

ESCAPE FROM THE NORTH POLE

written by

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WME - Nick Hoagland

A haunting Christmas song we barely recognize as "Santa Claus is Coming to Town" begins to play as we...

FADE IN:

INT. SUBURBAN HOUSE - DAY

A seven-year-old boy, TIMOTHY, is standing in front of a broken window with a baseball bat hidden behind his back.

MOM (O.S.)  
Timothy, tell me the truth, did you  
break the window?

TIMOTHY  
No, Mom. It wasn't me. I swear.

INT. DARK ROOM

In a dark room, a MYSTERIOUS FIGURE is seated at a wooden writing desk.

Over his shoulder, we glimpse the strange assortment of items arranged in front of him: an old snow globe, a day-by-day calendar, a collection of black quills, and an impossibly ancient roll of parchment.

The figure stretches a gloved hand across the desk, selects one of the quills, and dips it into an inkwell.

The black feather drips black ink and begins to write upon the paper. Looping curves form into letters as the quill dances across the page and those letters spell out a name: "Timothy."

INT. DINING ROOM - DAY

SUSAN (7) is sitting at the dinner table with her arms crossed before a plate of steaming broccoli.

DAD (O.S.)  
Susan, finish your vegetables.

SUSAN picks up the plate and stealthily scoops it under the table, into the family dog's mouth.

INT. DARK ROOM

The quill darts across the page and again a new name is added to the list: "Susan."

We watch as this process happens again and again, cutting back and forth from the lives of children all around the world to the dark room where those children's naughty behavior is being recorded.

A BRITISH GIRL scribbles on the wall with crayons.

An INDIAN BOY slips candy in his pockets at the market.

A MEXICAN BOY tracks mud all over the carpet.

A SOUTH AFRICAN GIRL chases the family cat with a stick.

A JAPANESE BOY copies answers off another student's test.

A FRENCH GIRL stares at her phone while leaves go un-raked in the yard around her.

A GERMAN GIRL pushes a smaller kid into a pile of snow.

The gloved hand adds name after name after name to the list.

As the hand writes, the calendar grows closer and closer to Christmas, until finally, the date reads December 24.

The gloved hand sets the quill back into the inkwell, rolls the paper up into a scroll, and disappears with the list.

We drift up away from the desk, over to the snow globe, and slowly zoom in on a swirling backdrop of snow...

#### EXT. NEW ENGLAND NEIGHBORHOOD - NIGHT

The final notes of the macabre Christmas song become the opening notes of the Fred Astaire classic as the image in the snow globe resolves itself into an idyllic New England neighborhood on the night of Christmas Eve.

An old family minivan makes its way through the snowy streets and we slowly push toward the middle window, where bright-eyed thirteen-year-old SOPHIA is gazing out at the passing landscape.

Her face alight with the Christmas spirit, Sophia watches sparkling decorations and newly built snowmen go by.

The muffled sounds of an argument call her back to reality. Sophia tears her gaze away from the outside world, and as she turns her attention back to the car...

INT. MINIVAN - NIGHT

We push inside the van where Fred Astaire's dulcet tones are drowned out by yelling, crying, and bickering.

RICHARD, a reedy, nervous man in his late 40s, is squinting at the barely visible road through a thick pair of glasses.

RICHARD  
Honey, I need directions!

In the passenger seat, COLLEEN, an overworked woman in her early 40s, is trying to check her phone while simultaneously managing the chaos in the seats behind her.

COLLEEN  
I can't see anything through the snow, Richard, and I'm not getting a signal, can you just--

Colleen is cut off by the wailing of SARAH, a very unhappy toddler in the middle seat.

COLLEEN (CONT'D)  
Shhh, it's okay, calm down sweetie!

RICHARD  
Colleen, directions!

COLLEEN  
Still not getting a signal! Matt, Caitlin, can one of you please help your father?

In the backseat, MATT (18) is jamming out on his headphones to seasonally inappropriate EDM beats everyone else in the car wishes only he could hear.

MATT  
(lifting his headphones)  
Can we what?

CAITLIN (16) doesn't even glance up from the young adult book she's reading.

CAITLIN  
She wants us to help find Grandma's house, I guess by going back in time and persuading her not to become the only old person in America to move away from Florida.

COLLEEN  
Caitlin!

MATT  
Oh man, here comes the drop.

He slips his headphones back on and resumes jamming out.

RICHARD  
Honey! The directions?

COLLEEN  
I know!

Through the window, Sophia spots Grandma's House coming up on the right.

SOPHIA  
Uh, Dad?

RICHARD  
Sophia, not now please!

TOMMY, a bratty 6-year-old on the opposite side of the baby seat from Sophia, starts kicking his dad's chair.

TOMMY  
I'm bored! You said we would be there already!

RICHARD  
Tommy, I'm about three seconds from crashing into a mailbox. Please don't kick my chair.

TOMMY  
But I'm bored!

Meanwhile, the house is coming up fast.

SOPHIA  
Dad!

MATT  
(drumming on the seat to  
the beat)  
Bam-ba-ba-bam! Bam-ba-ba-bam!

TOMMY  
(kicking on every word)  
Bored! Bored! Bored! Bored!

COLLEEN  
Sarah, you've gotta calm  
down, sweetie!

CAITLIN  
Oh my god, what is going on?

RICHARD  
Will someone please give me  
directions?!

SOPHIA  
Dad, it's right there!!

EXT. GRANDMA'S HOUSE - NIGHT

The van pulls a hard right and screeches into the driveway of the most perfect house on the block: an old red-brick two-story with glowing windows, a snow-blanketed roof, and a big Christmas wreath on the door.

INT. MINIVAN - NIGHT

RICHARD  
Geez, Sophia. Speak up next time.

The car locks pop open, and as soon as they do, Tommy crawls over Sophia's lap and jumps out the car.

SOPHIA  
Ugh, Tommy!

She unbuckles her seatbelt but before she can leave, Caitlin pushes her seat forward, squashing Sophia into the front.

SOPHIA (CONT'D)  
Hey!

Caitlin pushes past her and hops out the back.

CAITLIN  
Snooze ya lose, sucker.

Sophia tries to get out again, but the seat is shoved forward again as Matt gets out, headphones blaring.

SOPHIA  
Come on!

Now the exit is finally free but before Sophia can move, her mom appears.

COLLEEN  
Sophia, can you unbuckle your  
sister please?

EXT. GRANDMA'S HOUSE - NIGHT

The front door bangs open and out comes GRANDMA onto the porch with a big plate of sugar cookies.

GRANDMA

Well if it isn't my only living  
relatives at half past ten on  
Christmas Eve!

Grandma gives each of her grandkids a kiss and a cookie as  
they stream into the house.

TOMMY

Hi Grandma.

CAITLIN

Hey Grandma.

MATT

S'up Grandma.

From the car, Sophia finishes unbuckling Sarah and hands the  
baby to her mom.

COLLEEN

Ma, there was a snowstorm! We were  
stuck in traffic for 6 hours!

GRANDMA

Ha! You think a blizzard would've  
stopped me when I was your age?

Colleen heads up the driveway, holding a giggling Sarah.

COLLEEN

Go back in the house, Ma! You're  
gonna freeze to death out here.

GRANDMA

Nonsense! A little cold air is good  
for the constitution! Isn't that  
right, my sweetie pie?

Sarah giggles her agreement, and together, Colleen, Sarah,  
and Grandma head into the house.

Sophia is about to follow them in when her dad calls out from  
the back of the car.

RICHARD

Sophia! A little help?

SOPHIA

I was just going inside--

RICHARD

C'mon, Sophia! I can't carry all  
this by myself.

Sophia groans and trudges back down the driveway.

SOPHIA

Sure, what else better do I have to do?

Richard hands her a heavy-looking suitcase.

RICHARD

Exactly. Thanks, honey!

As Sophia trudges up the driveway, Richard calls after her:

RICHARD (CONT'D)

And tell your siblings to get their butts out here! There's a lot more luggage where that came from!

Sophia turns to head up the porch but stops at the sight of a BLACK CROW sitting on the railing.

It cocks its head at her and takes off.

Sophia stares after it, unnerved, before heading up the stairs and into the house.

INT. GRANDMA'S HOUSE FIRST FLOOR HALLWAY - NIGHT

As Sophia steps inside, Grandma approaches with a plate of cookies.

GRANDMA

Oh my goodness, Sophia, is that you?

SOPHIA

Grandma!

Grandma gives Sophia a hug with the arm that's not holding the plate.

GRANDMA

Last time I saw you, you were this big.

She holds her free hand a few inches above Sophia's head.

GRANDMA (CONT'D)

You're gettin' shorter, kiddo. A tragic case of sugar deprivation if I ever saw one. Better take these.

She offers Sophia the cookie plate. Sophia hesitates.

SOPHIA

Would it be okay if I left them out  
for Santa instead?

GRANDMA

For Santa? Are you sure? These are  
the last ones, you know.

SOPHIA

I know, I just like to keep up the  
tradition.

Grandma gives Sophia a wink and takes the plate back.

GRANDMA

Well, I'm sure Santa will  
appreciate that. I'll leave these  
out by the fireplace.

SOPHIA

Thanks, Grandma.

Baby Sarah starts crying in another room.

GRANDMA

Uh oh, sounds like someone needs a  
grandmother's touch. I'm a-coming!

Grandma heads off and Sophia walks down the hall.

INT. GRANDMA'S HOUSE LIVING ROOM - NIGHT - CONTINUOUS

In the living room, Tommy is staring, inches away, from a  
glowing TV set.

SOPHIA

Dad says you have to go help.

Tommy doesn't even look up. Sophia rolls her eyes and moves  
on to the kitchen.

INT. GRANDMA'S HOUSE KITCHEN - NIGHT - CONTINUOUS

SOPHIA

Dad says you have to--

Matt is standing in front of an open refrigerator, head-  
banging to music on his headphones.

Sophia stares at him, then slowly backs away.

INT. GRANDMA'S HOUSE BATHROOM - NIGHT - CONTINUOUS

Finally, Sophia comes to a bathroom, in which Caitlin is complaining to her friend over the phone.

CAITLIN (O.S.)

We were seriously stuck in the car  
all day long. I'm camped out in a  
frickin' bathroom right now just so  
I don't have to see my stupid  
family for another second.

The door is slightly ajar and Sophia pushes it open.

Inside, Caitlin is leaning against the sink, phone to her ear. She looks down as Sophia enters.

CAITLIN (CONT'D)

Ugh, great. Maggie, let me call you  
back.

Caitlin hangs up and stares at her sister.

CAITLIN (CONT'D)

What do you want?

SOPHIA

Dad says you have to go help.

Caitlin's eyes go wide and she points at something above Sophia's head.

CAITLIN

Oh my god, is that mistletoe?

Sophia looks up and Caitlin flicks her on the forehead. Sophia drops the luggage.

SOPHIA

Ow! What was that for?!

CAITLIN

That was for your own good. You  
can't keep listening to everything  
Mom and Dad tell you, Sophia.  
That's why you're turning into such  
a pushover.

Caitlin turns to the mirror and starts brushing her hair.

SOPHIA

I'm not a pushover!

CAITLIN  
(bratty voice)

"Of course I'll carry your luggage,  
Father. Would anyone else like to  
lay their burdens upon me? I have  
no will of my own."

SOPHIA

I'm just trying to be nice! Maybe  
if you didn't act like such a jerk  
all the time, Santa would finally  
bring you a boyfriend.

Caitlin shuts her book and pushes past Sophia into the hall,  
kicking the dropped luggage into the kitchen as she goes.

INT. GRANDMA'S HOUSE HALLWAY - NIGHT - CONTINUOUS

CAITLIN

For your information, Sophia, Tommy  
Campanella asked me out last month  
and I turned him down.

SOPHIA

Tommy Campanella? The nose picker?  
Wow, real cool.

CAITLIN

Oh like you're one to talk. The  
only kid in middle school who still  
believes in Santa Claus.

SOPHIA

(a little too quickly)  
What are you talking about? I don't  
believe in Santa anymore.

CAITLIN

Oh really? Then why do you still  
leave him cookies every year?

INT. GRANDMA'S HOUSE LIVING ROOM - NIGHT - CONTINUOUS

They enter the living room where Tommy's watching TV and  
Matt's jamming out. The cookie plate rests on a bench by the  
fireplace.

SOPHIA

I like to keep up the tradition!  
For the little kids!

CAITLIN

Come on, Sophia. Even Tommy doesn't believe in Santa anymore, and I'm pretty sure he's about to flunk kindergarten.

Tommy is still sitting an inch away from the TV, mouth open, drooling.

CAITLIN (CONT'D)

Just admit it. You think Santa Claus is gonna come sliding down the chimney tonight to find your precious cookies waiting for him.

SOPHIA

Well I guess if he does, he'll know they're just from me.

Sophia gestures to the cookie plate.

CAITLIN

Consider this an intervention.

SOPHIA

Consider wh--?

Caitlin picks up the cookies and shoves them in her mouth.

Sophia watches in shock as her sister chews and swallows.

CAITLIN

There. All gone.

Sophia picks up the plate, now covered only in crumbs.

CAITLIN (CONT'D)

It's time you face the facts. Santa was never going to eat your cookies, Sophia, because Santa isn't real.

That's the last straw.

Sophia chuck's the plate at her sister just as her mom walks into the room with Grandma and the baby.

COLLEEN

Sophia!

Caitlin ducks and the plate smashes into the wall.

Tommy yelps and jolts back from the smashed plate, right into the path of the jamming-out Matt.

Matt trips over his little brother, and his headphones fall out, blasting music.

All the commotion sets off Baby Sarah, who starts crying in Grandma's arms.

Finally, Richard walks in, barely balancing six suitcases.

RICHARD  
Hey, what's all the ruckus in--?

He trips over the suitcase Caitlin kicked into the kitchen. Everything crashes to the floor.

Sophia is the only one left standing amidst the chaos, and Colleen glares at her daughter.

COLLEEN  
Go to your room. Now.

Sophia storms out of the room without another word.

INT. SOPHIA'S ROOM - NIGHT

In her room upstairs, Sophia is curled up in a ball in bed.

The door opens and Colleen enters. They stare at each other.

COLLEEN  
Do you want to say you're sorry?

SOPHIA  
Do you?

COLLEEN  
I don't appreciate this attitude, Sophia. On Christmas Eve of all nights!

SOPHIA  
My attitude?! What about them? Everyone was a jerk to me all day long and you didn't do a thing about it! I'm the only one who ever helps around here and I'm the only one who ever gets punished. It's not fair.

Colleen sits down at the foot of the bed.

COLLEEN

Look, Sophia. I know things were a bit crazy today and if your siblings were picking on you or if Dad and I asked too much of you, I apologize. But that's no excuse for how you acted.

Colleen puts her hand on Sophia's shoulder.

COLLEEN (CONT'D)

Would you say you're sorry if I said I'm sorry too?

Sophia rolls over to face the window, shrugging her mom's hand off.

SOPHIA

I'm not sorry. I wish the plate had hit her. I wish you and Dad actually gave a crap. I wish that for once everyone would get what they deserve.

Colleen sighs and stands up.

COLLEEN

Are you sure about that, Sophia? Because what you deserve might not be what you're expecting.

The door shuts, leaving Sophia alone in her room.

FADE TO:

Later that night, the grandfather clock strikes 12.

Sophia is fast asleep in the attic as snow falls outside the window.

As the clock tolls, we see the stillness throughout the house: the family members sound asleep in their rooms, the embers burning out in the fireplace, the Christmas tree ornaments twinkling in the moonlight.

And finally, on the twelfth stroke of midnight, we return to Sophia, whose eyes open at the sound of DISTANT CAWING.

Sophia sits up in bed. She listens intently, then looks out the window...

There's a strange shape cutting across the moon. Some kind of carriage pulled by a team of animals.

Sophia squints at it, thinking the obvious. Could it be?

SOPHIA  
Santa?

It gets closer... and closer...

The sound of cawing cuts through the silence. It's not Santa's sleigh at all.

It's a BLACK VICTORIAN CARRIAGE driven by a MURDER OF CROWS.

Sophia watches from her bed, dumbstruck, as the carriage comes to a graceful landing on the roof outside her window.

She throws open the window, grabs her coat and slippers, and clammers out onto the roof.

EXT. GRANDMA'S HOUSE ROOF - NIGHT

Cautious and shivering, Sophia approaches the carriage. The crows shake their wings and stare as she approaches.

There's something strange about these birds, and it's not just their unusual size. They seem to give off a bit of black smoke with every rustle of their wings.

Before Sophia can take a closer look, the carriage door swings open.

BUCKLEBEE THE ELF appears in the doorway, framed by warm, amber light. He steps off the carriage, and his features come into focus.

He wears a pointed cap, a double-breasted suit, red stockings, and black boots turned up at the end. Clutched in his gloved hand is a gnarled wooden staff.

A BLACK CROW WITH A RED EYE perches on his shoulder, a scroll in its beak.

Bucklebee smiles down at Sophia as he takes the scroll from the bird and unrolls it.

BUCKLEBEE  
Sophia? Miss Sophia?

Sophia stares at the stranger.

SOPHIA  
Who are you?

BUCKLEBEE  
The name's Bucklebee, and I'm an  
elf from the North Pole.

He turns his head and taps a finger against the tip of his pointy ear.

BUCKLEBEE (CONT'D)  
See?

(clearing throat)  
I am here to announce, with the  
greatest joy, thrill, and pleasure,  
that you have been selected for a  
special Christmas visit to the  
North Pole!

SOPHIA  
Me?

BUCKLEBEE  
That's right, Sophia, you! There  
will be sweets and toys and games  
all around. I have to tell you, I'm  
glad we found you when we did. You  
were a last minute addition to the  
list!

