sight.

MONEY SPIDER (O/S)
(calling from above)
Wheeeee! Turning the page!

Money Spider descends into view once more.

MONEY SPIDER
I love it when he does that!
'Money, money, money...'

PENNY
(continuing)
...his brother. Aren't you
afraid of being squished?

MONEY SPIDER

Humans don't squish money
spiders! It's unlucky. Must go
now! Too busy making good luck
to chat all day!

TOM

Wait! My brother is at No. 6.
Do you know the way?

MONEY SPIDER

Sure! Keep right on going.
There's a knothole over there
in the skirting. Then you find
the crack behind The Laughing
Cavalier and try not to get
eaten by the roaches.

(beat)

Tell you what, I'll sing a lucky
money song for you, you'll
probably need it!

(beat)

'If I was a rich man, dabba,
dabba, dabba, dabba, dabba
doo...'

PENNY

That's nice. Thank you Lucky
Dip.

Money Spider climbs his thread attached to the human's book
and Tom and Penny trudge on.

The singing gradually diminishes.

Then there is a sudden loud snap of a book being shut and the
singing is abruptly cut off.

Tom and Penny stop and look at each other in horror.

PENNY

Oh dear!

TOM

I think his luck might have
just run out.

INT - ATTIC OF COTTAGE No.8 - DAY - CONTINUOUS.

An attic packed with antiques.

A Victorian desk, a grandfather clock, a statue of Michaelangelo's David and many other recognizable works of art clutter the room. Other pieces are covered with dust sheets.

Genuine looking paintings lean against the antique furniture.

The house either belongs to a skilled forger or an art thief.

Scholarly looking insects are standing around gazing at the treasures and discussing them quietly. It has the ambience of a museum.

TOM

Wow! Look at all this stuff.

Tom and Penny are walking along, gazing in astonishment at the strange and wonderful objects around them.

PENNY

Look! Is that a bird?

They pass a monstrous stuffed pheasant in a glass case.

TOM

(with a shudder)

I think so.

They pass Constables Haywain.

PENNY

If that's a picture of 'outside',
it doesn't look so bad.

TOM

No? Well look at that one!

He indicates a Lowry picture showing lots of humans trudging to work, bent against the cold wind of an industrial landscape.

TOM

All those feet!

They continue and see a large glossy black STAG BEETLE with fierce looking antlers studying a small statuette of the Venus de Milo through thick eyeglasses.

Tom approaches him apprehensively.

TOM

Excuse me, Sir. Could you tell us where we can find The Laughing Cavalier?

STAG BEETLE

Certainly young man. He's over there against the end wall. And may I say how gratifying it is to see the younger generation of arachnia taking such an interest in art. Splendid!

TOM

Why, thank you, sir, and...

STAG BEETLE

Yes, most youngsters these days say they haven't the time for the important things in life.

TOM

Well, we really must be ...

Penny starts walking away.

STAG BEETLE

Like art and culture and the study of the classics.

TOM

(impatiently)
Absolutely, but...

Penny has moved some distance away.

STAG BEETLE

And...

PENNY

(in an adult voice)
TOM! Will you please hurry up!
We're waiting to see The Laughing Cavalier.

STAG BEETLE

Oh oh! Run along quickly now.
Your mother is calling for you!

Tom catches up with Penny.

TOM

Well done, Mom! I thought I was
never going to escape.

They hurry on past more 'objets d'art' and are suddenly
confronted by the most horrible picture a spider could ever
see.

The gigantic, grinning, human face of The Laughing Cavalier
illuminated by a shaft of sunlight.

They both take a step back in fright.

PENNY

Ugh! It's horrible! I can't
bear to look at it.

TOM

Yes, he's certainly no oil
painting.

(beat)

Come on, the way through should
be behind it. Try not to look.

They hurry behind the painting and find a narrow crack in the
plaster.

TOM

This must be it!

They both disappear into the crack.

INT - ATTIC OF COTTAGE No. 7 - DAY - CONTINUOUS.

A strange scene lies before them. This attic has been boarded
over. A workmate, planks of wood and sheets of fiberboard are
scattered about, along with saws and other woodworking tools.

Heaps of sawdust lie on the floor. This attic is undergoing a
conversion.

Staring about them, Tom and Penny keep going.

PENNY

Just a minute. Is this No. 7?

TOM

(counting on his legs)

I think so, yes.

PENNY

Isn't this the one with the
roaches?

Tom looks around nervously.

TOM

Yes, but don't worry. No sign
of any roaches here.

PENNY

But if we meet one?

TOM

Do you even know what a roach
looks like?

PENNY

No, do you?

TOM

(shaking his head)

Nope.

PENNY

So what do we do, if we meet one?

TOM

Well, let's see. Plan A, if it's
smaller than us we'll just be
polite and carry on.

PENNY

And if it's bigger than us?

TOM

Then, plan B, we'll split up
and run. You go right and I'll
go left and we'll meet up at the
far side ... simple.

PENNY

Well...Okay...I guess... Aagh!

Penny screams because at that moment COCKROACH#1 scuttles out from behind a pile of sawdust and confronts them.

He wears a bandana like some mean gang member, and is ten times bigger than any spider.

COCKROACH#1
Ahh...my afternoon snack!

Tom and Penny glance at each other.

TOM
Definitely plan B!

They hesitate for a split second and then, as if on cue, Tom runs left and Penny runs right as planned.

Cockroach#1 also hesitates, undecided which spider to chase.

COCKROACH#1
Wonder which one would be
juicier?

