Where the Wild Things Are
by
Spike Jonze
And
Dave Eggers

(Based on Where the Wild Things Are, by Maurice Sendak)
INT. MAX’S HOME - EVENING

Black screen: Echoing through a house, we hear A BOY BARKING and A DOG YELPING.

The picture comes up and a raggedy black dog tears down a set of stairs, toward us.

MAX, eight years old and wearing a white wolf suit, jumps down the stairs, tumbling toward the camera, growling and chasing the dog. For some reason, Max is holding a fork.

He jumps to the bottom of the stairs tucking and rolling, screeching a feral war-cry and follows the dog off-screen.

Max chases the dog under the dining room table and closes in. He leaps and grabs the dog, and howling and somersaulting, they wrestle happily together until the screen freezes.

CUT TO:

TITLE CARD: WHERE THE WILD THINGS ARE

EXT. SNOW-COVERED SUBURBAN NEIGHBORHOOD - DAY

Max’s legs protrude from a hand-dug opening in a large snow embankment - a remnant of the morning’s snowplows.

He crawls out and stands over it, surveying his creation. A proud and crooked grin spreads across his face.

He runs off toward his house, wanting badly to tell someone about it.

INT./EXT. MAX’S HOME - DAY

Max runs up to the window and taps on the glass. Inside is his sister Claire, 14, talking on the phone with great intensity.

We see only Max’s eyes peering over the window sill.

MAX
(muffled through the glass)
Hey Claire! Wanna see something great?

Claire is too involved in her phone call to pay Max any attention.

CLaire
Who else was there?

(CONTINUED)
It's an igloo.

And?

I made it.

Claire doesn’t respond. Her phone call is very important to her.

Yeah, my brother. No, I can’t. We’re supposed to go to my dad’s that weekend.

The snowplows left some snow across the street... and I dug a hole into it.

Max, go play with your friends!

Max is crushed. He walks off, dejected.

Max sits, resting in his igloo, deep in thought. He exits the igloo with a makeshift flag -- a plastic bag tied to a birch twig. He marches over to a nearby wooden fence and barks orders to it.

You! Go that way! You! Go that way!

The fence isn’t responding. Max kicks it.

Don’t talk to me like that. You’re just a fence. Go play with your own fence friends. Now move out!

He runs to his fort and carefully secures his flag to the top. He adjusts it two or three times to make it just right - Max is something of a perfectionist.

Just then, Max watches as a car pulls into his driveway. Max sees a group of teenage boys and girls get out of the car and lope into his house.
Max gets an idea. He jumps into his igloo and scoops up all of his snowballs. He can’t carry them all so he hurriedly rolls them out the entrance.

He runs across the street to his house, closer to his prey, carefully balancing his ammunition on his coat, kangaroo style. He hides behind the neighbor’s low fence. He waits, excitedly, organizing his arsenal while stealthily peering over the fence. He watches the teens while they’re inside his house. Meanwhile, he makes more snowballs.

The teenagers come outside with Claire. Max holds a snowball, giddy with anticipation. He waits until they’re close enough and then jumps up and unleashes his projectiles. His aim isn’t so good, but he has the element of surprise on his side. A few snowballs hit the teenagers, and when they see that it’s him, they laugh and start throwing snowballs back. The fight is on.

As Max is reloading, a large mound of snow is dumped on his back. The boys are close now, on the other side of the fence. It’s time to retreat. Max bolts. He runs across the street, giddy -- the thrill of battle.

He gets to his fort just in time and dives inside. He slides into his little cave - nervous and happy. He’s safe.

But the boys are upon him. Through the fort’s entrance, he sees them approach.

An arm comes through the side, searching for Max. Max squirms out of the way, his eyes wide with alarm.

Then there’s a sickening crunch from above. Another crunch. They’re on the roof. Max looks up. The ceiling caves in.

Max is trapped in a world of cold white.

He claws his way out of the top, and we see his face, red, wet with snow and tears. He’s cold and humiliated.

The two boys see how upset Max is. They pull back, feeling awful. They walk back across the street.

A horn honks - everyone is waiting. The boys run back to the car.

Max, hurt and shamed, looks for Claire among the teenagers. He finds her. Max and Claire lock eyes. Claire looks worried and feels bad for Max. Max hopes that Claire will come over, to help and comfort him – even to stick up for him.

(CONTINUED)
But she doesn’t. She turns away to talk to someone in the car. The car, with Claire in it, drives away.

Shaken and raw, Max runs to the house.

INT. MAX’S HOME – LATE AFTERNOON (CONTINUOUS)

Max enters his house covered in snow, and runs upstairs into Claire’s room.

Max rips off his hat and gloves and throws them on the floor. He jumps up and down on Claire’s bed, dumping snow everywhere. On her dresser, he sees an elaborate valentine that he made her out of popsicle sticks and construction paper. It says “To Claire. Love, Max.” He grabs it and tears it to pieces.

As he calms down he realizes what he’s done. He picks up the pieces of the valentine and walks to his room.

CUT TO:

INT. MAX’S BEDROOM

Max lays in bed, silent, worried. On the dresser next to his bed is a globe, an antique, lit from within. Max reads the inscription on a small brass panel on the globe:

TO MAX, OWNER OF THIS WORLD. Love, Dad

He hears high heels clicking in the kitchen below. Max looks forlorn, wishing he hadn’t done what he’s done. His mom’s footsteps echo through the house, getting closer to the stairs.

MOM
(calling out)
Hey! I’m home!

We hear her walking upstairs. She enters the room and sees Max under his covers. She sits down on his bed and kisses his head. She’s wearing her work clothes - a wool skirt and white cotton blouse.

MOM (CONT’D)
Hey.

Max doesn’t answer.

MOM (CONT’D)
What’s wrong?

Max looks up.

(CONTINUED)
MAX
Claire and her stupid friends
smashed my igloo.

MOM
Oh.

MAX
And she didn’t do anything about
it.

MAX (CONT’D)
I’m sorry, honey.
(with a sly smile)
I would have done something about
it.

The guilt overtakes Max.

INT. CLAIRE’S BEDROOM -- CONTINUOUS

He brings his mom into Claire’s room. Water squishes
underfoot.

MOM
Max, what have you done?

She leaves the room and comes back with a stack of towels.
They both drop to their knees to soak up the mess.

MOM (CONT’D)
(under her breath)
Oh my god.

INT. MOM’S OFFICE AREA — NIGHT (LATER)

Max’s mom works at home at night in a room at the rear of the
house. Overlooking the backyard, it’s a room used for many
purposes. Outside, the snow has turned to rain and it’s
coming down, silver streaks outside the window.

Mom is typing on her computer, an older model, while talking
on the phone to a co-worker. Max enters the room tentatively.

Feeling a bit guilty about earlier, Max wants to make up with
his mom. He fiddles with a few things in the room, circling
his mom without overtly asking for attention.

Mom, still not paying any mind to Max, looks anxious – but
more than that, simply tired and worn out. As she continues
her phone conversation, we catch only glimpses of her from
Max’s point of view.

(CONTINUED)
MOM
(hiding her exhaustion with warmth)
No, I don’t want to bother you, just... just quickly can you tell me exactly what Mr. Lasseter didn’t like about the report?
...Well what am I suppose to do? *
No, I’m just tired and there’s been some stuff here at home.... So what can I do to fix this?

Max, trying to make her smile, adopts the posture of a robot. *

She looks over to him. He continues walking robot-style and turns his head to smile at her, not noticing he’s about to walk into the wall. He falls down, to comic effect. His mom buries a laugh and puts her finger to her lips, telling Max to shush. Max grins. Success.

MOM (CONT’D)
(into the phone) *
I know, I know. I, uh... but I better get started if I’m gonna turn it in in the morning. *

He plops himself on the floor under her desk and looks at his mom’s feet. She’s taken off her shoes, but is still wearing her tights; Max tugs gently on the tights over her right toe.

MOM (CONT’D)
(now a bit more upbeat)
No, I hear you, I hear you. This will be the last time I promise, okay? Thanks. *

She hangs up and smiles down at Max.

MOM (CONT’D)
(softly)
Hey.

MAX
(almost inaudibly)
Hi.

They sit in silence for a moment.

MOM
I could use a story.

MAX
Ummm... Sure.
This is a game they play together. Max looks around, trying to think of a good one to tell her. She opens a new page on her computer and starts typing his dictation.

MAX (CONT’D)
Okay, there were some buildings...
There were these really tall buildings...and they could walk. Then there were some vampires. One of the vampires bit the tallest building and his fangs broke off...then all his other teeth fell out...then he started crying...and then all the other vampires said Why are you crying? Aren’t those just your baby teeth? And he said, No, those are my grown-up teeth...and the vampires knew that he couldn’t be a vampire anymore, so they left him.

