

FOR YOUR CONSIDERATION

BEST ORIGINAL SCREENPLAY

Ratatouille

Screenwriter:

Brad Bird

Original Story by

Jan Pinkava, Jim Capobianco, Brad Bird

A TELEVISION SET

-tuned to a DOCUMENTARY. As an old fashioned World GLOBE rotates in a sea of clouds, the EIFFEL TOWER slowly comes into view over the horizon, dwarfing FRANCE underneath it.

T.V. NARRATOR

Although each of the world's countries would like to dispute this fact, we French know the truth; the best food in the World is made in France. The best food in France is made in Paris, and the best food in Paris, some say, is made by Chef Auguste Gusteau.

We see images of GUSTEAU: cooking, signing his cookbook, in front of his famous restaurant. Gusteau is in his early forties, but his massive girth makes him look older.

T.V. NARRATOR (CONT'D)

Gusteau's restaurant is the toast of Paris, booked five months in advance, and his dazzling ascent to the top of Fine French Cuisine has made his competitors envious. He is the youngest Chef ever to achieve a five star rating. Chef Gusteau's cookbook "Anyone Can Cook!" has climbed to the top of the best-seller list. But not everyone celebrates its success.

A tall, gaunt, severe-looking MAN with fish-belly white skin appears on the TV screen. SUPER: ANTON EGO-FOOD CRITIC". Beneath that, in italics, is his moniker: *The Grim Eater*.

EGO

Amusing title, "Anyone Can Cook". What's even more amusing is that Gusteau actually seems to believe it. I, on the other hand, take cooking seriously and no-- I don't think "anyone" can do it...

TITLES (OVER BLACK):

The SOUND of wind rattling barren branches...

WALT DISNEY PICTURES PRESENTS

A PIXAR FILM

...and we FADE IN to reveal:

FRENCH COUNTRYSIDE - LATE AFTERNOON

A light rain falls on a SMALL FARMHOUSE. The last remaining dead leaves tremble in the gusts. The quiet is shattered by a LOUD GUNSHOT that lights up the inside of the cottage. CAMERA pushes down and in toward a single window.

RATATOUILLE

As we move closer, we begin to hear muffled SOUNDS OF STRUGGLE; furniture being bumped, dishes breaking, an indescribable CRASH, followed by an OLD LADY'S SHRIEK.

We're close to the WINDOW now, when it is suddenly SHATTERED by a COOKBOOK. Instantly the action FREEZES.

Underneath its splayed pages, shielding himself from the shards of splintering glass is, inexplicably, a RAT-

-REMY. He's scrawny, frightened, almost comic. It's hard not to feel sympathetic towards the little guy.

REMY (V.O.)

This is me. I think it's apparent I need to rethink my life a little bit. What's my problem? First of all--

OUTSIDE THE FARMHOUSE - DUSK - WEEKS EARLIER

A SILHOUETTE darts out from behind a wooden barrel, pausing upright against a blood red sky. Mangy, sinister, the opposite of Remy. This is how most humans see RATS.

REMY (V.O., CONT'D)

--I'm a rat. Which means life is hard.

Assured the coast is clear, the SINISTER RAT scampers out into the yard, followed by DOZENS MORE RATS. The RATS move across the expanse of grass toward a COMPOST HEAP, which sits in the middle of a field under the darkening sky.

Resourceful and well coordinated, the rats grab bits of decomposing food and carry it off. REMY is among them, dreadingly going through garbage.

REMY (V.O.)
And secondly-- I have a highly
developed sense of taste and smell.

Suddenly he catches a SCENT; which leads him to uncover a
nearly untouched piece of PASTRY, a discarded NAPOLEON.

REMY
(sniffing Napoleon)
Flour, eggs, sugar, vanilla bean,
small twist of lemon...

The Napoleon suddenly erupts, and out pops Remy's pudgy
brother EMILE, covered in cream and completely oblivious to
the destruction he's wrought.

EMILE
You can smell all that? Wow. You
have a gift.

Again the ACTION FREEZES.

REMY (V.O.)
This is Emile. My brother. He's
easily impressed.

RESUME ACTION: An older rat, DJANGO, comes into view. He
snorts dismissively, plucks an APPLE CORE from the compost.

DJANGO
So you can smell ingredients. So
what?

REMY (V.O.)
This is my Dad. He's *never*
impressed. He also happens to be
the leader of our clan.

Remy catches another scent and FROWNS; this new scent is
different somehow, wrong. He follows the scent to Django--

REMY (V.O.)
So what's wrong with having highly
developed senses?

Django is about to eat the APPLE CORE when Remy lunges at
him, snatching the core from his hands.

REMY
Whoa whoa whoa! DON'T EAT THAT!!

SHED - MINUTES LATER

Still holding the APPLE CORE, Remy sniffs the air, following a scent to a tarp in the corner. He lifts it, REVEALING: a can of RAT POISON. The other rats REACT. Django's impressed.

REMY (V.O.)

Turns out that funny smell was rat poison. Suddenly Dad didn't think my talent was useless. I was feeling pretty good about my gift. Until Dad gave me a job--

FARMHOUSE - COMPOST PILE - DAY

A line of rats file past REMY, holding up rotted scraps of food so that each one passes under his nose.

REMY (V.O., CONT')

--that's right-- "poison checker".

As Remy sniffs with all the gusto of a lifelong DMV employee, the line shuffles forward with each "clean".

REMY

(sniffs before each one)

Clean... clean... clean-erino...
cleaneriffic... close to Godliness--

The rat under inspection stands there, unsure as to whether or not he's been approved.

REMY (CONT'D)

--which means "clean". You know--

"Cleanliness is... close to--?"

(no response)

Remy waits, expecting the rat to get his joke. Beat.

REMY (CONT'D)

...never mind. Move on...

The rat moves on. Remy rolls resumes his bored inspection.

INSIDE ATTIC - LATE AFTERNOON

Django & Remy stand on a beat-up chair, overlooking the rat clan as they go about their day.

REMY (V.O.)
Well, it made my Dad proud.

DJANGO
Now don't you feel better, Remy?
You've helped a noble cause.

REMY
Noble? We're thieves, Dad. And what
we're stealing is-- let's face it,
garbage.

DJANGO
It isn't stealing if no one wants
it.

REMY
If no one wants it, why are we
stealing it?

They continue to quarrel. It's clear this is an old argument.

REMY (V.O.)
Let's just say we have different
points of view.

ATTIC - NIGHT

Django and Emile are gobbling up an assortment of RUBBISH, which is in fact dinner. REMY watches them, appalled. He looks down at his own plate in disgust.

REMY (V.O., CONT'D)
This much I knew: if you are what
you eat, then I only want to eat
the good stuff.

He pushes the rotted food away. Django reacts.

REMY (V.O.)
But to my Dad--

DJANGO
Food is fuel. You get picky about
what you put in the tank, your
engine is gonna die. Now shut up
and eat your garbage.

REMY
If we're going to be thieves, why
not steal the good stuff in the
kitchen? *Where nothing is poisoned.*

DJANGO

First of all; we are NOT thieves.
Secondly; Stay out of the kitchen
and away from the humans. It's
dangerous.

OUTSIDE THE FARMHOUSE - DUSK

Remy watches the farmhouse, drawn to the warm light and the sounds emanating from inside.

REMY (V.O.)

I know I'm supposed to hate humans.
But there's something about them...

FARMHOUSE - KITCHEN

Remy carefully sneaks into the kitchen.

REMY (V.O., CONT')

...they don't just survive, they
discover, they create. Just look at
what they do with food.

The TV is tuned to the same show we saw in the opening. CHEF GUSTEAU is cooking, speaking to the camera. Remy watches.

GUSTEAU (ON T.V.)

Good food is like music you can
taste, color you can smell. There
is excellence all around you. You
need only be aware to stop and
savor it.

Remy notices a leftover plate of FRUITS & CHEESES. He picks up a small slice of cheese and takes a bite.

REMY (V.O.)

Gusteau was right. Each flavor was
totally unique.

As Remy closes his eyes his surroundings FADE TO BLACK. A amorphous COLORED SHAPE appears above his head accompanied by a cello bass line.

REMY (V.O., CONT')

Oh, yeah. Amazing. But... combine
one flavor with another--

Cheese still in his mouth, Remy takes a bite of the STRAWBERRY.

REMY (CONT'D)
-and something *new* was created.

New COLORED SHAPES and musical signatures appear; swirling and dancing in harmony with the others.

A light SNAPS ON, breaking the spell. The OLD LADY has awakened. Remy drops the food and scampers away.

FIELD - DAY

Remy follows a pleasant scent in the air. It leads him to a beautiful MUSHROOM.

REMY (V.O.)
So now I had a secret life. The only one who knew about it was Emile.

BEHIND THE FARM HOUSE - LATE AFTERNOON

Emile is atop a full garbage can, rooting around under the lid. Remy calls up from the tall grass below.

REMY
Emile! Psst- hey, Emile--!

Emile looks up, holding the remains of a brown-bag lunch.

REMY
(giddy)
Look! I found a mushroom! Come on, you're good at hiding food, help me find a good place to put this!

GRASSY FIELD - LATE AFTERNOON

Remy and Emile walk together; Emile on all fours, dragging the enormous bag he grips between his teeth, while Remy walks upright, carefully cradling his mushroom.

REMY (V.O.)
He doesn't under-stand me, but I can be myself around him...

EMILE
Why are you walking like that?

REMY

I don't want to constantly have to wash my paws. Do you ever think about how we walk on the same paws that we handle food with? Do you ever think about what we put into our mouths??

EMILE

All the time.

REMY

(he shudders)

When I eat, I don't want to taste everywhere my paws have been.

EMILE

Well, okay. But if Dad sees you walking like that... he's not gonna like it.

Remy SNIFFS Emile's BAG. His eyes LIGHT UP.

REMY

What have you got there?

He disappears into the bag, RIFLES through it, emerging with--

REMY

Cheese?? You found CHEESE? And not just any cheese- Tomme De Chevre de Pays! That would go beautifully with my mushroom!! And! And and and-

He sniffs the air, quickly finds a plant nearby. He PLUCKS it from the ground, his excitement growing by the second.

REMY (CONT'D)

--this rosemary!! With, maybe with--

He grabs a paw full of grass from the ground, tasting the milky base. Smiling, he squeezes a few drops on the mushroom.

REMY (CONT'D)

-a few drops from this sweet grass!

EMILE

Well... throw it on the pile I guess, and we'll--

REMY

We don't want to throw this in with the garbage! This is special!

EMILE

But we gotta return to the colony
before sundown or Dad's gonna--

REMY

Emile! There are possibilities
unexplored here. We've gotta cook
this! Now, exactly how we cook this
is the real questi--

Remy STOPS, his gaze locking on the SMOKING CHIMNEY atop the
farmhouse roof. He GRINS.

REMY (CONT'D)

--ooooohh yeah. Come on!

ROOFTOP - LATER

Remy has skewered the mushroom and cheese onto part of the TV
antennae, which he has bent over the smoking chimney top,
hand turning it like a rotisserie.

REMY

The key is to keep turning it, get
the smoky flavor nice and even...

Lightning flickers in the far distance, followed a moment
later by a RUMBLE of thunder. Emile watches, concerned.

EMILE

That storm's getting closer. Hey,
you think that maybe we shouldn't--

KRAAAK!!! A BOLT OF LIGHTNING hits the TV antennae-- knocking
both rats off the rooftop. They make a LONG FALL, landing
with a THUD into a the soft dirt.

Miraculously, Remy and Emile are alive, their smoking fur
sticks out in an electrified frazzle. Remy holds the rod up,
keeping the cheesy mushroom-- now transformed by lightning
into an amazing, puffed out shape-- completely clean.

REMY

(moaning)

Whoaaa... ohhh...

(idly bites mushroom)

...ohmmmmmmnnn you gotta taste
this!!! It's got this kind of--

(smacks lips)

--burny, melty-- it's not really a
smoky flavor, it's a certain-- it's
kind of like a--

(MORE)

REMY (cont'd)
 (makes a sound effect)
 --it's got a--
 (sound effect)
 --kind of taste, don't you think?
 What would you call that flavor?

EMILE
 Lightning-y?

REMY
 Yeah! It's LIGHTNING-Y! We've gotta
 do that AGAIN! Okay. When the next
 storm comes we'll go up on the roof-

Remy's eyes suddenly go BLANK with a pre-emptive thought.

REMY
 I KNOW WHAT THIS NEEDS! Saffron! a
 little saffron would MAKE THIS!

EMILE	REMY & EMILE
Saffron. Why do I get the	(together)
feeling--	--it's in the kitchen.

FARMHOUSE KITCHEN - MINUTES LATER

Emile frets, looking nervously at the old lady, still fast asleep in front of the TV. Remy RUMMAGES through her spices.

REMY
 Saffron... saffron... hmn...

EMILE
 Not good. Don't like it. She's
 gonna wake up.

REMY
 I've been down here a million
 times. She turns on the cooking
 channel-- boom. Never wakes up.

EMILE
 You've been here a million times??

REMY
 (resumes rooting)
 I'm telling ya, saffron'll be just
 the thing. Gusteau swears by it.

EMILE
 Okay, who's Gusteau?

Remy pushes aside some COOKBOOKS, revealing a well-worn copy of "AUGUST GUSTEAU'S ANYONE CAN COOK!" on the shelf.

EMILE

Wait-- you.... read?

REMY

(guilty)

Well, not... excessively.

EMILE

Oh, man. Does dad know?

REMY

You could fill a book-- a LOT of books-- with things dad doesn't know. And they have. Which is why I read.

(pointed)

Which is also our secret.

He resumes rummaging through the spices. Emile FRETTS.

EMILE

I don't like secrets. All this cooking and reading and TV watching while we read and cook. It's like you're involving me in crime. And I let you. Why do I let you?

FARMHOUSE ATTIC - SAME MOMENT

RATS stream in from a crack in the wall, throwing food from the compost pile on to a heap. DJANGO is at the center, overseeing things. He turns away, distracted--

DJANGO

What's taking those kids so long?

RESUME KITCHEN - REMY AND EMILE

Remy locates a tiny vial of saffron, holds it up.

REMY

Ah. Aquila saffron. Italian. Gusteau says it's excellent. Good thing the old lady is a food lov--

Something on the TV attracts Remy's attention; the great Chef Gusteau is being interviewed.

REMY

--hey! That's Gusteau! Emile, look--

GUSTEAU (TV)

Great cooking is not for the faint of heart. You must be imaginative, strong-hearted, you must try things that may not work. And you must not let anyone define your limits because of where you come from. Your only limit is your soul. What I say is true, anyone can cook... but only the fearless can be great.

Remy grins, nodding in agreement.

REMY

Pure poetry.

TV NARRATOR

But it was not to last. Gusteau's restaurant lost one of its five stars after a scathing review by France's top food critic Arnot Ego.

Remy drifts closer to the TV, drawn to the shocking news.

TV NARRATOR (CONT'D)

It was a severe blow to Gusteau, and the great Chef died shortly afterward, which, according to tradition, meant the loss of another star.

REMY

(stunned)

Gusteau... is dead?

Suddenly the TV SNAPS OFF! Remy & Emile spin around to see-- the OLD LADY is awake... and WIELDING A SHOT GUN.

REMY

RUN!!

Remy and Emile SCATTER! Emile panics, races toward the attic.

REMY

NO! You'll lead her to the colony!

The Lady BLASTS huge holes in the ceiling just behind the scrambling Emile. He LEAPS CLEAR-- and lands on the end of a HANGING LIGHT FIXTURE. The old lady has him. She levels the gun barrel at the helplessly dangling Emile--

REMY hides his eyes. EMILE braces for the end-- CLICK.

The shotgun is EMPTY. The OLD LADY REACTS: WHAT? EMILE REACTS: Huh? I'm not dead? REMY LOOKS UP: Emile is still alive? The OLD LADY curses, ejecting the shells.

EMILE SEES his opportunity, starts SCRAMBLING to pull himself up onto the light. THE OLD LADY SEES THIS and rushes for more shells. REMY sees an opening and takes off to help Emile.

Rifling through her desk drawers, the OLD LADY SPIES REMY coming out of hiding to help EMILE. She REDOUBLES HER EFFORTS to find a box of shells--

EMILE struggles his fat body up to the precarious LIGHT FIXTURE.

EMILE
Help! Remy! Help!

REMY
Emile, start swinging the light!
I'll try to grab you!

OLD LADY hears Remy calling for Emile, but from her POV all we hear is a SQUEAKING SOUND. OLD LADY finds a SHELL BOX: EMPTY. She YANKS OPEN another desk drawer.

REMY arrives at the light fixture, reaches out for EMILE--

REMY
Emile! Swing to me!

OLD LADY-- nothing in the drawer, she decides to look in the book shelf, LOOKING BACK to see if the TWO RATS are still together and struggling, still sitting ducks--

Finding no shells in the desk, the LADY goes for the cabinet, LOOKING BACK to the TWO sitting duck RATS. The lady FINDS a fresh box of SHELLS, spilling them in her excitement--

REMY STRAINS to lift EMILE. The LADY drops to her knees, picks up a shell, loading it as EMILE's feet get purchase. The LADY chambers her SHELL and SWINGS the SHOTGUN AROUND--

The RATS scramble up into a new blast hole at the base of a hanging fixture. It EXPLODES in buckshot!

SILENCE... then a loud CRACK--

The lady LOOKS UP: a large FISSURE snakes across the ceiling, connecting the wide circle of SHOTGUN HOLES--

--a massive CHUNK OF CEILING breaks free and comes crashing down-- bringing with it the FLOOR of the ATTIC above, its furniture, and HUNDREDS OF SURPRISED RATS.

The Old Lady FREAKS! She runs from the room.

DJANGO
EVACUATE!!! EVERYONE TO THE BOATS!

RATS grab assorted belongings as they make their escape. Remy and Emile run with the terrified mob. Suddenly, Remy stops, looks back to Gusteau's COOKBOOK--

REMY
The book!

--and TURNS BACK, rushing into the flood of fleeing rats!

OUTSIDE THE FARMHOUSE

RATS are diving out the windows, streaming through cracks, racing across the grass to the banks of a nearby stream.

BY THE STREAM

The rats run into the tall grass, pulling aside camouflage, REVEALING several WATERCRAFT built from junk. The RATS push them into the water and climb aboard. DJANGO urges them on.

DJANGO
GO GO GO! MOVE MOVE MOVE!