Then Cockroach#1 takes off after Penny.

INT - FAR SIDE OF ATTIC - DAY - CONTINUOUS.

Tom comes running along the wall, looking for a way through to the next attic.

He finds a gap between a floor board and the wall and looks in.

It is like a tunnel but there is no sign of Penny hiding inside.

TOM
(in a loud whisper)
Penny! Penny, are you here?

No answer. He looks around then runs off towards the right side of the attic, looking for Penny.

INT - RIGHT SIDE OF ATTIC - DAY - CONTINUOUS.

Tom arrives to see that Cockroach#1 has got Penny backed up against a stack of planks.

She keeps dodging to the right and then to the left but Cockroach#1 tracks her, a short distance away.

COCKROACH#1
C'mon baby, gimme a break.
Don't make me work so hard. You
can't escape from me.

PENNY
Leave me alone you big bully!

Tom weighs up the situation then works his way silently to the right of Cockroach#1.

COCKROACH#1
Hey, you're roach food whatever.
You could save us both some time
here.

PENNY
I've got plenty of time!

Tom notices a screwdriver on the floor a couple of feet to the right of the roach.

Tom quickly spins some silk and wraps it around the shaft.

COCKROACH#1
Look, be reasonable, I'm wasting
more energy doing this than I'm
gonna get by eating you. You
should be more considerate.

PENNY
You're going to use up a lot more
energy before you catch me. I'm
not worth it.

Cockroach#1 makes a dive for PENNY who steps aside and he smashes his head against the plank.

A dazed Cockroach#1 rubs his forehead.

COCKROACH#1
You're starting to make me
angry! You wouldn't like me
when I'm angry!

PENNY
(with spirit)
I wouldn't like you under any
circumstances you ugly great
brute!

Tom has crept up behind Cockroach #1 and carefully loops the other end of his silk thread around one of Cockroach#1's back legs.

TOM
(shouting)
PENNY! RUN FOR THE END
WALL!

Penny immediately sprints away.

Cockroach#1 turns to snarl at Tom but follows Penny.

Tom runs after Cockroach#1.

Cockroach#1 rapidly gains on Penny.

PENNY
Tom, Help me!

TOM
Just keep going!

Cockroach #1 is snapping at Penny's heels like an angry rottweiler when it is brought up short by Tom's silk thread.

Cockroach #1 continues for a few centimeters, feet scrabbling for a grip, almost grabs Penny, then is dragged backwards over rough wood by the elasticity of the thread.

COCKROACH#1
Jeez! That hurts!

Tom races past the deflated Cockroach #1, grabs Penny by her arm and hustles her towards the gap he found earlier.

TOM
Come on, almost there.

They disappear into the gap.

PENNY (O/S)
Next time, you go right and
I'll go left!

INT - ATTIC OF COTTAGE No. 6 - DAY - CONTINUOUS.

This attic is empty and has no floor. The joists run like highways into the distance. The spaces between them have badly fitted clumps of fiberglass insulation.

TOM
This is it! This must be
Bobby's house!

PENNY
Yes, but how are we going to
find a way down?

TOM
(decisively)
We explore, of course. Like
that beetle said, when you're
as small as us there's always
a way through. We might as well
start here. Look for a hole.

Tom starts down one of the joists and Penny follows.

They keep looking over the edges of the joist for signs of a hole in the ceiling. Then Penny stops.

PENNY
Look, over there, who's that?

Tom looks where she is pointing. A small brown ANT is sitting on the edge of the next joist across, looking miserable.

TOM
(calling to the ant)
Excuse me!
(no reaction)
EXCUSE ME, SIR!

ANT
(mournfully)
You don't have to call me sir.
I'm only a scout.

TOM
Can you help us?

ANT
Probably not.

TOM
(pointing downwards)
We need to find a way down.

ANT
Why? There's nothing to eat
down there, I've already looked.
(beat)
Except for a piece of lettuce
in a jar, and that's being
guarded by one of your lot.

TOM
One of our lot?

ANT
Yes, a big ugly spider.

TOM
Why would a spider guard a
piece of lettuce? Spiders don't
eat lettuce.

ANT
Perhaps he just didn't want me
to have it. I get it all the
time ... prejudice.

TOM
Prejudice? What's that?

ANT
It means everyone tries to stop
us ants finding food. If only
you knew what it's like trying
to feed an ant colony...

Ant shakes his head sadly as if the whole weight of the world
is on his shoulders.

PENNY
Remember Alice, the ladybird
in the matchbox? She had a piece
of lettuce.

TOM
Of course, it's Pete!
(to Ant)
Will you take us to this, err,
big ugly spider?

ANT
No.

TOM
Why not?

ANT
Too busy.

TOM
(annoyed)
Well, you don't look busy
to me!

PENNY
Will you take us if I give
you this?

Penny is holding up her piece of sugar from the market.

The Ant sits up straighter and looks at it with interest.

ANT
Is that sugar?

PENNY
Yes.

ANT
OK, I suppose that's better
than nothing. It's this way.

INT - CEILING LIGHT FITTING - DAY - CONTINUOUS.

Tom, Penny and the Ant are in a ceiling rose which is not quite screwed up to the ceiling. They are looking over the edge and down into Bobby's bedroom.

ANT
He's over there in that jar
on the shelf.

A glass jar with no lid sits on a chest of drawers set against the wall.

TOM
(jubilant)
There's no top on it!

ANT
He'll never get out. The
sides are too slippery.

They stare at the jar for a few seconds.