Mom finishes typing and smiles proudly and sadly at Max.

MAX (CONT’D)
The end.

Max smiles back at his mom.

INT. SCHOOL CLASSROOM – DAY
The classroom is a familiar one – Formica furniture and a chalkboard, large windows. The branches of nearby trees touch the glass when the wind surges.

Max’s teacher, male, is short and thin, bearded and wearing a cardigan.

TEACHER
(warming to his subject)
... the sun is the center of our solar system. It’s the reason all the planets are here. Its warmth gives us sunlight, makes our planet liveable. Of course the sun won’t always be here to keep us warm. It, like all things, will die... and when it does, first it’ll expand, enveloping all the surrounding planets, including Earth, before consuming them rapidly.
(now almost cheerfully)
The sun, after all, is just fuel burning ferociously... and when it runs out of fuel... well...

(MORE)

(CONTINUED)
it’ll be gone. Well after that, the solar system will go dark... permanently.

Max is silently horrified. He looks around, studying the faces of his friends. No one else seems to have heard what he just heard -- that the sun, the universe, everyone who ever lived, will someday be gone.

CUT TO: -

INT. MAX’S MOM’S CAR - LATER THAT AFTERNOON

Max looks out the window as the teacher’s voice continues.

TEACHER (V.O.)
I’m sure by that time the human race will have fallen to any number of calamities...

Max and Claire are in the car with Mom – Max in the front seat, Claire in the back. All are in their own worlds, driving home on a rainy afternoon.

TEACHER (V.O.) (CONT’D)
... war, pollution, global warming, tsunamis, earthquakes, meteors... but hey, who knows, right? Have a good weekend.

INT. MAX’S BEDROOM - DUSK

Max is making an elaborate fort from his bunk beds, blankets draped everywhere. He sits inside, turning the lamp on and off. Bored, he goes to the door and, standing on a book, yells downstairs for his mom.

MAX
(yelling downstairs)
Mom! Mom, come up here! I rebuilt the fort!

MOM (O.S.)
Max, I’m busy.

Max is precariously balanced on the book.

MAX
You gotta get inside it, the lava’s coming.
(beat)
Oh, oh! And it’s a rocket ship, and it’s gonna take off!

(CONTINUED)
Want me to save you a seat?

No response from Mom.


He sees his wolf suit hanging on the back of his door. Hmm.

INT. MAX’S HOUSE – DUSK

With a triumphant music cue, Max comes strutting downstairs, in his wolf suit.

INT. MAX’S LIVING ROOM – CONTINUOUS

Max walks through the foyer, arms crossed before his chest. Peeking around a corner, he sees his Mom and the boyfriend exchange a kiss on the couch.

MOM (CONT’D)
(beat)
Want me to save you a seat?

No response from Mom.

Boyfriend
You’re really....nice ...Cute

MOM
Hi, sweetie.

(loudly into the next room)
Claire, it’s almost dinner! Get your stuff off the table, please.

Max watches in disgust. Mom picks up a dirty plate and hurries back toward the kitchen. Passing Max, she growls playfully at him.

MOM
(to Max)
Hi, sweetie.

Claire, it’s almost dinner! Get your stuff off the table, please.

Max follows her into the kitchen.

INT. KITCHEN – CONTINUOUS

His mom is cooking. Max enters the kitchen and drags a chair over to the counter lazily. It scrapes loudly on the floor.

MOM
Shhh!

Max starts sniffing around. He looks down his nose at all the food, examining it. Mom is too frazzled to pay attention. He gets up on the chair and assesses the work his mom is doing. At the moment, she’s boiling water in a pot.

(CONTINUED)
MOM (CONT’D) *
Hey, shhh.

MAX *(pointing to something on a plate)*
Mom, what is that?

MOM
It’s pâté.

Max rolls his eyes and moves on, dissatisfied, imperious. He fiddles with things on the counter. He picks up a bag of frozen corn.

MAX
Frozen corn? What’s wrong with real corn?

He drops the package loudly on the counter.

MOM *(firmly, trying not to lose her patience)*
Frozen corn is real. And get off the chair please. And go tell your sister to clear her stuff off the table.

MAX *(yelling, more or less in his mom’s face)*
CLAIRED GET YOUR STUFF OFF THE DINING ROOM TABLE!

Max is testing her patience.

MOM *(urgently, under her breath)*
Max, don’t pull that now.

Instead of retreating, Max leaps to stand on the counter. He stands there, hovering over her, in his animal costume.

They stare at each other.

MOM (CONT’D) *(whispering/pleading)*
Max, get off the counter, please, get off. I have a friend here... you’re embarrassing me.

Max crosses his arms and stares at her.

(CONTINUED)
MAX
Woman, feed me!

MOM
(exasperated)
Max, get off. Get off the counter!

Max just stares at her, defiant.

MOM (CONT'D)
(furious whisper)
Get off the damn counter MAX! Now. NOW!

MAX
I’ll eat you up!

MOM
Get down!

He growls loudly at her.

MAX
GRRRAAR!

Mom can’t take it anymore. She lunges for him, and he jumps off the counter, fleeing, still growling.

MOM
Stop! Get over here!

He tears through the living room, and, somewhat to his surprise, she chases him. When they pass in front of the boyfriend, the boyfriend takes notice of the escalating volume and urgency.

In the front hall, she catches him, grabs him and holds him roughly.

MOM
Max! What’s wrong with you?

Max thrashes around in his mom’s grip. He kicks and squirms and, losing all control, he suddenly bites his mother’s arm. She shrieks. She drops him on the floor. He falls down in a lump. She steps back, holding her arm in pain.

MOM (CONT’D)
(completely enraged)
OW! Max, you bit me! That hurt!

Max is shocked by what he’s done, instantly realizing that he’s gone too far.

(CONTINUED)
Close on Max, we see that though he’s not sure what this means, these words have hit him hard.

Max turns to see the boyfriend entering the foyer. *

As Mom is still in pain, the boyfriend hesitates – he’s unsure if it’s his place to get involved. He stands. *

**BOYFRIEND**

Connie, he can’t treat you like that.

Mom turns to Max.

**MOM**

Max, what is wrong with you? Why are you doing these things?

**MAX**

You’re doing things!

**MOM**

You’re out of control!

Max looks at everyone. His mom, the boyfriend...

**MAX**

It’s not my fault!

This is the last straw with Max. He turns red with rage and runs out of the house, into the night. His mom runs out the door after him.

**CONTINUED:**

**EXT. STREET – NIGHT**

**MOM**

Max! Max!

Max tears down the street.

**MOM (CONT’D)**

Max!

She follows him for a block, but quickly loses ground.

Max cuts across yards and down an embankment. Now he’s free. He runs toward the forest in the distance, where the road ends and the trees begin.

**EXT. NEARBY FOREST – NIGHT**

Max, still high from the run and still breathing hard, comes into the forest.

(CONTINUED)
He reaches a small clearing around a fallen tree, where he has a few possessions stashed. Max grabs a large stick and stomps around, hitting things violently.

The wind blows louder, whipping the leaves around in a fury. Max, feeling the night’s power, howls into the sky.

He finds himself at the shore. The stars are out and the moon is reflected on the placid water.

A boat floats. Max looks around to see if anyone is there. The boat isn’t tied to anything, and starts to drift away. Max rushes toward it and grabs the loose rope attached to it. He pulls the boat back slowly. He looks around again, wondering if the boat has an owner, if anyone’s watching. He stands before the boat, the trees swaying violently around him.

Max steps into the boat.

The vessel slowly drifts away.

Max allows the boat to drift, watching seriously and intentionally as the land grows more distant.

The boat cuts quickly through the sea.

Max looks past the bow toward his destination. There is nothing but open water.

EXT. OCEAN - DAWN

A pale early light paints the ocean pink. We see a wide, wide shot, with Max and his boat a tiny speck in the vast ocean.

On board, we see Max look around at the horizon line. In front of him, no signs of the city. Behind him is just water and sky. No land in sight.

He settles in for a long journey.

Max sails in and out of nights and days. He’s hungry and thirsty. Rain comes and goes. He’s cold and wet and exhausted -- and it seems he’ll never see land again.

Finally, after many days, off the bow of the boat, he sees a landmass, and within it, a bright glow.

Cut: Night. He’s closer now. The island is in sight. A great black mound in the sea, with an orange glow – a fire – in the middle.
57 EXT. ISLAND – NIGHT

Landing on the beach is rough-going. The surf is thundering, and Max’s boat is tossed about like a toy.