INSIDE THE FARMHOUSE KITCHEN

Remy, the last remaining rat, struggles with GUSTEAU'S COOKBOOK. A strange BREATHING SOUND causes him to look up: the LADY is back, now sporting a World War 2 GASMASK, and GAS CANNISTER. She starts after Remy, SPRAYING GAS everywhere.

With a burst of adrenaline Remy hoists the COOKBOOK onto his back and makes a running LEAP through the window--

OUTSIDE THE FARMHOUSE

--and lands on the lawn in a shower of glass. It appears the COOKBOOK itself is struggling to catch up to the fleeing rats--

REMY
Wait! Wait for me!

ON THE RIVER

RAIN starts to fall. The last RAT BOAT has shoved off from shore, but DJANGO's boat lingers under the FOOTBRIDGE.

DJANGO
Everybody here? We have everybody?
Wait a minute- where's Remy?!

At the shore, Remy throws the book into the water and starts paddling toward the tunnel after the colony.

REMY
Right here! I'm coming! I'm coming!

DJANGO
Hold on son!
(to other rats)
Give him something to grab on to!

GIT, a huge, muscular lab rat, grabs a SPATULA and hoists it out over the water toward Remy.

DJANGO (CONT'D)
Come on boy!

Remy reaches out, desperately paddling with his other paw.

DJANGO (CONT'D)
Paddle son! Come on, reach for it!
You can do it!

Remy has almost reached the end of the spatula-- BLAM!

A BLAST hits the water, sends Remy flying backward. The OLD LADY has taken position at the footbridge above. She FIRES at Django's boat-- missing as his boat enters the tunnel.

DJANGO
Remy!

REMY
Dad!

DJANGO
Come on, you can make it! You can
make it!

Remy climbs back aboard the cookbook and PADDLES into the drainpipe before the LADY can get off a shot. She CURSES.

TUNNEL - CONTINUOUS

Remy paddles. Ahead, Django's BOAT vanishes into the dark.

REMY
Guys wait! Stop! Hold up! Wait for
me! Hold UP!

Frightened SHOUTS echo into SILENCE.

REMY
DAD??
(no response)
Dad...?

Silence. Remy strains to see into the darkness. He begins to make out SHAPES; the channel forking into TWO TUNNELS.

REMY
Which way...?

He paddles towards the right tunnel, changes his mind, veers toward the left. He paddles, picking up speed. Then he hears--

--a LOW RUMBLE. He stops, suddenly alert. The rumble becomes a ROAR. Remy whirls, PADDLES furiously the opposite direction. He's headed toward the edge of a waterfall!

But it's too late. Over the edge go Remy and the COOKBOOK, tumbling into the rapids below.

Remy is tossed about like a rag doll, buffeted in every direction by the churning water. He struggles for air--

--finally breaking the surface, he GULPS a breath--

--and is PLUNGED back under. The stone walls blur past him as he claws back to the surface. Through the tumult he spies his one chance up ahead-- the COOKBOOK. He swims toward it, finally catching it, he pulls himself aboard.

The rapids pass, the waters become calm. He looks back, amazed he's still alive. He collapses, exhausted.

DISSOLVE TO:

SOMEWHERE IN THE SEWER SYSTEM - NIGHT

A soaked and exhausted Remy has pulled his battered cookbook to the sewer bank. It's dark and cold, it smells bad, but he's safe. Maybe the clan will find him. He waits.

LATER

The COOKBOOK has dried out a bit, and there is just enough light seeping through a grate above for Remy to read it.

REMY (V.O.)
I waited. For a sound... a voice...
a sign. Something...

Remy flips a crinkled page, to a appetizing photo of pastry. His stomach GROWLS. He looks away, turning to a drawing of GUSTEAU on the opposite page.

The ILLUSTRATION comes to life; speaking to Remy--

GUSTEAU
If you are hungry, go up and look
around, Remy. Why do you wait and
mope?

REMY
I've just lost my family. All my
friends. Probably forever.

GUSTEAU
How do you know?

REMY
Well, I--
(what is he doing?)
You... are an illustration. Why am
I talking to you?

GUSTEAU
(shrugs)
You just lost your family. All your
friends. You are lonely.

REMY
Yeah, well, you're dead.

GUSTEAU
Ah... but that is no match for
wishful thinking. If you focus on
what you've left behind you will
never be able to see what lies
ahead. Now go up and look around.

Remy looks up, considering the streets above. He looks back to the illustration. Gusteau has resumed his frozen pose. Remy decides to go.

WE FOLLOW REMY

as he scurries up into a BUILDING-- between walls, through pipes, under floors, allowing GLIMPSES into the HUMAN world around him. Remy moves through a crack, emerges into--

APARTMENT KITCHEN

In the next room A PARTY is in progress. Remy spies a loaf of BREAD. Famished, he grabs it, prepares to take a bite when--

--a SPRITE in the form of GUSTEAU appears, smaller than Remy, glowing and semi-transparent.

GUSTEAU

What are you doing?!!

REMY

(startled, defensive)

I'm hungry! I don't know where I am and I don't know when I'll find food again...

GUSTEAU

Remy. You are better than that. You are a cook! Cooks make. Thieves take. You are not a thief.

REMY

(reconsidering)

But I *am* hungry...

GUSTEAU

Food will come, Remy. Food always comes to those who love to cook...

The GUSTEAU SPRITE VANISHES. Remy shakes it off. He puts the bread down, denying his growing hunger, and moves on.

BETWEEN THE WALLS

Remy MOVES, following his exceptional nose. We see glimpses of many French lives;

A PAINTER carefully paints a nude model we can't see--

An DOG barks aggressively, warning Remy away from his flat--

A LOVERS QUARREL. Remy watches from above, through a crack in the ceiling; SHE shakily waves a pistol at a defiant HE.

QUARRELING WOMAN

You think I am playing, Francois?
You think I am PLAYING??

QUARRELING MAN

You don't have the guts!

Losing interest, Remy moves on. A BULLET splinters the floor in front of him. Remy rushes back to the crack and SEES--

--the couple struggling with the smoking gun. The MAN wrenches it free, it clatters to the floor. They glare at each other, blood in their eyes--

--and KISS. Remy rolls his eyes and moves on, through dark, tight spaces... into a pipe and emerges onto--

OUTSIDE THE BUILDING - ROOFTOPS - DUSK

CAMERA follows as Remy scampers along railings and ledges, past windows, up vines, BOOMING UP as the ROOFTOP FALLS AWAY TO REVEAL--

A STUNNING PANORAMA; PARIS AT NIGHT.

It is GORGEOUS-- a vast, luminous jewel. Remy is GOBSMACKED.

REMY

Paris? All this time I've been
underneath PARIS? It's beautiful.

Remy's takes in the sea of shimmering lights... then sees a HUGE SIGN atop a building several blocks away. It's GUSTEAU-- a frying pan in each hand. The SIGN marvels at the panorama.

GUSTEAU SIGN

The MOST beautiful.

REMY

Gusteau's? Your restaurant?? You've
led me to your restaurant!

GUSTEAU SIGN

(not entirely sure)

It seems as though I have. Yes.
There it is! I have led you to it!

REMY

I gotta see this...

Remy heads off toward the restaurant.

KITCHEN - GUSTEAU'S RESTAURANT

WAITERS and COOKS bustle back and forth preparing elaborate meals with energetic precision; the complex dance of Haute Cuisine. Professional cooking at its finest.

While the COOKS range wildly in age and nationality, only one is female; a French cook in her late twenties named COLETTE.

A small, nasty-looking MAN sporting a thin mustache and a toque almost as large as the rest of him, ENTERS. This is the head Chef, SKINNER. Several COOKS call out greetings to him. He looks annoyed as LA ROUSSE nudges him.

LA ROUSSE

Hey boss! Look who's here! This is Linguini, Renata's little boy.

La Rousse gestures to LINGUINI, a gawky young man with a unruly mop of red hair sitting on a stool in the corner. He jumps up and awkwardly approaches Skinner.

LA ROUSSE (CONT'D)

All grown up, eh? You remember Renata, Gusteau's old flame?

SKINNER

(distracted)

Ahh yes. How are you, uh...

LA ROUSSE

Linguini.

SKINNER

Yes. Linguini. So nice of you to visit. How is--?

LINGUINI

My mother.

SKINNER

Yes.

LA ROUSSE

Renata.

SKINNER

(impatient)

Yes. Renata. How is she?

LINGUINI

Good. Well, not g-- she's been better... I mean, uh...

HORST

She died.

SKINNER

Oh. I'm sorry.

LINGUINI

Don't be. She believed in heaven so she's... covered...

(awkward)

...you know. Afterlife wise.

Skinner stares at Linguini for a long, perplexed moment. Linguini suddenly hands a sealed envelope to him.

SKINNER

What's this?

LINGUINI

She left it for you. I think she hoped it would help. Me. Get a job. Here--?

LA ROUSSE

Of course, Gusteau wouldn't hesitate. Any son of Renata's--

SKINNER

(cutting him off)

Yes. Well, we could file this, and if something suitable opens up--

LA ROUSSE

We've already hired him.

SKINNER

(outraged)

What?! How dare you hire someone without my--

HORST

We needed a garbage boy.

Skinner processes this, calming as he does.

SKINNER

Oh. Garbage. Well...

(to Linguini, thin smile)

...I'm glad it worked out.

Skinner disappears into his office, which once belonged to the great Gusteau himself. Linguini turns back to the other cooks, who are already handing him his work clothes.

ROOFTOP - ABOVE GUSTEAU'S KITCHEN - MINUTES LATER

Remy and the Gusteau sprite look down through the SKYLIGHT into GUSTEAU'S kitchen. Remy watches, rapt as the CHEFS scurry about, preparing the gourmet meals.

REMY

I can't believe it. A real gourmet kitchen and I get to watch.

GUSTEAU

You've read my book. Let us see how much you know. Which is the Chef?

Remy points out SKINNER, who is berating another cook.

REMY

That guy.

GUSTEAU

Very good. Who is next in command?

REMY

The Sous Chef... there.

(points out HORST)

The Sous is responsible for the kitchen when the Chef's not there.

REMY'S POV: ISOLATING THE COOKS as Remy points them out.

REMY (O.C.)

Saucier; in charge of sauces, very important. Chef de Partie, Demi-Chef de Partie-- both important...

(pointing)

Commis, Commis, Commis... they're cooks. Very important.

GUSTEAU

You are a clever rat. Now-- who is that?

Gusteau is pointing at the garbage boy LINGUINI, who is clumsily steering a mop and bucket through the kitchen.

REMY

Oh... him? He's nobody.

GUSTEAU

Not nobody. He is part of the kitchen.

REMY

(dismissive)

He's a Plongeur or something. Washes dishes or takes out the garbage. He doesn't cook.

GUSTEAU

But he could.

Below, LINGUINI accidentally knocks over the pot of soup, spilling it. Remy gives Gusteau a patronizing chuckle.

REMY

No.

What WE SEE, but Remy doesn't: desperate that no one notices his mistake, Linguini quickly replaces the pot on the burner, and MOPS up the floor.

GUSTEAU

How do you know? What do I always say? "Anyone can cook".

REMY

Well, yeah. Anyone *can*. That doesn't mean that anyone *should*.

GUSTEAU

Well that is not stopping *him*. See?

Remy watches aghast as Linguini quickly chums some water from another pot into the soup to refill it to its former level, haphazardly throws in a few spices and vegetables.

REMY

No! This is terrible! He's *ruining* the soup! And nobody's noticing?! It's your restaurant! Do something!

GUSTEAU

What can I do? I am a figment of your imagination-

REMY

But HE'S RUINING THE SOUP! We've got to tell someone that he's R-

The skylight suddenly gives way, and Remy PLUNGES down--

GUSTEAU'S KITCHEN

With a SPLASH Remy lands in a sink filled with soapy dishwater. He paddles to the surface, climbs onto the counter and tumbles over the edge, hitting the floor with a SPLAT.

KITCHEN FLOOR - UNDER THE COUNTER - CONTINUOUS

Remy HIDES. GIANT FEET (belonging to busy COOKS) boom by on either side. Surrounded by the enemies of rat kind, Remy is PETRIFIED. From REMY'S POV the kitchen is a terrifying place; full of FIRE and NOISE. He runs out from under the counter.

The door to the walk-in OPENS, knocking Remy across the floor and under the stove. Above him rows of burners IGNITE.

He races across a walkway, under another counter and out the other side, nearly run over by a DINING CART. REMY dives underneath it, using it to cross the kitchen camouflaged.

Sticking his head out, Remy spots an OPEN WINDOW on the far wall: a way out! He runs for it, climbing up a dish rack to the counter. He is nearly to the OPEN WINDOW.

He scrambles up onto a copper pot toward it, but the lid slips and he falls inside. He LOOKS UP.

REMY'S POV: OUT FROM UNDER THE POT LID

--the window is MOVING AWAY. What's happening?!

WIDEN TO REVEAL--

--the POT is being carried away by one of the COOKS. The chef sets the pot down near a stove and exits. As Remy heads back toward the window, a wonderful SCENT hits his nose. He SNIFFS, following it to a PAN filled with vegetables.

Enticed, he crawls inside, and it is only then that he notices the LARGE TURKEY-- moments before a COOK picks up the pan and slides it into the oven!

Remy barely escapes before the oven door CLOSES, SPRINGING from the oven to another passing trolley, which bursts into--

THE DINING ROOM - CONTINUOUS

Remy is wheeled into the plush hush of the restaurant, and pulls up to a table of well-dressed DINERS. A WAITERS HAND reaches down for a peppermill, grabbing REMY instead--

--which startles both of them. The HAND instantly RELEASES Remy, who quickly leaps on to another passing trolley, the one heading back to the kitchen.

GUSTEAU'S KITCHEN - CONTINUOUS

Remy jumps off the trolley and hides. He looks up at the window --

REMY'S POV

--the WINDOW has been CLOSED! Linguini crosses into his view and tastes the soup. It's horrible, so horrible that--

--he runs to the window, opens it, SPITS the soup out into the alley and exits-- LEAVING THE WINDOW OPEN.

RESUME REMY

He sees his opening and runs for it, climbing a broom handle to a shelf above the stove that leads to the OPEN WINDOW.

Dodging jars of spices he runs through the steam from the soup bubbling directly below. It's so disgusting that--

--without thinking, he grabs a spice from the counter, throws a dash in. He starts for the window-- thinks better of it, adds some leeks, adds some pepper, starts back to the window--

--and STOPS.

His gaze returns to the boiling pot. He looks back at the kitchen: the cooks haven't noticed him. He looks at the window: it is still open, and the path to it is clear.

The GUSTEAU SPRITE APPEARS--

GUSTEAU

Remy! What are you waiting for?

REMY

Is this going to become a regular thing with you?

GUSTEAU

You know how to fix it. This is
your chance...

Remy considers this. Then, filled with purpose, he jumps to the stove top, turns the burner down, hops up to the spigot to add water to the soup.

Quickly losing himself, Remy proceeds to remake the soup, alternately smelling, tasting and adding ingredients to it. He grabs a pawful of spices to toss in and SUDDENLY SEES--

--LINGUINI, wide-eyed and brandishing a ladle. They STARE at each other for a long moment, deer caught in each others headlights. Remy drops the spices into the soup.

Skinner (OS)

THE SOUP! WHERE IS THE SOUP?

The two STARTLE; Remy tries to run for the window. Linguini slams a collander over him, both hiding and trapping him.

Skinner

Out of my way, Garbage boy!

Skinner spots the ladle in Linguini's hand. He seizes Linguini by his collar.

Skinner

You are COOKING? How dare you cook
in my kitchen!

Remy starts to push the collander toward the open window.

SKINNER

Where do you get the gall to even
attempt something so monumentally
idiotic? I should have you drawn
and quartered! I'll do it! I think
the law is on my side!

(calling out)

LaRousse! Draw and quarter this
man! AFTER you put his head in the
duck press to squeeze the fat out!

As Skinner berates Linguini, LALO ladles the soup into a tureen, which he takes to the pass. Linguini watches helplessly as the waiter MUSTAFA carries his soup out to the dining room.

LINGUINI

Oh, no... no no, ohhhh nooo--

SKINNER

What are you blathering
about?!

*

LINGUINI
 (points, dumbstruck)
 -but don't let- th-- sou...
 soup--!

SKINNER
 Soup...?
 (suddenly understands)
 STOP THAT SOUP! Noooo!

But Mustafa is gone and it is TOO LATE. Skinner anxiously looks through the door windows into the dining room--

SKINNER'S POV: THE DINING ROOM

--the soup is served to a WOMAN DINER. She tastes it, REACTS visibly, and motions for the waiter.

RESUME KITCHEN - GUSTEAU & SKINNER

Wilting, Skinner turns his building rage toward Linguini.

Skinner
 Linguini! You're FIRED! F-I-R-E-D!
 FIRED!

MUSTAFA, the waiter, sticks his head through the double-doors, speaking low to Skinner.

MUSTAFA
 She wants to speak to the Chef.

Color drains from Skinner's face. He sighs, heads out into the dining room to take his medicine. Linguini creeps toward the exit, but is collared by the Sous Chef HORST.

On the counter, Remy inches the collander towards the window. Colette sticks a spoon into the soup and tastes. It's GOOD.

Mustafa and Skinner re-enter from the dining room, Skinner's face a riot of bewilderment.

COLETTE
 What did the customer say?

MUSTAFA
 It wasn't a customer. It was a critic.

COLETTE
 (fearful)
 Ego??

SKINNER
 (dazed)
 Solene LeClaire...

COLETTE
LeClaire? What did she say?

MUSTAFA
She liked the soup.

UNDER THE COLLANDER

The GUSTEAU SPRITE stops Remy.

GUSTEAU
Wait--

REMY
What do mean "wait"? You're the
reason I'm in this mess!

GUSTEAU
Someone is asking about your soup!

RESUME SCENE

The bustle of the kitchen has STOPPED DEAD as Skinner tastes the soup. His eyes betray a truth; the soup is delicious. And he HATES that. He turns to Linguini, his face DARK.

SKINNER
What are you playing at?

LINGUINI
(totally confused)
I, uhm, didn't-- am I still fired?

COLETTE
You can't fire him.

SKINNER
(wheels on her)
What--!?

COLETTE
LeClaire likes it. She made a point
of telling you so. If she writes a
review to that effect, and finds
out you fired the cook responsible--

SKINNER
He's a garbage boy...