A blurry Pete can be seen through the glass, relaxing
nonchalantly against the lettuce leaf, whistling tunelessly to
himself.

TOM
Got it! I know how to get
him out! Follow me.

INT - UPSIDE DOWN ON CEILING - DAY - CONTINUOUS.

Tom leads the way across the ceiling until he is roughly above
the jar.

PENNY
What are you doing?

TOM
I'm going to drop down into
the jar and get him out. Easy!

ANT
(depressively)
It'll never work.

TOM
Of course it'll work, but I
need you two to help line me
up.

ANT
I knew there'd be a catch.

TOM
Right, Pen, you go over there
and tell me when I'm right
above the jar.
(then to Ant)
And you go over there and tell
me when I'm lined up. You see?
It's basic trigonometry!

PENNY

Oh yes, I remember! From
last weeks maths class.

ANT

Any chance of rescuing that
lettuce while you're down
there?

Penny and the Ant head off at 90 degrees to each other and
quickly wave Tom into position directly above the jar.

Tom attaches his silk thread to the ceiling and begins
abseiling down just like on Mission Impossible.

He is dangling within an inch of the mouth of the jar when the
bedroom door suddenly opens.

Tom, Penny and the Ant all turn and stare in horror at the
human woman who enters.

WOMAN

(to herself)

Oh good, it's stopped raining.
This room needs some fresh air.

She crosses to the window and opens it.

Then she straightens the counterpane on the bed and exits the
room.

The draught from the open window is blowing Tom off course. He
is now a couple of feet away from the jar.

TOM

(shouting)

PULL ME ACROSS!

Penny grabs the thread and starts pulling it against the
draught.

PENNY

(to Ant)

Come on, help me!

ANT

Hey! I'm a scout, not a worker.

PENNY

Oh, stop moaning and pull the
goddam thread!

Shocked by her language, Ant does as ordered and they heave Tom closer and closer to the jar.

At last Tom is above the jar and he lowers himself inside and lands right next to Pete.

PETE
(surprised)
Squirt! You got yourself
caught? I didn't see the kid
come in.

TOM
I didn't get caught. I've come
to rescue you, just a sec...

Tom quickly counts Pete's legs.

TOM
1,2,3,4,5,6,7,8... thank
goodness for that. Have you
still got the salt?

PETE
Sure.

TOM
Cool! Come on, and bring
that lettuce as well.

PETE
Why? There ain't an aphid in
sight, I checked.

TOM
Just bring it.

Pete, surprised by the sudden authority in Tom's voice, obeys.

They both climb the thread and as they emerge from the jar,
get caught by the breeze and blown to the side.

They labor to climb the thread in a howling gale.

Pete looks worried and keeps stopping and looking down. They
shout to each other above the noise of the wind.

PETE
YOU SURE YOUR THREAD IS
STRONG ENOUGH FOR THIS?

TOM
IF YOU'RE SCARED, YOU CAN
ALWAYS GO BACK DOWN!

PETE
YOU KNOW, IT WASN'T SO BAD
IN THERE!

TOM
SO, YOU DIDN'T HAVE ANY
DANCING LESSONS?

PETE
WHAT ARE YOU TALKING
ABOUT, DANCING LESSONS?

TOM
I'LL TELL YOU LATER!

Penny and the Ant are digging their heels in and heaving on the thread, doing as much as they can to help.

At last Tom and Pete reach the ceiling.

TOM
C'mon, let's get out of
here!

INT - ATTIC OF COTTAGE No. 6 - DAY - CONTINUOUS.

The Ant has his piece of sugar and shoulders the piece of lettuce.

He shakes hands with each of them in turn.

TOM
Well, I guess this is good-
bye. Thanks for your help.

Penny gives the Ant a kiss on the cheek and he looks bashful.

ANT
No need to thank me. This
is probably the most exciting
thing that will ever happen in
my miserable life.

Ant turns away and starts walking.

ANT
It'll all be downhill from
now on.

Ant's voice in the distance.

ANT (O/S)
Knowing my luck, I'll get
mugged on the way home.

Ant's voice fades away and Pete, Tom and Penny look at each other, bemused.

PETE
(trying to take charge)
Okay, now we go home ... err ...
where are we exactly?

TOM
Just follow us.

Tom leads the way along the joist.

INT - ATTIC OF No. 7 - DAY - CONTINUOUS.

The attic is just as before. Heaps of sawdust, planks, tools, and the workmate.

It seems deserted but Tom and Penny hesitate, looking around for the roach.

PENNY
(nervously)
I really think we should
have a plan. That roach is
really big!

TOM
No sign of him. Maybe he's
gone looking for someone else
to eat.

PETE
Don't worry, kids. You're with
me now and, as I always say,
the bigger they are, the harder
they fall.

Tom and Penny look at Pete expectantly and Pete produces the grain of salt and hefts it like a large rock.

PETE

If your roach shows his face
I'll crown the sucker with
this rock.

TOM

Pete, you ever seen a roach?

PETE

Well, squirt, I've heard
stories...

TOM

Yeah maybe, but this guy is no
story and he could crush that
rock with an eyelid.

PETE

(disbelieving)

Yeah? Well we're going nowhere
standing here jawing about it.
Let's get moving.

With some reluctance Tom and Penny follow Pete across the
floor.

PETE

See? Nothing! I'm not picking
up any bad vibes.

They get more than halfway across with Pete becoming ever more
confident. He idly kicks at a some sawdust and turns to the
other two.

PETE

Hey kids, are you sure you
didn't imagine this monster?
Maybe it was just a shadow?