When he’s close enough, he jumps from the boat, gasping from the water’s cold. He gets his bearings and pulls the boat ashore. He stands and assesses the island.

Beyond the beach and the bluffs above, he sees a forest with a large fire raging. The flames ebbs and flow, bursting periodically like a growing bonfire.

There are sounds of chaos in the distance, audible even from the beach. Max, wet and cold, knows his only chance at survival is to climb the cliffs and move toward the warmth of the fire.

Max skulks through the foliage like a cat. This is a truly dangerous, muddy forest – wild, primal and unpredictable. As the sounds get louder, Max comes upon a clearing.

Through the trees Max sees an enormous fire. Around it are ten large huts, made of interlocking branches. Max stays low. A huge creature appears in silhouette, backlit by the fire. Hiding in the grass, Max watches, enthralled.

Max studies this creature as he walks around, crushing one of these huts with his enormous arms. This beast is CAROL -- huge, striped and with two horns atop his head.

CAROL
That’s it. Tear ’em all down. Tear ’em down. Come on! We’ve got a few more to go over here. (beat)
Is anyone going to help me?

JUDITH
Who said that we didn’t like them?

JUDITH is female, with two horns and one prominent at the end of her huge snout. Her voice is sardonic and sharp-edged.

IRA
We liked them. They were nice.

IRA is close to Judith, and has a huge oval nose and sad eyes. He speaks like a tired old man.

CAROL
I mean, this is a problem. Don’t you see this is a problem?
ALEXANDER
I will...

ALEXANDER is the smallest of the Wild Things, just a little
bigger than Max. He resembles a goat, with grey-white fur
like Max’s, and a teenager’s voice.

CAROL
No, I’ll just do it myself...

ALEXANDER
... help.

CAROL
... as usual.

DOUGLAS
Um, Carol, could I talk to you for
a second?

DOUGLAS looks like a gigantic rooster, proud and strong, with
white feathers. His voice is thoughtful, reasoned, steady.

CAROL
Not right now, Douglas, I’m busy.

Carol smashes a hut.

DOUGLAS
Uh, oh, okay I’m sorry. Carry on.

CAROL
And I’m the only one who cares
enough to do this.

He smashes another house.

CAROL (CONT’D)
Or this!

He smashes another one.

JUDITH
Carol, is this really necessary?

CAROL
Ask K.W. You ask K.W. if it’s
necessary.

IRA
She’s not here. She left.
CAROL
Exactly. She left. So it’s necessary. Is anyone going to help me?

ALEXANDER
(awkwardly)
Um, I will....

CAROL
Okay, okay, good. Come on. Here ya go.

Carol picks up Alexander and hurls him into a hut.

ALEXANDER
Ouch.

CAROL
Thank you.

ALEXANDER
Uhh... glad to help.

CAROL
Who else wants to lend a hand?

IRA
What do you think, Judith, should I help, too?

JUDITH
No, you shouldn’t help him!

IRA
I know. I just thought it would make him feel better.

JUDITH
(exasperated)
Good idea, Ira. Go stand in this hut over here before it gets wrecked.

IRA
I know, I know I shouldn’t.

JUDITH
Ira, go stand in the hut over there so I can think.

IRA
I’ll stand right over here.

(CONTINUED)
Ira walks over to the hut and gets in. Carol flies in from above and smashes the hut.

IRA (CONT’D)

Ouch.

JUDITH

This is crazy!

IRA

(laughing)

Wow!

CAROL

No, no it was crazy already. I’m eliminating the crazy. Isn’t anyone on my side? Isn’t anyone gonna be on my side anymore?

Everyone stands in silence. Nobody answers. Carol looks sad.

Close on Max, as he feels for Carol and relates to him.

CAROL (CONT’D)

(defeated)

Fine, I’ll just be on my own side, by myself.

Hold on Carol, as he simmers. It’s finally quiet.

CAROL (CONT’D)

Nobody cares. Nobody cares. I’m the only one that cares that we don’t stay together. I’m the only one that cares about that so...

He starts to smash another hut.

IRA

They were nice, Carol.

CAROL

See? I care.

JUDITH

Carol.

CAROL

You don’t care and just stand there and whisper to each other about me like you always do.

JUDITH

Oh yeah, that’s true.

(CONTINUED)
CAROL
But I know what I’m doing.

From far away, Carol hears a sound. It sounds like a small animal growling.

Carol looks around to see what this noise is. It’s getting louder. Everybody looks around to see what it is.

Suddenly Max bursts into the scene, flying through the side of a hut. He startles everybody. Wildly, he swings a huge stick around, destroying everything in his path.

JUDITH
Ira, what is it?

IRA
I don’t know.

JUDITH
Doesn’t smell like anything.

Carol watches Max, excited by what he sees, but also unsure about who or what this thing is.

As Max is smashing stuff, he exchanges glances with Carol. Max hurls himself into one of the huts and lands on the ground, in a comic thud. Carol approaches Max, looms over him and sniffs him. Max is nervous, but sniffs Carol back. They growl at each other. Carol laughs.

CAROL
(to the others)
See, this guy gets it.
(to Max)
Hey... um... weird little...
(unsure what to call him)
... thing. I like the way you destroy stuff. Good technique.
There’s a spark to your work that can’t be taught.

MAX
(as if it was nothing)
Thanks.

CAROL
Alright, see that one over there? You take that one, I’ll take this one. See who can do it faster. Okay?

MAX
Okay.

(CONTINUED)
CAROL

Go!

Carol runs off, smashing a hut on the other side.

With his big stick, Max approaches one of the last remaining huts. He smashes it and creates a large hole. Inside the hut, Max is surprised to see a large and menacing bull-like creature, THE BULL. Max is frightened, and backs off. When he turns around, he bumps into Douglas, who looms over him.

DOUGLAS

Hey, what are you doing?

MAX

I’m just helping.

DOUGLAS

By smashing our houses?

MAX

These are your houses?

DOUGLAS

(defensively)
Yeah. What’s wrong with them?

JUDITH

(looking down)
What do your houses look like?

IRA

I bet his houses are funny looking.

DOUGLAS

Look, we worked very hard on these. Then you, sir, showed up and started “helping.”

Max stammers.

ALEXANDER

I’m cold.

JUDITH

(to Max)
Who are you? Are you one of K.W.’s new friends?

DOUGLAS

(disapproving)
Oh, are you Bob or Terry?

Max looks confused, unsure of how to answer all this.

(CONTINUED)
MAX
I don’t even know who that is.

IRA
He looks like a Bob.

JUDITH
Things are getting crazy here.
This thing’s dangerous.

ALEXANDER
You’re scaring me.

They stare at Max. Max is growing more and more concerned with the direction this is heading.

JUDITH
You know what I say, if you’ve got a problem, eat it.

DOUGLAS
It’s the only way to solve these types of issues.

IRA
Yeah. The only way.

The creatures circle in on Max as they discuss eating him. Max looks from one Wild Thing to the other, as Judith, Ira, Alexander and the Bull grow closer. Carol is still on the other side of the clearing, smashing the last of the huts.

JUDITH
Oh, he’s probably got those little bird bones.

DOUGLAS
I hate those.

JUDITH
You have those little bird bones that are gonna cut up my mouth, don’t you?

MAX
(desperately)
No, I don’t have bird bones.

JUDITH
You better not. You better not be difficult to eat. Did you think of that? God, you’re selfish. I hope you don’t taste as selfish as you look.

(Continued)
Alexander laughs.

MAX 
Stop...

They’re breathing hard. Their teeth are gigantic. Ira licks his lips. The Bull snorts. Max looks up at them, panicked, backed into a corner. He has to do something.

IRA 
Come here.

MAX 
Stop!

IRA 
Oh, look at him – so delectable, so chewable.

The Wild Things continue to close in on him. He arches his back and lets out a voice much greater and more commanding than we could ever expect:

MAX 
BEEEEEEE STIIIIIIILL!

JUDITH 
Why?

Max is acting like he’s casting a spell on them.

The Wild Things freeze in their tracks. All is silent. Carol, far off, hears the commotion and heads over.

There’s a split second when Max can’t believe it worked. But there’s still tension.

Max continues trying to stare the Wild Things down.

MAX 
Because you can’t eat me. You didn’t know that, so I forgive you. But don’t try it again.

JUDITH 
Why not?

Carol shows up now, intrigued by Max’s power.

MAX 
I have powers from another land. From ancient times. Don’t make me show you. I had to show these Vikings once--
IRA
Viking? What’s a Viking?