COLETTE

--who made something she liked. How can we claim to represent the name of Gusteau if we don't uphold his most cherished belief?

SKINNER

What belief is that, Mademoiselle Tatou?

COLETTE

Anyone can cook.

UNDER THE COLLANDER

The Gusteau sprite NUDGES Remy.

RESUME SCENE

The other COOKS murmur their assent. The turn of the tide isn't lost on Skinner. His face softens into an icy smile.

SKINNER

Perhaps I've been a bit harsh on our new garbage boy. He has taken a bold risk, and we should reward that, as Chef Gusteau would have. If he wishes to swim in dangerous waters who are we to deny him?

UNDER THE COLLANDER

Remy's totally absorbed in this conflict. A COUGH causes Remy to look up: the GUSTEAU SPRITE gestures at the window.

GUSTEAU

You were escaping..?

REMY

Oh. Yeah--

Remy resumes pushing toward the window.

BACK TO SCENE

Skinner turns to Colette, gives her a withering smile.

SKINNER

Since you have expressed such an interest in his cooking career, you should be responsible for it.

Colette's face falls. Skinner turns to the other cooks.

SKINNER

Anyone else?
(they look away)
Then back to work--!

The cooks resume their work. Skinner wheels on Linguini.

SKINNER

You are either very lucky or very UNlucky. You will make the soup again, and this time I'll be paying attention. Very close attention.

Off to the side, REMY has almost made it to the window.

SKINNER (CONT'D)

They think you might be a cook. But you know what I think, Linguini? I think you're a sneaky, overreaching little-
(he SPIES REMY)
--RAAAAT!!!

REMY RUNS. The OTHER COOKS come after him. Skinner SWINGS a MOP at Remy, breaking dishes and blocking his escape.

SKINNER

Linguini! Get a something to trap it in!!

Linguini CLAPS a jar over Remy. Seals it.

LINGUINI

What should I do now...?

SKINNER

Kill it.

LINGUINI

Now?

SKINNER

No! Not in the kitchen, are you mad?? Do you know what would happen to us if anyone knew we had a rat in our kitchen?

(MORE)

SKINNER (cont'd)
 They'd close us down!! Our
 reputation is hanging by a thread
 as it is. Take it away from here,
 far away. Kill it, dispose of it.
 Go!

Linguini nods and quickly EXITS the kitchen's back door.

ALLEY BEHIND GUSTEAU'S KITCHEN - CONTINUOUS - NIGHT

Linguini hops aboard a bicycle and peddles into the gloom,
 carrying Remy in the jar with him.

ALONG THE SEINE - NIGHT

The waterfront, normally so beautiful, seems dark and
 forboding this night. Linguini slows his bicycle and pulls up
 under a street lamp near a bridge underpass. He climbs off
 the bicycle and prepares to drop the jar into the water.

Remy is PETRIFIED. His heart racing, he presses his paws
 against the glass, staring at Linguini with terrified eyes.

Linguini HESITATES... then PULLS BACK, shouting at Remy.

LINGUINI
 Don't look at me like that! You
 aren't the only one who's trapped.
 They expect me to cook it again!
 (Remy looks up: HUH?)
 I'm not ambitious, I wasn't trying
 to cook, I was just trying to stay
 out of trouble. You're the one who
 was getting fancy with the spices!
 What'd you throw in there? Oregano?
 (Remy SHAKES HEAD: "NO")
 No? What, rosemary?
 (Again, Remy shakes head)
 That's a spice, isn't it? Rosemary?
 (At this Remy NODS)
 You didn't put rosemary in there?

Remy shakes his head. Linguini SLUMPS down on the bank, sets
 the Remy jar next to him.

LINGUINI
 I need this job. I've lost so many.
 I don't know how to cook and now
 I'm talking to a rat as if you
 actually understand what I'm say--
 (sudden realization)
 --did you NOD?? You UNDERSTAND ME??
 (MORE)

LINGUINI (cont'd)

(Remy NODS)

So I'm not crazy. Wait a second, wait a second. I can't cook. Can I?

(Remy shakes his head)

But you can. Right?

(Remy thinks uncertainly)

Don't be so modest, you're a rat for Pete's sake. Whatever you did, they liked it.

(lost in thought)

Yeah. This could work. Hey, they liked the soup--

With an expansive gesture Linguini accidentally KNOCKS REMY'S JAR INTO THE SEINE. Horrified, Linguini DIVES IN after it.

JUMP CUT TO:

ALONG BANKS OF SEINE - MINUTES LATER

Linguini sits on a bench, soaking wet, the jar with Remy successfully retrieved and sitting next to him.

LINGUINI

They liked the soup. You think you could... *do it again?*

(Remy NODS)

I'm gonna let you go. But we're together on this. Right?

(Remy NODS again)

Okay.

Linguini sets the jar down on its side and carefully OPENS the lid. Remy looks up at him... and TAKES OFF, escaping into the darkness. CACKLING as he runs, Remy LOOKS BACK at-

REMY'S POV: PULLING AWAY FROM LINGUINI

--who stands forlorn and alone under the bridge.

WITH REMY

He slows to a stop, moved by this pitiful sight.

WITH LINGUINI

He SIGHS, defeated. Turns sadly to his bicycle. Then a SOUND: the CLICKING of tiny claws on cement. Linguini looks up--

REMY, very cautiously, is coming toward him, back into the light. Remy looks at Linguini... who SMILES.

LINGUINI'S FLAT - NIGHT

Darkness. we hear KEYS fumbling in a lock. Linguini KICKS the warped door a few times, opening it enough to enter, and wrestle his bicycle through. He turns on a light, REVEALING--

--a tiny, odd-shaped room; two doors in the wall; one a bathroom, the other a closet, both tiny. One window, a table with two chairs. Hotplate. A miniscule, ancient refrigerator.

A ratty couch doubles as a bed, a portable black & white t.v. rests precariously on one arm.

LINGUINI

This is it. It's not much, but it's-
(he looks around)

--not much.

(to Remy, shrugs)

Could be worse; there's heat and light and a couch with a TV. So, y'know-- what's mine is yours.

Remy looks over the new digs. He likes them just fine.

LATER

Fast asleep on the couch, Linguini is bathed in the flickering light from an old and very romantic FRENCH MOVIE on TV. TWO LOVERS stand handsomely in the swirling steam of a soon to depart locomotive, staring into each other's eyes--

HER (TV)	HIM (TV)	*
Are you-- is this... a dream?	The best kind of dream. One we can share.	*
		*

Tucked in to an OVEN MITT near the window sill, REMY gazes dreamily at the lights of Paris. The romantic MOVIE MUSIC swells, underscoring his emotions.

HER (OS TV)	HIM (OS TV)	*
But why here? Why now?	Why not here? Why not now?	*
	What better place to dream... than in Paris?	*
		*

Remy grins, slowly closes his eyes. Dreaming.

LINGUINI'S FLAT - MORNING

Linguini AWAKENS with a start. He looks up at the oven mitt--

LINGUINI
Morning, little Chef. Rise and sh--

--and suddenly realizes REMY IS GONE.

LINGUINI
Idiot! I knew this would happen! I
let a rat into my place and tell
him what's mine is his?

Linguini yanks open the refrigerator door and looks inside.

LINGUINI
Eggs GONE! STUPID! He's stolen food
and hit the road! What'd I expect?
That's what I get for trusting a ra-

As Linguini moves around the tiny alcove HE SEES--

--REMY, quite pleased with himself as he cooks omelettes on
the hotplate. Two places have been set at the tiny table.

LINGUINI
Wh--? Hey. What-- is that for me?

Remy nods and deftly (but with considerable effort) sets the
large omelette onto Linguini's plate. Linguini sits and puts
a forkful into his mouth.

LINGUINI
It's good. What'd you put in this?
(Remy holds up basil leaf)
Where'd you get that?

Remy moves to the window and points to the roof garden of a
nearby flat. Linguini looks down at the enterprising rat.

LINGUINI
Look. It's delicious. But don't
steal. I'll buy some spices, okay?

Remy shrugs and turns to eat. Linguini glances at his clock.

LINGUINI
Oh no. We're gonna be late, and on
the first day!

Linguini **SHOVES** the rest of the eggs into his mouth and grabs his coat. Famished, Remy opens wide, ready for his first bite of food, when Linguini snatches him up---

LINGUINI
Ca'mon, little Chef!

--and runs out of the apartment.

GUSTEAU'S KITCHEN - MORNING

The cooks are circled around Colette, listening with interest as she reads a review aloud from the morning paper.

COLETTE
"Though I, like many other critics, had written off Gusteau's as irrelevant since the great Chef's death, the soup was a revelation, a spicy yet subtle taste experience."

Skinner has **ENTERED**, and is now stopped in his tracks.

SKINNER
(stunned)
LeClaire...?

COLETTE
Yes...!
(resumes reading)
"Against all odds, Gusteau's has recaptured our attention. Only time will tell if they deserve it."

IN ALLEY OUTSIDE GUSTEAU'S

Linguini waits outside, Remy in palm, staring uncomfortably at the kitchen entrance, working up the nerve to go inside.

LINGUINI
Well, uhm...

Aware he can't enter the kitchen carrying a rat, Linguini looks half heartedly for places to conceal Remy; under his shirt, up his sleeves, in his sock-- rejecting each in turn.

Out of ideas, Linguini slowly opens the top of his pants. Remy looks up at him, **APPALLED**.

LINGUINI

(desperate)

Look, I know it's weird and stupid,
but neither of us can do this
alone. So we gotta do it together,
right? You with me??

Remy gives a reluctant NOD. Linguini glares at the kitchen entrance, psyching himself up--

LINGUINI

So... LETS DO THIS THING!!

KITCHEN - GUSTEAU'S

The back door SLAMS OPEN. All heads swing to a slightly crazed LINGUINI standing in the doorway. He wilts a bit with the attention, and attempts to cross inconspicuously to his station, the hidden rat causing a strangely spastic lurch.

The other COOKS watch with bewildered amusement.

Linguini arrives at his station and looks uneasily at the new TOQUE resting there: his new toque. He swallows, placing it on his head, and suddenly notices Skinner standing there.

SKINNER

Welcome to hell. Now... recreate
the soup. Take as long as you need,
all week if you must.

Skinner EXITS. Linguini looks at his station with dread, a blocked writer facing a blank page.

LINGUINI

Soup.

LINGUINI'S STATION - MINUTES LATER

Raw soup stock bubbles at a low boil on the stove. Linguini stares at the variety carefully prepared of ingredients-- herbs, spices, diced vegetables, etc that have been and laid out at his station. He's completely unsure of where to start.

REMY peeks out from Linguini's collar and examines the scene. He scrambles underneath Linguini's shirt and across his chest, tickling him. Linguini LAUGHS.

Remy's head pops out from Linguini's SHIRT CUFF, sees Linguini reaching for a SPICE TIN; the WRONG spice. Remy signals Linguini to stop, but Linguini pays no attention, so--

--Remy gives Linguini's HAND a NIP. Linguini YELPS-- dropping the entire spice tin INTO THE SOUP. Appalled, Remy gives Linguini an admonishing bite--

Linguini YELPS and CURSES, SWATS Remy in retaliation. Remy scurries to the other arm (GIGGLE) and gives Linguini another nip (more YELPS & CURSINGS).

The OTHER COOKS marvel at the strangeness of the spastic, giggling, yelping Linguini. Visibly panicked, the giggling/yelping Linguini TURNS, lurching from his station to the food safe, and closing himself inside.

INSIDE FOOD VAULT - CONTINUOUS

Linguini RIPS his shirt open, exposing his chest and arms, which are covered in angry red BITE MARKS.

LINGUINI
 AAAAAAAGGGGGGHHHHH!!!
 (looks at Remy accusingly)
 AAAAAAAGGGGGGHHHHH!!!
 (gestures at bite marks)
 AAAAAAAGGGGGGHHHHH!!!

Remy stares at the nearly hysterical Linguini.

LINGUINI
 This is NOT gonna work, little chef! I am gonna LOSE IT if we do this any more. We gotta figure out something else. Something that doesn't involve any biting or nipping or running up and down my body with your little rat feet. The biting; NO. Scampering; NO. No scampering or scurrying. Understand, little chef?
 (beat)
 Little chef...?

Remy's gaze has drifted away from Linguini, to the shelves LOADED with premium food. Remy looks weak with longing.

LINGUINI
 Oh... you're hungry.

Guilty, Linguini breaks a chunk from a round of cheese and offers it to Remy, who scarfs it down. Linguini, calmer now, straightens his clothes as he thinks out loud.

LINGUINI

Okay... the way I see it; you know how to cook. And I know how... to appear... human. We just need to work out a system so that I do what you want in a way that doesn't look like I'm being controlled by a tiny rat chef oh WOULD YOU LISTEN TO ME? I'M INSANE I'M INSANE I'M INSIDE A REFRIGERATOR TALKING TO A RAT ABOUT GOURMET COOKING I WILL NEVER PULL THIS OFF--

KITCHEN - OUTSIDE FOOD VAULT

Passing the food vault Skinner hears a VOICE from within.

SKINNER

Linguini...?

INSIDE FOOD VAULT

Remy, still eating, listens as Linguini pours his heart out.

LINGUINI

-we gotta communicate! I can't be checking for a yes or no head shake from a rat th-

Suddenly the vault door JERKS OPEN. THREE THINGS HAPPEN FAST:

- 1) Skinner sees a fleeting glimpse of LINGUINI WITH REMY.
- 2) Linguini HITS THE LIGHT SWITCH-- the room GOES DARK.
- 3) Skinner instantly FLICKS THE LIGHTS BACK ON to see--

--Linguini standing exactly as before. But Remy is GONE.

SKINNER

The rat! I saw it!

LINGUINI

No... a rat?

SKINNER

(searching about Linguini)
Yes, yes-- a rat! Right next to you-
(stops, suspicious)
--what ARE YOU DOING IN HERE???

LINGUINI
I'm just familiarizing myself with--
y'know, the vegetables... and such.

SKINNER
Get out.

Linguini makes a hasty exit. Skinner calls out after him.

SKINNER
ONE CAN GET TOO FAMILIAR WITH
VEGETABLES YOU KNOW!

KITCHEN - CONTINUOUS

Linguini speaks to Remy, who he's hidden under his TOQUE--

LINGUINI
That was close. You okay up there?

INSIDE LINGUINI'S TOQUE

Remy's surroundings are visible through the thin fabric. He looks up AND SEES they are about to COLLIDE with--

--a WAITER CARRYING A TRAY PILED WITH DISHES. Remy YANKS BACK LINGUINI'S HAIR like horses REINS, CAUSING-

LINGUINI

--to jerk backwards in an impossible limbo-arch, pivoting under the tray of dishes--

--and BACK UP AGAIN, miraculously averting disaster. Linguini blinks in amazement: what just happened? He ducks into the--

BATHROOM

LINGUINI removes his toque, looks at Remy in the mirror.

LINGUINI
How did you do that??

Still grasping hanks of Linguini's hair in his paws, Remy SHRUGS. Linguini's shoulders SHOOT UP to his ears. Startled, Remy drops his arms; Linguini's shoulders drop.

LINGUINI
Whooaah--!

A gleam comes into the rats' eyes. He JERKS the left hank, causing Linguini's LEFT ARM to SHOOT UP IN THE AIR.

LINGUINI
 (marveling)
 Wow. That's strangely involuntaREEE-

Remy is yanking tufts of Linguini's hair like a kid with a new toy. Linguini jerks around like a helpless puppet.

Remy stops, looks at the panting Linguini in the mirror.

REMY (V.O.)
 One look and I knew, each of us had
 the same crazy idea...

LINGUINI'S FLAT - NIGHT (MONTAGE: LEARNING TO COOK)

Using hanks of Linguini's hair to control Linguini's actions, Remy pilots Linguini (who is blindfolded to keep him from cheating) through an increasingly complex series of cooking tasks, everything from cutting vegetables to flipping crepes.

During this comic montage we see Remy learning precisely how to pilot Linguini, and at the same time, Linguini is learning how to surrender himself to being "piloted".

By dawn, Linguini and Remy have meshed into one finely honed cooking machine.

DISSOLVE TO:

KITCHEN - NEXT DAY

Linguini stands off to the side, fretting as Skinner pulls a ladle of soup from a Linguini's pot and tastes it.

SKINNER
 Congratulations. You were able to
 repeat your accidental success. But
 you will need to know more than
 soup, if you are to survive in my
 kitchen, boy. Colette--

Skinner gestures to COLETTE, who watches with a scowl.

SKINNER (CONT'D)
 --will be responsible for teaching
 you how we do things here.

Skinner grins and EXITS. Linguini crosses to Colette.

LINGUINI
 (a little too smooth)
 Listen, I just want you to know how
 honored I am to be studying under a-

Colette STABS a knife through Linguini's shirtsleeve, pinning
 it to the table. Her voice is low, intense.

COLETTE
 No, you listen. I just want you to
 know exactly who you are dealing
 with. How many women do you see in
 this kitchen?

LINGUINI
 Well, I hah--- um--

She brings a second knife down through Linguini's sleeve--

COLETTE
 Only me. Why do you think that is??

LINGUINI
 (spooked, sputtering)
 Well... huh--! I... hoo...

COLETTE
 Because Haute Cuisine is an
 antiquated hierarchy built upon
 rules written by stupid old men,
 rules designed to make it
 impossible for women to enter this
 world. But still I am here. How did
 this happen?

Linguini burbles in a desperate attempt at nonchalance.

LINGUINI
 Because... you, ah-- hah...

Colette SLAMS a third knife through Linguini's sleeve,
 thoroughly pinning it. Linguini is truly frightened.

COLETTE
 Because I'm the toughest cook in
 this kitchen. I've worked too hard
 for too long to get here, and I'm
 not going to jeopardize it for some
 garbage boy who got lucky. Got it??

Linguini NODS pathetically. Colette pulls the knife handles
 out with a single JERK and Linguini topples to the floor.
 Colette EXITS. Linguini peeks over the counter, dazzled.

LINGUINI

Wow...

SKINNER'S OFFICE

Skinner watches as ad man FRANCOIS DUPUIS finishes pitching his campaign for the latest GUSTEAU'S FROZEN FOOD product.

The trademark Chef Gusteau art has been re-painted; Gusteau now sports a kimono, coolie hat, and chopsticks. Behind this are similar campaigns for GUSTEAU'S FRENCH PIZZA and GUSTEAU'S MICROWAVE BURRITOS. Skinner is captivated.