Pete turns back just as Tom and Penny gasp. Right in front of
them is Cockroach#1, head down and glowering like an enraged
bull.

PETE

Holy shhh...ugar!

Pete turns to run and sees that behind Tom and Penny are two
more Cockroaches.

More Cockroaches appear until they are completely surrounded.

COCKROACH#1

You see guys? I told you we'd
be having visitors, and they've
brought a bigger, juicier one
with them this time!

Pete hefts the salt as if he is going to throw it.

Cockroach#1 sniffs the air.

COCKROACH#1

Look! How thoughtful, they've
even brought their own seasoning!
(he looks around)
Where's Benny? BENNY! Get your
ass out here! Dinner's here!

BENNY, the fattest roach in the world emerges from a heap of
sawdust, his mouth full of sawdust, munching happily.

He looks at the three small spiders benevolently.

BENNY

(with French accent)
Aha! Mes amis. Tonight I
envisage...crunchy spiders
legs served on a bed of fresh
sawdust...followed by spider
cutlets, with a sawdust garnish...

COCKROACH#2

Man! Can't you make anything
without sawdust? We've eaten
nothin' but sawdust for weeks!

COCKROACH#1

Yeah, Benny, let's give the
sawdust a miss tonight. Okay?

BENNY

(with a sigh)
Ach, you philistines ... you just
do not appreciate the nuances of
la cuisine magnifique ... sawdust,
the basis of la gas-tron-omie!

COCKROACH#2

(muttering)
It's the gas we can do without.

The roaches advance and Pete, Tom and Penny draw together in a tight terrified bunch.

TOM

(teeth chattering)

When I say NOW, Pete,
you run straight ahead, I'll
go left, Penny you go right...

PENNY

How about I go left this
time? I think roaches like
right.

TOM

Pen, no time to argue ...
NAAAaa! ...

Before Tom can get the word out the attic trapdoor is flung open and a human head wearing protective breathing gear pops through.

The roaches and the spiders all freeze, and stare at what is coming into the attic.

The human wears overalls and has a tank on his back with 'BUGOFF' stenciled on it. He is an exterminator.

He aims the nozzle of his spray gun into a far corner and starts to spray puffs of white powder around the attic, then climbs right into the attic.

Everyone panics.

COCKROACH#1

Take cover!

TOM

Follow me!

Benny pauses to sniff the air appreciatively.

BENNY

Ah! Borax! Dee-li-shus!

The cockroaches scatter, except for Benny, who runs for the nearest patch of borax.

COCKROACH#1

Benny! Don't eat the borax!

Tom is leading Penny and Pete for the crack in the wall that leads to No. 8.

Bemny is stuffing his fat face with borax powder.

BENNY
I can't resist it! It's sooo
delicious!

COCKROACH#1
Guys! Follow the spiders! They
know the way out!

The roaches all turn and run after the spiders as borax lands all around them.

The three spiders slip into the narrow crack in the plaster.

Cockroach#1 hits the crack at top speed but is just too big to enter.

The other roaches all run into him from behind and he is pounded, painfully, into the gap.

COCKROACH#1
(muffled)
Ow! That really hurts.

INT - ATTIC OF COTTAGE No. 8 - DAY - CONTINUOUS.

Tom, Penny and Pete emerge from the crack behind The Laughing Cavalier and rest against the wall, out of breath.

TOM
We're safe. Let's get going.

They start walking around the picture frame.

PENNY
You know, for a moment back
there, I was really, I mean
really, really scared.

PETE
Scared of a few overgrown
pest bugs? You kids don't know
what scary is. Why I could
tell you about the time I...

Pete turns to look at Penny and gets a full on view of The Laughing Cavalier.

PETE
Whaaa...!

Pete dives behind the castor wheel of an antique desk and peeks around it at The Laughing Cavalier.

Tom and Penny both glance at the painting nonchalantly.

Pete comes out and they all start walking.

TOM
So, Pete, tell us what is
really scary?

Pete is still looking back as Cockroach#1, followed by Cockroach#2, emerge from behind the painting, looking battered and bruised.

PETE
Er, well. I admit, that is
slightly scary.

Pete points back and Tom and Penny glance round and see the two Cockroaches in the distance.

TOM
Run!

Tom, Penny and Pete run for it.

COCKROACH#2
There they go Chief!

COCKROACH#1
Yes, Konrad, I can see. Did
any of the other's make it?

COCKROACH#2
(shakes his head sadly)
'fraid not Chief.

COCKROACH#1
(with a sigh)
I guess they're all in the
great hash house in the sky.

The two Cockroaches chase after the spiders and quickly gain on them.

INT - CONSTABLE'S HAYWAIN - DAY - CONTINUOUS.

Tom, Penny and Pete reach The Haywain before the two Cockroaches overtake them.

Cockroach#1 skids to a halt in front of them and they stop, panting, backed up against the picture frame.

Cockroach#2 blocks their retreat.

COCKROACH 1
You gotta understand that now
you're not just a snack. I owe
this to Benny and the guys.

COCKROACH#2
Err, Chief? We got a visitor!

COCKROACH#1
Take care of it Konrad. I'm
not taking my eyes off these
slippery little fuzz balls.

COCKROACH#2
Sure thing Chief! I'm on it.

The Stag Beetle has quietly approached the scene and is facing Cockroach#2 like a raging bull.

Cockroach#2 begins making karate chopping hand movements and advancing on the Stag Beetle.

Suddenly Cockroach#2 rushes the Stag beetle who lowers his head, allows Cockroach#2 to run over his antlers then expertly flicks his head and tosses Cockroach#2 far into the distance.