MAX
(building confidence)
They wear horn hats, and they’re big -- bigger than you! One time they attacked me in my ice fortress. They tried to cave in the roof, but I’d made it too strong. I told them to be still but they didn’t. I conquered them. I had to make their heads explode. And then they realized I knew all the secrets to the world. And then you know what happened? They made me their king.

Carol has been listening intently and nodding during Max’s story.

IRA
Wow.

CAROL
(seriously)
You were a king? I knew there was something special about him. I told you guys.

The other Wild Things are trying to take this all in, overwhelmed with all of this new information.

IRA
(worried for their safety)
So wait, you exploded their heads?

JUDITH
(rolling her eyes)
Oh come on. Our heads are bigger. (to Max, matter-of-factly)
You can’t explode big heads.

MAX
No, their heads were bigger than yours, believe me.

IRA
(incredulous)
But you’re so small.

MAX
Small is good. My powers are able to slip right through the cracks.

(CONTINUED)
JUDITH
What if the cracks are closed up?

MAX
Then I have a re-cracker that goes right through that.

JUDITH
But what if we have some sort of material that re-crackers can’t get through?

MAX
Well, I have a double re-cracker that can get through any material in the whole universe and there’s no material outside of this universe that it can’t get through, and that’s the end and there’s nothing more powerful than that and that’s the end. Period.

IRA
Wow, he does sound powerful.

JUDITH
(bothered that she’s been outsmarted, mumbling)
Yeah, but there has to be some material somewhere, maybe really deep underground that if we combined it with --

CAROL
Shhh! Quiet.

Carol turns to Max.

CAROL (CONT’D)
Sorry. So you were their king and you made everything right?

MAX
Yeah.

CAROL
(forced nonchalance)
Well uh, you know... what about loneliness?

DOUGLAS
What he’s saying is, will you keep out all the sadness?

(CONTINUED)
MAX
Yeah, I have a sadness shield. It
keeps out all the sadness and it’s
big enough for all of us.

CAROL
Wow.

MAX
I just do this to loneliness.

(making a gesture of a bomb
dropping on loneliness)

Pooooww.

The Wild Things are astounded.

CAROL
I knew it! When he showed up, I saw
it. Why don’t you guys ever listen
to me?

DOUGLAS
You’re right, Carol, I didn’t see
it.

Max is gaining confidence.

ALEXANDER
(confused)
I don’t understand. He doesn’t look
like a king. If he could be king, I
could be king.

JUDITH
Shhh, Alexander.

IRA
Um, were you the king where you
came from?

MAX
Yeah. Yeah, for twenty years.

The group murmurs, impressed.

CAROL
That’s really important.

JUDITH
That’s impressive.

IRA
That is incredible.

(CONTINUED)
CAROL
Well, looks like we found our king.
(beat)
You are our king, right?

Max studies them, looking at all of their faces in need, waiting for his answer.

MAX
Yeah.
(beat)
I am.

JUDITH
Oh, I’m so relieved.

IRA
Sorry we were gonna eat you. We didn’t know you were king.

JUDITH
That was insane.

They all move in to hug him ceremoniously.

IRA
Oh my god! It’s K.W.

CAROL
What?

We see a stringy-haired female Wild Thing, standing off to the side. She has a blase sort of attitude. Carol looks over, surprised and nervous.

ALEXANDER
(excited)
Hi, K.W.!

DOUGLAS
(formally)
K.W., it’s good to see you.

Carol looks over, cautiously studying her. K.W. is checking out Max and tentatively making eye contact with Carol.

JUDITH
(with a sneer)
I thought you were with your new best friends, Bob and Terry.
K.W. *
What are you guys doing? *
(with a nod of her chin to
Max) *
Who’s that?

IRA *
K.W. get in here. You gotta hear *
this. We finally got a king. *

DOUGLAS *
That’s true. *

IRA *
A very impressive one. *

ALEXANDER *
Hey, K.W. we got a king! You and me *
could go for a walk and I’ll tell *
you all about it. Anytime. You *
could carry me like a little baby. *

K.W. *
Uh... yeah. Anyway, I don’t even *
know if I’m sticking around. I just *
came back to... *
(beat, looking at Carol) *
...to get that one stick I left *
here. Anyone see it? *

Max studies her, trying to get a read on her. She checks him *
out, too. *

ALEXANDER *
I’ll help. I’m good at finding *
sticks. *

IRA *
K.W., he’s very powerful! *

CAROL *
(whispering to the other Wild Things)
Shh, shh. Stop. Don’t push her. *
She’ll figure it out for herself. *
Just leave her be, okay? *
(to Max) *
King. This way your majesty, *
please. *

Carol leads Max over to a pile of smoking ashes. Max passes 61A—
K.W., still trying to get a read on her.
Carol and the Bull guide Max to a smoldering fire. Judith, Ira, Douglas and Alexander all linger behind and watch solemnly.

The Bull passes by Max and roots around in some rubble on the ground. Carol is standing a distance away, hands clasped behind his back - very much the guy who pulls the strings.

IRA
(in a whisper of urgent excitement)
Look! He’s going to make us happy, Judy.

Judith lights up momentarily then catches herself.

JUDITH
Yeah, but happiness isn’t always the best way to be happy.

DOUGLAS
Judith. Stop.

JUDITH
He’s small for a king. Am I nuts? He’s small.

ALEXANDER
Yeah, that’s what I said.

JUDITH
Alexander, shhh!

ALEXANDER
Sorry.

DOUGLAS
I like it better when we have a king. (beat)
I like Carol better when we have a king.

K.W.
Hey, what happened to our houses?

DOUGLAS
(lying to cover for Carol)
Oh... um, they fell down.

K.W. rolls her eyes and walks off.

(CONTINUED)
The Bull takes a scepter from the ashes and hands it to Max. Max inspects the scepter reverently, and when he holds it, he instantly looks king-like. Carol smiles at him. Max watches as the Bull roots around for the crown. Amid the ashes, Max sees a pile of bones. The Bull finds the crown near a rib or femur, and gives it to Carol.

MAX
(quietly, pointing to the pile of bones)
Are those... other kings?

CAROL
(nervously)
No, they were here when we got here. I never saw them. Never even noticed them.

Max looks uncertain. He looks at Carol, and then the other wild things. Ira gives him a big smile. Max smiles back.

CAROL (CONT’D)
Are you okay?

MAX
Yeah.

JUMP AHEAD TO:

Carol crowns Max.

CAROL
You are now the king.
(affecting a ceremonial sort of gravitas)
And you will be a truly great king.

Max grins with pride, looking up, trying to see the crown on his head.

CAROL (CONT’D)
Oh it looks good on him, look. He looks great. Huh king?

JUDITH
King! King! King! King!

DOUGLAS
It looks perfect, Carol.

IRA
We have a king.
CAROL
We got a king. Everything’s going
to be different now.

The Bull reaches down to pick up Max, to show him off to the others.

IRA
Oh, I know this part! This is where we’re supposed to lift him up, and it’s really exciting, right?

WILD THINGS
Arroooo! Arrooooo!

As Max is lifted onto a destroyed hut, the Bull bonks Max’s head into a branch.

They all gather around Max, looking up at him. They all chant.

WILD THINGS
KING! KING! KING!

CAROL
Hey King! What’s your first order of business?

Max thinks for a moment, then arrives at the answer.

MAX
Let the wild rumpus start!

CAROL
Perfect answer!

Max jumps off the hut and starts growling at the Wild Things. They make a circle around him and growl back, imitating him. He acts like a monkey, and they act like monkeys. Max makes a crazy rolling RRRR sound at Carol. Carol gleefully does it back. Max is in the center of it all, loving it. K.W. watches from afar, gauging the effect that Max has had on everyone. Max takes off through the forest, and everyone follows him.
MAX
(as he runs)
Guys! Follow me!

They run through the forest. Douglas trips over a fallen tree. Judith leaps over the tree, kicking Douglas in the head. They all keep going.

Max falls, gets up. The running and howling continues.

EXT. CLIFFTOP - DAWN (BEFORE SUNRISE)

Max runs up a small incline to a clearing on top of a cliff. He circles a tree, dragging his claws on it. The Wild Things do the same, but their claws shred the bark off of it.

They all run up to the cliff, howling with Max. Because Max is standing close to the edge and they’re careless, they almost knock him off the cliff with someone’s hip. Carol immediately catches Max and places him back on the ground. It’s comic, but also reminds us that there’s danger still on this island.

Together Max and the Wild Things stand at the edge of the cliff, howling into the air over the vast ocean below.

WILD THINGS
(howling)
Aoooh!

MAX
Aahooooo!