DUPUIS

"Easy to cook, easy to eat, Gusteau makes Chinese food 'Chine-Easy!'".

SKINNER

Excellent work Francois, as usual.

DUPUIS

It's good, isn't it?

Skinner stands, offering a handshake to signal the end of the meeting. As Francois packs up his portfolio, preparing to leave, Skinner straightens the photo of himself with Gusteau that hangs on the wall.

SKINNER

I want you to work up something for my latest frozen food concept: "Gusteau's Corn Puppies". Like corn dogs, only smaller, bite size!

DUPUIS

(starts sketching in pad)
What are corn dogs?

SKINNER

Cheap sausages dipped in batter and deep fried. You know... American. Whip something up, maybe Gusteau in overalls and Huckleberry Tom hat-

DUPUIS

(displaying his sketch)
Or as a giant ear of corn in doggie makeup?

SKINNER

Yes, but... with dignity.

Dupuis EXITS. Skinner moves to his desk and the stack of UNOPENED MAIL there, and begins to shuffle through it; bill, bill, bill-- and the PINK ENVELOPE given to him by Linguini.

He opens the envelope and reads; his bored eyes growing wider and wider with each line. He GASPS, seizing the phone.

SKINNER
Get my lawyer--!

SKINNER'S OFFICE - AN HOUR LATER

Skinner's lawyer TALON LABARTHE is reading GUSTEAU'S WILL.

TALON
The will stipulates that, if after a period of two years from the date of death no heir appears, Gusteau's business interests-- including the restaurant and the rights to his name and image-- will pass to his Sous Chef. You.

SKINNER
I know what the will stipulates!
(brandishing letter)
What I want to know is if this letter, if this boy, changes anything!

Skinner raises the window blinds, revealing a view of the kitchen and Linguini, who looks unusually awkward among the practiced cooking staff. Talon looks from Linguini to a framed photo of GUSTEAU.

TALON
There's not much resemblance--

SKINNER
(drops blinds)
There's NO resemblance at all! He's not Gusteau's son! Gusteau had no children! And what of the timing of all this? The deadline in the will expires in less than a month!

Talon drifts around the office, searching for something.

SKINNER (CONT'D)

Suddenly some boy arrives with a letter from his "recently deceased" mother claiming Gusteau as his father? Highly suspect!

Talon spies a TOQUE inside a DISPLAY CASE. He turns to Skinner.

TALON

This is Gusteau's?
(Skinner NODS)
May I?

SKINNER

Of course, of course.

Talon carefully opens the display case, removes GUSTEAU'S TOQUE and begins to inspect it.

TALON

But the boy does not know?

SKINNER

(brandishing the letter)
She claims she never told him-- OR Gusteau! And asks that I not tell!

TALON

Why you? What does she want?

Talon spies something on the toque: a HAIR. He pulls a pair of TWEEZERS from his coat, removes the hair, folding it carefully inside a handkerchief, and pocketing it.

SKINNER

A job. For the boy.

TALON

Only a job?

SKINNER

Well... yes.

TALON

Then what are you worried about? If he works here you'll be able to keep an eye on him, while I do a little digging, find out how much of this is real.

(getting his coat)

I'll need you to collect some DNA samples from the boy, hair maybe.

SKINNER

The whole thing is HIGHLY SUSPECT.
He KNOWS something!!

TALON

Relax. He's a garbage boy. I think
you can handle him.

Talon exits. Skinner stands inert, spooked.

KITCHEN

Linguini finishes dicing a red pepper. He sets down his
knife, carefully scoops up the small pile of dicings, walks
over to a giant pot and drops it in, returning to repeat the
procedure. Colette, who has watched this, interrupts--

COLETTE

What are you doing?

LINGUINI

I'm cutting. Vegetables. I'm
cutting the vegetables?

COLETTE

NO. You waste energy and time!

Colette slides a chair up to the end of Linguini's prep table
and slams the pot down on its seat so that the top is level
with the table's surface.

COLETTE

You think cooking is a cute job,
huh? Like mommy in the kitchen?

She snatches Linguini's KNIFE from him with one hand, several
vegetables with the other. With frightening speed she dices
them; flicking each diced pile into the pot with the knife;
dice, flick, dice, flick--

COLETTE

Well mommy never had to face the
dinner rush when the orders come
flooding in and every dish is
different and none are simple and
all have different cooking times
but must arrive on the customers
table at exactly the same time, hot
and perfect. Every second counts--

In MOMENTS Colette has completed a ten-minute Linguini job.

COLETTE (CONT'D)
 --and you CAN NOT BE MOMMY!!!!

TIME CUT: ANOTHER DAY

Linguini is cooking. He takes a pan off the burner and sets it to one side, which is already cluttered with utensils. Colette sees the mess and is outraged.

COLETTE
 What is this???

Linguini stammers. Colette quickly clears his station, pitching it all into a sink full of dishwater.

COLETTE
 Keep your station clear. When the meal rush comes what will happen?? Messy stations slow things down, food doesn't go, orders pile up-- disaster!! I'll make this easy to remember; keep your station clear... or I WILL KILL YOU.

TIME CUT: Colette grabs Linguini by the arm and holds up his sleeves, which are smeared with multi-colored STAINS.

COLETTE
 Your sleeves look like you threw up on them. Keep your hands and arms in, close to the body like this--
 (she demonstrates)
 --see? Always return to this position. Cooks move fast; sharp utensils, hot metal, keep your arms in, you will minimize cuts and burns and keep your sleeves clean. Mark of a chef; messy apron, clean sleeves.

TIME CUT: ANOTHER DAY

Linguini and Colette shell peas. Colette's manner is easier, more collegial.

COLETTE
 I know the Gusteau style cold. In every dish Chef Gusteau always has something unexpected. I will show you, I memorized all his recipes--

LINGUINI
 (writing it down)
 "Always do something unexpected"...

COLETTE
 No. "Follow the recipe".

LINGUINI
 But you just said--

COLETTE
 It was *his* job to be unexpected. It
 is our job to--

COLETTE & LINGUINI
 --follow the recipe.

TIME CUT: ANOTHER DAY

Colette pulls a loaf from a basket of freshly baked bread and shows it to Linguini.

COLETTE
 How do you tell how good bread is
 without tasting it? Not the smell,
 not the look, but the *sound...* of
 the crust. Listen--

She holds the loaf to her ears, Linguini leans in to listen.

INSIDE LINGUINI'S TOQUE

Remy also LEANS IN to listen. Colette gives the bread a
 SQUEEZE. The CRACKLE is seductive.

RESUME SCENE

She and Linguini SMILE at the pleasing CRUNCH.

COLETTE (CONT'D)
 -a symphony of crackles. Only
 great bread sounds this way.

TIME CUT: ANOTHER DAY - EARLY MORNING

Colette and Linguini have begun their prep. There is a new
 relaxation between them.

COLETTE

The only way to get the best produce is to have first pick of the day, and there are only two ways to get first pick; grow it yourself or bribe a grower.

She gestures to the back door. Outside a PRODUCE SELLER, conversing amicably with La Rousse, sets down a crate of gorgeous fruit and vegetables. La Rousse slips him money.

COLETTE

Voila! The best restaurants get first pick.

TIME CUT:

Linguini and Colette cook side by side, their manner now as easy and familiar as old friends.

COLETTE

People think Haute Cuisine is snooty, so chefs must also be snooty. But not so.

ON LALO, who bobs to radio music as he sautés, cooking with a efficient, yet theatrical flourish.

COLETTE (V.O.)

Lalo there-- ran away from home at twelve, got hired by circus people as an acrobat, got fired for messing around with the ringmasters daughter.

CAMERA SWINGS to HORST. He glances about with shifty eyes.

COLETTE (V.O.)

Horst has done time.

LINGUINI(V.O.)

What for?

COLETTE (V.O.)

No one knows for sure. He changes the story every time you ask him.

JUMP CUTS: HORST explains various reasons for incarceration.

HORST

I defrauded a major corporation.

(CUT)

(MORE)

HORST (cont'd)
 I robbed the second largest bank in
 France using only a ballpoint pen.
 (CUT)
 I created a hole in the ozone over
 Avignon.
 (CUT)
 I killed a man with--
 (he holds it up)
 --this thumb.

CAMERA MOVES to POMPIDOU. He works dough with expert
 precision.

COLETTE (V.O.)
 Don't ever play cards with
 Pompidou. He's been banned from
 both Las Vegas and Monte Carlo.

CAMERA MOVES to LAROUSSE as he slips into the food safe.

COLETTE (V.O.)
 La Rousse ran guns for the
 resistance.

LINGUINI (V.O.)
 Which resistance?

COLETTE (V.O.)
 He won't say. Apparently they did
 not win.

RESUME COLETTE & LINGUINI

COLETTE
 So you see, we are artists.
 Pirates. More than cooks are we.

LINGUINI
 "We"...?

COLETTE
 Oui. You are one of us now, oui?.

LINGUINI
 (surprised, touched)
 Oui.

They exchange smiles and resume work. PAUSE.

LINGUINI
 Thank you... by the way, for all
 the advice about cooking.

COLETTE
Thank you, too.

LINGUINI
For what?

COLETTE
For taking it.

INSIDE SKINNER'S CAR - MOVING - NIGHT

Skinner listens to the radio. Suddenly he SITS UP--

HIS POV THROUGH WINDSHIELD:

Remy scampers across the alley to the kitchen entrance behind GUSTEAU'S... and into the hands of a kneeling Linguini.

SKINNER
The rat!!

RESUME SKINNER

He JAMS the brakes, throws the car into reverse. As Linguini is brought back into view we see that REMY IS GONE. Still kneeling, Linguini holds up a set of KEYS.

LINGUINI
(to Skinner, chuckles)
I just dropped my keys.

Skinner is BAFFLED.

GUSTEAU'S - DINING AREA - NIGHT

There is noticeably more energy and fewer empty tables in the dining room. Mustafa arrives at a table of FOOD SNOBS.

MUSTAFA
Have you decided?

FOOD SNOB #1
Well, the new soup is excellent but-

FOOD SNOB #2
--but we order it every time.

FOOD SNOB #3
What else do you have?

MUSTAFA
We have a very nice Foie Gras--

FOOD SNOB #1
(impatient)
Yes, the old standby, you used to
be famous for it. What does the
Chef have that's new?

Mustafa stands there, slack-jawed and blinking.

KITCHEN

Mustafa crashes through the swinging doors in a panic.

MUSTAFA
Someone has asked what is
new!

HORST
New?

MUSTAFA
Yes! What do I tell them?

HORST
What did you tell them?

MUSTAFA
I told them I would ask!

SKINNER
What are you blathering
about?

HORST
Customers are asking what is
new.

MUSTAFA
What should I tell them?

SKINNER
What DID you tell them??

MUSTAFA
I TOLD THEM I WOULD ASK!!!

SKINNER
This is simple. Just pull out an
old Gusteau recipe, something we
haven't made in a while and--

MUSTAFA
They know about the old stuff. They
like Linguini's soup--

SKINNER
Linguini? They are asking for food
from-- LINGUINI?

LALO
A lot of customers like the soup.
That's all we were saying.

POMPIDOU
Were we saying that?

An IDEA comes to Skinner. Dark pleasure blooms on his face.

SKINNER

Very well. If it's Linguini they want...

He pulls Horst close and speaks to him quietly.

SKINNER

...tell them "Chef" Linguini has prepared something special for them, something definitely "off-menu". Oh, and don't forget to stress its "Linguini-ness".

HORST

Oui, Chef.

Skinner turns to Linguini, a big shark-smile on his face.

SKINNER

Now is your chance to try something worthy of your talent, Linguini. A forgotten favorite of the Chef's: "Sweetbread a la Gusteau"! Colette will help you!

COLETTE

Oui, Chef.

SKINNER

Now hurry up. Our diners are hungry!

Skinner turns to go to his office, a worried La Rousse rushes up to him, speaking in a low, concerned voice.

LA ROUSSE

Are you sure? That recipe was a disaster. Gusteau himself said so.

SKINNER

Just the sort of challenge a budding chef needs.

Skinner disappears inside his office, humming to himself.

WITH COLETTE & LINGUINI

Linguini looking over Colette's shoulder as she stares at an old, yellowing recipe card, sizing up it's ingredients.

COLETTE

Sweetbread a la Gusteau. Sweetbread
cooked in a salt crust with
cuttlefish tentacles. Drizzled
with...snail porridge...

(with increasing distaste)

Douglas fir puree... beetroot
mousse and pollen...dried white
fungus... and dipped in anchovy
liquorice sauce. Huh.

Sounds awful. Colette shrugs it off and turns to Linguini.

COLETTE

I don't know this recipe. But it is
Gusteau, so--

(calling out)

Lalo! We have some veal stomach
soaking, yes??

LALO (O.S.)

Yes, the veal stomach, I get that.

LINGUINI

Uh-- veal... stomach?

INSIDE LINGUINI'S TOQUE - MINUTES LATER

Remy pilots Linguini's hand to lift the small pot of snail porridge off the burner and up to Linguini's toque for an obligatory sniff. Remy looks at the porridge, then at the rack of fresh spices. Suddenly Remy pilots Linguini to go for the SPICES, lifting them rapidly one by one up the toque to SNIFF. Remy selects one that smells right and dumps it in the pot.

LINGUINI

suddenly LEANS FORWARD, tilting his toque over the fragrant STEAM from the simmering pot.

INSIDE LINGUINI'S TOQUE

Remy takes a WHIFF, likes what he smells. Inspired, he pilots Linguini out into the kitchen.

LINGUINI

--is alarmed by his sudden ramble, completely unsure of where he's going, what he's looking for.

UNDER THE TOQUE

Remy maneuvers Linguini spasmodically past the other cooks stations, wildly sniffing around for the next ingredient, a composer hunting for the next note in a new symphony. He catches a pleasing scent in Lalo's station--

LINGUINI

SNATCHES some SHALLOTS from Lalo, who looks up in SHOCK, but Linguini is already gone, racing back to his station to add the new ingredients to a heating pan.

Linguini JERKS forward, tilting his toque over the pan, then PEELS OUT of his station, once again on the move.

KITCHEN -SAME TIME

Linguini ZIPS about snatching ingredients from the other cooks stations, a Porche apologizing for its driver.

LINGUINI

(ad-lib to cooks)

Pardon me, just need to borrow this
real quick-- sorry-- apparently I
need this-- I'll be right back--

To the others, Linguini looks deranged; a man who's clearly lost control of both his body and his faculties.

Linguini careens back into his station and DUMPS the ingredients into his pan, startling Colette--

COLETTE

What are you doing? We are supposed
to be preparing the Gusteau recipe.

LINGUINI

(stirring, flipping pan)

I'm, uh... this is the recipe--

COLETTE

The recipe doesn't call for white
truffle oil! What else have you--

(MORE)

COLETTE (cont'd)
 (she looks in his pan)
 You are improvising?? This is no
 time to experiment, the customers
 are waiting!

LINGUINI
 You're right--
 (to REMY, nudging toque)
 --I should listen to you!

Linguini suddenly SLAPS his own face, then LEANS his toque
 over the Sweetbread.

COLETTE
 Stop that--!

LINGUINI
 Stop what?

COLETTE
 Freaking me out! Whatever
 you're doing-- stop it.

HORST
 Where is the special order?

Both Colette and Linguini are working quickly now, but on
 separate dishes, giving the appearance of a competition.

COLETTE
 Coming!
 (Low to Linguini)
 I thought we were together on
 this.

LINGUINI
 We are together.

COLETTE
 Then *what are you doing?*

LINGUINI
 It's--- VERY hard to explain.

HORST
 The special??

COLETTE
 Come get it!

UNDER THE TOQUE

Remy watches anxiously as Colette sets the plate at the pass
 to be picked up, a hank of hair in each paw, waiting for an
 opening. Colette glances at the recipe.

COLETTE
 Oh-- I forgot to add the liquorice!

She rushes back to get it. Remy sees his chance. Linguini
 finds himself grabbing his pan and hurtling toward Colette.

AT THE PASS

Colette is about to add the liquorice sauce when Linguini swoops in and BLOCKS HER HAND. Colette is STUNNED. Her eyes FLASH at Linguini, who looks petrified, his left hand holds his pan of saute, which trembles over the Sweetbread.

COLETTE
Don't... you... dare.

LINGUINI
I'm not, I'm not, I'm--

Linguini dumps his saute over Colette's dish the moment before it is swept away by the waiter Mustafa.

LINGUINI (CONT'D)
--sorry.

Skinner enters, smiling as he walks up to Horst.

SKINNER
Is Linguini's dish done yet?

HORST
Ya. It's as bad as we remember.
Just went out.

SKINNER
(serene)
Did you taste it?

HORST
Of course... before he changed it.

SKINNER
Good- WHAT? How could he change it?

HORST
He changed it *as it was going out
the door!*

Skinner starts toward the door to the dining room, just as MUSTAFA busts through it, excited.

MUSTAFA
They love it! Other diners are
already asking about it, about
Linguini. I have seven more orders!

Colette is nonplussed. Skinner FLINCHES, then forces a smile.

SKINNER
That's... wonderful.

INSIDE LINGUINI'S TOQUE

Remy slaps his paws together, relishing the night ahead.

MONTAGE

Crosscut between the dining room and the kitchen: orders pile up as word of the "special" spreads between diners. Remy pilots Linguini, preparing plate after plate of their hit.

THE KITCHEN - LATER

The dinner rush is over. The cooks congratulate their new comrade Linguini, toasting him glasses of table wine.

Skinner watches from across the kitchen, STARING at the boy with a mixture of confusion, envy and resentment. As Linguini pass in front of a light Skinner SEES IT: a strange shadow within Linguini's toque--

--the SILHOUETTE OF A RAT. Skinner's EYES going WIDE.

BACK ENTRANCE - GUSTEAU'S

After a quick look around to make sure no one's watching, Linguini removes his toque and lets Remy out.

LINGUINI
Take a break little Chef, get some
air. We really did it tonight.

Linguini unfolds a napkin, revealing a miniature picnic; fruit, bread, cheeses. Remy-- pooped but exhilarated-- beams at Linguini, who raises his glass in a salute to the rat.

Linguini smiles and turns back inside.

KITCHEN - CONTINUOUS

We follow Linguini as he crosses the kitchen, humming happily to himself. PANNING INTO FRAME is SKINNER; perched high atop a tray rack, waiting like a cat ready to pounce. He SNATCHES the toque from Linguini's head--

--and gapes in confusion when he sees nothing on top of the boy's head. He looks at Linguini and SMILES.