Bucklebee shows her the list he's holding, and indeed, the name "Sophia" is written at the very bottom.

BUCKLEBEE (CONT'D)  
It's not just anyone who gets to  
visit the North Pole, you know.  
Only the most special children are  
allowed to make the trip. I know  
Santa Claus will be delighted to  
meet you!

SOPHIA  
Santa Claus? He's... he's real?

BUCKLEBEE  
Oh yes, very much so! Big white  
beard, red suit, the whole deal!

Sophia bites her lip, considering, as Bucklebee and the bird on his shoulder watch and wait for her reply.

Something about this feels very off to her, but she's not ready to turn away just yet.

Bucklebee leans in, as if he's telling her a secret.

BUCKLEBEE (CONT'D)  
Think very carefully, Sophia,  
because this is the opportunity of  
a lifetime. The North Pole isn't  
just a place for fun and games.  
It's a place where everything is  
made right. Where people are  
rewarded for their behavior. Where  
everyone gets exactly what's coming  
to them. Please, won't you come  
along?

Sophia nods to herself as she turns this over in her head.

SOPHIA  
Okay... Okay, I'll come.

Bucklebee beams and offers the steps with a bow as Sophia approaches the carriage.

BUCKLEBEE  
Then without further adieu, may I  
present...

She climbs up the steps and into the carriage...

INT. CHRISTMAS CARRIAGE MAIN FLOOR - NIGHT

BUCKLEBEE  
The Christmas Carriage!

The moment she steps aboard, Sophia realizes the carriage is much, much bigger on the inside than the out.

Dozens of Christmas trees stretch high into the air and life-size Nutcrackers line the walls, all of them encircling a full-fledged CHRISTMAS CARNIVAL.

There are roller coasters, merry-go-rounds, and giant slides, all of them made out of candy. Kids run wild around the carriage, torn between playing on these rides and eating them.

Throughout the chaos, elves juggle and perform magic tricks, inviting kids to try their hand at various carnival games. Other elves wander the floor like waiters with trays of steaming hot cocoa, making sure every kid has a fresh mug.

Sophia can't believe it. She's been transported into a Christmas wonderland.

As Bucklebee closes the door behind them with a quick pull of a lever, Red Eye plucks a candy cane off a nearby tree and hands the candy to its master.

Bucklebee sticks the sweet in his mouth and winks at Sophia.

BUCKLEBEE (CONT'D)

Enjoy.

He disappears into the shadows, leaving Sophia to the marvels of the Christmas Carriage.

MONTAGE: THE CHRISTMAS CARRIAGE

-Sophia yells with joy as she flies down a slide made of licorice into a pool of cotton candy.

SOPHIA

Woo-hoo!!

-An ELF CARNIVAL BARKER invites kids to try a balloon-popping game where the balloons are made from bubble gum.

CARNIVAL BARKER

Step right up and take a shot!

Sophia takes aim and lands a dart right on a bubble. POP!

-Sophia rides a rollercoaster with peppermint wheels down a track made from peppermint sticks.

SOPHIA

Woo-hoo!!

-A JUGGLER ELF juggles dozens of Christmas ornaments at once. As Sophia watches, she notices a nearby NUTCRACKER, which seems to be staring at her. When she looks back, it freezes. As she turns back to the show, we clearly see the Nutcracker turn its head to look at her.

-At a "Decorate Your Own Christmas Tree!" station, kids run wild around fir trees, stringing them up with popcorn, hanging ornaments willy-nilly, and drowning them in tinsel. Some of the kids are wrapping a crying kid up in garland.

-Exhausted and satisfied, Sophia and the other kids ride a merry-go-round made from gingerbread animals. She takes a lazy bite out of her horse's ear.

SOPHIA (CONT'D)

Woo-hoo...

END MONTAGE.

As Sophia exits the Merry-Go-Round, an ELF WAITER hands her and the other kids fresh cups of cocoa.

CARNIVAL BARKER (O.S.)  
A very special holiday show starts  
in just a few minutes! Get your  
cocoa and don't be late!

The kids begin a mass exodus towards the center of the carriage.

Sophia is about to take a sip of her cocoa and follow after the crowd when she spots the same Nutcracker that was watching her before.

As she stops and stares, a TALL GIRL exiting the ride bumps into Sophia, causing her to drop her mug of cocoa.

GERMAN GIRL  
*Achtung!*

Sophia turns and we recognize this girl from the opening sequence as the GERMAN GIRL who pushed a little kid into the snow.

SOPHIA  
Oh, sorry!

GERMAN GIRL  
*Dummer Amerikaner...*

The German Girl slinks off, muttering.

Sophia bends down to pick up her mug and realizes the Nutcracker has moved a few feet from its original location.

SOPHIA  
What the...?

She steps forward and gives the Nutcracker a hesitant knock on the head.

As soon as she does, the Nutcracker jumps and hurries off out of sight.

SOPHIA (CONT'D)  
Hey! Wait!

Sophia gives chase after the Nutcracker as it runs through the now empty fair grounds until it disappears behind a pillar of gum drops.

When she rounds the pillar, however, the Nutcracker is gone. The only thing there is a barred grate in the wall.

Sophia stares down into the dark tunnel beyond the grate.

SOPHIA (CONT'D)  
Hello? Is anyone down there?

No one responds. Sophia leans forward. Deep in the pipes comes the sound of scuffling.

Sophia gives a last glance over her shoulder before stepping through the grate and into the pipe.

As she disappears from sight, a nearby ELF bends down and picks up the spilled mug Sophia left behind.

He nods to another ELF, who heads off into the shadows.

INT. CHRISTMAS CARRIAGE PIPES - NIGHT

Sophia crawls deeper and deeper down the pipe, into the underbelly of the Christmas Carriage.

SOPHIA  
Hello?

Sophia's hand crunches on something on the pipe floor and she looks down. Toffee pieces are stuck to her hand.

SOPHIA (CONT'D)  
Old candy... What's this doing down here?

The sound of clanking wood echoes from up ahead in the pipe.

Silently, she crawls toward a bright light until she's looking right into...

INT. CHRISTMAS CARRIAGE UNDERCARRIAGE - NIGHT

A small central room into which multiple pipes feed. Up above is a grate through which light and music stream down from the main floor of the carriage.

It appears that someone has turned this space into their personal living quarters. There's a cot made from pine needles and a stash of gingerbread and candy beside it.

A wild-eyed STOWAWAY (11) is stepping out of a Nutcracker he appears to have reconstructed into a wearable suit.

Once out of the armor, the Stowaway begins collecting candies from a hollow place in the suit's head.

As he works, the Stowaway hums along to the Christmas music from the carriage above.

He turns and sees Sophia watching from the pipe entrance.

SOPHIA  
Uh, hi.

The Stowaway screams and drops candy everywhere. He backs against the wall like a cornered animal as Sophia approaches.

SOPHIA (CONT'D)  
It's okay! It's okay! I didn't mean  
to scare you!

STOWAWAY  
How did you get here?!

SOPHIA  
I saw you in the Nutcracker costume  
and followed the trail of candy--

STOWAWAY  
Followed?! You were followed?!

SOPHIA  
No, I don't think so... Wait, why  
would I be--?

The Stowaway grabs a huge gumdrop off the floor and starts scrubbing it against Sophia like it's a loofah.

SOPHIA (CONT'D)  
Ow! What are you doing?!

STOWAWAY  
(scrubbing furiously)  
They can't find us if we smell like  
candy!

SOPHIA  
(shoving him away)  
Knock it off! Who's they? What are  
you doing down here? The party's  
upstairs. There's rides and hot  
chocolate and everything.

The Stowaway drops the gumdrop.

STOWAWAY  
(whispering)  
The cocoa... You didn't drink it,  
did you?

SOPHIA

I...

STOWAWAY

(shaking her)

The cocoa!! Did you drink the  
cocoa?!

SOPHIA

No! No, okay? I dropped mine before  
I had any. Why? What's the big  
deal?

The opening notes of a familiar song begin to play from the carriage above them, and the Stowaway turns white as a sheet.

STOWAWAY

Oh no... It's starting.

He points a shaking finger to a slit in the pipe.

SOPHIA

What's starting?

STOWAWAY

Shhhhh!!

The Stowaway presses Sophia's face against the opening and she sees a strange scene unfolding in the carriage above...

INT. CHRISTMAS CARRIAGE MAIN FLOOR - NIGHT

In the center of the main floor, Bucklebee is standing atop a fountain spewing hot cocoa, where elves are ladling out cups to a crowd of gathering kids.

BUCKLEBEE

Children, children! We're all just overjoyed you could join us on this magical Christmas adventure. We'll be arriving at our destination shortly, but before we do, won't you join me in a little festive tribute to the one and only ruler of the North Pole, the King of Christmas himself... Me.

The children look up in confusion from their cocoa as Bucklebee smiles and starts to sing.

BUCKLEBEE (CONT'D)

You better watch out  
You better not cry  
(MORE)

## BUCKLEBEE (CONT'D)

*Better not pout  
I'm telling you why.  
Bucklebee is coming to town.*

Bucklebee hops down off the fountain and starts tap dancing and swinging his staff like a bandleader.

The steady rap of the staff against the floor forms a hypnotic beat, along with which the elves begin stamping their feet.

The kids can't seem to help themselves: they too start nodding and tapping along with the beat.

## BUCKLEBEE (CONT'D)

*I'm making a list  
I'm checking it twice  
I already know that you're naughty,  
Not nice.  
Bucklebee is coming to town!*

Bucklebee raises the staff, and in unison, all the kids lift their mugs and down the rest of the cocoa.

When they lower their cups again, the kids' eyes have gone white and glassed-over. They wear dreamy smiles on their faces, totally entranced.

From the pipes, Sophia gasps in horror.

## BUCKLEBEE (CONT'D)

*I see you when you're sleeping!  
And I know when you're awake!  
I know that you've been bad, not  
good!  
So give in and accept your fate!  
Everybody!*

The kids join Bucklebee in a dance routine so elaborate and perfectly synchronized, it would take months of practice to pull off without the help of mind-altering cocoa.

## BUCKLEBEE (CONT'D)

*You better watch out!  
You better not cry!  
Better not pout!  
I'm telling you why!  
Bucklebee is coming to town!  
Oh let's go!*

The Elves throw open hidden panels on the walls, revealing holding cells, into which Bucklebee leads the still-dancing kids like the Pied Piper.

## INT. CHRISTMAS CARRIAGE UNDERCARRIAGE - NIGHT

As the kids continue to march to their doom up on the main floor, Sophia turns back to face the Stowaway who is curled up in a ball, shivering in a corner.

## STOWAWAY

The carriage takes kids to the North Pole but it never brings them back. I only got away because I never touched the cocoa. Lactose intolerant, you see? Now I stay down here. So very long I've stayed down here...

He points to the wall and Sophia stares up at hundreds and hundreds of scratched-in tally marks.

## SOPHIA

I don't understand. How could Santa let this happen? How could he let the elves kidnap children?

## STOWAWAY

Santa?!  
(mad cackling)  
Santa isn't running the show anymore, silly girl. The elves took over a long time ago. Santa's been gone for years.

He cackles again as Sophia stumbles back in horror.

## SOPHIA

We have to get out of here. We can't be too far from where we took off. Maybe we could--

## STOWAWAY

Oh no, no, no, no! There's no way out. Look!

The Stowaway pulls back a panel on the floor, revealing a small hole in the underside of the carriage.

Sophia peers through and sees nothing but snow in every direction. Civilization is thousands of miles away by now. They're trapped.

The Stowaway slides the panel back over the hole and sits down on his cot of pine needles.

STOWAWAY (CONT'D)  
This is the only place left for us.  
Here where it's quiet. Here where  
it's safe.

He picks up the fallen gumdrop and offers it to Sophia. She knocks it out of his hand.

SOPHIA  
No! I'm not going to spend the rest  
of my life eating candy off the  
floor! There must be something we  
can do to get out of here!

STOWAWAY  
Shh! Quiet! They'll hear us.

SOPHIA  
You've been here long enough, you  
must have learned something useful!

STOWAWAY  
Quiet! You have to be quiet!

SOPHIA  
I'll be quiet if you help me!

STOWAWAY  
The Missing Claus is in Yulewood  
Forest!

Sophia stares at the Stowaway.

SOPHIA  
What?

STOWAWAY  
I... I heard the elves talking when  
they were loading up the  
carriage... They said the Missing  
Claus had been spotted in Yulewood  
Forest. Happy?

SOPHIA  
Yulewood Forest? What is that?

STOWAWAY  
How should I know?! I've never been  
to the North Pole!

SOPHIA  
You're sure that's what the elves  
said?

STOWAWAY  
I think so...

SOPHIA  
How sure?!

The Stowaway goes pale and claps a hand over his mouth.

SOPHIA (CONT'D)  
What?!

STOWAWAY  
(barely a whisper)  
What happened to the music?

They both freeze. The music has stopped playing in the carriage above.

The Stowaway and Sophia slowly look up to see Bucklebee and the elves grinning down at them from an open grate.

BUCKLEBEE  
Sorry, didn't mean to interrupt.

Bucklebee grabs the Stowaway, who screams as he's yanked up out of sight.

BUCKLEBEE (CONT'D)  
It's just I've been meaning to  
clean these pipes out for years!

Sophia screams and takes off running.

INT. CHRISTMAS CARRIAGE PIPES - NIGHT

Sophia scrambles through the pipe, dodging elves' hands that grab at her from above as she crawls.

Finally, she spills out of an opening...

INT. CHRISTMAS CARRIAGE MAIN FLOOR - NIGHT

And finds herself back on the main floor of the carriage.

Elves surround her. Sophia looks for the lever to open the carriage door, but it's dozens of feet away and Bucklebee is blocking the path.

Beside him, a terrified Stowaway is being held captive by a GRUFF ELF.

Bucklebee pulls out the candy cane he's been sucking on and reveals it's been sharpened to a white point.

BUCKLEBEE

Looks like some naughty children  
haven't been drinking their cocoa.  
Why don't you try a fresh cup on  
the house?

He waves his candy cane at one of the elves, who steps forward with a tray of steaming cocoa.

SOPHIA

I... I think it's getting a little  
late for all this sugar. Maybe we'd  
better just go.

The elves all laugh and Bucklebee begins circling Sophia as he monologues.

BUCKLEBEE

Go?

(laughs)

You children are all alike. You  
think you can get away with  
misbehaving. That as long as no one  
is around to see or hear, all your  
bad deeds are as good as forgotten.  
But we're there, children. We're  
always there. Watching. Listening.  
Taking down names...

Red Eye flies down from the darkness, the same scroll it held before clutched in its beak. The bird alights on Bucklebee's shoulder and hands the scroll to its master.

BUCKLEBEE (CONT'D)

On the Naughty List.

Bucklebee unravels the scroll, revealing its true title: "The Naughty List."

Sophia's name is right there at the bottom.

SOPHIA

That's not possible... You're  
lying.

BUCKLEBEE

The list never lies, Sophia. You're  
exactly where you belong.

Sophia glares at Bucklebee as the elf rolls the list back up and stuffs it in his jacket.

The Stowaway lets out a whimper. Bucklebee turns and presses the tip of his candy cane under the Stowaway's chin.

BUCKLEBEE (CONT'D)

And don't think I've forgotten you,  
my little stowaway! We've been  
searching for the gutter rat  
scurrying around our pipes for  
quite some time.

STOWAWAY

Please! I don't want to drink the  
cocoa! I... I'm lactose intolerant!

BUCKLEBEE

Don't worry, my dear boy, you don't  
have to drink a thing! I have  
something else in mind for you.

Bucklebee raises his staff at the quivering Stowaway.

BUCKLEBEE (CONT'D)

Watch and learn, Sophia, what  
happens to those who disobey  
Bucklebee the Elf.

He taps the boy on the nose with the staff.

Instantly, porcelain begins to spread from the tip of his nose, down into his mouth, and over his cheeks and eyes.

Before the Stowaway can even finish screaming, he's transformed into a PORCELAIN ORNAMENT.

Sophia stares in horror.

BUCKLEBEE (CONT'D)

Now unless you want to meet the  
same fate, I suggest you be a good  
little girl for once...

Bucklebee picks a mug off the tray and shoves it in Sophia's face.

BUCKLEBEE (CONT'D)

And drink. Your cocoa.

Reluctantly, Sophia takes the mug, still wafting deadly steam. She lifts it to her lips for a sip and meets Bucklebee's eyes.

SOPHIA

Drink it yourself.

Sophia throws the drink in Bucklebee's face and he shrieks in pain.

BUCKLEBEE

Gahhh!!

Before any of the other elves can react, Sophia ducks under Bucklebee's legs and runs across the carriage.

She seizes the lever to open the carriage door, grasps it as tightly as she can, and yanks down.

The carriage door flies open, and all at once, the whole carriage tilts to the side, like an airplane with a hole blown out the middle.

Bucklebee and the elves are thrown backwards.

BUCKLEBEE (CONT'D)

No!!

It's too late for Bucklebee, however, and he and all his followers are sucked out the gaping entrance.

A towering Christmas tree comes crashing to the floor just in front of the exit.

Sophia grabs onto the branches of the fallen tree and crawls to the door.

EXT. CHRISTMAS CARRIAGE ROOF - NIGHT

As Sophia makes her way out onto the roof of the carriage, the vehicle jerks wildly from side to side.

Hundreds of feet beneath her stretches nothing but snow.

Sophia gasps at the sight of something else beneath her: Bucklebee clinging to one of the wheels, his crow Red Eye cawing madly in the air beside him.