It’s a glorious moment. Max looks all around him, at the happy faces of the giant beasts. They’re all howling with abandon. Now Max notices that K.W. has joined them. She looks amused.

MAX (CONT’D)
(curious)
What?

K.W.
You’re funny looking. That’s all.

Carol notices Max and K.W. interacting and tries to get Max’s attention back.

CAROL
Hey king, watch this.

Max’s attention is diverted by Carol. He’s left the cliff and is now returning into the forest, jumping high in the air -- like a frog but with a thunderous thump each time he lands.
Max sees Carol’s jumping skill and has an idea. He chases after him into the forest, trying to get his attention.

MAX
Hey Jumping Guy! Jumping Guy! Hey mister, wait up!

Max continues to run after him.

MAX (CONT’D)
Hey Jumping Guy! Hey!

CAROL
Hey King, watch this!

Carol jumps up and hits his head on the tree branch, and then falls down.

CAROL (CONT’D)
(laughing, shaking a fist to the tree)
Alright tree, we’ll settle this later.

Carol and Max laugh.

CUT TO:

EXT. FOREST - MORNING

Carol and Max walk through the forest as the Wild Things continue to rumpus on their own.

ALEXANDER
Oh look. Everyone wants to be friends with the new guy.

CAROL
I hope you can tell how excited they are to have a king. Sometimes they have an odd way of showing it. I mean, not me, but sometimes they act weird, you know and it hurts other people’s feelings.

JUDITH
Ira, my love.

IRA
What?

JUDITH
Come here!

(CONTINUED)
Carol and Max watch as Judith beckons Ira over to her.

IRA
Okay.

CAROL
Oh, that’s Judith and Ira. They’re in love.

We see Judith hit Ira with the tree trunk.

We see Alexander running through the forest.

ALEXANDER
Watch me! Look!

CAROL
That’s Alexander.

ALEXANDER
Look, look! I hate this tree!

Alexander runs head first into a tree. He falls down.

CAROL
He just wants attention. Don’t give him the satisfaction.

Douglas appears, busting open some trees with his fists.

DOUGLAS
77... 78... no, wait. No, no, that was... yeah that’s it, 78.

CAROL
Oh, and that’s Douglas. I count on him for everything.

DOUGLAS
(modestly)
Well, that’s not true.

CAROL
If I was stranded on a deserted island and could only take one thing, it would be Douglas. We could share him if you want, King.

MAX
That sounds good, I might need one of those.
CAROL
(walking toward Douglas)
Douglas, no no no, that’s not the way I want you to do it. Stop. I’ll show you, wait.

DOUGLAS
Oh, sorry.

Max turns to find Ira and Judith close.

IRA
He’s so little...
(extendung his huge hand to Max)
We haven’t formally met. I’m Ira. I put the holes in the trees; maybe you saw those?

MAX
Ahh..

IRA
Or maybe not. Anyways, it’s what I do. I mean, it’s not important like the things you do.

Judith approaches and coughs.

IRA (CONT’D)
Oh, and this is Judith.

JUDITH
Ah, you don’t really need to know me. I’m kind of a downer.

Max laughs.

IRA
King, that’s not true.

JUDITH
(to Max)
Hey, let me see your face.

Alexander approaches, trying to see what’s going on.

ALEXANDER
(forced nonchalance)
You could introduce me to the king if you want.

They all ignore Alexander.

(CONTINUED)
JUDITH
(laughing, to Max)
Let me see your face. Oooh. What is that? Don’t worry, let me see it.

She grabs his face, as if she’s a doctor and has seen some terrible lesion. Once she’s got him, she licks Max from chin to forehead, and then laughs hysterically.

Max smiles tolerantly and wipes the saliva from his face.

A loud crack behind them. The sound of a tree beginning to fall – it’s one that Douglas has punched. Max and Ira scatter as it comes down with a great crash.

IRA
You almost got me, Douglas! Almost got me.

Now Douglas is holding a cat in his arms.

DOUGLAS
(to cat)
We almost got Ira. That would have been really funny. We’ll get him next time, won’t we? Yes, we will.

Carol is behind a rock watching K.W., who’s standing off to the side, by herself.

Max runs up and dives behind the rock to see what Carol is looking at.

MAX
What are you doing?

Carol doesn’t say anything. He’s preoccupied, watching K.W. across the way.

MAX (CONT’D)
Is she the one you were mad at when you were smashing stuff?

CAROL
Yeah... No! No, well, um... I thought she was never coming back.

MAX
Well, it looks like she’s back now.

CAROL
Yeah, I hope so.
K.W., with a melancholy air about her, is standing apart from the others and their fun.

Max watches her as she takes everything in, processing it, a bit dismissive.

MAX
I’m gonna get her!

Max starts to run toward K.W., getting ready to leap onto her back. Carol panics.

CAROL
No! No Max, don’t! Don’t do that. She’s doesn’t like that kind of thing. Come back! Come back here!

DOUGLAS
(turning to see Max running toward K.W., urgently)
Uh, King, I wouldn’t recommend that.

Max runs down the log and leaps onto K.W.’s back with a happy growl. Surprised, she stumbles back and falls to the ground, laughing. Max rolls off, his crown tumbling off. K.W. laughs. Max jumps back up and leaps on her. He begins to tickle her. He sticks his finger in her nose.

K.W.
(laughing)
Stop, stop. Stop it, stop it! Go pick someone else’s nose!

Carol’s expression is one of relief and happiness. He’s excited that she’s having fun.

Carol runs to join in. K.W. rolls over, protecting Max as Carol lands on them.

K.W. (CONT’D)
Look out!

CAROL
Ahh. Gotcha!

One by one all the Wild Things jump on.

IRA
Whoa!

JUDITH
Alexander, get over there and be social.

(CONTINUED)
Judith throws Alexander onto the pile. More pile on.

JUDITH (CONT’D)
(in mid-air)
Let’s be like this forever!

Soon they’re all in a huge heap on top of each other. When Max looks up, he’s inside a gigantic pile of Wild Thing bodies. Everyone is laughing and groaning from the weight.

We hear bits of what they’re saying:

JUDITH
You guys never think this is me, but this is really me.

CAROL
He’s starting things off right, our king.

IRA
That was great.

CAROL
Wow, this guy gets things done.

DOUGLAS
Piles make very good sleeping devices.

CAROL
That was fun. We forgot how to have fun.

DOUGLAS
That’s true, Carol.

CAROL
I mean, I didn’t, but...

Max starts crawling through the nooks and crannies of the bodies - there are small, Max-size tunnels. Max decides to tickle everyone. They all laugh. The walls of the tunnels shift as Wild Things wriggle and giggle.

CAROL (CONT’D)
Hey, K.W., your toe’s in my ear.

K.W.
Good! You’re keeping it warm.

CAROL
Hey, who’s on my face?
IRA
Oh, I’m sorry Carol. Let me move.

DOUGLAS
Oh, I like this.

IRA
That was a great rumpus.

DOUGLAS
Let’s be like this forever.

Someone’s body moves and pins Max’s leg.

MAX
Owww.

Max tries to get his leg unstuck but can’t. It’s a little claustrophobic and he’s getting nervous.

Suddenly... in the wall of bodies, a head turns, and a pair of huge eyes open, like two lamps being turned on. It’s K.W. Max looks up.

K.W.
The king having a problem?

MAX
(worried)
My foot’s stuck under this fat guy.

With her free arm, she pushes someone’s blubber off and extricates his foot.

K.W.
Oh. There.

MAX
Thanks.

K.W.
I’m K.W.

I’m Max.

MAX

K.W.
I know.

K.W. looks at Max grinning for a moment.

MAX
So are you gonna stay?

(CONTINUED)
K.W. -

Well...

MAX

They all want you to.

This seems to soften K.W.

K.W.

Well, it’s complicated.

*(she looks confused)*

I don’t even know how everything got this way. Things seem better now, though.

K.W. smiles.

K.W. (CONT’D) *

*(teasing him for being so bossy)*

Okay, King.

MAX

So who are Bob and Terry?

K.W.

Oh they’re really good friends of mine. I don’t even know how to describe them, they’re just different from everybody here. *

*(meaningfully)*

... It’s just different.

MAX

Well, do you like them more than--

K.W. *

*(interrupting him)*

You ask a lot of questions. What’s your story? Why’d you come here?

MAX *

*(thoughtfully)*

I’m an explorer and I travel a lot. And I travel by sea...

K.W. *

Right...

MAX *

I used to travel by air.

(CONTINUED)
K.W.
Oh, so obviously you have no home or family?

MAX
*I*
I had one of those... but I...

K.W.
But you ate ‘em all.