SKINNER
(dangling the toque)
Got your toque!

Skinner hops to the ground, fluffing the toque with his hand before handing it back to the mystified Linguini.

SKINNER
Seriously now, I'd love to have a little talk with you, Linguini... in my office.

LINGUINI
Am I in trouble...?

SKINNER
Trouble? Nooo... a little wine, a friendly chat. Just us cooks.

Colette watches Skinner steer Linguini into his office.

HORST
(to Colette, re: Linguini)
The Plongeur won't be coming to you for advice anymore, eh Colette?
(nods to Skinner's office)
He's gotten all he needs.

He exits chuckling. Colette slowly turns away, stung.

INSIDE SKINNER'S OFFICE

Skinner settles in behind the massive desk that was formerly Gusteau's. Linguini sits uneasily at a chair facing him, still holding his little glass of wine.

SKINNER
Toasting your success, eh Linguini?
Good for you.

LINGUINI
I just took it to be polite, they were being so nice to me, I don't really drink, you know--

SKINNER
Of course you don't. I wouldn't either if I was drinking *that*--

Skinner plucks the glass from Linguini's hand, pours it into a wastebasket, and offers up a newly opened bottle of wine.

SKINNER (CONT'D)

-but you would have to be an idiot of elephantine proportions not to appreciate this '61 Chateau Latour. And you, M'sieur Linguini, are no idiot.

(raising his glass)

Let us toast your non-idiocy! A votre sante!

They clink... and DRINK.

OUTSIDE KITCHEN - BACK ENTRANCE - GUSTEAU'S

Remy munches contentedly and stares at the starry sky, loving his bread, his cheese, his life. He breaks the top off a grape and-- holding the stem like a wine glass-- slowly sips it into a raisin.

Something STIRS behind the trash cans. Remy FREEZES, suddenly alert. Some kind of CREATURE is eating in the shadows. Remy grabs the cheese knife and timidly goes to investigate.

The creature LOOKS UP, its glowing eyes fix on Remy. Remy GULPS, raises the knife. The creature LEAPS into the light--

EMILE

REMY!

REMY

Emile--??

They rush to each other, hugging and laughing.

REMY

What are you doing here?! I thought I'd never see you guys again!

EMILE

I can't believe it! You're alive! You made it! We figured you didn't survive the rapids!

REMY

And what are you eating??

Emile stares at Remy, chewing. He looks down, pondering the unrecognizable wad in his hands for a long beat. He FROWNS.

EMILE

I don't really know. I think it was some sort of wrapper once.

REMY
What--? No.

Remy grabs the wad and throws it away with a flourish.

REMY
You're in Paris now, baby. My town.
No brother of mine eats rejecta-
menta in my town!

Remy turns on his heel and marches back into the kitchen.

KITCHEN - MOMENTS LATER

Remy climbs to the pull handle on the FOOD SAFE DOOR and hesitates there. LAUGHTER emanates from inside of Skinner's office. Remy leaps to the handle and with considerable effort pushes it open, UNLOCKING the massive door. GUSTEAU appears.

GUSTEAU SPRITE
Remy... you are stealing? You told
Linguini he could trust you.

REMY
And he can. It's for my brother...

GUSTEAU SPRITE
The boy could lose his job.

REMY
Which means I would, too. It's
under control, okay?

Remy shoves past the Gusteau spite and into the safe. The sprite VANISHES.

INSIDE SKINNER'S OFFICE - SAME TIME

Linguini sits back in his chair, looking a bit tipsy.

SKINNER
More wine?

LINGUINI
I shouldn't. But okay.

He offers his glass to Skinner, who refills it generously.

SKINNER
So where did you train, Linguini?

LINGUINI
 (chuckles, drinking)
 Train? Alright...

SKINNER
 Surely you don't expect me to
 believe this is your first time
 cooking?

LINGUINI
 It's not.

SKINNER
 I KNEW IT!

LINGUINI
 It's my...
 (stops, counts on fingers)
 ...second, third, four-- fifth
 time. Monday was my first time.
 (Skinner wilts)
 But I've taken out the garbage lots
 of times before this, that's why I--

SKINNER
 (cutting him off, pouring)
 Yes yes yes. Have some more wine.
 Tell me about your interests. Do
 you like animals?

LINGUINI
 What--? Animals? What kind?

SKINNER
 Oh, the usual. Dogs, cats, horses,
 guinea pigs...
 (pointed)
 ...rats.

BACK ENTRANCE - GUSTEAU'S - MINUTES LATER

Remy carries a small bundle of gourmet foodstuffs from the
 kitchen, only to find Emile again munching on garbage.

REMY
 I brought you something to-- AGH!!
 No no NO! Spit that out right now!
 (Emile does, shamed)
 I have GOT to teach you about food!
 Close your eyes.

As Emile closes his eyes, his SURROUNDINGS FADE TO BLACK.
Remy delicately holds a hunk of cheese under Emile's nose--

REMY

Now... take a bite of thi--

Emile INHALES it. Horrified, Remy scolds him like a bad pet.

REMY (CONT'D)

-NO NO NO! Don't just hork it down!

EMILE

Too late.

Annoyed, Remy hands him another piece of cheese. Emile eats it, this time more carefully.

REMY

Chew it slowly... think only about
the taste. See?

A vague, grayish BLOB half-forms above his head. It MOVES to
undefined MUSIC as Emile struggles to experience the food...

EMILE

Not really.

REMY

Creamy, salty sweet. An oaky
nuttness? You detect that?

Emile opens his eyes (surroundings reappear), looks at Remy.

EMILE

Oh, I'm detecting nuttness.

REMY

Close your eyes. Now taste this.
(gives him a strawberry)
Whole different thing, right?
Sweet, crisp, slight tang on the
finish?

The BLOB reappears, but this time with a hint of color.

EMILE

Okay.

REMY

Now try them *together*. Uh-huh. See?

Emile eats both together and chews, concentrating. Slowly the weak COLORS become bolder and more complimentary. They begin to dance and intermingle as a little MELODY takes shape...

EMILE

Okay... I think I'm getting a little something there. It might be the nuttiness. Could be the tang.

REMY

That's it! Now imagine every great taste in the world being combined into infinite combinations, tastes that no one has tried yet!! Discoveries to be made!

EMILE

I think--- you lost me again.

Emile opens his eyes. The SHAPES and SOUND FADE AWAY. Sensing Remy's disappointment, Emile reassures him.

EMILE

But that was interesting. Most interesting garbage I ever-- HEY! What are we doing? Dad doesn't know you're alive. We've gotta go to the colony!! Everyone will be thrilled!

REMY

Yeah... but, uh... thing is, I kinda have to... uh...

Remy gestures vaguely at the kitchen. Emile frowns.

EMILE

What? What do you "hafta" more than family? What's more important?

He glares furiously at Remy, whose resolve starts to crumble.

REMY

Well, it wouldn't hurt to visit...

INSIDE SKINNER'S OFFICE - STILL LATER

A few EMPTY BOTTLES of wine litter Skinner's desk. Linguini is BOMBED, but Skinner's increasingly desperate inquisition is getting nowhere.

SKINNER

Have you ever had a pet rat??

LINGUINI

Nope.

SKINNER
Did you work in a lab with rats?

LINGUINI
Nope.

SKINNER
Perhaps you lived in squalor at some point??

LINGUINI
Nopety nopety new.

SKINNER
I KNOW you know something about RATS! You know you do!!

LINGUINI
You know who know do whacka do. Ratta tatta- hey! Why do they call it that?

SKINNER
What?!

LINGUINI
Ratatouille. There's a dish called that, it's like a stew, right? Why do they call it that? If you're gonna name a food you should give it a name that sounds delicious. Ratatouille doesn't sound delicious. It sounds like rat. And patooty. Rat patooty! Which does NOT sound delicious.

Linguini drinks, finds his glass empty. He smiles, offering his glass for Skinner to refill.

SKINNER
(scowling)
Regrettably--

He drops the empty bottle into the trash with a loud THUNK.

SKINNER (CONT'D)
--we are all out of wine.

INSIDE SEWER - RAT COMMONS - A LITTLE LATER

Several channels converge into a wide, open area as dreary and uninviting as any sewer, save for a flotilla of tiny BOATS illuminated by a scattering of multi-colored lanterns that answer the gloom with magic.

Holding their clasped paws up victoriously, Django turns from Remy to face the assembled crowd of rats.

DJANGO
MY SON... HAS RETURNED!

An enormous CHEER erupts. Emile joins Django and Remy as the clan crowds around them. Remy's joy is clouded with doubt; what about his new life?

RAT ENCAMPMENT - LATER

A PARTY is in full swing. The entire rat clan has come out to bop to boisterous MUSIC played by a jazzy RAT BAND, kicking down the jams in a unique gypsy/jitterbug dance style that takes full advantage of their tails and all four legs.

Joined by his sons, Django sits at a prime table. A WAITER RAT quickly serves a round of drinks in well-worn thimbles between them. Emile and Django suck theirs down. Remy takes a discreet whiff and sets it aside.

DJANGO
And finding someone to replace you for poison checker has been a disaster. Nothing's been poisoned, thank God, but it hasn't been easy. You didn't make it easy.

REMY
I know. I am sorry, Dad.

DJANGO
Well, the important thing is that you're home.

REMY
Yeah... well, uh, about that...

DJANGO
You look thin. Why is that? A shortage of food or a surplus of snobbery?

Emile joins in as Django cracks up at his own joke.

DJANGO
It's tough out there in the big world all alone, isn't it?

REMY
Sure... but, it's not like I'm a kid anymore.

A well-wisher drops by to say hello to Django. Remy takes advantage of the distraction to quickly deliver the bad news.

REMY

I *can* take care of myself. I've found a nice spot not far away, so I'll be able to visit often.

DJANGO

(resuming conversation)
Nothing like a cold splash of reality to make you--
(sudden realization)
--"visit"?

REMY

I will, I promise. Often.

DJANGO

You're not staying?

REMY

It's not a big deal, Dad.
(gently)
You didn't think I was going to stay forever, did you? Eventually a bird's gotta leave the nest.

DJANGO

We're not birds, we're rats. We don't leave nests, we make them bigger.

REMY

Maybe I'm different kind of rat.

DJANGO

Maybe you're not a rat at all.

REMY

Maybe that's a good thing.

EMILE

(trying to break tension)
Hey, the band's really on tonight!

REMY

Rats! All we do is take, Dad. I'm tired of taking. I want to make things! I want to add something to this world.

DJANGO
You're talking like a human.

REMY
Who are not as bad as you say.

DJANGO
Oh yeah?

EMILE
Oh man...

DJANGO
What makes you so sure?

Remy hesitates for a beat, suddenly careful.

REMY
I've uh, been able to, uh, observe them at a close-ish sort of range.

DJANGO
Yeah? How close?

REMY
Close enough. And they're, y'know, not so bad. As you say. They are.

Django GLARES at Remy, scrutinizing him.

DJANGO
Come with me... I got something I want you to see.

He moves from the table, dropping to all fours and heading off. Reluctantly, Remy does likewise, leaving Emile alone.

EMILE
You know... I think I'll stay here.

KITCHEN - GUSTEAU'S RESTAURANT - SAME TIME

The sound of raindrops patter against the skylight. Skinner, bundled up in a well-tailored overcoat, throws a scarf around his neck. Linguini tipsily hands him his beret.

SKINNER
Make sure the floors and counter-tops are clean before you lock up.

LINGUINI
You want me to... stay and clean?

SKINNER
Is that a problem?

Linguini slumps and drunkenly shakes his head "no".

SKINNER
Good boy. See you tomorrow.

Skinner exits, humming. Linguini watches him go with weary eyes. He turns to face the messy kitchen... and wilts.

PARIS STREET - NIGHT

It's raining harder now. Django and Remy arrive at a drain opening, through which can be glimpsed the rough cobblestones of a city street.

DJANGO
We're here.

Django scrambles out the curb-side drain and turns to face the storefront behind them. Remy sits next to him and looks up, following his father's gaze. His jaw drops in horror.

Displayed in the window of the small shop are a variety of nasty looking metal traps, RAT TRAPS to be precise, and along side of those hang row after row of DEAD RATS.

DJANGO
Take a good, long look, Remy. This is what happens when a rat gets a little too comfortable around humans.

Remy looks away. Django's tone is tender, but firm.

DJANGO
The world we live in belongs to the enemy. We must live *carefully*. We look out for our own kind, Remy. When all is said and done, we're all we've got.

His point made, Django turns to go. Remy stares up at the horrible window, then softly says--

REMY
No.

DJANGO
(stops in his tracks)
What..?

REMY

No, Dad. I don't believe it. You're telling me that the future is-- can ONLY be--
 (points at window)
 --more of this?

DJANGO

This... is the way things are. You can't change nature.

REMY

Change IS nature, Dad. The part that we can influence. And it starts when we decide.

With that, Remy turns and-- walking upright on two legs-- starts back to Gusteau's. Django calls after him.

DJANGO

Where you goin'?

REMY

With luck... forward.

OUTSIDE BACK KITCHEN ENTRANCE - GUSTEAU'S - MORNING

The storm has passed and the sky is cloudless and clear. As a weary Remy exits the sewer, the fresh air hits his nostrils and he draws it in like a sweet memory.

He exhales, renewed and happy to be back in his brave new world. Forgetting himself, he trots for the kitchen entrance on two legs, throwing a reckless wave at a passing CYCLIST.

The cyclist DOUBLE-TAKES, craning his neck to look at the bizarre sight-- and collides with a parked car.

KITCHEN - GUSTEAU'S RESTAURANT

Remy enters and looks around. No one has arrived yet. Remy steps on to the counter top and surveys the kitchen, savoring the day ahead. And then he hears the sound. SNORING.

He TAKES COVER and peers out. No one is there, but the SNORING persists. He peers cautiously over the edge--

REMY'S POV

--as Remy walks forward, REVEALING:

LINGUINI-- curled up on the floor and slumbering like a vagrant. Remy looks at the clock, realizing with horror that the others are about to arrive.

Remy jumps onto Linguini's head like a rough rider on a fallen horse and-- expertly TUGGING hanks of Linguini's hair, manages to get the boy up on his feet.

But Linguini remains FAST ASLEEP. Remy lifts one of Linguini's heavy EYELIDS and waves frantically at a staring eye-- but Linguini is OUT COLD.

The SOUND of a motorcycle arriving at the rear entrance causes Remy to look around in desperation. He spies a pair of SUNGLASSES near the cook's lockers.

Colette ENTERS, unpleasantly surprised to find LINGUINI already at work. She crosses to their station and starts prep. Remy has hidden Linguini's shut eyes behind sunglasses, unintentionally giving him the air of a smug ROCK STAR.

Though Linguini remains fast ASLEEP, Remy pulls his hair to keep the boy's limbs working somewhat convincingly.

COLETTE
(cool, formal)
Good morning.

INTERCUT: UNDER LINGUINI'S TOQUE/ COLETTE & LINGUINI

Remy pulls hair, nervously puppeting the sleeping Linguini. How can he make Linguini answer? He PULLS a side hair hank--

--causing Linguini's head to loll to Colette, give her a lazy nod, then turn back to his work.

COLETTE
So. The Chef. He invited you in for a drink? That's big... that's big. What did he say?

UNDER LINGUINI'S TOQUE

Remy hesitates. There's no hair he can pull for speech! Desperate, he pulls the head-turn hair again.

RESUME SCENE

Linguini's head lolls lazily back to Colette, the effect being a smug "What do you think he said, babe?"

COLETTE

What-- you can't tell me?

Linguini is silent. He resumes cutting. Colette goes cold.

COLETTE

Oh. Forgive me for intruding on your deep, personal relationship with the Chef. I see how it is. You get me to teach you a few kitchen tricks to dazzle the boss, and then you blow past me?

UNDER LINGUINI'S TOQUE

Things are going bad fast. Remy keeps Linguini chopping, hoping desperately for an idea to salvage the situation.

REMY

Ca'mon. Wake up... wake up--!

RESUME SCENE

Linguini keeps chopping vegetables like a hip zombie. His smirking face rolls in Colette's direction.

COLETTE

(small, hurt)

I thought you were different. I thought you thought I was different. I thought--

Now, seemingly looking straight at her, Linguini SNORES.

Colette GASPS and delivers a roundhouse SLAP to Linguini's face. Linguini CORKSCREWS and CRASHES to the floor.

Linguini-- now completely awake and utterly confused at the crucial chunk of his life he's somehow missed-- looks up at the furious Colette with wide eyes.

COLETTE

I didn't have to help you. If I looked out only for myself, I could have let you drown. But--

(this is hard for her)

--I *wanted* you to succeed. I *liked* you. My mistake.

Colette turns, storming out the kitchen's back door. Both Linguini and Remy- who peers out of Linguini's fallen toque, watch he go. Linguini turns to Remy.

LINGUINI

It's over, Little Chef. I can't do it any more.

He grabs the toque with Remy inside and runs after Colette.

OUTSIDE GUSTEAU'S - ALLEY BEHIND KITCHEN - CONTINUOUS

Colette is already on her motorcycle. Linguini runs to her.

LINGUINI

Stop--! Don't motorcycle away--
(She atops, looks at him)
Look. I'm no good with words. I'm no good with food, either. At least not without your help.

COLETTE

I hate false modesty. It's just another way to lie. You have talent-

LINGUINI

But I don't! Really! It's not me!

UNDER LINGUINI'S TOQUE

Remy eyes widen: this can't be happening.

RESUME LINGUINI & COLETTE

LINGUINI (CONT'D)

And when I added those extra ingredients instead of following the recipe like you said-- that wasn't me either!

COLETTE

What do you mean?

LINGUINI

I mean I wouldn't have done that. I would've followed the recipe, I would've followed your advice. I would've followed your advice to the ends of the earth because I love-- your advice.

COLETTE

But... ?

LINGUINI

But... I have a secret.

UNDER LINGUINI'S TOQUE

Remy's really getting worried now.

REMY

(softly)

Don't do it...

RESUME SCENE

Colette's eyes narrow. She's not liking the sound of this.

LINGUINI

It's sort of disturbing.

Linguini chuckles sheepishly, then straightens as if to make an announcement, taking a deep breath.

LINGUINI

I have a rr... aah--uht...

COLETTE

What...?

LINGUINI

I have a rahh... tsh-

COLETTE

You have a rash?