COCKROACH#2
Wheeeeeeeee!

Tom, Penny and Pete glance at each other in surprise.
Cockroach#1 is unaware of what has happened to his sidekick.

COCKROACH#1
Okay Konrad, now come and give
me some back up here.

The Stag beetle lowers his antlers. Light glints off the sharp points, then he charges Cockroach#1.

STAG BEETLE

You want back up? You're about to get it.

COCKROACH#1

Hey Konrad, why're you talking funny ... Oooooow!

Cockroach#1 leaps high into the air holding his rear end.

STAG BEETLE

I would suggest you arachnids beat a hasty retreat. I'll delay these two as long as I can.

PENNY

How can we ever thank you?

STAG BEETLE

Your interest in the arts is thanks enough. Now go quickly!

INT - ATTIC OF COTTAGE No. 9 - DAY - CONTINUOUS.

Tom, Penny and Pete are crouching in a narrow trench where the beige carpet meets the skirting in No.9, just below the knothole. Pete is looking spooked.

PETE

Boy, am I glad to get out of there. If that's art, I'm an earwig's uncle. Art and roaches, what a combination!

TOM

Yeah, well, we're not home and dry yet. There's a human in here.

PETE

(even more spooked)
What? Where?

TOM

It was right in the middle before.

PENNY

And it squished poor little
Lucky Dip, the money spider.
It was awful.

PETE

I suppose they just call him
Dip now. How're we gonna get
across?

TOM

Go as fast as we can and as
carefully as we can. Those
roaches can't be far behind.

They set off across the room and we hear the faint sound of
singing. It is the Money Spider singing 'Money makes the world
go round'.

PENNY

Listen! I think I can hear ...

The Money Spider suddenly drops down on his thread from above,
startling Pete.

MONEY SPIDER

Halloo there!

PENNY

Lucky Dip! You weren't squished
in the book!

MONEY SPIDER

(cupping his ear)

You'll have to speak up, I seem
to have burst eardrums.

PENNY

I SAID, YOU WEREN'T SQUISHED
IN THE BOOK!

MONEY SPIDER

You don't have to yell. Of course
I wasn't squished in the book.
Just a minor concussion. A pure
accident. My human wouldn't hurt
a fly! Well, maybe he would a fly...

(starts singing)

'Money makes the world go round,
the world go round...'

PENNY

We have to go, we're being
chased by roaches.

Money Spider points towards the knothole.

MONEY SPIDER

Those roaches?

Cockroach#1 and#2 are climbing through the knothole.

TOM

Oh no! Here they come again!

PETE

Let's get out of here!

MONEY SPIDER

Going up. Good luck!

Money Spider whizzes up his thread as Tom, Pete and Penny run
for the gap under the skirting board.

The two Cockroaches sprint across the room.

Tom, Penny and Pete reach the gap with the Cockroaches inches
behind them. Cockroach#1 is leading with Cockroach#2 close
behind.

Suddenly a Gucci loafer stamps down on Cockroach#2 with a
sickening crunch. Only his head and front legs are visible
sticking out from under the toe of the loafer.

Cockroach#1 turns at the sound.

COCKROACH#1

Konrad!

Cockroach#2 waves a leg, points at the loafer and looks
pleased with himself.

COCKROACH#2

Look Chief. It's a Gucci!

COCKROACH#1

(sadly)

I always knew you had class,
Konrad. Say hello to the guys
for me.

Cockroach#1 makes for the gap under the skirting board but has difficulty squeezing through.

Suddenly the Gucci loafer stamps down near his rear end, propelling him through the gap.

INT - UNDER THE FLOOR - DAY - CONTINUOUS.

Cockroach#1 lands under the floor, rubbing his bent rear end and shaking a fist angrily.

COCKROACH#1
You big ape! I'll teach you
to kick my butt. You better
take a good close look in your
breakfast cereal from now on!

Cockroach#1 picks himself up, sees the way through to the next attic and continues the chase.

INT - ATTIC OF COTTAGE No.10 - DAY.

Tom, Penny and Pete are on the boarded floor of No.10.

The room is still empty but the floor is now covered with a large puddle of rainwater. To the spiders it is like an ocean.

Tom prods the edge of the puddle. The meniscus formed by the surface tension reacts like the skin of a balloon so he doesn't get wet.

He hauls himself up and stands on the surface of the water, then bounces. The water is like a trampoline and he still doesn't go through the surface.

TOM
It's OK, we can walk across
it.

PENNY
Are you sure about this? I'm
not very good with water.

Tom reaches down to pull her up.

TOM

Come on! We haven't got
time to argue. Those roaches
could be here any second.

Penny climbs up and stands uncertainly on the wobbly surface.

TOM

See?

Tom bounces making the surface rebound.

PENNY

Don't do that, I'll fall in!

TOM

Come on Pete.

Pete starts to climb the meniscus and goes straight through
the surface. He is too heavy.

Pete is under the water looking up at Tom and Penny. Then he
fights his way back out and stands, dripping, looking at the
puddle in disgust.

Tom and Penny jump down and join him and Tom looks around
thoughtfully.

TOM

What we need, is a boat.

As he says this, a small leaf is blown in through the hole in
the roof and drifts down to settle on the edge of the puddle
right next to them.

TOM

And there it is!

Tom, Pete and Penny climb aboard and start paddling with their
legs just as Cockroach#1 appears.

Cockroach#1 rushes towards them then hits the water and begins
struggling through it, half swimming, half walking.