BUCKLEBEE

Well-played, Sophia! Well-played!

With unnatural strength, he begins crawling up to the top of the carriage as Sophia desperately searches for a way out.

BUCKLEBEE (CONT'D)

I hope you know I don't take the destruction of my carriage lightly.

Bucklebee leaps onto the carriage top and Sophia backs away to the edge of the roof.

BUCKLEBEE (CONT'D)  
No more cocoa for you, I'm afraid.

Bucklebee raises the staff just as Sophia spots a mountain peak coming into view ahead.

BUCKLEBEE (CONT'D)  
This time, I'm going to make you pay.

Sophia leaps off the carriage as Bucklebee brings his staff down on empty air.

She falls through the sky and Bucklebee watches her go.

He turns to Red Eye on his shoulder and nods. The crow takes off after Sophia as she drops down into a plane of whiteness.

EXT. SNOWY MOUNTaintop - NIGHT

Sophia awakens on a snowy mountain peak, surrounded by debris from the battered carriage.

She looks up and sees in the far distance a forbidding gray city from which towers a candy-cane striped pole with a golden bauble at its top.

Between the city and the mountain lie snowy plains, an icy lake, and a thick stretch of forest.

SOPHIA  
The Missing Claus is in Yulewood  
Forest...

The sound of distant mewling interrupts her train of thought.

Sophia spins around but sees no one. Cautiously, she picks up a board of wood fallen from the carriage and holds it like a club.

Another whimper in the distance.

Sophia moves closer, then squints through the snow at...

A BABY REINDEER, its antlers just barely coming in and its hoof ensnared in a trap.

The Reindeer looks at Sophia with pitiful eyes and bleats for help.

SOPHIA (CONT'D)  
Oh, you poor thing!

Sophia drops her club and rushes over to help. As she does, her foot catches on something buried in the snow.

SOPHIA (CONT'D)  
What the--ahhhh!!

It's a trap and Sophia is yanked foot-first into the air and left dangling upside down.

As Sophia hangs from the snare, the Reindeer easily steps out of its own trap and bounces happily around Sophia.

SOPHIA (CONT'D)  
You little faker! You tricked me!

The Reindeer licks Sophia's face like a puppy.

SOPHIA (CONT'D)  
Ugh! Get off!

SMALL HOODED FIGURE (O.S.)  
Good work, Clover.

TWO HOODED FIGURES, one huge and one small, step out from the rocks and approach Sophia and the reindeer CLOVER.

GIANT HOODED FIGURE  
(thick Russian accent)  
Yes, tonight we have delicious  
feast!

SOPHIA  
Please don't eat me!

The Hooded Figures halt and stare at Sophia.

The giant steps into the light, revealing a towering Slavic man with a great bushy beard and wild, beady eyes. He's bundled up in coats and furs but wears a sea captain's hat.

This is GEORGY (50).

GEORGY  
This is not little goat. This is  
little girl!

Georgy turns to Clover.

GEORGY (CONT'D)  
Georgy cannot eat child! Meat too  
tough! What happen to goat?!

Clover licks Georgy's face.

GEORGY (CONT'D)

Bah!

The Hooded Figure thrusts a staff in Sophia's face.

HOODED FIGURE

What are you doing here? Are you  
with Bucklebee?

SOPHIA

What? No! He tried to kidnap me! I  
had to jump off his carriage in  
midair! Please, I'm just a regular  
kid!

The Hooded Figure lowers his staff.

HOODED FIGURE

A kid? A human kid?

SOPHIA

What other kind is there?

The Hooded Figure pulls his hood down, revealing a handsome  
face framed by pointy ears.

This is JUNIPER THE ELF (mid 20s).

JUNIPER

Just what we needed. A runaway from  
the Naughty List.

SOPHIA

You're an elf!

The elf swipes his staff at the rope, undoing the trap and  
sending her tumbling into the snow. There's a crow in the  
distance.

JUNIPER

Come on. We should get to shelter.

Juniper begins walking away as Georgy pulls Sophia to her  
feet and a prancing Clover nudges her from behind.

SOPHIA

How do I know you're not going to  
take me to Bucklebee?

JUNIPER

You don't. But feel free to stay  
here and try your luck with the  
crows.

Sophia looks up at the sky where the birds are starting to circle overhead.

INT. MOUNTAIN PASSAGE - NIGHT

Juniper, Georgy, and Clover lead Sophia through a secret tunnel carved into the mountain.

As they walk, they pass signs of abandoned life: extinguished torches, makeshift beds, and broken weaponry.

Everything looks like it was constructed in a hurry; made to be packed up quickly or left behind altogether.

JUNIPER

These are the halls my ancestors built after Bucklebee drove us into the mountains. I'm Juniper, last of the free elves.

Juniper's torch illuminates the walls around them, on which sprawl enormous, elaborate cave paintings.

SOPHIA

What happened to the rest of you?

JUNIPER

Bucklebee happened. All the elves who didn't follow him were hunted to extinction after the Rebellion.

Sophia gazes up at a series of cave paintings that look like a cross between graffiti and religious frescoes:

Santa being cast down by Bucklebee; a demonic horde of elves driving the faithful from the North Pole; the diaspora of loyal elves hiding in the mountains as crows swarm outside.

SOPHIA

Why would anyone rebel against Santa?

JUNIPER

Greed? Envy? Your guess is as good as mine. Bucklebee led the revolution a long time ago. If anyone still knows why, they never told me, and I don't plan to get close enough to Bucklebee to ask.

Juniper catches Sophia staring at a painting of toys tumbling out of a sack and down a dark ravine.

JUNIPER (CONT'D)  
Legend has it that when Bucklebee took down Santa, he destroyed every single toy in the North Pole. Just out of spite.

Juniper gives Sophia a wicked grin, and she gulps.

INT. MOUNTAIN HIDEOUT - NIGHT

The group enters a small burrow divided into three sections, one for each of its occupants, encircling a dwindling fire pit onto which Juniper tosses a log.

Sophia walks into Juniper's section, where a modest cot is surrounded by various woodworking projects that almost look like toys.

SOPHIA  
Have you been here long?

JUNIPER  
Long enough to call it a home.

Juniper notices Sophia eyeing his corner of the room. He kicks the makeshift toys out of the way.

JUNIPER (CONT'D)  
Which, I might remind you, you are currently a guest in.

Juniper sits down by the now crackling fire.

Sophia moves on to Clover's section of the room, where Clover is drinking melted snow water out of a simple wooden trough.

As Sophia approaches, he brays an invitation to her and trots over to a big bed of hay.

The reindeer circles it a few times, lies down, and begins to eat his own bed.

Clover makes eyes contact with Sophia, burps loudly and resumes eating.

SOPHIA  
Ugh...

Sophia backs away from Clover and right into Georgy.

GEORGY  
Aha, yes! Enough of elf and reindeer!  
(MORE)

GEORGY (CONT'D)  
Georgy has something important to  
show you! Human to human!

Georgy brings her to his corner of the room, where black-and-white photos, maps, diagrams, and an old Russian flag are tacked to the wall.

SOPHIA  
Human to human? You mean you're  
human too?

GEORGY  
You think elves come this big? Bah!

JUNIPER  
I found Georgy wandering in the  
snow years ago. He was on some sort  
of expedition to the North Pole but  
got himself lost. Like, really  
really lost.

Georgy taps the center of his wall spread, where everything points to one drawing of a mysterious figure.

GEORGY  
Georgy seeks ancient beast of  
legend hidden in North Pole... The  
Abominable Snowman.

SOPHIA  
There's an Abominable Snowman out  
here?!

JUNIPER  
No, there isn't. Even in the North  
Pole, that's just a myth.

GEORGY  
(angrily speaking Russian)  
*Snegovik zhivet, i ya naydu yego!*

JUNIPER  
All right, all right, already!

Juniper takes out a knife and starts whittling his staff.

JUNIPER (CONT'D)  
As you can see, I've got my hands  
full here as it is. You can stay  
until the storm passes. Then you're  
on your own.

SOPHIA

On my own?! We're in the middle of  
the North Pole!

JUNIPER

That's not my fault.

SOPHIA

It is if you're gonna send me back  
outside! I can't just walk home!

JUNIPER

Well unless you can hitch a ride  
home with Santa Claus, I'd say  
walking's just about your only  
option.

Sophia's eyes go wide.

SOPHIA

Santa Claus...

JUNIPER

No, wait--

SOPHIA

Yeah, that's it! If we find Santa  
Claus, he could take me home!

Georgy bursts into laughter.

GEORGY

We find very funny girl in the  
snow, yes?

JUNIPER

Come off it, kid. Santa's been  
missing for years. For all we know,  
he's probably dead.

SOPHIA

Oh yeah? Then how could he have  
been sighted in Yulewood Forest?

Georgy quits laughing and Juniper stops whittling. Even  
Clover perks up.

JUNIPER

What are you talking about?

SOPHIA

When I was on the carriage, one of  
the kids overheard the elves  
talking. They said that the Missing  
Claus is in Yulewood Forest.

JUNIPER

"The Missing Claus"? That could be  
anyone.

SOPHIA

Seriously? How many missing Clauses  
do you think are running around the  
North Pole? It's got to be Santa.

JUNIPER

Even if it is, which it isn't,  
Yulewood Forest is miles from here.  
Not only would you be traveling  
through snow and ice and darkness,  
but you'd be heading north, closer  
to Bucklebee.

SOPHIA

And closer to the only person who  
can stop him!

JUNIPER

Sophia, listen to me. This is a  
fool's errand. There's nothing in  
Yulewood Forest but wolves and  
trees. You'll die or get captured  
before you even make it there.

SOPHIA

I wouldn't if you helped me!

Juniper stands up and faces the wall as Sophia pleads with  
him.

SOPHIA (CONT'D)

Please, Juniper. Finding Santa is  
my best shot at getting home. I  
really need your help.

Clover trots over to Sophia and nuzzles her hand.

JUNIPER

Clover, no!

Georgy gets up and stands behind Sophia as well.

JUNIPER (CONT'D)

Oh you too, huh?!

GEORGY  
First we help funny girl find  
Claus. Then Claus help Georgy find  
Snowman. Everyone have great  
Christmas.

Juniper glares at the three of them. Finally, he sighs.

JUNIPER  
Fine. I'll take you as far as  
Yulewood Forest.

He picks up his staff.

JUNIPER (CONT'D)  
Get the supplies in the corner and  
gear up. It's going to be a long  
hike.

EXT. MOUNTAIN SLOPE - NIGHT

Sophia, Clover, Georgy, and Juniper exit the mountain tunnels  
and approach a steep slope leading to the ground.

Juniper takes a cord of rope from his bag and ties it around  
Georgy so that it hangs down off the cliff.

SOPHIA  
You're sure this is safe?

JUNIPER  
Never underestimate the power of a  
good cord of rope.

Juniper grips the rope and rappels down the mountain face.

Sophia takes a deep breath and follows after him.

As they're climbing, Sophia notices Clover is carefully  
clambering down the slope like a mountain goat.

JUNIPER (CONT'D)  
Is there a problem?

SOPHIA  
It's just... aren't reindeer  
supposed to know how to fly?

JUNIPER  
They are if someone's around to  
teach them. Bucklebee keeps all the  
older reindeer under lock and key.  
(MORE)

JUNIPER (CONT'D)  
Poor Clover here's spent his whole  
life stuck in the mountains with  
us.

Clover wags his tail in concentration and makes a final leap  
to the ground, followed shortly after by Sophia and Juniper.

SOPHIA  
How's Georgy supposed to get down?

GEORGY  
(calling from above)  
Look out below!

Juniper yanks Sophia out of the way as Georgy leaps off the  
mountain face and slams down into the snow next to them.

EXT. SNOWBANKS - NIGHT

With the mountain behind them, the expedition heads through  
the snowbanks toward the forest in the far distance.

Clover leads the pack, bounding ahead with bottomless energy.  
Georgy follows behind, clearing a way for Sophia and Juniper  
through the snow.

He steps right in a puddle of icy slush.

GEORGY (CONT'D)  
(groaning)  
These boots no good. Full of holes.

SOPHIA  
Maybe when we find Santa, you could  
ask him for a new pair.

JUNIPER  
You think Santa's going to give you  
presents when you find him?

SOPHIA  
I mean, I'm not expecting one but I  
wouldn't be surprised if he did.  
That's kind of Santa's whole deal,  
you know? He gives people presents.

JUNIPER  
So Santa just has presents on him  
at all times? Where does he even  
put them all?

SOPHIA  
I don't know, probably in his  
sleigh!  
(MORE)

SOPHIA (CONT'D)  
Don't you know all this already? I  
thought you were supposed to be an  
elf.

Juniper halts in his tracks, his pointy ears twitching.

JUNIPER  
Be quiet!

SOPHIA  
Okay, geez, I didn't mean to--

JUNIPER  
Quiet!!

Everyone stops what they're doing and listens. The sound of distant cawing breaks the silence.

The group turns and sees a black mark approaching fast against the white landscape.

It appears to be a single bird, but as it grows closer, they realize it's a massive, convulsing murder of crows, led by the screeching Red Eye.

INT. BUCKLEBEE'S LAIR - NIGHT

In a room we recognize from the opening scene, Bucklebee cackles over a snow globe, in which he can see the snowy plains from Red Eye's perspective.

BUCKLEBEE  
(singsong)  
I've found you!

EXT. SNOWBANKS - NIGHT

Bucklebee's laughter resounds from the mass of crows as the birds give chase.

JUNIPER  
Run!

They take off through the snow as the screeching grows louder behind them.

Clover brays and nods his head toward something ahead. There's a gash in the ice at the bottom of the snowbank.

SOPHIA  
In there!

They slide down the slope towards the cave entrance with the crows nipping at their heels.

Just as the crows are about to overtake them, they burst inside the cave and Georgy pounds a fist against the wall, collapsing the entrance behind them.

The crows' screams mingle with Bucklebee's as the group is plunged into darkness.

BUCKLEBEE (O.S.)

Noooo!!

INT. CAVE - NIGHT

Inside the cave, they all pant and catch their breath.

GEORGY

Everyone is okay, yes?

JUNIPER

None of us are okay! The crows sighted us. Bucklebee knows exactly where we are now.

SOPHIA

Do we know where we are now? I can't see a thing.

Georgy rummages through his sack and takes out a torch and flint. He strikes the flint and the torch catches fire.

The light illuminates a small cave in which icicles dangle from the ceiling like hundreds of sharp teeth.

Carefully, the group begins to walk through the cave.

GEORGY

(to Sophia)

Know how to tell difference between stalagmites and stalactites?

JUNIPER

These are icicles.

GEORGY

Shush! Georgy teaching important science!

(emphasizing the C's)

Stalactites hang from ceiling.

(emphasizing the G's)

Stalagmites grow from ground. You see? Is in letters C and G.

JUNIPER  
I can't believe I'm going to die in  
an ice cave listening to this.

SOPHIA  
No one is going to die here.  
There's gotta be a way out.

Whispering and giggling sounds echo from overhead. Clover ducks behind Sophia in fear.

From the wall above, we see tiny silhouettes watching the kids before slipping off into the darkness.

JUNIPER  
Keep your voices down! There could  
be anything out there.

In the torchlight, Georgy spies huge scratch marks on the walls.

GEORGY  
Abominable Snowman.

JUNIPER  
Okay, there could be *almost*  
anything out there.

A tinkling song begins to play from the darkness behind them.

Everyone spins around and sitting in a dark recess of the cave is a JACK-IN-THE-BOX with a slowly turning crank handle, just reaching the final notes of "Pop Goes the Weasel."

They all watch the box, petrified with terror, as the music builds to a climax. It gets closer and closer, and everyone winces for the inevitable "Pop!"

Instead, the final notes of the song play and the top of the box creaks open with excruciating slowness as the toy JACK emerges from the box.

He's an old jester with a long nose and a golden crown. Although his face is painted with a jolly grin, for some reason, a long crack runs down his eye like a scar.

GEORGY  
That wasn't so bad.

JACK  
Welcome!

Everyone screams. Clover jumps into Sophia's arms, who falls backwards into Juniper. He grabs onto Georgy who slips onto ice which begins to crack.

JACK (CONT'D)  
No, no, wait! Don't step there!

It's too late, however, and the ice shatters beneath their feet. Everyone tumbles down into a tunnel of ice.

INT. TOY SHANTY TOWN - NIGHT

Together, they slide down the tunnel and into a snow pile at the bottom of a vast underground ice cavern.

JUNIPER  
What was that thing?!

SOPHIA  
I don't know, I thought you were supposed to be the expert!

Clover is buried head first up to his rear in snow. Georgy yanks him out by the tail and places him at the top of the snowy incline.

As they look out beyond the incline, both Georgy and Clover's eyes go wide.

GEORGY  
Toys.

JUNIPER  
Well I've never had a... whatever that was talk to me before!

GEORGY  
Toys.

JUNIPER  
Why do you keep saying that?!

GEORGY  
TOYS.

Georgy points beyond the snow pile, and everyone looks out at what can only be described as a sprawling, sparkling SHANTY TOWN FOR TOYS.

Wooden blocks, Lego bricks, Rubik's cubes, and Lincoln Logs are stacked on top of each other to form foundations for makeshift shelters.

These buildings are bound together with wrapping paper, ribbons, and string: the discarded remains of thousands of presents which give the city a colorful glow.

Toys mill listlessly about the streets; army men and ballerinas alike huddle beneath board games splayed open like tents while stuffed animals stand around an Easy Bake Oven, warming their paws.

Sitting atop a box that was once a present, a baby doll plays a wistful tune on a weathered toy harmonica.

SOPHIA

It's just like in the painting. The toys that were thrown away...