LINGUINI

NO! No... I have this tiny... a
 little, uh... little... a--
 (quickly blurts it out)
 -tiny chef who tells me what to do.

COLETTE

A tiny chef.

LINGUINI

Yes... yes, he's... uh, uhhmmn...
 (points to toque)
 ...he's up here--

COLETTE

In your brain.

LINGUINI

Why is it so hard to talk to you??

(gathering courage)

Okay. Here we go. You-- inspire me.
I'm going to risk it all. I'm going
to risk looking like the biggest
idiot psycho you've ever seen.

Colette is starting to get scared. We follow her HAND as it drops discreetly into her BAG and emerges clutching a tiny cannister of PEPPER SPRAY. Linguini continues, impassioned.

LINGUINI (CONT'D)

You wanna know why I'm such a fast
learner? Why I'm such a great cook?
Don't laugh! I'm going to show you--

Colette looks WORRIED. With great resolve and trembling hands, Linguini slowly reaches up to remove his toque--

INSIDE LINGUINI'S TOQUE

Through the cloth Remy watches LINGUINI'S HANDS CLOSING IN-- about to expose him and ruin it all! He YANKS on Linguini's hair, thrusting Linguini forward toward Colette's face--

ON LINGUINI

--as he plants a big KISS on Colette's lips. Colette is frozen, pepper spray in hand, her shock and surprise surpassed only by Linguini's own.

INSIDE LINGUINI'S TOQUE

With furrowed brows and gritted teeth, Remy maintains Linguini's forward thrust kiss. This could go either way.

INTERCUT LINGUINI & COLETTE

--as they continue their startled kiss, their eyes flash through a myriad of emotions; surprise, fear, anger, vulnerability, happiness, and finally-- surrender. Their arms wrap around each other.

INSIDE LINGUINI'S TOQUE

Remy COLLAPSES with relief. For the moment anyway, the fragile charade survives.

INSIDE EGO'S OFFICE - LATE AFTERNOON

A very tall, very narrow room, simultaneously grand and claustrophobic. Its soaring windows are framed by heavy velvet drapes pulled nearly shut, allowing in only a thin sliver of pale light.

The few pieces of antique furniture in the room are equally tall, narrow, straight-backed and uncomfortable looking.

The faded burgundy walls are decorated with framed photographs and magazine covers, precisely arranged around a massive PORTRAIT PAINTING. Their single subject, a tall, cadaverous man dressed in an expensive suit; ANTON EGO--

--the same Anton Ego who now sits at a desk that is the room's focal point, looming over an ancient typewriter like a vulture with better posture.

The room's lone door opens, and a short, pudgy man in his mid-thirties enters. This is Ego's assistant, AMBRISTER MINION.

EGO

What is it, Ambrister?

MINION

Gusteau's.

EGO

Finally closing is it?

MINION

No...

EGO

More financial trouble?

MINION

No, it's--

EGO

(losing patience)

--announced a new line of microwave eggroles, what? Spit it out.

MINION
 --it's come back. It's...
 (bewildered)
 ... popular.

Ego looks up, eyes flashing.

EGO
 I haven't reviewed Gusteau's in
 years.

MINION
 No, Sir.

Ego pulls open his files, deftly riffling through folders.

EGO
 My last review condemned it to the
 tourist trade.

MINION
 Yes, Sir...

Ego locates the review and plucks it from the files, reading
 it aloud as if it were divinely inspired.

EGO
 I said--
 (reading)
 "Gusteau has finally found his
 rightful place in history, right
 alongside another, equally famous
 Chef-- Monsieur 'Boyardee'".

MINION
 Touche'...

Rising from his desk, Ego moves menacingly toward Minion.

EGO
 That is where I left it. That was
 my last word. THE last word.

MINION
 Yes.

EGO
 Then tell me, Ambrister...

Ego now LOOMS over the cowering Minion.

EGO (CONT'D)
 ... how could it be... "popular"?

SKINNER'S OFFICE - DAY

Skinner is seated at his desk, his head in his hands. Talon sits in a chair across from him, sipping an espresso.

SKINNER
No no no NO NO NOOO!

TALON
(matter of fact)
The DNA matches, the timing works,
everything checks out. He is
Gusteau's son.

SKINNER
This can't just-- happen! The whole
thing is a set-up! The boy knows!

Skinner goes to his window, parts the blinds to the kitchen.

SKINNER
Look at him out there... pretending
to be an idiot! He's toying with my
mind, like a cat with a ball! Of...
something!

TALON
String?

SKINNER
Yes! Playing dumb! Taunting me with
that rat!

TALON
Rat?

SKINNER
Yes! He's consorting with it!
Deliberately trying to make me
think it's important!

TALON
The rat.

SKINNER
Exactly.

The lawyer is watching Skinner now, eyes wide with worry.

TALON
(delicately)
Is the rat... "important"?

SKINNER

Of course not! He just wants me to *think* that it is! Oh, I see the theatricality of it; a rat appears on the boy's first night, I order him to kill it and now he wants me to see it everywhere-- wooooooooo--
 (snaps fingers wildly)
 -it's here, no it isn't, it's HERE!
 Am I seeing things, am I crazy, is there a phantom rat or is there not? But ohhh no! I refuse to be sucked into his little game... of--

Skinner is suddenly aware that Talon is staring at him.

TALON

Should I be concerned about this?
 (pointedly)
 About you?

KITCHEN

Linguini/Remy are cooking. As Colette walks by, Linguini's eyes, then head start to follow her--

INSIDE LINGUINI'S TOQUE

Remy wonders why Linguini's head has drifted away from the task at hand. He looks up: sees Colette. Rolling his eyes at Linguini's limited concentration, he pulls Linguini's hair--

RESUME SCENE

Linguini's head jerks face forward. He frowns, annoyed at Remy's correction. Colette is cooking at the oven behind him now. And Linguini's eyes have drifted back to her..

...following the curves of her legs slowly up... to her FACE. She turns, catching him-- and SMILES. He smiles back.

INSIDE LINGUINI'S TOQUE

With waning patience, Remy again JERKS Remy back on task.

SKINNER'S OFFICE - SAME TIME

Skinner PACES back and forth in front of Talon.

SKINNER

I can't fire him! He's getting attention! If I fire him now everyone will wonder why and the last thing I want is people looking into this!

TALON

What are you so worried about? Isn't it good to have the press? Isn't it good to have Gusteau's name getting headlines?

SKINNER

(points at Linguini photo)
Not if they're over HIS face!! Gusteau's already has a face, and it's fat and lovable and familiar! And it sells burritos! Millions and millions of burritos!

TALON

The deadline passes in three days, then you can fire him whenever he ceases to be a valuable. You're still in charge, and no one will ever know.

Talon prepares to leave, hesitates at the door--

TALON

You know, I was worried about the hair sample you gave me. I had to send it back to the lab.

SKINNER

Why?

TALON

Because the first time it came back identified as "rodent hair".

Talon shrugs, chuckles and EXITS. Skinner stares, HAUNTED.

KITCHEN

Under Remy's direction, Linguini reaches for a spice. Colette interrupts, handing him another one.

COLETTE

No, no. Try this. It's better.

UNDER THE TOQUE

Remy looks at the offered spice, and scowls; he begs to differ. As Linguini reaches to take the spice, Remy pulls back on his hair--

INTERCUT: LINGUINI & COLETTE WITH REMY

Linguini FLINCHES, his hand HESITATING; withdrawing then reaching-- forward-back-forward-back.

Colette watches this odd display, still holding the spice out. Linguini grabs the wrist of his reaching hand, forcing it toward the spices, as--

--REMY TUGS at Linguini's hair, directing him just as hard in the opposite direction. It's a battle for control--

--that Linguini WINS; his hand finally grabs he spice tin. He smiles at Colette.

Underneath the toque, Remy GRIMACES.

ALLEYWAY BEHIND KITCHEN - LATER

The dinner rush finished, Linguini and Colette exit the kitchen laughing and holding hands. She pulls him aboard her motorcycle and they peel out into the young Paris night.

PARIS STREETS - TRAVELING - NIGHT

Linguini and Colette laugh and scream as the wind rips by, Linguini barely able to hang on to his toque and we realize--

--REMY IS STILL INSIDE, HOLDING ON FOR DEAR LIFE! As Colette takes a sharp turn, Linguini drops his arms to steady himself--

--and his TOQUE (WITH REMY INSIDE) FLIES OFF HIS HEAD and tumbles to the street! Dazed, Remy emerges from the battered toque to see Colette's cycle disappear over the horizon!

Car horns BLARE. Remy turns to see a massive WALL OF TRAFFIC barreling toward him. He dives clear as CARS roar past, wheels screech and lights flash in all directions as he madly scrambles out of their way, finally making it to the curb.

Remy looks up as a young woman recoils, jumping back into her sweethearts arms.

WOMAN

A RAT!

Her escort swats at Remy with his coat. Remy runs, jumping into a nearby STORM DRAIN.

INSIDE THE STORM DRAIN

Remy tumbles to the cement floor, his heart pounding. Through the grate he sees the legs of the WOMAN and her ESCORT.

WOMAN (O.S.)

Disgusting little creatures...

Remy listens, pained. He spies his reflection in a pool of water at his feet. He turns, slowly disappearing into the sewer's darkness.

REMY (V.O.)

I was reminded how fragile it all was. How the world really saw me. And it just kept getting better...

OUTSIDE BACK ENTRANCE - GUSTEAU'S - DAWN

Remy emerges from the curb drain, turns into the alley behind GUSTEAU'S and heads up the back steps...

EMILE (O.S.)

Psst! Remy...

Remy turns. EMILE peeks out from behind the trash cans, where he waits with a GROUP OF RATS, including GIT, the lab rat.

EMILE

Hey little brother! We were afraid you weren't gonna show up!

GIT

Hey Remy. Howya doin'?

OTHER RATS

(assorted greetings)

Remy takes Emile aside, speaking in an angry whisper.

REMY

You *told* them? Emile, that's exactly what I said not to do!

EMILE

But they're my friends. I didn't think you meant-- I was telling 'em about tasting, about the nutty tang and look, I'm sorry. I'm sorry-

REMY

Don't tell me you're sorry, tell them you're sorry-

GIT has approached.

GIT

There a problem over here?

REMY

No.

(SCOWLS at Emile)

No, there is not. Wait here.

KITCHEN - MOMENTS LATER

Assured the kitchen is empty, Remy hops to door handle of the food safe and grabs it with both arms, plants his feet on the door and pulls. The handle doesn't budge, the door is LOCKED. Remy is puzzled. He looks toward SKINNER'S OFFICE.

SKINNER'S OFFICE

Remy enters, a little nervous, and scampers up to Skinner's desk. A framed black and white PHOTO of GUSTEAU speaks.

GUSTEAU PHOTO

Remy, what are you doing in here?

REMY

Emile shows up-- I said not to, but he goes and blabs- it's a disaster. Anyway, they're hungry, the food safe is locked, I need the key.

GUSTEAU PHOTO

They want you to steal food?

REMY

Yes. No-- it's complicated. It's family. They don't have your ideals-

The collection of cardboard GUSTEAU STANDEES come to life:

TEXAN GUSTEAU

Ideals? If Chef Fancy Pants had any
ideals you think I'd be hawkin'
barbecue over here?

MEXICAN GUSTEAU

Or Microwave burritos?

COLONEL GUSTEAU

Or tooth- I say, tooth-
pickin' Chicken? S'about as
French as a Corn Dawg!

The SKETCH of Gusteau as a dog-like ear of corn BARKS.

CORN DOG GUSTEAU

(waves COMING SOON sign)
Woof! Rummung Roon!

TEXAN GUSTEAU

HAH! We're *inventin'* new ways
to sell out over here!

SCOTTISH GUSTEAU

Will ye' be wantin' some
HAGGIS BITES, then?

GUSTEAU PHOTO

I cannot control how they use
my image Remy, I am dead!

REMY

Will you guys SHUT UP??
(they do, instantly)
I've gotta think!

Remy climbs over the edge of Skinner's desk, pushes open the
drawer, and begins to rummage through its contents.

REMY (CONT'D)

Word's getting out and if I can't
keep them quiet...the entire clan's
going to be after me with their
mouths open and-
(he finds the key)
--ah! Here it is. Hey...

Remy notices a FILE labeled "Gusteau: Last Will & Testament".
He turns to the Gusteau portrait.

REMY

...your will--!

GUSTEAU PHOTO

This used to be my office.

Remy pulls the file from the drawer and lays it on the desk.

REMY

This is interesting. Mind if I--?

GUSTEAU PHOTO

Not at all.

Remy flips open the file. There, alongside Gusteau's will, are recent press clippings featuring LINGUINI, and the letter to Skinner from Linguini's mother.

REMY
 "Linguini"..? Why would Linguini be
 filed with your will?

MUSIC BUILDS as Remy reads; his eyes jumping between the LETTER and the WILL, his eyes getting BIGGER until--

REMY
 HE'S YOUR SON???

GUSTEAU
 I... have a... SON?

REMY
 YES. How could you not know this??

GUSTEAU
 (defensive)
 I am a figment of your imagination!
 You did not know! How could I??

REMY
 Well, YOUR SON is the rightful
 owner of this restaurant!

SKINNER OPENS the office door and FREEZES-- stunned by the bizarre sight of a RAT on his desk top. Remy SNATCHES the DOCUMENTS in his mouth and RUNS.

OUTSIDE BACK KITCHEN ENTRANCE - MORNING - CONTINUOUS

Remy races out into the street. Hot on his heels, Skinner runs smack into LALO on a moped. Before the mortified Lalo can apologize Skinner is back on his feet.

SKINNER
 No... NO--! The rat! It's stolen my
 documents! It's getting away!!

With an crazed shriek, Skinner pushes Lalo off the scooter, jumps on and roars off down the street.

PARIS STREETS - CONTINUOUS

Skinner screeches to a stop at the INTERSECTION, looks around wildly for Remy. He sights the DOCUMENTS scampering through traffic and guns the motor, recklessly giving chase.

NEAR THE SEINE - MOVING WITH SKINNER

Closing in on Remy, Skinner reaches down to snatch the documents when the rat suddenly VEERS. Skinner's Moped plunges down a flight of steps to the river, where it lays in a heap at the bottom. Skinner looks up, sees--

REMY-- looking down at him from the balustrade, documents still clutched in his mouth. Remy LAUGHS. A gust from a passing BUS sweeps the WILL from Remy's open jaws and high into the air, where it flutters out over the river's edge.

MOVING ALONG THE BANKS - CONTINUOUS

SKINNER sees his chance. He clambers aboard the Moped and takes off after the will, dodging obstacles and passers-by to pursue from the banks below. Remy chases it from the balustrade above, the letter still in his mouth.

THE WILL begins to descend, flitting toward Skinner below, who reaches for it, his fingers spreading wide--

Remy makes two desperate LEAPS; from the balustrade to a tree, from the tree into the air just above Skinner where he--

INTERCEPTS the will-- sailing toward the water and landing with a FWOP on the canvas roof of a Bateux Mouche. Remy can't believe he's got both documents again.

Neither can Skinner. He ditches the Moped and LEAPS to the deck of the Seine boat.

ON THE SEINE - MOVING BETWEEN THE BOATS

Remy, documents in mouth, leaps to another passing boat, Skinner still hot on his tail.

A jam of water traffic keeps this game alive, the two leaping from boat to boat, but the last leap, to a DINING BOAT- is too far. Remy tries anyway; launching into the air, the documents in his mouth sweep back like WINGS and he--

--catches an updraft! He SAILS across the gulf, landing miraculously on the deck.

Skinner crazily follows, making the leap of his life as he stretches out for the dining boats' railing and--

--falls short, grasping instead the tablecloth of a couple dining near the railing, which he yanks out from under their breakfast like an inept magician as he--

--plunges into the river. Skinner sputters in the middle of the Seine as Remy hops up to a bridge passing overhead, scampering safely away with Skinner's papers.

GUSTEAU'S - SKINNER'S OFFICE - AN HOUR LATER

Skinner returns to his office, soaked and furious... only to find LINGUINI sitting at his desk.

SKINNER

You?? Get out of my office.

COLETTE

He's not in your office. You are in his.

Colette holds up GUSTEAU'S WILL. Skinner's jaw drops. He looks at Linguini, who can only shrug with embarrassment.

THE FRONT PAGE OF A NEWSPAPER

--spins into a close up. Above a PHOTO OF LINGUINI, a deer-in-headlights look on his face, a HEADLINE reads:

RISING STAR CHEF DECLARED LEGAL OWNER OF GUSTEAU'S

INSIDE SKINNER'S (NOW LINGUINI'S) OFFICE - DAY

Linguini is surrounded by the other COOKS, who raise flutes of champagne in a toast to their new owner. Laughing, Colette and Linguini hug. Watching from the shadows, REMY smiles.

MONTAGE

SERIES OF SHOTS, to music, illustrating (A) Linguini's rise, (B) Skinner's fall, and (C) the happy changes to GUSTEAU'S.

INTERCUT:

(A) Various NEWSPAPER headlines: "**LINGUINI CANCELS FROZEN FOOD**" "**GUSTEAU'S REGAINS A LOST STAR**". Linguini shows Remy their new, larger apartment.

(B) A disheveled Skinner alternates between spying on Gusteau's (looking for the rat in the kitchen) and stewing (over the loss of his little empire, and the glowing press coverage of Linguini).

(C) Linguini and Colette raise the blinds in Skinner's old office, opening it to light and a clear view of the Kitchen.

In the alley behind the kitchen, the COOKS symbolically burn the GUSTEAU STANDEES created to promote Skinner's hated FROZEN FOOD line. All cheer as the FLAMES rise higher.

DINING AREA - GUSTEAU'S - EARLY EVENING - DAYS LATER

FLASHES POP. Linguini sits at a table, posing for photos. Several JOURNALISTS hover nearby shouting questions.

REPORTER #1

Chef Linguini! Chef Linguini!
Your rise has been meteoric, and
yet you have no formal training.
What is the secret to your genius?

INSIDE LINGUINI'S TOQUE

Remy reacts to the question, looking down at the head beneath him as if to say: "Yeah smart guy, what is your secret?"

RESUME SCENE

LINGUINI

I'm Auguste Gusteau's son. It's in
my blood, I guess.

REPORTER #3

But you weren't aware of that fact
until very recently--

LINGUINI

No...

REPORTER #3

--and it resulted in your taking
ownership of this restaurant. How
did you find out?