COCKROACH#1

(spluttering)

It's just me and you now, punks.
You can't get away from me!

PENNY

Quick! Here he comes!

Tom, Pete and Penny paddle like crazy, pulling away from the crazed cockroach who is splashing and struggling slowly through the pool behind them.

COCKROACH#1

Not fair! Roaches can't swim!

INT - MOUSEHOLE IN ATTIC OF COTTAGE No.11 - DAY - CONTINUOUS.

Pete, Penny and Tom climb out of the mousehole in the floor.

Pete stares at 'Dodge City' and the train, spread out on the floor in front of them.

PETE

Holy guacamole! What the heck
is all this?

TOM

It's called Dodge City.

PETE

Yeah? Don't tell me, we
have to dodge something?

TOM

Only a stupid mouse.

PETE

(shocked)

A mouse! Roaches, humans,
and now a mouse? I was safer
in that jar!

TOM

Pete, if we'd left you in that
jar, eight legs would be just
a memory. Even then, this mouse
couldn't catch you. You worry
too much.

At that moment there is a scuffling and squeaking from the mousehole behind them.

The Mouse appears, climbing through the hole.

TOM

On the other hand, let's
not take any chances. RUN!

Pete, Tom and Penny run directly towards the model railway train ahead of them.

The Mouse immediately sees them and gives chase.

Behind the Mouse a bedraggled Cockroach#1 climbs out of the mousehole.

INT - TRAIN - DAY.

Tom, Penny and Pete get to the guard's van of the train.

TOM

Onto the roof! The mouse won't
be able to reach us up there.

Tom, Penny and Pete quickly climb onto the guard's van and begin to run along the top of the carriages, towards the engine.

To their horror, the mouse easily leaps onto the roof of the guard's van and follows them, squeaking with anticipation.

PETE

Great idea! What next?

TOM

Just keep running!

They leap from carriage to carriage and eventually get to the engine with the Mouse right behind them. Penny is lagging behind.

Tom and Pete run to the very front of the engine but the Mouse catches up with Penny just as she bumps into a switch sticking up from the roof of the cab of the engine. She is winded.

The Mouse makes a dive for her but Penny dodges aside and the Mouse's nose crashes into the switch and moves it to ON.

The train starts with a jerk and Penny falls down into the cab just as Tom and Pete fall off the engine. The Mouse clings on.

The train sets off fast with Tom and Pete watching, aghast.

A couple of feet up the line there is a model water tower with a swinging arm across the track.

The Mouse hits the arm and is swept off the roof of the engine to land in a squeaking heap at the side of the track.

As the train carriages pass, Tom and Pete see Cockroach#1 clinging to the back of the guard's van.

The train rockets away and disappears.

The Mouse picks himself up and chases after the train, leaving Tom and Pete in stunned silence.

After a few moments, Pete recovers.

PETE

She was a good kid bro',
one of the best. But she's
gone, we'll never see her
again.

At that moment they hear the sound of the train approaching having made a circuit of the track.

TOM

Take cover!

They dive behind a miniature bush near the track.

The train whooshes past.

Penny is clearly visible, hanging on in the cab.

PENNY

Heeeeelp!

PETE

(shouting at Penny)

JUMP!

As the train passes, Cockroach#1 is halfway along the carriages, approaching the engine where Penny is trapped.

The Mouse scampers along the track a few inches behind the guard's van.

TOM

Follow me. I've got an idea.

PETE

I hope it's better than your
last one.

INT - CAB OF TRAIN - DAY - CONTINUOUS.

Penny is hanging on grimly in the swaying cab of the train engine.

The scenery is rushing past at high speed.

She looks nervously at the ground whizzing past and shakes her head.

PENNY

Jump! They must be joking!

INT - ROOF OF CARRIAGE - DAY - CONTINUOUS.

Cockroach#1 is gradually hauling himself along the roofs of the speeding carriages, getting closer to Penny, trapped in the cab of the engine.

INT - DEADWOOD GULCH - DAY - CONTINUOUS.

Tom and Pete rush through 'Deadwood Gulch'.

Pete gawks at the models and buildings as they pass.

Eventually, they arrive at the other side of town and come to the railway tunnel.

Tom leads Pete onto the hill, above the tunnel's mouth, where model Indians are attacking the town.

PETE

What are we going to do?

TOM

Stop the train.

Tom runs to a toy Indian with a bow who is standing right above the mouth of the tunnel.

TOM

We have to turn that switch
off. Help me push this thing
over.

Tom and Pete push on the figure until it falls over.

The Indian's bow hangs over the tunnel mouth and looks like it
could hit the switch and stop the train.

TOM

That looks about right.

In moments we hear the sound of the train approaching.

TOM

When the train stops, we
grab Penny and run. Okay?

PETE

You got it!

The train engine rattles past but the Indian's bow just misses
the switch. Instead, it hits Cockroach#1 who is now near the
engine.

He is caught against the bow and scraped along the roofs of
the carriages, every protrusion whacking him soundly on his
already sore rear end.

Eventually he is swept off the guard's van and lands in a heap
on the track as the train disappears into the tunnel.

Cockroach#1 rubs his rump and glares coldly at Tom and Pete
who are standing on the hill above him.

COCKROACH 1

It's payback time. I'm gonna
eat you two alive, piece by
tiny piece.

The Mouse suddenly arrives on the track behind Cockroach #1.

The Mouse instantly pounces on Cockroach#1 and starts to gulp
him down head first.

COCKROACH#1 (O/S)

(from inside mouse)

Hey! Who put the lights out?