MAX
*No, no! I just bit one of em, and then they went crazy.*
* (beat, talking to himself, justifying his position)*
I don’t like frozen corn.

K.W.
*(sweetly)*
Oh, I’m sorry. That’s why you left?

MAX
*(with a feeling of loss)*
Yeah.
*(mad)*
They act like I’m a bad person.

K.W.
Well, are you?

MAX
*(worried)*
I don’t know.

K.W.
Well, I’m glad you came. It’ll be good to have someone around who doesn’t eat everybody. I mean, you just bite everyone. Biters aren’t so bad, eaters are the one’s I just can’t stand.

MAX
I have no plans to eat anybody.

K.W.
Alright, good.
*(beat)*
Well, good night.

Max crawls out of the middle of the pile-on. As he does so, the Wild Things exchange “good nights” with each other. *
CAROL
Good night K.W. *

K.W. *
Good night. *

CAROL
Night Ira. *

IRA
Night.

CAROL
Good night Douglas.

DOUGLAS
Good night Carol. *

CAROL
Good night Judith.

JUDITH
Good night.

IRA
Good night, Judy.

JUDITH
Good night, darling.

ALEXANDER
Good night. *

JUDITH
Good night Alex. Good night, King.

MAX
Night.

DOUGLAS
Oh! Good night, King. *

IRA
Yeah, good night, King.

DOUGLAS
Oh, this is nice. *

CAROL
Good night everyone. Everybody
sweet dreams.

Once outside the pile, Max settles on the edge, putting his
head on someone’s leg. It’s morning now. 

(CONTINUED)
Max has been up all night. In the orange light of dawn, Max sees debris everywhere, like a landscape after a hurricane.

Max reaches in to get his crown and puts it on. Happy and exhausted, he drifts off to sleep.

EXT. BEAUTIFUL FOREST - MORNING

We start in close on Max as he wakes up. Disoriented, he realizes he’s on the shoulders of a Wild Thing, being carried high above the ground. He looks down. It’s Carol.

CAROL
I didn’t want to wake you up, but I really want to show you something.

MAX
Oh, okay.

Now waking up, Max takes everything in. The sun is huge, the sky is a bright cobalt blue. A perfect day.

Max climbs up onto Carol’s shoulders, getting a better look at the incredible landscape around him. He notices a group of trees with holes bored in their trunks – Ira’s.

CAROL
And on the way I can show you your kingdom. Max, this is all yours. You’re the owner of this world. Everything you see is yours. Oh, except that hole right there -- that’s Ira’s. But, I mean the tree’s yours, but the hole is Ira’s. But everything else is yours... except that rock over there, that’s not yours, that little rock next to the big rock. But everything else in the kingdom, except for that stick, that little stick right there, that’s not yours... Max realizes Carol’s been kidding, and laughs. Carol laughs at how long it took Max to get the joke. They laugh together.

CAROL (CONT’D)
I want you to be king forever Max.

MAX
Yeah, definitely.
Max and Carol walk side by side amid an endless expanse of fine sand -- a desert in the middle of the island. Behind them is a 80-foot dune.

CAROL
This part of your kingdom is not so good.

MAX
Why?

CAROL
(his anxiety starting to reveal itself)
Well, look. This used to be all rock, and now it’s sand. And then one day it’s gonna be dust. And then the whole island will be dust. And then... I don’t even know what comes after dust.

Max pauses, something weighing on him.

MAX
Carol? Did you know the sun was gonna die?

CAROL
What?

Carol looks up at the sun for a moment.

CAROL (CONT’D)
I never heard that.

(beat)
Oh come on. That can’t happen. You’re the king. And look at me. I’m big. How could guys like us worry about a tiny little thing like the sun?

Carol looks up at the sun again, wondering.

Just then, a huge, mangy dog -- at least 30-feet-tall -- lumbers slowly by, far off in the distance. Only Max sees it at first. His jaw drops.

MAX
Carol, what’s that?
CAROL -
Oh, it’s that dog. Don’t feed it, it’ll just follow you around.

CUT TO:

EXT. BASE OF SILVERY MOUNTAIN - DAY

Max and Carol are climbing up a steep hillside of oversized silvery rocks. Carol’s huge legs make climbing the rocks much easier than for Max. Max struggles to keep up.

MAX
Carol, wait up for me!

Max, climbing over a great silver stone, finally sees their destination; Carol’s standing in the entrance. It’s an intricate wooden structure - some kind of Wild Thing home - built into the side of the mountain.

Up ahead, Carol looks around to make sure no one has followed them, and disappears inside.

When Max finally makes it to the door, he hesitates for a moment, then steps inside.

INT. CAROL’S WORKSHOP - DAY

The room is large, a studio of some kind. It’s messy but full of projects. Max enters and slowly walks around, taking everything in.

On the main worktable, an entire city is laid out, almost 20 feet long and six feet tall - buildings shaped like mountains and hills in an organized, almost grid-like format. Carol scurries about preparing his creation, anxious about what Max will think.

The details are immaculate and painstaking. It looks like it would have taken 10 years to make. It’s a model world - controllable, predictable, tidy.

MAX
Wow.
(with awe and respect)
Did you make this?

CAROL
Yeah.

MAX
It’s very good.
CAROL

Thanks. *(now seeming to recall some painful memory)*
We were gonna make a whole world like this. Everyone used to come here, but now, well... *(looks at model)*
Do you know what it feels like when all your teeth are falling out really slowly and you don’t even notice and one day you realize they’re all separated really far apart and then you don’t have any teeth anymore?

MAX *(in a whisper)*
Yeah.

CAROL
Well, it’s like that.

Carol shakes off the darkening mood. His face brightens.

CAROL (CONT’D)
Alright, put your head right here. Right here.

Max puts his head up through a hole in the middle of the city -- now he can see it all from within. As he looks up at the enormous canyon created by blocks and blocks of buildings, we hear the sound of water being poured from a jug.

CAROL (CONT’D)
Alright, now watch.

70A We’re still with Max’s POV of the city in close-up when we see the water slowly flowing through the streets.

INTERCUT BETWEEN THE WORKSHOP & MAX’S POV OF THE MODEL CITY

The streets are now paved with water for dozens of blocks. A mini-canoe with small carved Wild Things in it slowly glides through an intersection, in and out of view.

Close-up on the canoe, which we now see holds tiny, crudely carved facsimiles of Carol and K.W.

MAX
Wow. I wish I could live in there.
On the streets of the model city and in the windows of the buildings, Max sees tiny versions of Judith and Ira, Alexander, Douglas and The Bull.

CAROL
Yeah, it was gonna be a place where only things you wanted to have happen would happen.

MAX
Yeah.

CAROL
I guess if that’s not going to happen, I’ll probably just end up eating my feet off.

Max turns to Carol.

MAX
Carol, we can totally build a place like that.

Carol looks cautious, but excited.

CAROL
Really?

EXT. LAVA FIELD - AFTERNOON

A wide peaceful shot of Carol and Max as they walk back toward the campsite.

MAX
Okay, we’re gonna start with a perfect fort. And then we’re gonna build a city and an underground complex. But, I mean, you’ve gotta be realistic because I mean, the underground complex is gonna tie it all together.

CAROL (chuckling)
I like your brain, Max.

CRASH CUT TO:

EXT. BEACH -- DAY
Max, Carol and Douglas are together on the beach.

CAROL *(calling out to the others)*
Hey! I’m not gonna eat my feet off anymore.

DOUGLAS
Why?

CAROL
Max is gonna build a fortress!

Max takes a stick and starts drawing in the sand. The other Wild Things -- Judith, Ira, Alexander and the Bull -- all gather around. K.W. wanders up to the group.

MAX ...
... So it’s gonna be as tall as twelve of you and six of me. And only we can get in. We can have an ice cream parlor. A swimming pool with a bottom that’s also a trampoline.

The Wild Things are listening carefully, as if this is the most rational plan in the world.

MAX (CONT’D)
...And anyone that gets in there that we don’t want there will get their brains cut out. The building will do it automatically.

Carol and Douglas nod respectfully.

ALEXANDER *(to Judith)*
How does it know which brains to cut out?

Everyone ignores him, still studying the fort plans.

Max continues.

MAX
Oh, and there’ll be a fake tree but it’s not a tree, it’s a tunnel...

Max is drawing the tree, outside the fort, but the Bull’s toe is on the beach, where the tree needs to be. Max draws half the tree and runs up against the Bull’s toe. He looks up to the Bull, but it’s clear the Bull isn’t going to move.
So Max draws around the huge toe, such that the round head of the tree becomes a half-moon.