JUNIPER

I had no idea about this place. All these years, they've been down here...

Sophia, Clover, Juniper, and Georgy walk through the shanty town, and as they go, the toys exchange stunned whispers with their neighbors.

Georgy looks awestruck at a Russian nesting doll peering at him from atop a building which barely reaches his eye level.

GEORGY

*Bòzhe mòi!* Georgy has not seen one of these since he was tiny baby back in Motherland!

(waving at the doll)

Hello! *Dasvidaniya*, little ladies!

Four dolls, each smaller than the last, hop out of the doll and giggle amongst themselves in front of a beaming Georgy.

Juniper looks around in wonder at the toys his ancestors built so long ago. He runs a hand over a rocking horse, which whinnies at his touch.

JUNIPER

I've never seen one in real life before. I can't believe the elves used to build all this.

SOPHIA

You've never seen a toy before?

Juniper looks away, embarrassed.

Up at the front of the group, Clover spots a shiny, red TOY SLEIGH, complete with silver bell reins. His eyes go wide.

He kicks the bells, they jingle, and he jumps with delight.

Clover slips the bells around his neck and he starts jumping around all over the cave.

Thunderous RINGING fills the cavern.

EXT. SNOWBANKS - NIGHT

Outside, crows are flying low over the snowbanks, and Red Eye swivels at the sound of distant jingling.

The bird glares down at a translucent patch of ice in the snow.

INT. TOY SHANTY TOWN - NIGHT

Juniper grabs the bells off Clover's neck.

JUNIPER

Let's try not to make any loud  
noises while we're in hiding, okay?

Clover shrinks down, embarrassed, but keeps an eye on the sleigh as they walk away.

By now, the group has made it to the center of town and all the toys are gathered round, watching them and murmuring.

A rag doll with yarn hair and a calico dress emerges from the crowd and approaches the children. This is PATCHES.

PATCHES

You see?! What did I tell you,  
Hotspur?

She reaches out a felt hand and touches Sophia as if she's worried the girl might disappear.

PATCHES (CONT'D)

They are real.

A miniature tin soldier, LIEUTENANT HOTSPUR, dressed in full British regalia, pushes his way to Patches' side.

HOTSPUR

Wot, wot? Children in the North  
Pole?

Hotspur stabs a tiny sword into one of Juniper's boots, and Juniper gasps in pain.

JUNIPER  
What the frost!!

HOTSPUR  
Egad! It is a child!

JUNIPER  
I'm an elf!

Georgy picks Hotspur up by the scruff of his coat.

GEORGY  
Maybe do not pick fight if you are  
one inch tall.

HOTSPUR  
A giant too, eh?! No matter, I can  
take the lot of you!

Hotspur swings his dukes at Georgy as the "giant" sets him down on top of a building.

PATCHES  
Hotspur, calm down! The first  
people to ever come here and you  
want to frighten them off!

SOPHIA  
Where exactly is here?

The toys part to let a model train come chugging into the town center with a familiar figure riding on top.

JACK  
This is the home of the forgotten,  
the abandoned, and the lost.  
Welcome, one and all. Welcome to  
Toy Town.

JUNIPER  
Oh terrific, the talking head in  
the box is back.

Jack hops off the train and bows before them.

JACK  
My sincerest of apologies for our  
former meeting, master elf. For  
some reason, popping out of my box  
always seems to frighten rather  
than entertain.  
(frowning)  
A most curious design flaw...

Hotspur jumps off the building and scampers over to Jack's side, with Patches following after him.

HOTSPUR

Careful, sir, they've brought a giant with them!

JACK

Yes, thank you, Hotspur. At ease.

PATCHES

There's a child in Toy Town, Jack! A real, live child! I can't believe it!

(whispering)

Does my hair look okay?

JACK

It looks splendid, Patches.

Patches beams, and Jack addresses the group.

JACK (CONT'D)

We invite all of you to stay here as long as you like. Humble though our town may be, we hope it can serve as a refuge for all those who find themselves lost.

SOPHIA

Thank you, Mr... Box, sir, that's very kind. But we really can't be staying long.

PATCHES

You mean you want to leave already? But you've only just arrived!

HOTSPUR

Yes, why on earth would anyone want to go traipsing off into the freezing cold at this hour?

JUNIPER

That's what I said.

SOPHIA

We're on a mission. We need to get back outside so we can find Santa Claus.

A hush settles over the toys. They stare at the children in disbelief.

JACK

Santa Claus... is alive?

SOPHIA

Yes, he is!

JUNIPER

Well...

SOPHIA (CONT'D)

(glaring at Juniper)

He is, and we're going to find him!

GEORGY

Say, Georgy have great idea! You come with us. More members for expedition. We find Santa together! Maybe find Snowman even!

The toys exchange worried glances.

PATCHES

You want us to go out there?

HOTSPUR

Conditions seem most unfavorable.

JACK

I'm afraid there's no place for us in the North Pole. In truth, it hasn't wanted us toys for a very long time...

The toys clear a space in the town to reveal a wall of ice on which is mounted a triptych of Lite Brites, Etch A Sketches, and Magna Doodles.

JACK (V.O.)

You see, long ago, we were brand new toys, ready to be given away to happy, waiting children.

As Jack speaks, the Lite Brites burst into multi-color life and we see Santa's Workshop, where row after row of toys are being carried to Santa's Sleigh by happy, diligent elves.

JACK (V.O.) (CONT'D)

We were loaded onto the sleigh and flown into the air.

Now the Etch A Sketches come to life, dozens of little knobs spinning and turning to collectively animate the next scene:

An elf places the finished Jack-in-the-Box in Santa's sack, where thousands of other presents are already waiting. The sack is tied close, sealing the toys inside.

JACK (V.O.) (CONT'D)  
For one glorious night, we thought  
we were on our way to the homes of  
children. But then...

The final wall of Magna Doodles portray Jack as he slides out  
of the sack, a blissful grin on his face, until he realizes  
he's not being put under a cozy tree.

He's in midair, in the cold dark night, hurtling toward a  
black abyss.

JACK (V.O.) (CONT'D)  
Came the darkness...

Jack smashes down into the cave, tearing a gash across his  
painted face.

JACK (V.O.) (CONT'D)  
And the ice.

All at once, the three walls of drawing toys go blank.

At the foot of the triptych, Jack now stands at the same spot  
onto which he fell, beneath the shaft of light from which the  
toys first came.

JACK  
All we wanted was to be gifts for  
Christmas, but none of us were  
deemed worthy for the task. And so  
we were discarded.

PATCHES  
Thrown away.

HOTSPUR  
Declared unfit for duty.

JACK  
And we've dwelt down here ever  
since... the Lost Toys of the North  
Pole. The toys not good enough for  
Christmas.

Sophia looks out over the shanty town, where hundreds of  
eyes--plastic, button, bead, and glass--all stare sadly back  
at her.

SOPHIA  
You don't understand... You weren't  
thrown away because you weren't  
good enough.

Juniper steps forward now. There's a new fire in his eyes, a real anger we've never seen from him before.

JUNIPER

You were thrown away because the  
elves didn't need toys anymore once  
they took over the North Pole.  
You're here because of the  
Rebellion. Because of an elf named  
Bucklebee.

The crowd of toys gasps and begins talking amongst  
themselves. This is earth-shattering news.

HOTSPUR

Can this be?! A vile insurrection?!

PATCHES

All these years in the dark for  
nothing?

SOPHIA

Believe me, kids would love to play  
with you. All of you! Please, come  
with us. Help us save the North  
Pole! Help us save Christmas!

The toys look to their leader, eyes full of hope and fear.

JACK

Yes, perhaps you're right...  
Perhaps we could...

Jack stops talking. Snow is falling onto his wooden head from  
the shaft of light above.

We tilt up slowly, following the snow, to a network of cracks  
spreading across the ceiling accompanied by a steady tapping  
sound.

A small piece of ice breaks off the ceiling and comes falling  
to the ground, narrowly missing Jack.

A crow's head with a glaring red eye pokes through and stares  
down at them.

BUCKLEBEE (V.O.)

Tsk, tsk, tsk!

INT. BUCKLEBEE'S LAIR - NIGHT

Bucklebee peers down at the toys and children through the  
snow globe in his lair.

BUCKLEBEE  
Look who's found some toys to play  
with!

INT. TOY SHANTY TOWN - NIGHT

BUCKLEBEE (V.O.)  
Mind if I play too?

Red Eye squawks and hundreds of crows pour through the opening in the ceiling and into the cavern.

JUNIPER  
Run!

The crows dive-bomb the shanty town like they're planes from the Blitzkrieg, ripping apart buildings and throwing toys into the air.

The toys have never faced anything like this before, and the birds utterly overwhelm them: tearing and clawing away at the toys with razor-sharp talons and beaks.

A black bird descends on Patches, pulling at her yarn hair.

PATCHES  
Let go of me!

HOTSPUR  
Unhand her, you foul fowl!

Another crow easily picks up Hotspur in its beak.

Juniper races to their defense with Georgy following close after.

The elf swings his staff at the crow, causing it to spit out Hotspur and fly away, while Georgy kicks aside the crow attacking Patches.

By the wall of drawing toys, Sophia searches desperately for a means of escape.

SOPHIA  
We've got to get out of here!

A familiar jingling cuts through the battle.

Clover has yoked himself to the sleigh, and the silver bells ring with his every step as he races toward her.

The reindeer pulls up right beside Sophia, skidding to a halt. She hops in the sleigh.

SOPHIA (CONT'D)  
Clover, are you sure you know how  
to--

Clover takes off at a gallop, and the sleigh SHOOTS off impossibly fast, barreling through legions of crows.

At the other end of the cave, Juniper and Georgy are fighting tooth and nail against the horde of crows.

Georgy grabs one by the wing and tosses it to Juniper, who clubs the crow with his staff.

As staff meets bird, something strange happens: the crow disintegrates in an explosion of soot.

Juniper looks down at a crow-like imprint left on the ice floor, centered around a nub of coal.

GEORGY  
Juniper! Look out!

Juniper looks up as a flock of crows races toward him.

Across the cave, Clover and Sophia are moving fast toward Georgy, who's desperately trying to fight his way through a torrent of black wings and talons swirling around Juniper.

SOPHIA  
Come on, come on!

Clover's legs pump furiously and the sleigh careens up onto the cave wall, going straight over the desperate, clawing crows.

Just as Juniper and Georgy are about to be mobbed by a mass of black talons, Clover drifts back to the ground, knocking the birds aside.

Clover gives Juniper his smuggest look and stamps a hoof on the ground. The message is clear: get in.

Georgy and Juniper don't need to be told twice.

Juniper climbs into the back of the sleigh, and Georgy starts pushing it from behind like a shopping cart.

On the other side of the cave, Jack flips a switch on the Wall of Lite Brites, Etch a Sketches, and Magna Doodles, and they part to reveal the opening to a tunnel.

JACK  
Quickly! In here!

Red Eye and the other crows dive-bomb the sleigh from the air as it zips toward the tunnel, with Patches and Hotspur cheering them on as they race by.

Right as they pass through the open doors, Jack yells after them:

JACK (CONT'D)  
Go! I'll hold them off!

Jack extends himself and loops his springy torso through the handles of the door, locking it shut with his own body.

SOPHIA  
Jack!

As Bucklebee's enraged screaming echoes through the cave, the crows swarm down and Jack disappears under the dark wings.

GEORGY  
Stalactites!

Georgy points up at giant icicles beginning to fall from the tunnel roof as the whole cave shakes from the impact of the crows.

JUNIPER  
(yelling as they rush forward)  
Those are icicleeee!

Clover is moving so fast that his hooves leave the ground.

With ice shattering down all around them, everyone screams as the sleigh soars toward the light.

EXT. SNOWY CLEARING - NIGHT

Just outside Yulewood Forest, the sleigh bursts through the ice, throws the group forward into a snowbank, and smashes to pieces on the ground.

Clover's head pops out of the snow and he yips with joy. He runs circles around a dazed Georgy.

GEORGY  
Yes, yes... Good work, little reindeer.

As everyone picks themselves up, snow slides over the hole they came from, sealing the toys back in their shanty town once again.

JUNIPER

I can't believe Bucklebee just left  
them there... All the elves' hard  
work, forgotten in the ice...

Sophia puts a hand on Juniper's shoulder.

SOPHIA

Don't worry. Once we find Santa,  
he'll come back for them. Santa  
will make everything right.

Juniper leads Sophia, Georgy, and Clover away from the hole.  
Together, they approach the edge of the forest.

JUNIPER

Thanks, by the way. For not leaving  
me behind back there.

SOPHIA

Well, I couldn't just let the crows  
get you, could I?

In the snow behind them, a black beak emerges, followed by a  
glaring red eye.

MONTAGE: JOURNEY TO YULEWOOD FOREST

-The gang moves on from the snowbank to a series of icy peaks  
poking out of the ground.

-Georgy gasps as he spies a tuft of brown fur caught in the  
ice. He holds the fur up for inspection, squinting at it and  
sniffing it. Juniper taps Georgy on the shoulder and points  
ahead of them to where Clover is enthusiastically scratching  
his body against a rock.

-Clover finds a nook hidden in the ice. He pokes his head  
inside, only to leap back as a snowy owl comes hooting out.  
He stares up in astonishment as the bird takes off into the  
night sky.

-The group approaches a frozen lake and carefully makes their  
way out onto the slippery ice.

-Georgy stomps carefully across the surface while Clover  
skitters on on all fours, barely able to stay upright.

-Sophia has both arms out, trying to keep her balance, but  
slips. Juniper's staff darts out and keeps her from hitting  
the ice.

-Juniper takes the rope out of his bag and ties himself, Sophia, and Clover to Georgy, whose heavy bulk drags them safely along behind him.

-The gang makes it to the other side of the lake, where Yulewood Forest awaits.

END MONTAGE.

EXT. YULEWOOD FOREST - NIGHT

Sophia and Juniper walk through the trees while in the background, Clover prances around Georgy who's belting out Christmas carols.

GEORGY

(singing)

*Jingle bells! Bucklebee smells!  
Juniper lays the egg!*

SOPHIA

Do you think they'll be okay  
wandering off on their own?

GEORGY

(singing)

*Georgy find Abominable Snowman and  
take him home to cave, hey!*

JUNIPER

I'm pretty sure we'll notice if  
they go too far.

SOPHIA

Fair enough.

(beat)

Do you think it'll be much further?

JUNIPER

I don't know... Yulewood Forest is  
pretty big. This is already the  
farthest from the mountains I've  
ever been.

Juniper notices Sophia looking worried.

JUNIPER (CONT'D)

Hey, you know what? Let's take a  
break.

SOPHIA

A break? Now? Are you sure?

JUNIPER

Yeah, come on. Santa's been missing  
for longer than you've been alive.  
He can wait a little longer. Help  
me find some firewood.

Juniper begins gathering up sticks.

SOPHIA

Uh, okay, what should I do?

JUNIPER

Start looking for pine needles, the  
browner the better. We can use them  
for kindling.

Sophia starts scouring the snow for pine needles. They're not hard to find as Yulewood Forest plays home to thousands of evergreen trees, some as large as redwoods.

SOPHIA

You know, these woods are pretty  
amazing. I don't think I've ever  
seen so many Christmas trees in my  
life! I mean, look at this one!

She points at a perfect little Douglas fir tree.

SOPHIA (CONT'D)

Can't you just picture it all  
decked out in lights and tinsel?

Juniper looks at the tree and seems genuinely enthralled by what it might look like decorated.

JUNIPER

Lights and tinsel...

SOPHIA

Yeah, my family tried to do popcorn  
strings one year but my brothers  
just ended up eating all the  
popcorn.

Juniper turns away so that Sophia can't see the longing on his face as he asks:

JUNIPER

What else does your family do for  
Christmas?

SOPHIA

Well, let's see. This year we spent six hours in traffic on the way to Grandma's house and then somehow still managed to get lost once we finally found her neighborhood. Then my dad ordered me to carry suitcases while my brothers lounged around doing nothing. Then my sister insulted me to my face and ate the cookies she knew I was saving for Santa. And then, to top it all off, my mom sent me to my room and told me to apologize.

Sophia gathers her pine needles and brings them over to Juniper, who has a quizzical look on his face.

SOPHIA (CONT'D)

Another perfect Christmas with my family.

JUNIPER

You were saving cookies for Santa?  
Why?

Now it's Sophia's turn to look quizzical.

SOPHIA

Well, you know, it's a tradition. Santa's supposed to eat them when he comes down the chimney.

JUNIPER

Why would Santa come down the chimney?

SOPHIA

To bring people toys, of course!

Possibly to avoid Sophia staring at him in disbelief, Juniper bends down to assemble the wood for the fire.

SOPHIA (CONT'D)

Juniper... How do you know so little about Christmas? Not just cookies, but presents and even Santa?

Juniper sprinkles the pine needles over the wood.

JUNIPER

I know bits and pieces from the old world.

(MORE)

JUNIPER (CONT'D)  
The stuff that Bucklebee kept around, at least. I always liked hearing about Christmas in the old days, but no one was ever there to give me the full story. The other elves were taken when I just a kid. I've been on my own ever since.

SOPHIA  
Juniper... I'm sorry. That's terrible.

Juniper strikes two stones together, trying to get a spark going.

JUNIPER  
Ah, well, I have Georgy and Clover now, so it's not too bad. Apart from all the Snowman conspiracies and the fur shedding.

Juniper clinks the stones together again and a spark catches on the wood.

JUNIPER (CONT'D)  
Finally!

Just as Juniper starts blowing on the fire, Clover and Georgy burst back into the clearing, kicking snow all over the place and extinguishing the flames in an instant.