ON REMY: His face says "Because I risked my neck".

WITH LINGUINI

LINGUINI
Some part of me just knew...
(lamely, trying it out)
...the Gusteau part...?

UNDER THE TOQUE

Remy tugs a hair tuft, causing Linguini to bop himself in the head with his frying pan.

REPORTER #1
Where do you get your inspiration?

LINGUINI
Inspiration?

Again, Remy pricks up his ears.

LINGUINI
Inspiration has many names. Mine is named Colette.

REMY
WHAT?!!

WITH LINGUINI

An outraged SQUEAK erupts from inside Linguini's toque. Linguini quickly muffles Remy's squeaks with both hands as he sets his toque down on the table. Linguini sucks on his teeth, making a squeaking sound.

LINGUINI (CONT'D)
Something stuck in my teeth.

OFFICES - MINISTRY OF HEALTH - DAY

Drab and cluttered. A battered telephone rings at the desk of NADAR LESSARD, a bored bureaucrat. He turns from a pile of paperwork and answers.

LESSARD
Health Inspector.

PHONE BOOTH - ACROSS FROM GUSTEAU'S - SAME TIME

Anxious, unshaven, and wrapped in a trench coat that makes him look vaguely like a pervert, Skinner speaks into a pay phone as he stares at the line of dinner customers across the street, waiting to enter Gusteau's. INTERCUT as needed.

SKINNER

I wish to report a rat infestation.
It's taken over my restauran-- er--
Gusteau's restaurant--!

LESSARD

Gusteau's, eh? I can drop by.
(consults appointment log)
First opening is... three months.

SKINNER

It must happen now!

LESSARD

Monsieur, I have the information,
if someone cancels I'll slot you
in.

SKINNER

But... but the rat, it--

Lessard hangs up. Skinner listens to the dial tone, deflated.

SKINNER

--stole my documents...

KITCHEN - GUSTEAU'S RESTAURANT

Horst looks at the clock, scowls, and turns to Colette.

HORST

It's past opening time.

COLETTE

He should've finished an hour ago.

She heaves an annoyed sigh and heads out to the dining area.

DINING AREA

Colette enters the swirl of activity to confront Linguini. He shoots her a cocky smile, offering her a glass of champagne.

LINGUINI

Bon jour, Mon Cherie. Join us. We were talking about my inspiration-

COLETTE

(to journalists)

Yes, he calls it his "tiny Chef"...

Linguini muffles another SQUEAK of protest from under his toque. He shoots Colette a reprimanding look, leans in and says in a low, tight voice-

LINGUINI

Not *that*, dearest... I meant *you*.

Just then the front door swings open, spilling cold light and air into the warmth of the restaurant. The press swings its attention to the tall, backlit spectre at the entrance, whispering his legendary name: "Ego". He glides through them without acknowledging their presence, and stops in front of Linguini, who is still seated.

EGO

You are Monsieur Linguini?

LINGUINI

Uh, hello.

EGO

Pardon me for interrupting your... premature celebration. But I thought it only fair to give you a sporting chance as you are new to this game.

UNDER THE TOQUE

Remy watches with fear and awe.

LINGUINI

Uh... game?

EGO

Yes. And you've been playing without an opponent. Which is, as you may have guessed, against the rules.

RESUME SCENE

LINGUINI
You're Anton Ego.

Ego chuckles, turning to the gallery, a lion almost sympathetic toward the sacrificial lamb.

EGO
You're slow for someone in the fast lane.

LINGUINI
And you're thin for someone who likes food.

The lamb bites back. A murmur of surprised delight ripples through the assembled. Ego's eyes FLASH.

EGO
I don't "like" food, I love it. If I don't love it, I don't-- swallow.

Linguini SWALLOWS. Upper hand regained, Ego sniffs--

EGO (CONT'D)
I will return tomorrow night with high expectations. Pray you don't disappoint me.

Ego turns and sweeps out of the restaurant. There is a heavy PAUSE. Colette turns to the assembled press.

COLETTE
Listen, we hate to be rude, but... we're French. And it's dinner time.

She pulls Linguini from the table and heads to the kitchen. He calls back to the press in apology--

LINGUINI
She meant to say "it's dinner time, and we're French"--!

HEAD CHEF'S OFFICE - MOMENTS LATER

Remy stands on the desk top, glowering at Linguini.

LINGUINI

Don't give me that look. You were distracting me in front of the press. How am I supposed to concentrate with you yanking my hair all the time?

Linguini sticks out his hand, offering Remy a now familiar ramp to his post atop Linguini's head. Remy shoots Linguini an "about time" look, climbs up his arm and under his toque.

LINGUINI

And that's another thing. Your opinion isn't the only one that matters here. Colette knows how to cook too, you know--

UNDER THE TOQUE

The last straw. Remy grabs a hair hank and pulls-- too hard.

LINGUINI (CONT'D)

--- OW!! Alright that's it!!

OUTSIDE BACK KITCHEN ENTRANCE - DUSK

The door bangs open, Linguini storms out, mashing his toque against his head, angrily shuts the door behind him. He yanks his toque off and gets in Remy's tiny face--

LINGUINI

You take a break, little chef. I'm not your puppet, and you're not my-- uh, puppet... controlling... guy.

FROM THE ROOF ABOVE

SKINNER watches this strange scene, his jaw hanging open...

SKINNER

The rat is the cook...!

LINGUINI

You cool off and get your mind right, little chef. Ego is coming and I've gotta focus!

Skinner watches as Linguini storms back into the kitchen. He EXITS, ducking down the fire escape.

RESUME REMY

He's FURIOUS. In a pint-sized fit of rage he kicks a can, then, tottering under its weight, picks up a bottle to throw against the wall and suddenly finds himself face to face with--

--EMILE and his RAT PALS.

EMILE

Wow. I've never seen that before.

GIT

Yeah... it's like you're his fluffy bunny or something.

The other rats laugh. Remy's face goes hard.

EMILE

I'm sorry about all the guys, Remy. I tried to limit them, but--

REMY

You know what? It's okay.

(To group)

I've been selfish. You guys hungry?

(RATS respond eagerly)

Dinner's on me. We'll go after closing time. In fact--

(to Emile, evil grin)

--tell Dad to bring the whole clan.

LINGUINI'S APARTMENT - NIGHT

Linguini returns, calling out in the darkened apartment.

LINGUINI

Little chef...?

He looks in Remy's little sleeping area, finding it EMPTY.

KITCHEN - GUSTEAU'S - NIGHT

Horst puts the kitchen to bed. He pulls on his coat and turns the LIGHTS OUT. Beat. A metal GRATE in the floor lifts up, Remy and Django peek out.

DJANGO

This is great, son. An inside job.

(too loudly)

I see the appeal--!

REMY

Shhh!

Remy climbs out, looks around, signals the coast is clear. An army of RATS- a crack FOOD THEFT UNIT- pour in after him, mobilizing effectively to raid the vault as he opens the door, when all of a sudden--

--LINGUINI RETURNS to the kitchen.

LINGUINI

Little Chef...? Little Chef?

The CLAN RATS instantly freeze, camouflaging themselves. It is both amazing and precarious, any close look will betray the deception. Remy steps out, revealing himself to Linguini.

LINGUINI

Hey, Little Chef. I thought you went back to the apartment. Then when you weren't there, I don't know, it didn't seem right--

As Linguini opens up to Remy, we cut to QUICK SHOTS: visual gags of the rat clan **hiding in plain sight**, desperate to avoid discovery. Remy listens, distracted.

LINGUINI (CONT'D)

--to leave things the way we did so I came back, hoping you'd be here. And here you are.

Linguini is so absorbed in his own feelings that he's utterly blind to the fact that the food safe door is ajar, and that he's caught the rats MID-HEIST.

LINGUINI (CONT'D)

Look. I don't want to fight. I've been under a lot of- you know, pressure. A lot has changed in not very much time, you know. I'm suddenly a Gusteau and I gotta be a Gusteau or you know, people will be disappointed. It's weird...

INSIDE THE FOOD SAFE: MORE QUICK SHOTS

RATS HIDE; up on the shelves, in EGG CARTONS, inside the holes in a wedge of SWISS CHEESE, submerged in an open sack of COFFEE BEANS, leaving only their tiny NOSES visible.

EMILE hides in the center of an ASPARAGUS BUNCH held together by a rubber band. His eyes latch on to a juicy BUNCH OF GRAPES, which hang literally in front of his face.

Enticed, he leans forward just enough to get his lips around the end of a single grape, and s-l-o-w-l-y SUCKS IT OFF THE STEM into his mouth, swallowing it whole. Mmmnn.

He glances up: another grape beckons. Emile leans for it--

LINGUINI (CONT'D)

...I've never disappointed anyone before because nobody's ever expected anything of me. And the only reason anyone expects anything from me now is... because of you.

REMY listens to Linguini, shamed by his kind words.

LINGUINI

I haven't been fair to you. You've never failed me, and I should never forget that.

INSIDE THE FOOD SAFE

Emile, now stuffed and lumpy with grapes, eyes the last REMAINING GRAPE on the stem. Balancing on a CHEESE WHEEL, he lashes the asparagus rubber band to the shelf and leans out over the edge, straining to reach the lone grape...

LINGUINI (CONT'D)

The most honorable friend a guy could ever ask--

The cheese wheel SHIFTS. Emile loses his balance and falls, hits the floor spread-eagled. The CHEESE lands on top of him, causing his bellyful of GRAPES to machine gun from his mouth--

--and hit the back of Linguini's neck. He TURNS-- sees that the food safe door is OPEN.

Linguini (CONT'D)

What is this? What's going on--

He pulls open the door and flips the light on. The RATS FLEE-- spilling from the shelves in a squeaking, fur covered WAVE that rushes past Linguini's feet and out the open door.

LINGUINI

(to Remy, betrayed)
You're stealing from me??
(MORE)

LINGUINI (cont'd)
 How could you? I thought you were
 my friend, I trusted you!

OUTSIDE KITCHEN - REAR ENTRANCE - CONTINUOUS

The door bursts open and a flood of rats pour out the rear door into the alley, Linguini behind them brandishing a mop.

LINGUINI (CONT'D)
 Get out! You and all your rat
 buddies! And don't come back! Or
 I'll treat you the way restaurants
 are supposed to treat pests!

Linguini ducks back inside, SLAMMING the door behind him. Remy stares in silence, devastated by what he's done. DJANGO and the rest of the RAT CLAN emerges from the shadows, gathering around the group including Remy and Emile.

REMY
 You're right, Dad. Who am I
 kidding? We are what we are. And
 we're rats.

Remy turns, unconsciously drops to four legs and walks slowly away, his voice distant and sad.

REMY
 Well, he'll leave soon... and now
 you know how to get in. Steal all
 you want.

DJANGO
 You're not coming?

REMY
 I've lost my appetite.

DINING ROOM - GUSTEAU'S RESTAURANT - NIGHT

Strangely, Linguini is dressed as a WAITER. He waits on a lone DINER, whose face is hidden behind a menu.

LINGUINI
 Do you know what you'd like, sir?

The MENU lowers, revealing EGO. He GRINS, ravenous.

EGO
 Yes; I'd like your heart, roasted
 on a spit--!

Linguini is frozen in fear, his heart pounding as Ego's cold chuckle turns into a ROAR--

INSIDE HEAD CHEF'S OFFICE - MORNING - CONTINUOUS

Linguini AWAKENS. Someone is POUNDING is at his office door.

LINGUINI
C--come... COME IN!!

The door opens and Colette leans in, speaking tenderly--

COLETTE
Today is a big day. You should say something to them.

LINGUINI
Like what...?

COLETTE
You are the boss. Inspire them.

KITCHEN - MINUTES LATER

Linguini places a step ladder at the front of the kitchen and stands on the top step. He clears his throat.

LINGUINI
Attention. Attention everyone.

The staff pauses and turns their attentions to Linguini.

LINGUINI
Tonight is a big night. Appetite is coming and he's going to have a big Ego.
(stops, corrects himself)
I mean Ego. He's coming. The critic? And he's going to order. Something. Something from our menu. And we'll have to cook it. Unless he orders something cold. Like a salad.

The COOKS exchange confused glances. Colette wilts. This is not the inspiration she had in mind.

OUTSIDE REAR KITCHEN ENTRANCE - GUSTEAU'S - SAME MOMENT

Remy is watching this through the kitchen window. He sighs.

EMILE

Just can't leave it alone, can ya'?

Emile is by the trash. Remy HOPS DOWN and walks over to him.

REMY

You really shouldn't be here during restaurant hours, it's not safe.

EMILE

I'm hungry. And I don't need the inside food to be happy. The key, my friend, is to not be picky. Observe...

Emile lifts the corner of a toppled-over BOX, exposing a chunk of CHEESE. Emile chuckles, reaching for the cheese--

REMY

No-- WAIT--

Remy grabs Emile's tail and pulls him clear. A HINGE DROPS, trapping Remy inside a CAGE. Emile rushes to Remy, panicked.

EMILE

Oh no! What'll we do?! I'll go get Dad!

A SHADOW looms over them. Emile quickly hides. SKINNER picks up the trap/cage, grinning ear to ear.

SKINNER

You may think you are a chef, but you are still... only a rat.

KITCHEN - SAME TIME

The cooks are sitting now, bored out of their minds. Linguini is still talking.

LINGUINI (CONT'D)

-sure he took away a star last time he reviewed this place. Sure, it probably killed Gust-- Dad.

LALO

(softly to himself)
Oh, this is very bad juju here-o.

LINGUINI (CONT'D)

But I'll tell you one thing--

Mustafa bursts through the dining room door, interrupting--

MUSTAFA

Ego is here.

The air is suddenly sucked from the room. The cooks stand alert, frightened. Sensing what is needed, Colette steps up.

COLETTE

Arnot Ego is just another customer.
Let's cook!

An intent look sweeps the faces of the staff. With a burst of grunts, cries and hand claps they return to work.

LINGUINI

(a beat too late)
Yeah--! Let's-- okay...

STREET NEAR GUSTEAU'S - MOMENTS LATER

Remy's cage is set down inside the trunk of SKINNER'S CAR.
Remy looks up at Skinner.

SKINNER

So! I have in mind a simple arrangement; you will create for me a new line of Chef Skinner frozen foods, and I, in return, will not kill you.

Remy STARTLES, looks aghast. Laughing, Skinner SLAMS SHUT the trunk and EXITS toward the restaurant. Nearby, EMILE watches cautiously.

SKINNER

Au revoir, rat!

GUSTEAU'S RESTAURANT - DINING AREA - NIGHT

Mustafa draws a deep breath, gathering courage. He turns and approaches Ego's table.

MUSTAFA

Do you know what you'd like this evening, sir?

Ego lifts his gaze to Mustafa.

EGO

Yes, I think I do. After reading a lot of overheated puffery about your new cook, you know what I'm craving? A little perspective.

Ego SNAPS his menu shut and hands it to Mustafa.

EGO

That's it. I'd like some fresh, clear, well-seasoned perspective. Can you suggest a good wine to go with that?

MUSTAFA

(baffled)
With what, sir?

EGO

Perspective. Fresh out, I take it?

MUSTAFA

Uh... I'm sorry?

MUSTAFA

Very well. Since you're all out of perspective and no one else seems to have it in this bloody town, I'll make you a deal; you provide the food, I'll provide the perspective. Which would go nicely with a bottle of Cheval Blanc 1947.

MUSTAFA

Uhm... I'm afraid I-- I didn't... your dinner selection...?

Ego jumps to his feet, suddenly eye to eye with Mustafa.

EGO

Tell your "Chef Linguini" that I want whatever he dares to serve to me. Tell him to "hit me with his best shot".

Mustafa scurries off. Seated at a nearby table (and disguised in a trenchcoat, sunglasses and beret), SKINNER jerks his head toward Ego and speaks to his waiter--

SKINNER

(deep voice)
I will have whatever he is having.

INSIDE SKINNER'S CAR TRUNK

Remy sits in the corner of his cage, alone and defeated. The GUSTEAU SPRITE appears. He studies Remy, speaking quietly.

GUSTEAU
So... we've given up.

REMY
Why do you say that?

GUSTEAU
(looks around, shrugs)
We are in a cage. Inside a car trunk. Awaiting a future in frozen food products.

REMY
No, I'm the one in a cage. *I've* given up. You... are free.

GUSTEAU
I am only as free as you imagine me to be. As you are.

REMY
Oh please. I'm sick of pretending. I pretend to be a rat for my father. I pretend to be a human through Linguini. I pretend you exist so I have someone to talk to! You only tell me stuff I already know! I know who I am! Why do I need you to tell me? Why do I need to pretend?

Gusteau smiles with affection and relief.

GUSTEAU
Ah, but you don't, Remy...

He floats to Remy, puts his hands squarely on the rat's shoulders

GUSTEAU (CONT'D)
...you never did.

And with that, Gusteau... FADES AWAY. A loud THUNK as something hits the street pavement outside.

CATHEDRAL ACROSS FROM GUSTEAU'S - DUSK

A STONE GARGOYLE has just missed the trunk of Skinner's car and SHATTERED on the pavement. DJANGO, clearly annoyed, calls to GIT the musclebound lab rat, who's perched on the one gargoyle-less balustrade above.

DJANGO
No. My OTHER left!

Git grunts, moves to the next gargoyle and PUSHES--

INSIDE SKINNER'S CAR TRUNK

Remy, alert and excited now, calls out.

REMY
Dad?!!

WHAM! --the top of the trunk suddenly CAVES IN from the second GARGOYLE's impact. Light streams in as EMILE appears.

REMY
Emile!

Django joins Emile as he grabs the cage latch from the outside. Straining with all their might, the three rats pop it open. Remy jumps out, gives Django and Emile quick hugs--

REMY
I love you guys.

--then scrambles out the trunk and takes off toward GUSTEAU'S.

DJANGO
Where you going??

REMY
(calling back)
Back to the restaurant! They'll
fail without me!

DJANGO
WHY DO YOU CARE??

REMY
BECAUSE I'M A COOK!!

INSIDE KITCHEN - GUSTEAU'S - SAME TIME

CHAOS. Tempers are flaring, orders are piling up and the kitchen is dissolving under Linguini's leadership. Holding a pan filled with grey glop, Horst confronts Linguini.

HORST

It's your recipe! How can you not know your own recipe??

LINGUINI

I didn't write it down, it just-- came to me!

HORST

We'll make it come to you again, because we can't serve this!!

MUSTAFA

Where's my order??