MAX (CONT’D)
So anyways, it’s not a tree, it’s a tunnel, and it’ll lead you into the fort through a compartment. Ira, do you want to be in charge of the tunnels because you make great holes?

IRA
Wow. Okay.

ALEXANDER
I don’t want my brains cut out!

Nobody says anything.

IRA
This fort is already making me happy.

ALEXANDER
Does anybody ever hear me?

MAX
And we’ll all sleep together in a real pile.
(beat, looking to the whole group)
What do you think?

JUDITH
I don’t really think anything like this ever works, really. (with a smidgen of hope)
But if it did...
(returning to her usual self)
I don’t know. I don’t know. I don’t know anything. But I do like sleeping in a real pile.

A tiny smile takes over Judith’s face. She’s sold. Alexander sees this and stops crying.

MAX
(to Carol)
Carol, will you be in charge of building it?

CAROL
(uncertain)
Oh. Uh...

(CONTINUED)
DOUGLAS
You should definitely be in charge, Carol. You’re the only one who could pull it off.

CAROL
(coming around but still unsure)
Yeah, well... You’re right, but...

MAX
K.W., don’t you think that Carol should build it?

K.W.
Yeah. He’s the only one who can.

Some murmuring of approval. Carol is touched by this gesture of support.

JUDITH
I’ll build it if he doesn’t want to.

CAROL
(quietly)
Wow... do you really want to do this?

DOUGLAS
I think it’s a perfect idea.

CAROL
Well, alright...
(to everybody)
if you all want to do it, and you want me, I’d be honored.

Max beams. Ira turns to Judith.

IRA
You would have been good too, Judy.

Judith shrugs.

JUDITH
Yeah.

EXT. BIG CLEARING/FORT SITE – MID-MORNING

The construction is about to begin. Max brings a bunch of rocks and dumps them in the clearing. Just after him, Ira carries his own gigantic pile and dumps it on top of Max’s. They almost crush Max like a grape.

(CONTINUED)
Rocks are being thrown from somewhere out of sight, into a great pile. Max loves it. Everyone is working happily, believing in the fort.

Max directs Bull towards the edge of a cliff above him.

**MAX**

A little more that way. A little more. Yeah right there.

Bull stomps breaking off part of the cliff and sending boulders tumbling below. Max cheers.

Carol pushes two huge trees, roots and all, into the clearing and drops them. They land with a huge and satisfying crash atop a great pile of other trees.

Carol and Douglas are trying to determine the placement of the foundation. Ira stands nearby on a small pile of rocks, being the place-marker. Carol is holding Douglas like a suitcase, using him as a measuring tool.

Max is standing far away, to get perspective.

**CAROL**

(yelling across the way to Max)

How about here? You like it here?

**MAX**

Yeah. A little more this way. It should be seven Douglases.

Carol picks up Douglas again.

**CAROL**

(to Douglas)

What have you been eating?

**DOUGLAS**

(sheepishly)

Rocks.

**CAROL**

Rocks? What did I tell you about eating rocks?

**DOUGLAS**

That’s six.

**CAROL**

You’re getting a little paunch.

(CONTINUED)
Douglass
Uh, I know.
(beat)
Mark it.

K.W. crosses past Max, carrying branches.

Max
Hey, K.W.

K.W.
Hey, King.

Carol moves Douglas one more length.

Carol
How about here?

Max
It needs seven Douglas’s, no more, and no less.

Carol
Seven chubby Douglasses.

Cut to:

EXT. BIG CLEARING/FORT SITE - LATER

There’s activity everywhere. Rocks are being stacked, sticks are being woven, Wild Things are sinking posts into the earth and stomping on them to drive them deeper. Max runs around, directing everyone, on top of the world.

Max (V.O.)
It’s gonna be part castle, part fort, part mountain, and part ship. We’ll have a laboratory so we can build robots to do stuff for us, our own detective agency, and our own language. And we’ll make a machine that can take our legs off and that way we can float.

Carol and Douglas are carrying huge trees over their shoulders.

Cut to:

Carol watches Judith stacking wood.

Carol
You smiled. You can’t deny that this was a good idea.
JUDITH
I didn’t deny it.
(now with a smile)
I believe part of that idea was mine.

CAROL
What part?

JUDITH
The part where I said, “Yeah. Good idea.”

Carol and Judith laugh.

CUT TO:

K.W. works quietly off by herself, smashing tree trunks in half and tossing them in a pile.

CUT TO:

Ira tosses boulders to Douglas.

IRA
Oh!
Judith licks Alexander’s face.

ALEXANDER
Judith, that tickles.

CUT TO:

Max drops into a tunnel and sees Ira punching holes and digging.

MAX
I like the tunnel, Ira. Impressive.

IRA
Oh! Why thank you, King.

Max climbs out of the hole and sees Douglas working on installing the fort’s upper beams. Carol walks by in the background.

CAROL
Great beams, Douglas. Strong.

DOUGLAS
(loving the attention, but awkward, not knowing how to take a compliment)

(MORE)
Oh, uh thanks. They’re just the standard beams I always do.

CUT TO:

Carol works on a wall, carving into it. Max takes Carol’s hand and carves an “M”.

Carol draws a heart around it. They hug and both begin to howl.

We cut to Judith, watching Max and Carol intently. She looks concerned.

CUT TO:

EXT. HOLE - DAY

Judith and Ira sit in their hole. Max is off in the distance working.

JUDITH (stage whisper)
Psst!

Max looks up. Judith is gesturing for him to come over.

JUDITH (CONT’D)
What were you doing with Carol just now?

MAX
Just talking.

JUDITH
Oh, a secret, huh? Well let me ask you something. How does it work around here? Are we all the same, or are some of us better than others? You like to play favorites, huh, King?

Ira starts gnawing on Judith’s shoulder.

JUDITH (CONT’D)
Ow.

MAX
No, I like all you guys equally.

JUDITH
Oh, don’t give me that. I can see how it is. The king has favorites, that’s really cute.

(MORE)

(CONTINUED)
JUDITH (CONT’D)
(Ira still gnawing on her)
Ow. Stop.
(back to Max)
Do you have a favorite color, too?
Can I be your favorite color?

She laughs dismissively, rolling her eyes at him. Max gets mad, but doesn’t know what to say. He gives her a fake laugh back. She gives him a louder fake laugh back. And they get into a fake laugh-off. Max’s fake laugh is nastiest, though, and she rears back, hurt.

JUDITH (CONT’D)
(close to tears)
You know what? You can’t do that back to me. If we’re upset, your job is not to get upset back at us. Our job is to be upset. If I get mad and wanna eat you, then you have to say, “Oh okay, you can eat me, I love you, whatever makes you happy, Judith.” That’s what you’re supposed to do.

Max doesn’t know what to say. K.W. comes to the rescue.

K.W.
Come on Max. Let’s go get those sticks.

MAX
Yeah... okay.

Max turns to leave with K.W. Judith grabs his leg.

JUDITH
I hope you heard me, King.

Max tries to pull his leg away. K.W. steps on Judith’s wrist, freeing Max.

JUDITH (CONT’D)
Ow!

K.W.
Yeah, he heard you, Judith. Everyone always hears you.

Max and KW walk away.

JUDITH
(yelling after them)
You think you have power, K.W.?
That’s not real power.

(MORE) (CONTINUED)
JUDITH (CONT'D)

(beat)
Hey, I’m talking to you!

Max turns his head.

JUDITH (CONT'D)

No! Not you! I’m still talking to K.W.!

EXT. DUNE -- AFTERNOON

Max and K.W. walk to the top of a dune. Below a wide white-sand beach spreads out, the bright blue ocean beyond. The shore is scattered with giant trees.

K.W.
Okay, Judith can be a downer. You just need help figuring this out.

(beat)
Hey, you should talk to Bob and Terry.

(beat)
King!

They continue to walk.

K.W. (CONT'D)
Seriously, they’re really smart. They have the answers to everything.

Max looks up and K.W. is smiling mischievously. She shoves him down the sand dune, then she dives down behind him. They tumble down together, head over heels.

EXT. SAND DUNES - BY OCEAN

Max gets up and tries to tackle her, but stops. She’s laughing. They hear a sound and look up.

Two owls fly overhead.

Max watches them soar like kites, and then, as if hit by a missile, one drops from the sky and onto the beach. Max looks up to the second owl, who falls the same way.

Max sees that it was KW who brought them down, with rocks she’s thrown. He’s so confused.

K.W.

(running toward the owls)
Hang on, I’m coming!

(CONTINUED)
K.W. runs off, and returns with one owl -- each the size of a beagle -- under each arm. They look a little disoriented, but they’re clearly comfortable with KW.