JUNIPER (CONT'D)  
Oh, come on!

GEORGY  
You won't believe what we find! Out in the woods! Santa's Cottage!

EXT. COTTAGE IN THE WOODS - NIGHT

In a clearing in the woods, the gang stands before a cottage made of gingerbread and candy. Smoke trails from a graham cracker chimney and a thick layer of icing clings to the roof.

They stand a safe distance from the cottage, trying to peer inside. The windows are made from glossy sugar crystal, and it's impossible to see through them.

SOPHIA  
All right, here we go...

She strides forward but Juniper yanks her back.

JUNIPER

What are you, crazy?! Don't you  
know who lives in gingerbread  
houses?

SOPHIA

Um, the Gingerbread Man?

JUNIPER

Witches. Witches who eat people.

SOPHIA

Juniper, don't be an idiot. There  
aren't any witches out here.

The cottage door creaks open of its own accord.

GEORGY

(shuddering)

Baba Yaga.

(to Sophia)

You sure Claus lives in there?

SOPHIA

I don't see any other magic candy  
houses around here. Come on, guys,  
let's go.

She takes a few steps forward and Clover follows. They both  
stop when they realize Juniper and Georgy haven't budged.

SOPHIA (CONT'D)

Aren't you coming?

JUNIPER

Yeah, I think we'll be fine out  
here. Give a yell when you've found  
Santa. Or, you know, when you're  
being eaten by a witch.

Sophia rolls her eyes.

SOPHIA

Fine. You two freeze out here in  
the snow while Clover and I go meet  
Santa Claus.

She turns back to the cottage and heads inside with Clover.

From the woods nearby, a gnarled hand wraps itself around a  
tree and we hear a low, beastly growl.

## INT. COTTAGE IN THE WOODS - NIGHT

The cottage is decidedly witchier on the inside than the out.

A cauldron bubbles in the fireplace, a broom lurks in the corner, and the oven burns with a menacing glow.

Sophia gulps, steels herself, and walks through the house.

SOPHIA

Hello? Santa? Are you there?

Resting on a shelf by the fire are a series of ancient books. Sophia peers at the bindings but they're too dusty to read.

Behind her, Clover nudges open a closet door and barks for Sophia's attention.

## EXT. COTTAGE IN THE WOODS - NIGHT

Back outside, Juniper is gripping his staff and looking tense while Georgy breaks a gumdrop off the house and takes a bite.

JUNIPER

Hey spit that out! You don't know if it's safe!

GEORGY

(swallows)

Tastes safe to me.

Something from the trees growls and Juniper spins around.

JUNIPER

Who's there?

## INT. COTTAGE IN THE WOODS - NIGHT

Inside, Sophia and Clover stare into the closet at a bright red outfit hidden behind the other clothes.

They push old coats, jackets, and boots aside to find the unmistakable suit of Santa.

SOPHIA

Santa's suit!

Sophia's eyes light up with excitement as they pull the outfit down from the closet, only to discover...

It isn't a suit at all.

SOPHIA (CONT'D)  
A dress?! What's Santa doing with a  
dress?  
(realizing)  
Unless...

There's a yell outside. Sophia and Clover turn to see through the window behind them that two monstrous white shapes are leaping toward Juniper and Georgy.

They drop the dress and sprint out the door...

EXT. COTTAGE IN THE WOODS - NIGHT - CONTINUOUS

Juniper is on the ground, yelling as a white wolf licks his face, while an overjoyed Georgy pets another.

JUNIPER  
Get it off! Get it off me!

GEORGY  
Bah! Don't be baby!  
(scratching wolf's ears)  
Is good puppy, yes? Good puppy!

MRS. CLAUS (O.S.)  
So you're the trespassers, eh?

They all turn and find themselves face-to-face with an old woman holding a blunderbuss.

This is MRS. CLAUS, dressed not in red but in a thick fur coat and leather boots, a heavy load of lumber bound in a wooden sleigh behind her.

MRS. CLAUS (CONT'D)  
I thought you might have been those  
elves I caught snooping around last  
week.

She straps the blunderbuss around her shoulder.

MRS. CLAUS (CONT'D)  
Sent them packing quick enough.

SOPHIA  
You're the missing Claus?

MRS. CLAUS  
I don't know about "Missing" but I  
am Mrs.  
(beat)  
Claus, that is.

The two wolves come over to her and she scratches them behind the ears.

MRS. CLAUS (CONT'D)  
I suppose I should have my pups rip you all to pieces for trespassing... But on account of it being Christmas Eve and all, I'm willing to let bygones be bygones. Come on. You four look half-starved to death. Come inside and get something to eat.

Mrs. Claus whistles and her wolves follow her as she heads into the cottage.

There's a distinct limp to her walk, as if she has to drag one of her legs along behind her.

JUNIPER  
I told you it wouldn't be Santa.

SOPHIA  
Well it wasn't a witch either, was it?

MRS. CLAUS (O.S.)  
Come on, don't let the heat out!

INT. COTTAGE IN THE WOODS - NIGHT

Inside the hut, everyone is seated at a table by the fire. Mugs of steaming milk warm their hands and they munch their way through a plate of fresh cookies.

Clover and the two wolves are curled up together in front of a bowl of milk by the fireplace.

Mrs. Claus is searching a bookshelf by the mantel, running a finger along the spines as she searches for one volume in particular.

SOPHIA  
So how long have you been married to Santa Claus, if you don't mind my asking?

MRS. CLAUS  
Oh goodness, as long as there's been a Christmas, I suppose.

She thumps an old book onto the table and cracks open an ancient photo album.

MRS. CLAUS (CONT'D)  
Ah, here, see for yourself.

She points to a picture of herself and her husband, a man who is clearly Santa Claus but an older, almost Victorian incarnation: a tall, thin man with a holly-and-ivy crown and a familiar wooden staff. More a FATHER CHRISTMAS than a Santa Claus.

SOPHIA  
That's Santa?

MRS. CLAUS  
Look how young we were! I was quite a looker back in the day, you know.

In the photo, Mr. and Mrs. Claus look at least 70 years old.

Mrs. Claus turns the page to a new picture of Santa hammering a sleigh. He's lost the holly-and-ivy crown and is now wearing a reddish hood.

MRS. CLAUS (CONT'D)  
And here he was, hard at work on the sleigh in July.

GEORGY  
He work on sleigh in July?

MRS. CLAUS  
I know! Such a procrastinator.

They turn the page again and see a chubbier, older Santa standing beside a reindeer whose nose is glowing red on a foggy night.

MRS. CLAUS (CONT'D)  
Our first Christmas with Rudolph.  
Ugh, the fog that year was unbearable!

They turn the page once again to a picture of Santa with his arm around Mrs. Claus as they stand in front of dozens of happy elves.

Sophia squints at the elf standing beside Santa. He's wearing a smart green suit and a holly-and-ivy pin.

SOPHIA  
Is that...?!

MRS. CLAUS  
Bucklebee, yes.

Mrs. Claus closes the photo album.

MRS. CLAUS (CONT'D)  
That was a long time ago. Things  
are very different now.

SOPHIA  
What happened?

MRS. CLAUS  
Bucklebee and my husband quarreled  
the night of the Rebellion. Over  
what I never found out. One minute  
Bucklebee was storming out of  
Santa's office. And the next... He  
betrayed us. The North Pole had  
never seen anything like it. Elves  
turning against elves, crows  
attacking the reindeer. We did what  
we could to fight back, but  
Bucklebee overwhelmed us. Santa  
told me to leave the city, that  
he'd send word as soon as it was  
safe. I waited here as long as I  
could, but as the hours turned to  
days and still no one came, I knew  
something had gone terribly wrong.

(beat)

I fought, of course, to get back  
in, to free my husband, but...

Mrs. Claus takes her foot out of her boot, revealing it's  
been turned completely to porcelain.

MRS. CLAUS (CONT'D)  
Bucklebee's magic proved too  
strong.

Everyone stares in horror as Mrs. Claus returns her frozen  
foot to her boot.

She points out the window to where the golden bauble of the  
North Pole peeks out above the forest.

MRS. CLAUS (CONT'D)  
(pointing)  
There. They keep him locked up in  
the top of the North Pole. Only  
Santa's staff can unlock the door,  
and Bucklebee never sets it down.

The golden bauble shimmers above a dark, gray landscape.  
Sophia stares at it, her eyes bright with determination.

MRS. CLAUS (CONT'D)  
Without that staff, I'm afraid my  
husband is as good as lost to me.

Mrs. Claus wipes tears from her eyes.

MRS. CLAUS (CONT'D)  
I'm sorry... You shouldn't have to  
hear this. The ramblings of a sad  
old woman.

SOPHIA  
No, Mrs. Claus, let us help you.  
Isn't there any way back into the  
city? A way we could get to Santa?

Mrs. Claus stares at Sophia, incredulous.

MRS. CLAUS  
My dear girl, haven't you heard  
what I've said? Don't you realize  
how dangerous it is out there?

Sophia kneels down and takes Mrs. Claus by the hand.

SOPHIA  
We're not going to leave Santa in  
Bucklebee's hands. Right, guys?

Over her shoulder, Clover barks his agreement and Georgy  
shrugs.

GEORGY  
Sure, in for penny, in for pound.

Unnoticed by Sophia, Juniper doesn't say anything at all.

SOPHIA  
Please, can't you help us?

Sophia squeezes Mrs. Claus's hand, and Mrs. Claus, after a  
long moment of consideration, finally answers.

MRS. CLAUS  
The city lies just outside Yulewood  
Forest. There's a sewer grate at  
the bottom of the wall. It's how I  
got out at the Rebellion. Follow  
the pipe straight through, and it  
will lead you into the city.

Sophia looks deep into Mrs. Claus's eyes.

SOPHIA  
Thank you.

She stands up, reinvigorated with purpose.

SOPHIA (CONT'D)  
Guys, get your packs ready. We're  
going to save Santa.

Georgy stands up too, nearly knocking the table over in the process. He bows awkwardly to Mrs. Claus as Clover trots over to his side.

GEORGY  
Thank you. For milk and cookies.  
(hesitates)  
Georgy apologize he thought you  
were witch.

MRS. CLAUS  
*Dasvidaniya*, Georgy.  
(cracks a little smile)  
And who's to say I'm not?

She's the first person besides Georgy himself to pronounce his name correctly.

Georgy stares wide-eyed at Mrs. Claus as he backs out the door.

Clover and the two wolves exchange affectionate nips before Clover bounces out the door after Georgy.

Mrs. Claus turns to Juniper, who's shouldering his cloak.

MRS. CLAUS (CONT'D)  
It does my heart good to see an elf  
still loyal to Santa after all  
these years. I'm sure your family  
would be proud.

JUNIPER  
Maybe. If any of them were left.

He turns and walks out the door, leaving Mrs. Claus staring after him.

Sophia, busy gathering her things and oblivious to what Juniper has just said, shoulders her pack.

SOPHIA  
Thank you so much for everything,  
Mrs. Claus.  
(MORE)

SOPHIA (CONT'D)  
We'll do everything we can to get  
your husband back. Bucklebee won't  
know what hit him.

Before she can leave, Mrs. Claus puts a hand on her shoulder.

MRS. CLAUS  
Sophia, before you go, there's  
something you need to hear.  
Bucklebee holds great power over  
every child whose name appears on  
the Naughty List.

SOPHIA  
The list again! Mrs. Claus, I  
shouldn't even be on the list! I--

MRS. CLAUS  
No, Sophia. If you're on the  
Naughty List, you're on it for a  
reason. And until you've changed,  
Bucklebee can still hurt you.

SOPHIA  
Well what am I supposed to do to  
get off?

MRS. CLAUS  
Only you can figure that out.

Mrs. Claus leans down and kisses Sophia on the forehead.

MRS. CLAUS (CONT'D)  
You're a very brave girl, Sophia.  
You have my faith in you.

EXT. COTTAGE IN THE WOODS - NIGHT

Sophia leaves the cottage with a troubled look on her face to  
find Juniper, Georgy, and Clover waiting for her.

Georgy and Clover are both looking anxious, and Juniper is  
facing away from the other two, back to where they came from.

SOPHIA  
What's wrong?

Juniper turns around, his expression grim.

JUNIPER  
Sophia, we shouldn't do this.

SOPHIA  
What are you talking about?

JUNIPER  
We shouldn't go after Santa. It's  
too dangerous.

She stares at him.

SOPHIA  
Are you kidding me? We came all  
this way and you want to back out  
now?

JUNIPER  
Look, going to Yulewood Forest is  
one thing but going to the North  
Pole? That's... That's suicide!

SOPHIA  
So you're saying we should just  
give up?

JUNIPER  
It's not giving up if it's  
impossible.

SOPHIA  
What about all the toys back in the  
cave, huh? What happens to them? Or  
everyone Bucklebee's frozen and  
kidnapped? Or what about me? How am  
I supposed to get home?!

JUNIPER  
You don't... You wouldn't have to  
leave.

Again, Sophia stares at him.

JUNIPER (CONT'D)  
There's plenty of room in the  
mountains and if we keep quiet long  
enough, I'm sure we could throw  
Bucklebee off your trail.

SOPHIA  
So that's your plan? We just go  
back to doing what you've always  
done? Just hide in the mountains  
for the rest of our lives?

JUNIPER

The mountains are safe! I'm trying  
to convince you not to get yourself  
killed.

SOPHIA

You're trying to convince me to  
abandon everyone!

JUNIPER

(shouting)

You don't know what it's like,  
okay?! You have no idea!

(beat, then quieter)

I can't... I can't watch anyone  
else get taken. Not again.

His words hang in the silent forest. Sophia and Juniper can't  
meet each other's eyes.

SOPHIA

I guess this is it then.

Sophia and Juniper look to Clover and Georgy.

Clover looks from Sophia to Juniper, then, ears drooping,  
walks over to Sophia.

JUNIPER

Clover, please...

Georgy approaches Juniper and puts a hand on his shoulder.

JUNIPER (CONT'D)

Georgy...

GEORGY

Better to die for something than  
live for nothing.

He squeezes Juniper's shoulder then walks to Sophia and  
Clover.

The three of them head north.

Juniper looks like he wants to call after them, but instead,  
he too turns around and makes for the mountains.

From a tree branch above, Red Eye takes off, flying north.

EXT. EDGE OF YULEWOOD FOREST - NIGHT

Sophia, Clover, and Georgy exit the forest and trudge across a stretch of snow toward the vast walls of the City of the North Pole.

Although the walls are built of ice, years of accumulated soot have turned them completely black. The walls stretch upward for what seems like miles and end in jagged points.

Sophia spies the sewer grate near the bottom of the wall, just where Mrs. Claus said it would be.

SOPHIA

There's the way in. Come on.

They slide down the slope to the wall and as quietly as possible, Georgy pulls the cover off the pipe. They slip inside, being careful to close the pipe after them.

INT. SEWER PIPE - NIGHT

There's a thin stream of liquid trickling at their feet and slick moss growing on the walls.

As they move further away from the grate, the light from the moon begins to fade, and soon they are in near total darkness.

SOPHIA

Hand me the torch and flint, will you?

Georgy rummages through the pack and Clover pokes his head in too. Georgy comes up with nothing. Clover pulls out a cord of rope in his mouth.

GEORGY

Torch was in Juniper's pack.

Sophia stares at him for a moment, then at the rope. Then she turns and keeps walking.

SOPHIA

That's fine. We're gonna be fine.

Water drips in the distance, and the sound of draining is audible from up ahead.

Georgy and Clover walk ahead as Sophia trails behind.

As she approaches the connecting pipe, a voice stops Sophia in her tracks.

COLLEEN (O.S.)  
Sophia?

Sophia freezes and turns to look down the dark, adjoining pipe.

SOPHIA  
Mom?

INT. CONNECTING SEWER PIPE - NIGHT - CONTINUOUS

Sophia takes a step into the pipe. There's an eerie blue light emanating from around the corner.

COLLEEN (O.S.)  
Sophia, are you there?

SOPHIA  
Mom?!

Sophia follows the sound of her Mom's voice, moving through the connecting pipe.

GEORGY  
Sophia, what is it?

He and Clover turn to find that she's disappeared behind them.

GEORGY (CONT'D)  
Sophia!

INT. SEWER CENTRAL - NIGHT - CONTINUOUS

Sophia emerges into a central sewer system that opens into multiple separate pipes.

In the middle of the room, a snow globe is resting on an elevated platform.

SOPHIA  
Mom?

She stares at the snow globe, confused. It's glowing and swirling with snow.

She reaches down and picks it up, and as she does, an image of Colleen appears inside.

COLLEEN (V.O.)  
Sophia, can you please unbuckle  
your sister?

As Sophia watches, the snow globe begins to play a montage of the night before, showing Sophia exactly how she behaved:

She rolls her eyes at her mom, she talks back to her dad, she throws a plate at her sister's head, and finally...

Colleen and Sophia face each other on Sophia's bed.

COLLEEN

Would you say you're sorry if I said I'm sorry too?

SOPHIA

I'm not sorry. I wish the plate had hit her. I wish you and Dad actually gave a crap. I wish that for once, everyone would get what they deserve.

COLLEEN

Are you sure about that, Sophia? Because what you deserve might not be what you're expecting.

The images fade from the snow globe, replaced by a flurry of snow.

SOPHIA

Mom...

Georgy and Clover come running into the room. Sophia looks at them, teary-eyed.

GEORGY

What happened?! What is it?!

SOPHIA

Everyone was right... I am on the Naughty List.

Cackling echoes from the pipe entrances surrounding them.