The sound of the train gets louder as it approached again. The oblivious Mouse is still lying across the track, munching on Cockroach#1.

The train crashes into the Mouse and pushes him down the track, squeaking in terror.

This time the Indian's bow does hit the switch and the train stops in the tunnel.

The squeaking of the Mouse fades as he runs away.

Penny comes out of the tunnel mouth and looks up at Tom and Pete on the hill above.

PENNY

Can we please go home now?

INT - UNDER THE WATER TANK - DAY - CONTINUOUS.

Tom, Penny and Pete emerge from between the bricks under the water tank.

Pete looks at the dusty cobwebs surrounding them nervously.

PETE

You kids certainly hang out
in some weird places. This
is like ... creepy. Just hope
it's not ...

A weird cackling laugh echoes around them.

PETE (CONT'D)

... hau ... ha ... haunted!

TOM

It's not haunted, it's only
Fowler.

Fowler appears on the path in front of them and they all recoil in disgust.

PENNY

Oh no! Not you again!

FOWLER

Yes again! What have the
spiders got for Fowler this
time. Something sweet?

PETE

Get out of our way, louse.
Before I stomp all over you!

FOWLER

But you must have something
for Fowler, everyone must give
Fowler something!

PETE

Okay you little creep, I'm gonna
beat you to a pulp!

Pete advances on Fowler who stands his ground.

TOM

Err, I wouldn't do that Pete!

Fowler moves like lightning and leaps onto Pete's back and
digs his claws in, just as he did to Penny. Pete tries to
shake him off.

PETE

Ow! Gerrof! Stop nipping, Ouch!

FOWLER

Fowler needs sweet things.

PENNY

Pete! Give him the sugar.

PETE

(struggling)

What sugar?

PENNY

You know, that piece of sugar
you've been carrying.

PETE

But it's not ...

TOM

(realizing Penny's trick)

Shut up Pete! Just throw it
or we'll never get rid of him!

FOWLER

Yes! Throw the sugar, or
Fowler will stay with you
... forever.

Pete finally takes the hint and throws the grain of salt.

Fowler immediately jumps off his back and rushes after it.

TOM

Quick! Run before he finds
it!

They all run through the cobwebs, past the spider 'corpse'.

FOWLER (O/S)

Aargh! Yuk! Shploo! Not sweet!
Bad spiders, give poor Fowler
poison!

INT - ATTIC OF COTTAGE No. 12 - DAY - CONTINUOUS.

The market has packed up and a few insects of various types
are clearing away the detritus.

They pass beetle 'roadsweepers' and ant 'cleaners'.

TOM

Oh no, the market has finished!

PETE

So what? It all starts again
tomorrow.

TOM

But we lost our salt, and we've
got to have some for school
tomorrow morning!

PETE

Dude, even if they were still
here, we haven't got anything
to trade.

(beat)

They don't give stuff away here
y'know?

PENNY

Let's ask him if he's seen any
salt lying around.

Penny points towards an ancient SPIDER who is slowly sweeping
the top of the joist.

Tom and Penny hurry over to him, followed by Pete.

PENNY

Excuse me, Sir, do you know
where we might find some salt?

SPIDER

(toothless)

Shalt? Letsh shee. Can't shay
I do. Ernie over there found a
coupla bread crumbsh. But shalt?
No, far too valuable to leave
behind.

TOM

Salt is valuable?

SPIDER

Sure is shonny. Great for
shpicing up boring food, ask any
termite. Gets rid of shlungs. It
can do all shorts of things.

TOM

Really? I didn't know that.
Well, thanks anyway.

Tom, Penny and Pete leave the old spider to his sweeping and
continue through the now deserted market.

PENNY

What are shlungs?

Tom and Pete both shake their heads and look puzzled.

TOM

Dunno, but whatever they are,
salt gets rid of them.

INT - STAIRCASE - DAY - CONTINUOUS.

Tom, Penny and Pete are making their way down the staircase.

It is now early evening and the stairs are almost deserted.

Tom seems preoccupied.

They reach the bottom and Pete and Penny turn to go towards the cellar but Tom hesitates, then turns in the opposite direction, towards the dining room.

PETE

Hey! Home is this way, where
are you going?

TOM

To find some more salt of
course.

PENNY

Oh Tom! We can't go through
all that a second time!

TOM

And I'm not flunking Practical
Foraging after going through
all that the first time!

Tom starts walking in the direction of the dining room.

PETE

Wait! Jeez kid...
(to Penny)
I can't let him go on his own.

TOM

(furious)

Can't let me go on my own?
Who do you think just rescued
you, and brought you home, you
big palooka! I don't need you
just to find a lousy grain of
salt!

PENNY

Tom, wait, he's right, we've
gone this far together, we'll
see it through together.

TOM

Well, in that case, how about
less talking and more walking?

INT - UNDER THE CREDENZA - EVENING

Tom, Penny and Pete are under the credenza in the dining room,
staring out at the empty room.

PETE

Seems safe enough.

PENNY

You never can tell with humans,
they're kind of sneaky.

TOM

C'mon, we'll look under the
table first, like before.

Tom leads Pete and Penny out from the safety of the credenza
into the room and under the table.

They are surrounded by the huge pillars of chair legs as they
search the floor for a grain of salt.

They split up, with Tom going to the far side of the table
while Pete and Penny are on the nearer side. Then Tom sees
something.

TOM

(calling to the others)
I think I've seen some, over
there!

The white grains he has seen are even further away and he
hurries towards them, taking him even further from the safety
of the credenza.