LINGUINI

Can't we serve them something else?? Something I didn't invent??

LA ROUSSE

This is what they're ordering!!

LINGUINI

Make them order something else!! Tell them we're all out!

POMPIDOU

We can't be all out, we just opened-

LA ROUSSE

I have another idea; what if we served them what they order??

COLETTE

We will make it. Just tell us what you did!

LINGUINI

I don't know what I did!

HORST

We need to tell the customers something!

LINGUINI

(hysteria building)
Then tell them-- tell them--
AUGH!!

Linguini runs into his office and slams the door closed.

LA ROUSSE

(to Lalo, beat)

"Augh"...?

OUTSIDE BACK KITCHEN ENTRANCE - GUSTEAU'S - SAME TIME

Django and Emile rush to stop Remy as he heads toward the kitchen door--

DJANGO Remy!
EMILE They'll see you! STOP!

--but Remy pushes them away long enough to get inside the doorway, exposing himself to two COOKS. The other rats HIDE.

COLETTE
He's come far too fast! Could you do more with as little experience??

HORST
We are not talking about me! We're talking about what to do right n--!

Horst suddenly FREEZES-- his gaze fixed on the back entrance. There, smack dab in the middle of the doorway, sits REMY, as brash as a tiny gunslinger entering a saloon.

COLETTE
RAAAAT!!

Instantly the other COOKS seize dangerous utensils and CHARGE at Remy. But REMY DOESN'T MOVE. Suddenly, a voice SHOUTS--

LINGUINI
DON'T TOUCH HIM!!

Miraculously, everyone STOPS, their weapons raised, their gaze shifting to LINGUINI, who rushes in front of the group.

LINGUINI
I know this sounds insane. But-- well, the truth sounds insane sometimes, but that doesn't mean it's not. The truth.

The COOKS exchange confused glances.

LINGUINI
And the truth is I have no talent at all. But this Rat... he's the one behind these recipes. He's the cook. The real cook. Little Chef?

The COOKS watch in amazement as Remy hops onto his lowered palm. Linguini lifts Remy up to his head to demonstrate.

LINGUINI (CONT'D)

He's been hiding under my toque. He chooses the ingredients, the spices-

Linguini picks up some spices lifting them to Remy's nose. The other cooks react; this strange and familiar action of Linguini's is suddenly stranger than ever.

LINGUINI (CONT'D)

--he's been controlling my actions.

Remy gives Linguini's hair a few tugs to demonstrate, Linguini's limbs move correspondingly.

LINGUINI (CONT'D)

He's the reason I can cook the food that's exciting everyone, the reason Ego is outside that door. You've been giving me credit for his gift. I know it's a hard thing to believe, but hey-- you believed I could cook, right?

Linguini laughs. The cooks stare. He looks at them, earnest.

LINGUINI

Look. This works. It's crazy, but it works. We can be the greatest restaurant in Paris. And this rat, this brilliant little Chef can lead us there. Whaddya say? You with me?

For a moment no one moves. Then HORST, tears welling up in his eyes, crosses to a grateful, moved Linguini and--

--hands him his apron and toque... EXITING silently out the back door. Linguini watches-- stunned-- as, one by one, the rest of the STAFF exits with him, leaving only COLETTE.

Colette locks eyes with Linguini, both anger and tears welling up. Her hand comes up to slap him--

--but doesn't. Her hand just trembles, and finally drops to her side. She pushes past Linguini and out the door.

Linguini looks out at Dining room: Ego WAITS, drumming his fingers. Soon the customers will get restless. Linguini exchanges a sad look with Remy, shrinks into his office, closes the door behind him.

PARIS STREETS - MOVING WITH COLETTE - NIGHT

COLETTE speeds her motorcycle recklessly through the streets, crying. A car horn BLASTS. She STARTLES, hits the brakes and skids TO A STOP, nearly running the red light.

She exhales, her heart racing at the close call. She looks up. A familiar COOKBOOK beckons from the display window of a used book store: Gusteau's "ANYONE CAN COOK".

Colette stares at it, feeling a pang of emotion.

CLOSE ON THE COOKBOOK.

CLOSE ON COLETTE. Behind her the traffic light TURNS green.

WIDE SHOT: The traffic on either side of her begins to go. Colette sits atop her motorcycle-- motionless.

RESUME GUSTEAU'S KITCHEN

Alone in the empty kitchen, Remy faces the dining room door, feeling Ego on the other side, waiting. Remy slowly turns away... then realizes that DJANGO is also there.

REMY

Dad--!

(he goes to Django)

Dad, I-- I don't know what to say.

DJANGO

I was wrong about your friend. And about you.

REMY

Dad, I don't want you to think I'm choosing this over family. I can't choose between two halves of myself--

DJANGO

I'm not talking about cooking. I'm talking about guts. This really means that much to you?

Almost apologetically, Remy NODS. Django sighs, then lets out a loud whistle. The RAT CLAN emerges from the shadows, quickly surrounding them.

DJANGO
 We're not cooks, but we are family.
 You tell us what to do and we'll
 get it done.

A DOOR CREAK turns the rats attention to the back door where--

--THE HEALTH INSPECTOR has just entered. His eyes bug at the surreal sight: the KITCHEN IS FILLED WITH RATS. Slowly, he backs toward the EXIT... and BOLTS!

REMY
 STOP THAT HEALTH INSPECTOR!

Immediately DJANGO leads half the RAT CLAN after the inspector, yelling as he exits out the door.

DJANGO
 DELTA TEAM FOLLOW ME! THE REST OF
 YOU STAY AND HELP REMY!

ALLEY BEHIND GUSTEAU'S - INSIDE INSPECTOR'S CAR

The inspector JAMS his keys into the ignition and turns. The ENGINE won't turn over. He glances at the rear view mirror and sees: a ground-level STAMPEDE OF RATS moving out from the kitchen TOWARD HIM.

The RATS engulf the car, covering it like a blanket. The ENGINE comes to life. Tires SQUEAL, smoking as the car roars from the alley in reverse and pulls a 180 into the street, the rats covering it like a grey moss--

KITCHEN - SAME TIME

The dishwasher opens with a WHOOSH of steam: DOZENS OF RATS EMERGE, their fur clean and fluffy. They disperse with Swat Team precision as Remy barks orders.

REMY
 TEAM THREE WILL BE HANDLING FISH,
 TEAM FOUR: ROASTED ITEMS, TEAM
 FIVE: GRILL, TEAM SIX: SAUCES! GET
 TO YOUR STATIONS! LET'S GO GO GO!

LINGUINI

Emerges from his office and is astonished by the sight. Remy and the rats see this is suddenly PAUSE. Linguini walks up to Remy, suddenly filled with purpose.

LINGUINI
We need someone to wait tables.

Remy NODS. CUT TO:

CHEFS OFFICE

Linguini turns his backpack upside down. A pair of ROLLER BLADES hit his desk with a CLUNK.

DINING AREA

Linguini, wearing the blades and a WAITERS OUTFIT, explodes through the double doors and sweeps into the dining room, distributing MENUS to the diners with economical precision, followed miraculously by DRINKS, BREAD, WATER.

He arrives at Skinner's table to refill his water.

LINGUINI
No, I'm sorry for any delay, but
we're a little short tonight.

Skinner glances at EGO, who is scowling as he scribbles in a note pad. A big smile stretches across Skinner's face.

SKINNER
Please. Take all the time you need.

KITCHEN

The kitchen is going like blazes; RATS are sauteing, spicing, grilling, cooking up a storm. Remy, nearly overwhelmed with the scale of production, is miraculously handling it.

Stationed at the pass, EMILE wipes the sauce of the edges of the plates with a cloth, the last crucial bit of quality control. Tempted by the sauce, he tries to sneak a lick.

	REMY (O.S.)	EMILE
EMILE!		(stopping himself)
		Sorry!

DINING AREA - SAME TIME

Ego looks impatiently at his watch, scribbles in his notepad. Then his eyes fall to the soup. He pulls the bowl to him, dips a spoon in, TASTING IT. Not bad...

KITCHEN

The RATS are functioning like a well-oiled machine; the perfectly prepared meals hit the pass as quickly as Linguini can grab them. The back door pushes open to REVEAL:

COLETTE-- staggered by the bizarre spectacle. Looking like she may vomit, she wheels back to the exit, when Linguini rushes in, throwing his arms around her.

LINGUINI

Colette! You came back. Colette, I--

COLETTE

DON'T say a word. If I think about it I might change my mind. Just tell me what the rat wants to cook.

MOMENTS LATER

Remy flips through Gusteau's recipe box, finds a certain card and pulls it, showing it to Colette. She frowns.

COLETTE

Ratatouille? It's a peasant dish. Are you sure you want to serve this to Ego?

Remy NODS. Colette shrugs and starts to prepare the dish.

A TIRE SCREECH is followed by a LOUD CRASH outside. COLETTE looks up as the back door bangs open: the HEALTH INSPECTOR, bound and gagged, floats across the floor on a cushion of RATS, who quickly dump him in the food safe.

Colette shrugs, going with the strange night, and goes to add the first spice to the ratatouille, but is blocked by a WOODEN SPOON. She looks up: sees it's held by Remy.

COLETTE

What. I'm making the ratatouille...

He looks at the her ingredients and makes a face.

COLETTE

Well, how would you prepare it?

Remy PAUSES, considering this.

KITCHEN / DINING AREA

INTERCUT: (1) Remy REIMAGINING the ratatouille; re-inventing it step by step and demonstrating what he wants to Colette, who expertly follows through-- WITH (2) LINGUINI skating around the dining room, a ONE-MAN WAIT STAFF.

MUSIC CRESCENDOS as LINGUINI delivers the meal to EGO'S TABLE. Linguini then serves the identical meal to Skinner, who's appalled and amused to find that Ego has been served--

SKINNER

Ratatouille? They must be joking...

He looks over at Ego, who seems equally unimpressed.

ON EGO

He pokes a fork into the vegetables, examines them for a moment, then brings the food to his lips--

Linguini watches, withering.

As Ego's lips close around the ratatouille, the sound, the restaurant around him is WHISKED AWAY--

FLASHBACK: FRENCH COUNTRYSIDE - A LIFETIME AGO

We are inside a cozy cottage on a golden summer day. The front door is open, a newly crashed BICYCLE lays on the ground outside. Next to it stands a five year old ANTON EGO with a skinned knee, valiantly holding back tears.

His young mother turns from her cooking, and gives him a sympathetic smile. Like all mothers, she knows what to do.

MOMENTS LATER

Young EGO, already feeling better, is at a table. His mother touches his cheek and sets a freshly made bowl of ratatouille before him, warm and inviting. The boy takes a spoonful into his mouth--

--AND THE PRESENT RUSHES BACK--

Ego is frozen. Astounded. His PEN slips from his hand. It CLATTERS to the floor, breaking the spell.

Ego blinks. His eyes fall to his empty fork, which he holds suspended near his mouth. Slowly a long-lost feeling blooms inside him. He smiles. And has another forkful.

Skinner has seen this. He looks at his ratatouille and tastes it. He's stunned; loving and hating it all at once--

SKINNER
(as he eats)
No... no, it can't be...

KITCHEN

Skinner BURSTS through the double doors.

SKINNER
Who cooked the ratatouille?! I
demand to know!

A kitchen full of RATS all stop and LOOK UP AT HIM. CUT TO--

INSIDE FOOD SAFE

Skinner, bound and gagged, is tossed roughly into the corner, where he lands next to the equally bound and gagged HEALTH INSPECTOR. They yell muffled protests as the door slams shut.

DINING AREA

A long FINGER dabs the last smear of remaining sauce from the plate of ratatouille. We follow it to Ego's smiling lips. He kisses the sauce off his finger tip and turns to Linguini.

EGO
I can't remember the last time I
asked a waiter to give my
compliments to the Chef. And now I
find myself in the extraordinary
position of having my waiter *be* the
Chef...

LINGUINI
I'm just your waiter tonight.

EGO
Then who do I thank for the meal?

Linguini stares for a moment, wondering how to respond.

LINGUINI

Excuse me a minute.

Linguini skates to the kitchen doors, where Colette has been watching from a distance. Ego squints; Linguini and Colette are visible through the window panels in a heated discussion. Linguini returns to Ego's table, this time with Colette.

EGO

Ah, you must be the Ch--

COLETTE

(interrupts)

If you wish to meet the Chef you will have to wait until all the other customers have gone.

Taken aback by the unprecedented demand, Ego acquiesces.

EGO

So be it.

Colette and Linguini exchange a look. DISSOLVE TO:

LATER. The restaurant has cleared, save for Ego, who waits with grim patience. Linguini and Colette emerge from the kitchen and silently cross to Ego's table, Linguini holding a toque upright on the flat of and outstretched hand.

Ego stares, his curiosity piqued by this strange sight. Linguini takes a breath and lifts up the toque, revealing REMY sitting up on the palm of his hand.

REMY (V.O.)

At first, Ego thinks it's a joke, but as Linguini explains, Ego's smile disappears...

A SERIES OF SHOTS: Inside the rat-filled kitchen, Linguini and Remy demonstrate their unique working style to Ego, first together, then with Remy alone. Colette withers as Ego STARES at this in grim deadpan.

REMY (V.O.)

He doesn't react beyond asking an occasional question.

DINING AREA

Linguini and Colette are now seated at a table opposite Ego. Remy sits on the table facing Ego, who occasionally glances down at him. Finally Ego gets up, and bows slightly.

REMY (V.O.)

And when the story is done, Ego stands, thanks us for the meal--

EGO

Thank you for the meal.

REMY (V.O., CONT')

--and leaves without another word.

EGO'S OFFICE - NIGHT

In a SERIES OF SHOTS Ego is seen pacing, brooding, staring out one of the enormous picture windows flanking his portrait into the night, visibly unsettled...

REMY (V.O.)

The following day his review appears...

EGO (V.O.)

In many ways the work of a critic is easy. We risk very little, yet enjoy a position over those who offer up their work and their selves to our judgement. We thrive on negative criticism, which is fun to write and to read.

-until finally, he sits down at his desk and begins to write.

EGO (V.O.)

But, the bitter truth we critics must face is that, in the grand scheme of things... the average piece of junk is probably more meaningful than our criticism designating it so. But there are times when a critic truly risks something... and that is in the discovery and defense of the new.

MONTAGE: AFTER CLOSING - NIGHT (TO DAWN)

Linguini and Colette emerge from Gusteau's kitchen into the brisk night air, Remy with them, walking upright. No one knows what to think. Colette and Linguini HUG anyway.

EGO (V.O.)

The world is often unkind to new talent, new creations. The new needs friends.

In the alley behind the kitchen, the strange human/rat alliance amicably part ways and head to their respective homes above and below the streets of Paris. Only Remy stays behind, electing to take in the night and think.

EGO (V.O.)

Last night I experienced something new, an extraordinary meal from an singularly unexpected source. To say that both the meal and its maker have challenged my preconceptions about fine cooking, is a gross understatement-- they have rocked me to my core.

EGO'S V.O. CONTINUES as we DISSOLVE between LINGUINI, COLETTE, EMILE and DJANGO, and see that no one, rat or human- is able to sleep this night.

EGO (V.O., CONT'D)

In the past I have made no secret of my disdain for Chef Gusteau's famous motto: "Anyone Can Cook". But I realize only now do I truly understand what he meant. Not everyone can become a great artist, but a great artist can come from anywhere.

MONTAGE CONCLUDES with REMY staring at the Eiffel Tower as the sky creeps into dawn.

EGO (V.O.,CONT'D)

It is difficult to imagine more humble origins than those of the genius now cooking at Gusteau's, who is, in this critic's opinion, nothing less than the finest Chef in France.

KITCHEN - GUSTEAU'S - MORNING

V.O. CONTINUES as a Colette & Linguini read EGO'S REVIEW--

EGO (V.O.,CONT'D)

I will be returning to Gusteau's soon, hungry for more.

Colette and Linguini HUG. Gathered with them in Gusteau's kitchen, Remy & the rat clan CHEER.

REMY (V.O.)

It was a great night. The happiest of my life. But the only thing predictable about life is its--

SHOT: A bored worker for the MINISTRY OF HEALTH pastes "CLOSED" notices over the front door of GUSTEAU'S.

REMY (V.O., CONT)

--unpredictability. We had to let Skinner and the health inspector loose, and of course they squealed. The food didn't matter. Once it got out there were rats in the kitchen, the restaurant was closed and Ego lost his job and his credibility. But don't feel too bad for him...

A BISTRO - DAY - THE PRESENT

In a tiny, warmly lit room, a GROUP OF RATS (including DJANGO & EMILE) are seated around a basket, which has been overturned and covered with a napkin to function as a table, listening as REMY finishes his story.

REMY (CONT'D)

...he's doing very well as a small business investor. He seems very happy.

Seated next to Remy, a teenage rat frowns, skeptical.

TEEN RAT

How do you know?

Remy smiles and points through the small window into the main dining room. There ANTON EGO, whose face now has color and a few new pounds, dines happily at a prime table.

A small BELL rings. Remy glances down into the kitchen. Colette is looking up at him, tapping her wristwatch.

REMY

(to other rats)

Gotta go. Dinner rush.

He takes off, jumping into a counter-weighted BASKET made especially for him. He's quickly dropped into the kitchen.

BISTRO KITCHEN - CONTINUOUS

The BASKET with Remy drops to the counter and Remy hops off. Colette sets down a plate of Remy's now-famous Ratatouille, leaving the finish to Remy.

COLETTE

You know how he likes it.

Remy nods and quickly, expertly finishes the presentation. WE FOLLOW LINGUINI, now the Maitre 'd, as he takes the plate into the dining room and delivers it to Ego.

LINGUINI

Can I interest you in a dessert this evening?

EGO

Don't you always?

LINGUINI

Which one would you like?

Ego grins, turns toward the window in the kitchen door where Remy is watching, and calls out--

EGO

Surprise me...!

Remy signals Ego in the affirmative and goes off to create something delicious.

CAMERA pulls away from this happy scene to reveal--

--a BISTRO jammed with open-minded foodies; a hip, cultured mixture of bohemians of all ages... all there to enjoy good food and life.

CAMERA CONTINUES out the window and we are--

OUTSIDE THE BISTRO - PARIS - DUSK

A long line of customers has formed outside, waiting to get in. An elegant METAL SIGN comes into view, featuring a rat wearing a CHEF'S TOQUE, along with the bistro's name--

LA RATATOUILLE.

FINE' (THE END).