ELVES swarm out of the pipes. One group pulls a leash around Clover's neck while another group attacks Georgy from behind, binds him, and brings him to his knees.

SOPHIA (CONT'D)

No!!

A boot kicks Sophia in the back, and she's sent hurtling down into the foul grime of the sewer.

Bucklebee steps down from a pipe behind her, with Red Eye perched on his shoulder. The elf leans down and picks up the snow globe.

BUCKLEBEE  
What did I tell you, my dear?

He gives the globe a toss and tucks it in his jacket.

BUCKLEBEE (CONT'D)  
You're exactly where you belong,  
getting exactly what you deserve.

He twirls his staff, and Sophia backs away from its point.

BUCKLEBEE (CONT'D)  
But I really should be thanking  
you, you know. You've delivered  
yourself right to my doorstep! It's  
Christmas come early!

He takes a menacing step towards her, swinging his staff again and narrowly missing Sophia. She's forced back out of the clearing and into one of the pipes.

SOPHIA  
Please! Don't hurt them!

BUCKLEBEE  
Oh, don't worry, they won't feel a  
thing once they're frozen.

Sophia inches backward, but her hand finds nothing to hold. She looks behind her: the rusty pipe has broken off. It must be a thousand foot fall from here. She's trapped.

Georgy spies a wheel on the wall with a worn label: "Water Release Valve."

BUCKLEBEE (CONT'D)  
It's been a wonderful Christmas  
Eve, but I'm afraid you really must  
be going now.

Bucklebee raises his staff.

BUCKLEBEE (CONT'D)  
Goodbye, Sophia.

Before he can bring it down, Clover bites down hard on the Elf holding him.

The Elf screeches and drops the leash. Clover head-butts the guards holding Georgy, who launches himself at the wheel on the wall and spins it with a well-aimed shove.

Water explodes out of all the pipes, knocking everyone to the ground. Bucklebee manages to keep his footing, but the water hits Sophia full on.

She's swept away by the jet of water, plummeting off the broken pipe and into the darkness.

EXT. SNOW DRIFT - NIGHT

On a snow drift that overlooks the Yulewood Forest and the City of the North Pole, Juniper turns at the sound of a distant explosion of water.

Juniper stares at the North Pole, an anxious expression on his face.

INT. SEWER PIPE - NIGHT

The jet stream carries Sophia down, down, down and spits her out into a black pit of water.

INT. SEWER PIT - NIGHT - CONTINUOUS

Sophia bursts up, gasping for air, and swims over to a small incline of rock with a beam of light shining down on it.

There's a sewer grate above her, but it's far too high for her to climb on her own.

Nevertheless, wet and shivering, Sophia desperately tries to scale the wall. It's cold and slimy and every time she jumps up, she just falls back to the ground.

Finally, Sophia sinks down to the floor, wet, crying, and shivering.

SOPHIA

This is my fault... This is all my fault...

The flood of water finishes draining down, and the pit becomes still and silent once more.

She curls into a ball, trying to warm herself. In the sewer grate above, the North Pole glimmers in the moonlight. Sophia gazes up at it as she makes a last ditch prayer.

SOPHIA (CONT'D)  
Please, I just want to make things  
right. Help me get out of here and  
I'll do anything. Please...  
Please...

We see a ripple move across the water as Sophia cries. A final wave left over from the downpour ebbs against the shore, carrying something with it.

An object bumps against Sophia's foot.

She opens her eyes and looks down. It's the coil of rope from Georgy's pack.

She looks up in wonder at the North Pole, which almost seems to twinkle in the night.

SOPHIA (CONT'D)  
Thank you.

Sophia takes the rope, and in quick succession, we watch as she tries to latch the rope onto the sewer grate above her once, twice, and finally...

Sophia grips the rope, gives it a tug, and begins to climb.

EXT. NORTH POLE COURTYARD - NIGHT

Sophia pulls herself up out of the sewer and steps into a dark alley behind a towering building. Carefully, she sneaks over to the corner and stares up at the industrial hell the North Pole has become.

What should be the jolliest place on earth looks instead like the capital of a dictatorship.

Factories spew black smoke into the air, turning the red-brick buildings gray and the snow into slush and soot.

On every wall and rooftop, crows perch like surveillance cameras, watching the courtyard below.

In the center of the city towers the North Pole itself: a giant, candy-cane-striped pole that rises hundreds of feet in the air before being finally topped by a golden bauble.

Surrounding the Pole is a fifty-foot tall, impenetrable fence of candy canes. Their tops are all sharpened to a point, and a sign on the fence reads "No Trespassing Under Bucklebee's Orders."

A thunderous ROAR erupts from a nearby CHAINED OFF BUILDING, and Sophia flinches back into the alley.

ELF GUARD (O.S.)  
Come on, prisoners, keep it moving!

Sophia peaks back around the corner and spots an ELF GUARD leading Georgy and Clover into a gargantuan factory.

Clover pauses before a tall, spherical building and sniffs at it, curious.

The Elf Guard yanks him forward, leading Clover and Georgy to a towering security station in front of the huge factory.

From up in the tower comes a STATION GUARD's voice.

STATION GUARD (V.O.)  
Orders?

ELF GUARD  
Bucklebee wants to add these two to his personal ornament collection.

STATION GUARD (V.O.)  
Is that right? Put 'em to work while they're waiting! Move along!

The gates creak open. The Elf Guard shoves Georgy and Clover forward, and the gates slam shut behind them.

Sophia watches intently. She's never going to get through dressed like she is.

ELF PATROLMAN (O.S.)  
What're you doing out here?!

There's an ELF PATROLMAN standing right behind Sophia. She sizes him up, sees he's exactly her height.

Sophia points at something above the Patrolman's head.

SOPHIA  
Oh my god, is that mistletoe?

ELF PATROLMAN  
(looking up)  
What?

Sophia sucker-punches the Patrolman in the gut and he collapses to the ground.

SOPHIA  
(to herself)  
Thanks, Caitlin.

EXT. FACTORY - NIGHT

Now wearing the awkward-fitting Patrolman's uniform, Sophia approaches the gate to the factory and waves to the station.

STATION GUARD (V.O.)  
Orders?

SOPHIA  
(in her best elf voice)  
Just checking on the prisoners.

There's a pause.

STATION GUARD (V.O.)  
Shouldn't you be on patrol?

SOPHIA  
Uh, I was. But now I'm checking the  
prisoners.

STATION GUARD (V.O.)  
I thought Horace was on prisoner  
duty today.

SOPHIA  
Horace... is out sick today.

STATION GUARD (V.O.)  
Sick? With what?

SOPHIA  
Uhh... stomachache. Really bad  
stomachache.

STATION GUARD (V.O.)  
I told him not to drink so much  
eggnog! All right, on your way  
then.

The factory gates open and Sophia walks inside.

INT. FACTORY BOTTOM FLOOR - NIGHT

Bucklebee's factory is a scene of pure Dickensian misery.

On the first floor, mine shaft entrances line the walls and from their gaping doors, kids push out mine carts on rotation, bearing fresh loads of coal. The coal is then shoveled into a great, flaming furnace with synchronized precision by an army of soot-covered children.

On the floors above, hundreds of children work in assembly lines, silently constructing clothes, tools, and weaponry for the elves.

Each floor is cut away in the middle, leaving an empty space through which a black skeleton of a tree rises all the way to the top of the factory.

Dangling like ornaments from each of its spindly branches hang the petrified, porcelain victims of Bucklebee's staff: hundreds and hundreds of ELVES and CHILDREN alike, captured and frozen by Bucklebee ever since the Rebellion.

At the tree's very top, like some sort of monstrous Christmas star, a cauldron-like machine sits beneath two glass vats boiling with hot cocoa and green sedative.

On the wall, a single clock hand races around an enormous clock face.

Sophia hides behind a pile of coal and watches the Elf Guard lead Georgy and Clover to an empty place by the conveyor belt.

The Guard drops a metal cup at Clover's feet and thrusts another into Georgy's hands before walking away.

Georgy turns to the girl next to him, and we recognize her as the German Girl who Sophia bumped into back on the Christmas Carriage.

GEORGY  
Psst! Young woman!

The German Girl doesn't even look up. She just keeps shoveling.

GEORGY (CONT'D)  
What are we supposed to do with  
these?

The clock hand reaches the top, and a bell rings throughout the factory.

At the top level of the factory, a FOREMAN ELF leans over a handrail and yells for everyone to hear.

FOREMAN  
Cups out!

In unison, all the kids in the factory reach down and hold metal cups out expectantly.

Georgy jumps in surprise and quickly does the same, and Clover pushes his dish forward.

The machine at the top of the tree begins to churn. Through the right glass tube flows a velvety, chocolate liquid; through the left, a toxic green drug.

Both chocolate and poison meet in the cauldron, which is connected to an intricate series of tubes that run throughout the whole factory.

Nozzles descend from the ceiling and come to a stop directly above each kid's cup.

The drugged hot cocoa flows through the pipes, and the nozzles all spit a ration into the kids' cups.

FOREMAN (CONT'D)  
Drink!

In unison, every single kid raises their cups to their lips and gulps the liquid down.

They set their cups aside and immediately resume working.

Georgy and Clover watch in horror. The Elf Guard prods Georgy in the back.

ELF GUARD  
Drink.

GEORGY  
Georgy, uh, only drink vodka.

The Elf Guard grabs Georgy by the beard and pulls him in close.

ELF GUARD  
You drink...

He points his baton at the tree covered in petrified children.

ELF GUARD (CONT'D)  
Or you hang.

Georgy shudders. He and Clover exchange one last look before they finally drink their cocoa together.

When they look up, their eyes have glassed over.

ELF GUARD (CONT'D)  
Now back to work.

Georgy starts shoveling in perfect unison with the other kids, as if he's been working in the factory his whole life.

Clover marches over to the mine carts and begins pushing one down the track.

The Elf Guard walks away and Sophia sees her chance.

She carefully runs across the floor of the factory, ducking behind coal piles and conveyor belts as she goes.

She approaches Georgy and Clover, who don't even look up from their work.

SOPHIA  
Guys, it's me!

She takes off her Elf uniform disguise. Neither react.

SOPHIA (CONT'D)  
Guys!

She grabs Georgy's arm and shakes him, but it's like shaking a giant rag doll. Clover turns his head for a moment and Sophia looks with horror into his white glazed eyes.

She lets go of Georgy and he turns back to work.

Sophia looks over and realizes the Elf Guard is making his way back.

She grabs a shovel and falls into line with the other kids' clockwork movements, acting like just another factory worker.

The Guard stops for a moment, glances at her, then continues on his route.

Sophia searches around in despair as the mechanical lifting and slamming of the factory parts almost form a beat.

She looks up at the clock on the wall, which has reset and is starting to tick back down again. Then she glances up at the cauldron on top of the tree.

She knows what she has to do. Sophia squeezes Georgy's hand and kisses Clover's muzzle.

SOPHIA (CONT'D)  
(whispering)  
I'll be back, I promise.

She heads for the tree in the middle of the factory.

At the base of the tree, Sophia looks up at the dizzying climb she has before her. Nevertheless, she takes a deep breath and begins to make her way up.

Branch by branch, Sophia heads towards the top, passing porcelain children and elves frozen in expressions of horror.

As she gets higher, more of the factory levels come into view and the branches become thinner.

As Sophia climbs onto a new branch, the petrified face of the Stowaway from the carriage suddenly appears before her.

Before she can stop herself, Sophia lets out a gasp.

An ELF GUARD from the nearest factory floor spins around and peers into the tree.

Sophia freezes in terror, blending right in with the porcelain children around her.

The Guard shrugs and looks away, and Sophia heaves a sigh of relief before pressing on.

The clock on the wall ticks louder as Sophia nears the top. Mere seconds remain before the next drink drop. She's running out of time.

Sophia sees the liquid in the glass tubes starting to bubble and begins to climb even faster.

As the clock hand reaches the top, the bell rings and Sophia clammers up onto the glass tubes.

FOREMAN  
Cups out!

The Foreman looks over and his eyes go wide as he sees Sophia wrestling with the glass vat full of green poison.

FOREMAN (CONT'D)  
Hey you! Get down!

Sophia squeals as the Foreman rushes toward her.

In the factory floors below, all the workers, including Georgy and Clover, robotically hold out their mugs.

Sophia tugs at the vat but it won't budge.

Finally, the Foreman grabs her by the foot. Sophia screams but holds tight to the tube.

As the Foreman yanks her down, his added strength pulls the vat out of its socket, spraying poison all over the Foreman's face.

He screams, lets go of Sophia, and drops to the ground.

With no vat to spew poison, fresh cocoa churns down from the machine and the nozzles spray it into every worker's mug.

Sophia yells at the top of her lungs:

SOPHIA  
Drink!!

The workers automatically lift the cups to their lips and gulp the cocoa down.

When they set their drinks back down again, something has changed. Their eyes are sharp and clear, and they look around as if finally awake. For the first time, drinking the cocoa has actually refreshed them.

On the bottom floor, Georgy and Clover blink too, looking like themselves again.

The Elf Guard approaches, baton raised.

ELF GUARD  
Oy! Back to work!

The kids don't respond.

ELF GUARD (CONT'D)  
I said back to work!

The Guard prods the German Girl in the back.

GERMAN GIRL  
*Achtung!*

ELF GUARD  
What did you...

The German Girl rises to her full height and towers over the Elf Guard.

ELF GUARD (CONT'D)  
...say to me?

The German Girl shoves the Guard backwards into the conveyor belt, knocking coal to the floor.

The kids and elves stare in unison. In the same instance, everyone realizes that there are way more kids in the factory than there are elves.

All at once the kids rise up and charge the guards.

The factory becomes total chaos as the children take their revenge on their captors. Elves flee from a mass mob of kids.

We watch as one group sends an elf crashing through a window. Another binds a pair of elves with cords from the assembly line.

The German Girl is grabbing her former captors and bashing them into each other.

From the top of the factory, dangling from the cocoa dispenser, Sophia watches as the chaos she's created unfolds below her.

The cocoa dispenser gives an ominous creak.

SOPHIA

No, no, no--

The machine tears itself free from the ceiling and Sophia screams as she hurtles toward the ground.

At the last second, right when she's about to hit the floor, two large hands dart out and catch her.

Sophia opens her eyes and stares into a familiar face. It's Georgy.

SOPHIA (CONT'D)

Georgy! Clover! You're all right!

She hugs Georgy and Clover brays and leaps up to lick Sophia's face.

GEORGY

Thanks to Sophia! Very smart girl!  
You save us both! Save everyone!

Georgy sets Sophia down.

SOPHIA

Come on, we can still save the  
North Pole too. We just have to get  
to Santa.

They hear yelling coming from outside and move towards the courtyard.

EXT. NORTH POLE COURTYARD - NIGHT

In the courtyard, the freed kids have come to a halt.

Sophia, Georgy, and Clover are pushed forward by the crowd of kids into the front lines as the sound of marching draws near.

Tight ranks of elves are moving in formation into the courtyard. They're outfitted with red-and-green riot gear, ice shields, and candy-cane batons.

Crows line the ramparts, watching the kids like vultures.

As the elves push forward, the kids draw back, until finally, they're trapped with their backs against the factory.

In unison, the elves stop. The kids shuffle nervously, unsure what's coming next.

Up on the ramparts, Bucklebee appears in the middle of the crows.

BUCKLEBEE

Children, children... I've never seen so many naughty boys and girls in my whole life.

He slowly descends a staircase to the courtyard as the children and elves wait in tense silence.

BUCKLEBEE (CONT'D)

Spilling your cocoa, breaking your tools... And now you want to start a fight? What has gotten into you?

Bucklebee spies Sophia in the front lines.

BUCKLEBEE (CONT'D)

Ah, of course. Sophia's back from the dead yet again. It only takes one bad egg to ruin the batch.

The German Girl who first attacked an elf watches in terror as a big Elf Soldier menacingly licks his candy cane baton.

BUCKLEBEE (CONT'D)

I must confess, I don't see this ending well for you, children, I really don't.

He taps his chin theatrically.

BUCKLEBEE (CONT'D)

From where I'm standing, this ends  
one of two ways. One, you all head  
back into the nice warm factory,  
help yourselves to an extra big cup  
of cocoa, and enjoy a lovely, pain-  
free Christmas. Or two...

The Elf Army steps forward and the kids all lurch back.

Bucklebee reaches the foot of the stairs and smiles at the  
captive children.

BUCKLEBEE (CONT'D)

So what's it going to be? The  
cocoa... Or the canes?

JUNIPER (O.S.)

Neither.

Bucklebee turns. Everyone turns.

Juniper is standing in the courtyard beneath the North Pole,  
staff in hand, ragged cape flowing majestically in the arctic  
wind.

Amidst the crowd of kids, Sophia, Georgy, and Clover stare in  
joyful disbelief.

Bucklebee stares at the young elf too, a little more  
incredulous.

BUCKLEBEE

I'm sorry, you keep popping up and  
I'm a little unclear what your role  
in all this is. Who are you again?  
Are you even human?

Juniper glares at Bucklebee.

JUNIPER

No, Bucklebee. I am an elf. The  
last elf loyal to Santa there is.  
You thought you'd wiped us all out,  
but I'm here to prove you made a  
deadly oversight. My name is  
Juniper, and tonight, we're taking  
back the North Pole.

Bucklebee folds his arms, a grin stretching across his face.

Juniper looks very small compared to the fully outfitted elf battalion he's apparently going to take on.

BUCKLEBEE

Oh really? And how, exactly, do you plan to take on my army?

JUNIPER

With one of my own.

Juniper taps his staff on the sewer grate below him, and there's a deep rumbling from down in the sewers.

The elf troops glance at one another nervously, unsure of what's coming.