As the other two watch him in the distance, there is a click
and a loud whining noise starts.

Suddenly a vacuum cleaner appears near to Tom.

PETE

Oh no! RUN! TOM RUN!

Tom begins to run towards them as Pete and Penny turn and run
for the safety of the credenza.

Pete looks back. Tom is way in the distance and the vacuum cleaner is moving towards him fast.

PETE
(to Penny)
When we get under there,
(panting)
get right to the back where it
can't reach us.
(panting)
Then find something to hold on to!

Pete turns to look back at Tom.

PETE
TOM, FASTER!

TOM
I can't, I feel kinda ... weird.

PENNY
TRY TOM! TRY!

Pete and Penny make it to the safety of the credenza then turn to watch Tom.

To their horror, he is just standing there, immobile, with the vacuum cleaner fast approaching.

PENNY
TOM! RUN! IT'S COMING!

As they watch, Tom starts to be sucked towards the vacuum cleaner.

He tumbles across the floor and then disappears under the machine, lost forever.

PENNY
(distraught)
Oh no, Tom! Tom ...

PETE
(pulling at Penny)
Penny, we've got to find a safe
place, we can't help Tom now.
He's gone.

They run to the wall and hold on grimly as the vacuum cleaner moves along the front of the credenza, inches away from them.

It is like being in a hurricane. Dust is swirling all around them and the noise is deafening.

Eventually the vacuum cleaner moves away to another room and they are left in silence, except for Penny's sobbing.

PETE

We've got to get out of here.
Before that thing comes back.

Penny nods and wipes away her tears.

PENNY

I know, but ... is there no
chance he could be ...

Pete shakes his head sadly and begins to lead Penny to the front edge of the credenza.

PETE

None. Poor kid. What a way
to go.

They reach the front and check to see if the room is clear.

As they look a pair of eyes appear, peeking out from behind one of the chair legs. It is Tom.

TOM

Psst! Is it safe?

PETE

(amazed)
Kid? Is that you?

PENNY

Tom? But it can't be!

Tom emerges from behind the chair leg. It is Tom, but this Tom is bigger, brighter and furrrier.

TOM

What a time to shed my
first skin!

He looks himself over proudly and runs towards them.

TOM

Not bad eh? And I got
the salt!

Tom holds his grain of salt up for Penny to see, but she only has eyes for him.

He is no longer a spiderling but a handsome young spider and you can tell by her reaction that this is love at first sight.

PENNY

Tom, you look...
(she looks him up and down)
...amazing!

Pete claps Tom on the back.

PETE

Yeah, amazing squir ... err ...
brother!

TOM

Y'know Pete, I know you're
happy surfin' the web all
night, but all this has given me
a great idea ...

INT - MARKET - DAY.

We are back at Chafer Beetle's sugar stall in the market which is crowded with insect 'shoppers'.

SUPERIMPOSE: TWO WEEKS LATER

Vendors are shouting, just like before.

VENDOR#1

Slivers of glass! Get your
slivers of glass here!

VENDOR#2

Human hair! Finest human hair!
Special offer on short and
curly!

VENDOR#3

Grains of rice! Rice by the slice!

VENDOR#4

Insecticide antidote! The only
genuine cure! Money back
guarantee!

VENDOR#5

Lower your cholesterol with
sunflower seeds!

CHAFER BEETLE

Sugar candy! Delicious sugar
candy! Full of energy!

A ladybird with a crowd of tiny 'children' around her passes
and Chafer Beetle hands her a small sample of sugar.

CHAFER BEETLE (CONT'D)

Here you are madam. You'll need
some of this with all that lot
to look after!

The stall next to Chafer Beetle's sugar stall comes into view.

It is manned by Tom, Penny and Pete who have started a
business trading salt.

TOM

Salt! Get your salt here!
Gets rid of shlungs!

Penny has now shed her first skin and is recognizable, but far
more beautiful.

She is handing out salt to a crowd of eager shoppers. Pete is
busily piling more salt onto the stall but at the same time
chatting to a good looking GIRL SPIDER.

PETE

So, we could meet at the aphid
burger bar straight after work,
whaddya say?

GIRL SPIDER

(coyly)

Well, I suppose that would be
nice...

PETE

Nice? It'll be epic, babe,
and afterwards we'll go to...

CHAFER BEETLE

(to Tom)

Ah salt and sugar, sugar and salt. We compliment each other, like ... chalk and cheese! And the best thing is, since you came, I haven't seen sight or sound of Fowler!

TOM

Yes, Fowler seems to have gone off sugar for some reason.

CHAFER BEETLE

Thank goodness! Tronesty in Millers Row Market at last.

Mrs Tangleweb rushes up to the stall, out of breath.

MRS TANGLEWEB

Oh my dears! I had to come and tell you straight away, the eggs are starting to hatch! Penny, can you come and help dear?

PENNY

Of course Mrs Tangleweb! The boys will have to manage without me for a while, won't you Tom?

TOM

Well, under the circumstance, I suppose we'll have to! And Mom, thanks for watching our eggs while Penny's been working. It's been a great help.

PENNY

Yes Mrs Tangleweb, thanks awfully for watching over them for me.

Penny quickly goes to Tom and and kisses him goodbye.

CHAFER BEETLE (O/S)

Sugar candy! Pure energy food! Keeps you going all day long! And all night too!

PENNY

Congratulations, Darling, you're
a father! And you better bring
some sugar home with you tonight.
I think we're probably going to
need it!

FADE OUT

THE END