A jester's head appears in the sewer grate, and a battered but resilient Jack-in-the-Box hops out of the sewers and stands at Juniper's feet.

The elf troops laugh and Bucklebee's grin widens.

BUCKLEBEE

A toy?

JUNIPER

No, Bucklebee. All the toys.

The sewer grate bursts open as toy airplanes, helicopters, dinosaurs, ballerinas, baby dolls, teddy bears, and every other toy from the cave charges out, led by Patches in a biplane and Hotspur on the back of a miniature stegosaurus.

HOTSPUR

Chaaaarge!!!

Before Bucklebee and the elves have time to react, they're swarmed by a huge wave of angry toys.

The kids need no further invitation.

The German Girl lets out a war whoop and everyone joins the fray. They rush forward, pelting the elves with snowballs and ramming them with mining equipment.

Juniper follows the kids and toys into battle, whacking and slamming Bucklebee's elves.

Hotspur leads plastic army men, knights, dinosaurs, animals, and Indians in an all-out attack against the elves.

In the air, Patches heads up a squadron of biplanes in a WWII-style dog fight with the crows, firing tiny bullets and dodging claws and beaks.

Patches zooms by Hotspur, a crow closing in behind her.

HOTSPUR (CONT'D)  
You've got a friendly on your tail!

PATCHES  
Roger that! Coming at ya!

Patches pulls up hard and sends the plane shooting straight up. She flips the plane and heads right back down to Hotspur, whose stegosaurus rears up and smashes the crow with its spiky tail.

Bucklebee snarls and fights viciously against this new attack, freezing every toy and child that comes within range of his gnarled staff.

Amidst the chaos, Juniper spots Sophia, Georgy, and Clover through the battle.

GEORGY  
Juniper! You came back!

Clover pounces on Juniper and tries to lick his face. Juniper manages to push Clover aside as Sophia approaches.

SOPHIA  
What made you change your mind?

JUNIPER  
I guess I realized I'd rather go down fighting with you guys than be stuck by myself in the mountains. Better to die for something than live for nothing, right?

Sophia smiles at Juniper and he smiles back. Georgy claps him on the shoulder.

GEORGY  
Thank you for vote of confidence.  
Very reassuring.

There's an explosion from nearby as some of the toys topple a tower and everyone jolts back to the situation at hand.

JUNIPER  
Okay, so what's the plan? Is there a plan?

SOPHIA  
Bucklebee still has the staff so we've got to get that first.

Juniper and Georgy exchange a look, and Georgy cracks his knuckles.

GEORGY  
Leave Bucklebee to us.

SOPHIA  
Clover and I will try to find a way  
up to Santa.

Clover brays and stamps his feet to get her attention.

SOPHIA (CONT'D)  
What is it, Clover?

JUNIPER  
He says he needs to show you  
something.

Clover grabs Sophia's sleeve in his mouth and pulls her away from the battle towards the Pole.

JUNIPER (CONT'D)  
Go! We'll hold them off!

Juniper and Georgy head back into the battle as Sophia and Clover head the other way.

In the sky, Red Eye finishes crushing a biplane in its beak and sees Sophia and Clover sprinting away from the battlefield.

The bird's red eye narrows and it takes off after them.

EXT. REINDEER STABLES - NIGHT

Clover leads Sophia to a tall building that looks like a cross between a grain silo and a prison.

SOPHIA  
Clover, where are we going? What is  
this place?

Clover barks to urge her forward. He clearly knows exactly what's inside.

Clover kicks open the doors with his rear legs. Sophia gasps at what's inside and we move from her reaction to...

EXT. NORTH POLE COURTYARD - NIGHT

Juniper and Georgy fighting back to back in the courtyard.

Georgy is grabbing one elf after another and tossing them out of the way, as Juniper dodges attack after attack. Slowly but surely, they're advancing across the battlefield toward Bucklebee.

A HUGE ELF armed with a particularly sharp-looking candy cane spear sprint towards them.

JUNIPER  
Georgy! Snowball!

Georgy sweeps up a handful of snow and in one fluid motion makes a snowball and tosses it through the air.

Juniper expertly whacks the snowball with his staff, line driving it into the big elf's face.

From across the courtyard, Bucklebee and an ELF LIEUTENANT are watching Juniper and Georgy tear a path of destruction.

BUCKLEBEE  
Unleash the one we found in the  
cave.

ELF LIEUTENANT  
But sir!

BUCKLEBEE  
Do it!!

A new sound rises above the chaos of the battle: elves pulling open the doors of the CHAINED OFF BUILDING where Sophia heard roaring when she first arrived.

SOMETHING growls from the darkness. A colossal, clawed foot slams into the snow, shaking the ground beneath it.

We tilt up from this monstrous foot to white fur so matted with snow, it could very well be made of it. Rows of sharp teeth and lightning blue eyes glow in a massive shaggy head.

It's the ABOMINABLE SNOWMAN.

The beast throws its head back and roars into the night sky.

Georgy hears this and turns. Time slows down. The RUSSIAN ANTHEM starts to play. If Georgy were a cartoon, right now his eyes would be hearts.

In slow motion, the monster charges and knocks a dozen elves out of his path.

As everyone runs away from the Snowman, Georgy runs toward it, a huge smile on his face.

Georgy sticks two fingers in his mouth and whistles a sharp note that cuts across the battlefield.

The Abominable Snowman slows and cocks its head.

Monster and man meet in the center of the courtyard.

Without breaking eye contact, Georgy picks a fallen beam of wood up off the ground and holds it out.

The Snowman snaps at it, but Georgy pulls it out of reach and scratches the Snowman under the chin.

The Snowman lets out a happy groan. He starts to purr and kick his rear leg, then collapses to the ground, tongue lolling out like a dog.

Georgy gives the Snowman a belly rub as Juniper approaches.

JUNIPER  
Georgy... Is this--?

GEORGY  
(the height of smugness)  
Georgy find Snowman.

BUCKLEBEE (O.S.)  
Useless idiots!

Across the courtyard, Juniper sees Bucklebee freezing the Lieutenant with his staff. The two elves make eye contact.

Juniper charges across the courtyard.

INT. REINDEER STABLES - NIGHT

Inside the Stables, Sophia and Clover look up in awe at NINE FULLY GROWN REINDEER locked in cages that are dangling from the ceiling.

SOPHIA  
I can't believe it... Santa's  
reindeer...

Sophia begins to climb a ladder up to the nearest reindeer cell, while Clover circles anxiously below.

As Sophia approaches, the reindeer stomps its hooves and snorts in protest. For some reason, this reindeer is wearing a muzzle. The cage swings dangerously in the air.

SOPHIA (CONT'D)  
Shh, no, it's okay! We're here to  
get you to Santa!

Clover brays from down below, and the reindeer calms down.

Sophia leans off the ladder and pulls at the cage door.

Before she can open it, however, a crow cuts through the stables.

Sophia turns around and sees Red Eye landing on the open window sill.

SOPHIA (CONT'D)  
Oh, not again.

The bird caws into the night, and moments later, a full murder of crows arrives. Hundreds of birds pour through the windows.

The crows rush Sophia, pecking and tearing at her with their beaks and talons.

EXT. NORTH POLE COURTYARD - NIGHT

In the courtyard, Juniper rushes Bucklebee with his staff.

He takes a mighty swing at Bucklebee, but the old elf easily parries Juniper's blow.

With one powerful crack of his staff, Bucklebee snaps Juniper's weapon in two.

Bucklebee plunges his staff forward and Juniper can only dodge the blow by falling over backward, onto his back.

A grinning Bucklebee approaches as Juniper backs away from the tip of the staff, right into the wall of the factory. He's trapped.

BUCKLEBEE  
You should have stayed in the  
mountains, boy.

Bucklebee raises the staff just as Juniper spies a row of icicles hanging off the edge of the roof above him.

BUCKLEBEE (CONT'D)  
Didn't your family teach you  
anything?

Bucklebee brings the staff down on Juniper who, at the very last second, moves his head out of the way.

The force of the blow shakes the building and tears the icicles loose from the roof. They come raining down from above.

Bucklebee leaps backward as they smash into the snow, and Juniper handily catches an icicle before it hits the ground.

He stands back up and levels the icicle at Bucklebee like a sword.

JUNIPER

They taught me how to fight.

Enraged, Bucklebee snarls and attacks with new fury.

INT. REINDEER STABLES - NIGHT

Meanwhile, the Stable is a blur of black feathers and talons.

The reindeer buck wildly in their cells, and Sophia struggles to hold onto the ladder for support as Clover yelps helplessly from the ground.

SOPHIA

I can't hold on! There's too many of them!

Clover tries jumping into the air but barely makes it off the ground.

He tries again but falls painfully to the floor. He looks up at the swarm high above him, just as Red Eye pries Sophia's last fingers off the ladder.

Sophia screams and tumbles through the air.

Clover's eyes lock on Sophia falling. He kicks off from the ground and...

SOARS THROUGH THE AIR.

Clover bursts through the swarm of crows and catches Sophia on his back.

SOPHIA (CONT'D)

Clover! You're flying!

Clover bats the reindeer cage with his antlers, and the door flings open, releasing the reindeer inside.

The reindeer rips its muzzle off and the stable EXPLODES IN RED LIGHT.

The crows screech, and as the light disappears, Sophia looks around to find all the birds have become smoky piles of ash on the floor.

Sophia and Clover look up at RUDOLPH as his nose flickers red light and the familiar melody of "Rudolph the Red-Nose Reindeer" plays over the soundtrack.

SOPHIA (CONT'D)

No way.

Red Eye gives a last weak caw as Clover knocks the bird into the wall with his antlers and he disintegrates into soot.

EXT. NORTH POLE COURTYARD - NIGHT

Back on the ground, Juniper and Bucklebee are engaged in a fierce duel.

Juniper manages to hit Bucklebee's hand, sending him reeling backwards in pain. Juniper lunges forward and gets a grip on the staff.

Before he can wrench it free, however, Bucklebee kicks sleet into his eyes.

As Juniper stumbles back, blinded, Bucklebee knocks Juniper's icicle out of his hand, seizes Juniper by the scruff of his coat, and holds the staff high in the air.

BUCKLEBEE

End of the line, boy.

Bucklebee grins, and so to his surprise does Juniper.

JUNIPER

End of yours.

He points over Bucklebee's shoulder.

Bucklebee whirls around to find Sophia, swooping in on Rudolph's back. She neatly plucks the raised staff out of Bucklebee's hand.

BUCKLEBEE

You little brat! I'll wring your neck!

Out of nowhere, Clover charges through the air, knocking Juniper from Bucklebee's grip and sending Bucklebee flying into a snowdrift.

Georgy hurries over to help Juniper up and they both stare in wonder at their little reindeer friend.

JUNIPER

Clover...

GEORGY

*Bòzhe mòi!* He can fly!!

Bucklebee glares up at Sophia as Juniper, Georgy, and Clover surround him.

JUNIPER

Sophia, go! We've got this! Get to Santa!

Sophia takes off on Rudolph. Bucklebee snarls and with a wave of his cloak, disappears in a whirlwind of soot.

EXT. NORTH POLE BAUBLE WALKWAY - NIGHT

Rudolph lands on the circular walkway surrounding the golden bauble at the top of the Pole.

Sophia dismounts and approaches the door embedded in the sphere.

She takes out the staff and slides it into a matching lock. The staff turns easily, like a giant key, and Sophia pushes the door open.

INT. NORTH POLE BAUBLE - NIGHT

For the first time since she set foot in the carriage, Sophia is in a place that actually looks festive.

There's a roaring fireplace framed by stockings hung with care. A fully decorated Christmas tree glistens in the corner, surrounded by beautifully wrapped gifts.

A small table sits in front of the fireplace, a plate of half-eaten cookies and a glass of half-drunk milk atop it.

The sound of gentle snoring emanates from a massive leather chair beside the fire.

Sophia approaches the chair and discovers a slumbering SANTA CLAUS fast asleep.

For a moment, she forgets everything that's going on and she's a kid again.

SOPHIA

Santa?

Santa wakes up. He looks at her. A smile--that glorious, perfect smile you've seen on countless Christmas decorations all your life, a smile that warms you to the bottom of your heart--spreads across his rosy cheeks.

Santa sits up and gazes at Sophia with pure love. Tears well up in his eyes.

SANTA

Could it be? A child come to see me  
after all these long years...

SOPHIA

I... I brought you your staff.

He takes it and stares with wonder.

SANTA

You brought this for me?

Now there are tears in Sophia's eyes too. She nods.

SANTA (CONT'D)

Oh, my dear girl.

He opens his arms and Sophia hugs him.

SANTA (CONT'D)

I'd almost given up on the outside world. I thought surely I'd been forgotten.

SOPHIA

I knew you were real. I always knew it.

Sophia rests in Santa's arms, feeling finally at peace. Everything she's done has been for this moment.

Their embrace is cut short by the sound of sneering.

BUCKLEBEE (O.S.)

Aww, what a touching scene.

Bucklebee is standing in the doorway. Santa steps in front of Sophia, holding up the staff protectively.

BUCKLEBEE (CONT'D)

Santa Claus is giving a big hug to  
a little girl! Maybe he'll even ask  
her what she wants for Christmas.

SANTA

Enough, Bucklebee! Don't take  
another step!

BUCKLEBEE

Or what? You'll "ho ho ho" at me?  
Don't be a fool, old man. Your time  
is past. The North Pole belongs to  
me now.

SOPHIA

And look what you've done with it!

Sophia points out the doorway at the chaos of battle below.

SOPHIA (CONT'D)

You drove out the good elves, you  
threw away the toys, you kidnapped  
children. You've ruined Christmas  
for everyone!

BUCKLEBEE

Is that right, Sophia? You think  
that's my fault?

Bucklebee glares at Santa.

BUCKLEBEE (CONT'D)

Why don't I tell her what really  
happened all those years ago?

Bucklebee draws the snow globe from inside his jacket and  
gives it a violent shake.

BUCKLEBEE (CONT'D)

Who really ruined Christmas?

He slams the snow globe down on the table, and an image  
swirls into focus within the glass...

INT. BUCKLEBEE'S OFFICE - NIGHT

BUCKLEBEE (V.O.)

It wasn't always this way, you  
know. I was once Santa's most  
trusted adviser. The Official List  
Keeper, in fact.

In a dark office we now recognize as the room from the opening credits, a YOUNG BUCKLEBEE sits at a tiny desk with a quill, a snow globe, and a giant list before him.

BUCKLEBEE (V.O.) (CONT'D)  
My job was to keep careful track of  
all the children. Who had been  
naughty and who had been nice.

Bucklebee watches almost hungrily as a scene plays out in the snow globe of a boy shoving his little sister off a swing.

Bucklebee cackles and jots a name down on the list.

A bell rings outside, and Bucklebee jumps up. He grabs the list and runs out the door.

EXT. NORTH POLE COURTYARD - NIGHT

BUCKLEBEE (V.O.)  
That was the order of the world.  
The good children got presents, and  
the bad children got coal.

Bucklebee hurries off into the courtyard, where elves are gathering for the big night. Gifts are being loaded onto the sleigh from the factory, which at this time is just Santa's Workshop.

One of the toys we see going by is the Jack-in-the-Box, all brand new and freshly painted as he's wound inside his box.

Bucklebee steps onto a lift at the base of the North Pole and pulls the lever. It takes him up, up, up to the golden sphere where he enters Santa's office.

INT. NORTH POLE BAUBLE - NIGHT

BUCKLEBEE (V.O.)  
Or at least, so I thought.

Bucklebee finds Santa's office empty so he sets the Naughty List down on Santa's desk.

BUCKLEBEE (V.O.) (CONT'D)  
That Christmas Eve, I made a  
terrible discovery.

The weight of the list knocks open the bottom drawer of the desk, and curious, Bucklebee opens it.

Inside he finds... Last year's Naughty List, covered in dust and cobwebs.

His eyes widen. His hands start to tremble. He keeps searching the drawer.

Beneath that list is the one from the year before that, and the one from the year before that and so on and so on...

BUCKLEBEE (V.O.) (CONT'D)  
Santa had stopped using the Naughty List.

Santa enters his office and finds Bucklebee in anguish, clutching years' worth of unused Naughty Lists.

BUCKLEBEE (V.O.) (CONT'D)  
Oh, he tried to explain himself!  
Bad children didn't deserve coal,  
he said. Such practices were  
outdated and cruel. Everyone should  
have gifts on Christmas.

A furious Bucklebee rips off the holly-and-ivy brooch, throws it to the ground, and storms out of Santa's office, brushing past an astonished Mrs. Claus.

INT. SANTA'S WORKSHOP - DAWN

BUCKLEBEE (V.O.)  
I couldn't believe it.

Bucklebee bursts into Santa's Workshop, where the upper floors are empty as the toys have already been loaded onto the sleigh.

The only elves left are on the bottom floor, shoveling piles of coal they believe are intended for naughty children.

BUCKLEBEE (V.O.) (CONT'D)  
Those children behaved like brats  
all year and he just wanted to  
forgive them?!

The elves surround Bucklebee as he holds up the Naughty List and shakes his head. They stare in disbelief.

BUCKLEBEE (V.O.) (CONT'D)  
It was an outrage! An abomination!

Bucklebee stares, burning with anger, at the mountain of coal. He clutches the Naughty List in a tight fist.

BUCKLEBEE (V.O.) (CONT'D)  
We'd worked all year to deliver  
that coal.

The elves grab the bellows and begin pumping it up and down,  
and the furnace glows red.

BUCKLEBEE (V.O.) (CONT'D)  
And with or without Santa's  
permission...

Two of the elves start to pound a crude, bird-like shape out  
of a pile of black coal in front of Bucklebee.

Bucklebee reaches into the furnace and plucks out a burning  
chip of coal. He whispers a spell, then places the chip into  
the hole where the bird's eye should be.

Once the chip is in place, the coal bird comes to life. It  
shakes off the soot and ash and caws up at its creator.

BUCKLEBEE (V.O.) (CONT'D)  
We were going to use it.

Bucklebee grins down at a crow with a glowing red eye as the  
flames of the furnace rise behind him.

EXT. NORTH POLE COURTYARD - NIGHT

Outside the factory, elves, reindeer, and Mrs. Claus alike  
are gathered in the courtyard as Santa steps into his sleigh  
loaded with the sack of toys.

The festivities come to a halt at the sound of distant  
cawing.

Everyone looks in confusion at the factory, where a black  
cloud has risen over the roof.

Thousands of crows screech at the assembled crowd and drop  
flaming chunks of coal from their talons.

Elves scream. The reindeer start bucking at their reins.

The courtyard devolves into total chaos as the birds attack.  
The good elves and the reindeer are totally unprepared for a  
fight, and the birds easily terrorize them.

A crow swoops down on Mrs. Claus and Santa smashes it into  
coal dust with his staff. When the black dust clears, he  
looks across the battlefield through the chaos and stares in  
disbelief at his right-hand man turned traitor.

Bucklebee grins at his former master, leading a group of other elves from the factory, all dressed to the hilt in mining gear.

HOURS LATER

Bucklebee and the bad elves wander the smoking ruins of the North Pole.

The sleigh is charred black. The factory has been ransacked. A cackling murder of crows has picked up the sack of toys and is carrying it off into the distance.

Bucklebee steps onto the lift at the base of the Pole.

INT. NORTH POLE BAUBLE - NIGHT

The door is already open, and Santa is inside, slumped over in his chair, clutching a wounded arm.

Santa moves to grab the staff, but a pair of black talons grab it first.

With a flutter of dark wings, Red Eye drops the staff in his creator's waiting hand.

Bucklebee closes the door on Santa, sealing him inside.

EXT. NORTH POLE BASE - NIGHT

We watch as Bucklebee, staff in hand, descends the lift.

BUCKLEBEE (V.O.)  
And just like that, the reign of  
Santa Claus was over.

Bucklebee sets fire to the lift behind him so that no one can reach Santa ever again.

BUCKLEBEE (V.O.) (CONT'D)  
The reign of Bucklebee had begun.

As the bad elves cheer, Bucklebee holds the Naughty List high in the air.

END FLASHBACK.

INT. NORTH POLE BAUBLE - NIGHT

In the present day, Bucklebee glares at Santa, who's still standing protectively in front of Sophia.

SOPHIA

You started the Rebellion... over  
the Naughty List?

BUCKLEBEE

Weren't you listening?! What about  
him?! All those children  
misbehaving and he didn't want to  
do a thing about it! I worked so  
hard to make that list, and I was  
the one who got punished?! It  
wasn't fair!

Santa hesitates, then approaches Bucklebee carefully.

SANTA

Bucklebee, I'm sorry if you felt I  
was throwing away your hard work,  
but Christmas should be a time for  
forgiveness, not punishment.

Santa, staff still in hand, steps closer to Bucklebee.

SANTA (CONT'D)

Please, Bucklebee... after all  
these years, can't you find it in  
your heart to forgive?

BUCKLEBEE

Forgive? You want me to forgive?

Regret plays across Bucklebee's face. He seems to be  
genuinely struggling with the idea.

BUCKLEBEE (CONT'D)

I... I'm sorry, Santa...

For a moment, he looks as if he means it.

Santa lowers the staff, just the tiniest bit.

BUCKLEBEE (CONT'D)

But it's much too late for that.

Bucklebee grabs the staff and twists it into Santa's chest.

Sophia screams as Santa transforms into an ornament before  
her eyes.

She turns and runs for her life out the door.

EXT. NORTH POLE BAUBLE WALKWAY - NIGHT

Bucklebee emerges onto the walkway. By now, he looks much different than the jolly elf who first invited Sophia aboard the Christmas Carriage.

His ears are long and twisted. His teeth and claws are sharp. His eyes are as black as his soul.

BUCKLEBEE

Come now, Sophia! Don't you want  
your Christmas present?

There's a ladder carved into the side of the globe, and Sophia sprints up it as fast as she can.

She hears Bucklebee cackling and looks down to see him swiping at her leg.

He's not even using the ladder, he's just climbing up the globe with his claws.

She pulls her leg away from his nails and scrambles up the rest of the ladder.

Now she's at the very top of the North Pole itself, totally exposed to the howling blizzard winds.

Bucklebee crawls to the top of the globe and begins slowly advancing towards her.

SOPHIA

You don't have to do this!

BUCKLEBEE

Oh but I do, Sophia! It's a wicked world full of wicked people. Remember? You said it yourself. Everyone should get exactly what they deserve! And it's my job to punish them!

SOPHIA

Yes, sometimes people deserve to be punished but unless you learn to forgive them...

Sophia realizes what she's saying.

SOPHIA (CONT'D)  
(to herself)  
You end up on the Naughty List.

BUCKLEBEE  
The time for forgiveness is over.

He levels his staff at her. There's nowhere left to run.

BUCKLEBEE (CONT'D)  
Your friends are going to spend the  
rest of their lives watching you  
dangle from the top of my tree.

Sophia closes her eyes and whispers the words her family will never get to hear...

SOPHIA  
I'm sorry.

Bucklebee thrusts the staff forward...

And it's pushed back by a protective magical dome that forms around Sophia.

BUCKLEBEE  
What?!

Sophia opens her eyes.

Bucklebee pokes the staff forward, hitting the shield again. With each push of the staff, the force field pushes it right back.

BUCKLEBEE (CONT'D)  
Why isn't it working?!

Realization creeps into Bucklebee's face and he reaches into his jacket and pulls out the Naughty List.

At the very bottom, "Sophia" is vanishing letter by letter.

They both watch in astonishment as her name disappears entirely.

Bucklebee slowly turns the list over, and written on the other side in huge golden letters is the title:

"The Nice List."

Here, the name "Sophia" is slowly writing itself beneath hundreds of other names.

BUCKLEBEE (CONT'D)  
No! No, this is impossible!

SOPHIA  
You can't do a thing to kids on the  
Nice List, can you?

Bucklebee growls and lunges at Sophia with his bare hands, only to singe them on the dome surrounding her.

BUCKLEBEE  
(recoiling in pain)  
Gahhh!!

JUNIPER (O.S.)  
Give it up, Bucklebee.

Bucklebee and Sophia turn around to find the whole gang approaching on the backs of reindeer.

Juniper, Georgy, Clover, Jack, and other toys, kids, and reindeer land on the roof.

He backs up, snarling at them, gripping his staff.

JUNIPER (CONT'D)  
The war is over. You're finished.

Bucklebee takes a step back toward the edge of the globe, staff raised.

BUCKLEBEE  
You think I can be overthrown by a  
bunch of toys and children?

He takes another step back.

SOPHIA  
Bucklebee, stop!

BUCKLEBEE  
I'll never give in! The North Pole  
is mine! Do you hear me?! Mine!

SOPHIA  
Look out!

Bucklebee takes one step back too far. He slips on the icy curve of the globe and topples backwards.

He hastily tries to use his staff to balance himself. Instead, he trips and lands directly on its point.

As everyone watches in horror, Bucklebee realizes what he's done too late.

The magic is already taking effect. Porcelain spreads across his body.

Bucklebee lets out one final scream as his frozen form plunges over the edge of the Pole and plummets down, down, down.

Everyone can only watch as the ornament that was once Bucklebee smashes into the spiked candy cane fence encircling the base of the Pole.

His body explodes into soot, and the black powder whooshes away into the night, until finally, the North Pole is silent once more.

EXT. NORTH POLE BASE - NIGHT

As the group reaches the ground on the backs of reindeer, they find Mrs. Claus disembarking a sleigh pulled by her two pet wolves.

She smiles at the victorious heroes and picks the fallen staff up off the ground.

MRS. CLAUS  
Bucklebee's magic has finally been broken.

She taps the staff to her porcelain leg, which heals itself back to normal.

MRS. CLAUS (CONT'D)  
It is time to set the North Pole in order.

EXT. NORTH POLE COURTYARD - NIGHT

Later, in the courtyard below, a procession of kids has begun carefully removing the frozen ornaments from the tree in the factory and bringing them to Mrs. Claus.

We watch as Mrs. Claus raises the staff and touches it to the Stowaway's petrified form. The porcelain cracks like an eggshell and falls from the Stowaway's skin. The boy blinks as he comes unfrozen and looks around in terror.

MRS. CLAUS  
It's all right. You're safe now.

The German Girl lays a blanket around the Stowaway's shoulders and leads him to a bonfire in the courtyard, where Patches, Hotspur, Jack, and the other toys are waiting.

Sophia smiles and waves at the Stowaway as he goes by.

Juniper catches Sophia's eye and they smile at one another.

JUNIPER

Well, kid... you journeyed across the North Pole, you overthrew an evil tyrant, and most impressive of all, you got me out of the mountains. Not half bad.

SOPHIA

It's been a long night.

JUNIPER

Tell me about it.

Clover comes flying out of the air and performs a series of twirls around Juniper and Sophia.

JUNIPER (CONT'D)

And speaking of impressive, I never thought I'd finally see the day when this one learned to fly.

Sophia laughs as Clover licks her face, this time from above.

SOPHIA

I think your problem now will be getting him back to the ground.

Before anyone has a chance to say more, Georgy pulls everyone into a big group hug.

GEORGY

My friends, we did it!

JUNIPER

You're crushing my back!

SOPHIA

Yes, Georgy. We saved Santa.

GEORGY

What? Oh, that. No, Georgy meant we find Snowman! Clover, meet new big brother!

The Abominable Snowman thuds down next to the group, smiling like an oversized puppy. His breath hits them like a gust of wind.

JUNIPER

There's no way he's staying with us.

Mrs. Claus approaches and smiles at the victorious group.

MRS. CLAUS

Against all odds, you have saved the North Pole and you have saved my husband. I thank you with all my heart.

SANTA (O.S.)

And I with mine.

Everyone turns to see a now unfrozen Santa approaching, finally reunited with his staff.

MRS. CLAUS

Oh, you don't know how good it is to hear your voice again, dear.

SANTA.

Not nearly as good as hearing yours, my little sugar plum.

He wraps her up in a hug and gives her an Eskimo kiss.

Santa and Mrs. Claus start giggling together as Sophia, Clover, Georgy, and Juniper awkwardly stand there.

Finally, Mrs. Claus clears her throat and Santa turns back to address to the group.

SANTA

Yes, but as I was saying, thanks to all of you, the North Pole is free once again. Your bravery this night will never be forgotten.

Sophia beams, then looks around in embarrassment at the smoking wreck the North Pole has become in the wake of the battle.

SOPHIA

We're, uh, sorry about the mess.

SANTA

Returning the North Pole to its former glory will be no easy task.  
(MORE)

SANTA (CONT'D)

I'll need someone to help me. A right-hand man who can take on the challenge of banding together elves, toys, and reindeer alike... Or should I say, a right-hand elf.

Santa gives Juniper a meaningful look.

JUNIPER

Me? You want me?

MRS. CLAUS

There's no elf better for the job.

Out of thin air, Santa plucks a holly-and-ivy brooch, the same one Bucklebee cast aside so many years ago, and offers it to Juniper.

JUNIPER

Sir, I... I don't know if I can accept this.

SANTA

That is exactly why I want you to have it.

(confidentially)

I can guarantee you'll do a better job than the last elf who had it.

Juniper stares at the brooch. Finally, he nods and Santa pins it to his chest.

The newly unfrozen elves all let out a cheer and Juniper looks up in amazement to see the family he's never known rushing toward him.

Elves surround Juniper, cheering his name, clapping him on the back, and shaking his hand. Juniper looks just about the happiest we've ever seen him.

Sophia grins at the sight and Santa winks at her.

SANTA (CONT'D)

Now... let's see if we can't do something about this mess.

Santa brings his staff to the ground and a golden wave of light sweeps over the whole city.

The soot and sludge vanish, replaced by fresh snow and green wreaths.

Black char peels off the Christmas Carriage, revealing the red sleigh of Santa underneath.

Rudolph and the other reindeer swoop down from the sky and encircle their master.

SANTA (CONT'D)  
Children, toys, elves, and  
reindeer! Thanks to all of you, the  
North Pole will celebrate Christmas  
once again!

The kids and elves all cheer, the toys flip and twirl, and the reindeer prance and kick in celebration.

MONTAGE: RETURN FROM THE NORTH POLE

-Elves help the kids board Santa's sleigh, finally ready to go home.

-Sophia gives Georgy a last hug goodbye.

-Sophia and Clover nuzzle up together one last time.

-Sophia and Juniper hug. He gives her a playful punch on the arm.

-Santa climbs onto the sleigh, reaches into his sack, and tosses Georgy a new pair of boots.

-Clover watches wide-eyed as the reindeer step into the reins of the sleigh. Rudolph gives Clover a nod and beckons him forward. Clover takes his place beside Rudolph at the front of the sleigh.

-As the sleigh takes off, Mrs. Claus, Juniper, and Georgy (on the shoulders of the Abominable Snowman) wave them goodbye.

-The sleigh soars over the night sky, racing away from the North Pole.

-We see the sleigh pulling up in front of the roof window of a picturesque house.

-The Stowaway steps out, carrying the Jack-in-the-Box with him. The Stowaway and Jack wave goodbye as the sleigh takes off again.

-The sleigh pulls onto the top of an apartment complex in Berlin, and the German Girl runs out with Patches tucked under her arm and Hotspur in the palm of her hand. They all wave as the sleigh takes off.

-We watch this process happen again and again as the night sky grows lighter: The sleigh returns the kids from the North Pole home and pairs them off with an abandoned toy.

END MONTAGE.

EXT. GRANDMA'S HOUSE ROOF - DAWN

Santa's sleigh pulls to a final stop on the roof of Sophia's Grandma's House.

Sophia climbs out of the sleigh and back onto the roof.

As she steps back through her window, she turns to Santa.

SOPHIA  
I'm never going to forget you.

SANTA  
How could you? I'll be back every  
Christmas!

He gives her a wink, snaps the reins, and takes off.

Sophia watches as the sleigh heads for the rising sun.

SANTA (O.S.) (CONT'D)  
Ho, ho, ho! Merry Christmas!

FADE TO WHITE.

TOMMY (V.O.)  
Sophia! Sophia, wake up!

FADE IN:

INT. SOPHIA'S ROOM - DAY

Back home, Sophia wakes up in her tiny bed in the room in Grandma's house. Someone is standing over her, shaking her awake. It's her little brother Tommy.

TOMMY  
Sophia, wake up already! It's  
Christmas!

INT. LIVING ROOM - DAY

Sophia follows Tommy downstairs to the Christmas tree, which is now half-buried in gifts.

Her siblings are digging through the presents while her parents and Grandma sit on the couch, sipping mugs of coffee.

RICHARD  
Well aren't you the sleepy head?

GRANDMA  
Must have had a long night.

Matt rips open a box and finds a huge speaker system inside.

MATT  
Awesome! New subwoofers! I'm never  
gonna use my headphones again!

COLLEEN  
Oh, that's great, honey!  
(whispering to Richard)  
You saved the receipt, right?

Baby Sarah is covered in wrapping paper with a bow on her head while a giggling Caitlin takes pictures on her phone.

Caitlin looks up at Sophia as she plops down on a nearby couch.

SOPHIA  
Hey, about last night... sorry I  
threw a plate at your head.

CAITLIN  
It's cool, I was acting like a  
jerk. Sorry about the cookies.

SOPHIA  
It's okay.  
(motioning to the  
presents)  
I think Santa came without them.

Colleen overhears her two daughters making up and smiles.

COLLEEN  
Sophia? Don't you want to open any  
of your presents? I think this  
one's for you.

Colleen hands a small box to Sophia, who stares at it, intrigued.

She tugs the box open and finds inside...

A snow globe.

Sophia picks it up and gives it a shake. The snow swirls inside, revealing for an instant the City of the North Pole.

COLLEEN (CONT'D)

(to Grandma)

A snow globe? We didn't get her  
that, did you get her that?

GRANDMA

Don't look at me. I got everyone  
cold hard cash.

RICHARD

It must've been lying around when I  
wrapped the presents.

Sophia smiles up at her elders.

SOPHIA

Maybe Santa brought it.

Colleen smiles back.

COLLEEN

Maybe so, sweetie.

Sophia stands up and wraps her mom in a tight hug.

SOPHIA

Merry Christmas, Mom.

COLLEEN

Merry Christmas, Sophia.

Behind this touching scene, Tommy starts swinging a roll of  
wrapping paper like a sword.

COLLEEN (CONT'D)

Tommy, please don't do that!

TOMMY

En garde!

He hits Caitlin in the back on the head.

CAITLIN

Ow! Watch it, Tommy!

RICHARD

Guys, come on, no fighting on  
Christmas.

Matt cranks up the volume on his new sub-woofers and starts  
blasting music.

COLLEEN

Matt, please. How about some  
Christmas music instead?

Matt reluctantly changes the channel to Christmas music.

Sophia settles back against the couch, the snow globe still  
swirling with snow on her lap.

EXT. GRANDMA'S HOUSE - DAY

We pan out from the Christmas tree...

To the cozy little house covered in fresh snow...

To the rustic wooden mailbox on which is perched...

A black crow.

It turns toward us, caws, and flies off.

FADE OUT.