K.W. (CONT’D)  
Well, what do you think?

MAX  
Umm...  

K.W.  
This is Bob & Terry. They love it when I do this to them. Bob, Terry, this is Max, he’s the biter I told you about.

The owls squeak.

K.W. (CONT’D)  
Say hi.

MAX  
(unsure)  
Hi.

K.W.  
(to the owls)  
He wanted to ask you guys some advice.

She looks at Max. Max doesn’t know what to say.

K.W. (CONT’D)  
Go ahead, they’re not judgmental.

MAX  
You mean just ask them?

K.W.  
Yeah.

Max tries to figure out what to say.

Terry squeaks.

K.W. (CONT’D)  
They say it’s better for you if you can ask the question in seven words.

MAX  
Okay...  
(counting with his fingers)  
(MORE)
Max looks at the two fingers he has left.

O. Kay.

They squeak again. Bob then Terry.

K.W. Oh, yeah. I didn’t think of that.

They squeak again. Terry then Bob. K.W. turns to Max.

K.W. (CONT’D) Wow, they really get to the heart of it, don’t they?

Max hasn’t understood anything the owls have said. He decides not to tell KW.

K.W. (CONT’D) Aren’t they great?

MAX Uh...

K.W. What if they came and lived with us? Bob, Terry, why don’t you come live with us? We’re building something great.

Bob squeaks. Terry squeaks.

K.W. (CONT’D) Oh good! Right Max?

Max thinks for a moment.

MAX Well... what about Carol?

K.W. He’s Carol. I can like him and still be friends with Bob and Terry.

86-90

K.W. and Max return to the fort carrying Bob and Terry. They see that the fort is now more or less complete. It’s gigantic -- 200 feet high -- and thrilling in its detail. Max, happy beyond words, runs to the fort.

MAX Hey, Douglas! Hey, where’s Carol?

(CONTINUED)
DOUGLAS
He’s in the fort. Aft section, main chamber.

INT. FORT TUNNEL – DUSK (CONTINUOUS)
Max drops through a tunnel and enters the fort, where interior touch-ups are being made.

INT. FORT – DUSK (CONTINUOUS)
MAX –
Hey, Carol! The fort looks great!

CAROL –
Yeah, thanks, we were all working really hard on it. Where were you?

MAX –
(quickly, anxious)
Well, K.W. took me to see her friends Bob and Terry. They really wanna meet you. They may even stay over.

Carol looks over and sees K.W. entering with Bob and Terry. There’s a tense silence. Alexander trails behind, trying to get a look at the owls.

ALEXANDER –
(excited)
Oh, this is the famous Bob and Terry?

Bob and Terry squeak.

ALEXANDER (CONT’D) –
(awkwardly excited)
What? K.W. told you about me?

IRA –
Oh, hi guys.

ALEXANDER –
What’d she say?

They squeak again.

ALEXANDER (CONT’D) –
(excitedly)
Really?

They squeak at Judith.

(CONTINUED)
JUDITH
Oh, my voice? Thank you. Well, sometimes...

Judith sings a few notes. Bob and Terry turn to Ira and squeeze.

IRA
I know, I’m a very lucky man.

Judith preens.

ALEXANDER
(to owls)
Hey, do you guys know any jokes?

They squeak twice.

ALEXANDER (CONT’D)
Who’s there?

They squeak.

ALEXANDER (CONT’D)
Loud interrupting cow wh--

Bob and Terry squeak loudly, interrupting Alexander. Everyone laughs.

ALEXANDER (CONT’D)
Oh, that’s hilarious. They’re amazing, K.W.

IRA
Yeah, that’s a nice joke.

Carol turns to Max.

CAROL
Max, what’s wrong with the fort? I thought you said it’d be automatic.

MAX
What?

CAROL
I thought you said if anybody got in here we didn’t want, the fort would automatically cut their brains out.

The Wild Things are shocked and offended that Carol would say this in front of Bob and Terry.

(CONTINUED)
MAX (guilty)
Oh, well... I thought that then, but I kinda decided that that isn’t really right and that it should kinda not be like that. If we know them, then they should keep their brains.
(fumbling)
Even if we don’t know them that well...

The Wild Things look uncomfortable. This is going worse than they expected.

K.W.
I think you should apologize to Bob and Terry.

CAROL
I don’t apologize to owls. They’re stupid.

An audible gasp from the group.

IRA
Carol, that’s hateful.

CAROL
Why did you bring them here? That’s what you’ve been doing all this time? They’re not sleeping in our pile!

The mood has gone black.

ALEXANDER (patting Max on the head)
Gee, you’re the best king ever. You’ve changed everything.

CUT TO:

EXT. BEACH – DAY
Carol is sitting, dejected. Max approaches and sits with him.

MAX
Hey Carol.

CAROL
I don’t get why she likes them so much.
MAX
  Yeah... I couldn’t really understand what they were saying either.

CAROL
  Really?

MAX
  Yeah.

CAROL
  Now everyone’s mad at me.

MAX
  There’s something I like to do, that sometimes makes me feel better.

CAROL
  What is it?

MAX
  (quietly)
  It’s kind of personal.

CAROL
  (sweetly)
  You can tell me.

Max looks up at Carol and starts to smile.

SMASH CUT TO:

EXT. FOREST - DAY (CONTINUOUS)

The Wild Things are all gathered around.

MAX
  Alright, we’re gonna have a war! We’re gonna clobber each other.

Carol looks really excited.

IRA
  Clobber each other?

JUDITH
  Hmm...

They all seem intrigued.

(CONTINUED)
MAX
Yeah, with huge dirt clods. We used to do it all the time when I was a little kid.

DOUGLAS
Hm. We haven’t had a dirt clod fight in a long time...

MAX
Yeah, it’s the best way to have fun together. Now we just have to split into two sides. So who wants to be a bad guy?

No one raises their hand.

MAX (CONT’D)
Okay. I’ll pick one then.
(pointing to Judith)
Umm, okay you’re a bad guy...

JUDITH
Yeah, saw that coming.

MAX
(pointing to Alexander)
...and then you’re definitely a bad guy.

ALEXANDER
What? Ah... Damn.

Alexander’s shoulders drop.

IRA
Ummm... I’m bad... really.

MAX
(pointing to Ira)
Okay, you can be a bad guy.

IRA
Judy, I’m with you.

JUDITH
Yeah, I heard.

Ira joins the bad guys.

MAX
And you can pick one other.
JUDITH
(to Max)
Okay. We pick you.

MAX
(laughing)
No, no I can’t be a bad guy. I’m the king. I’m a good guy.

Max looks over at the Bull.

MAX (CONT’D)
And uh... And you...

Max shies away.

MAX (CONT’D)
(to the bad guys)
He’s with you. He’s on your team.

DOUGLAS
(to Carol)
So am I a good guy?

CAROL
Yes, of course, you have the best arm.

K.W. emerges from the forest.

JUDITH
Hey, where were you?

K.W.
Saying goodbye to Bob and Terry.

ALEXANDER
Hey K.W., you wanna be on my team? We’re the bad guys.

MAX
(excited)
No, no-no, no. You’re with us. You’re a good guy.

CAROL
(meekly)
Yeah, K.W., be a good guy.

MAX
Okay. Yeah, you’ll be on my team. You and me and Carol.

Max walks K.W. over next to Carol, trying to reconcile them.
CAROL

Hi, K.W.

K.W. just looks at him. She starts to soften, even smiles. Max watches, happy and relieved. So far the war has brought everyone together!

Douglas walks over to them to join the team.

MAX
Okay. So what we are gonna do is we’re gonna try to kill the bad guys...
(picking up a dirt clod)
by beaning them in the head with these dirt clods. We’re gonna try to find the biggest pieces...

BAM! Max is suddenly smacked in the back of his head by a dirt clod. He turns to see Alexander laughing. He threw the first one, and is getting another clod ready.

ALEXANDER
You didn’t see that coming!

The war is on.

CAROL
Run!

MAX
Run for cover!

DOUGLAS
Wait, hold on! We didn’t make the official starting noise!

Max and his team run away.

JUDITH
Yeah. You’d better run.

ALEXANDER
Bad guys rule!

IRA
Look out for the bad guys!

JUDITH
We’re coming to get you, favorites! Die!

Max runs across the field and into the forest, his team in tow. The dirt clods explode everywhere.

Max and Douglas slide into a gully, exchanging fire with Judith and Ira across the way.

(CONTINUED)
ALEXANDER
Yes! Direct hit.

JUDITH
Good shot, Ira!

K.W. comes sliding over the berm, into the gully shared by Max and Douglas. Carol runs over to where they are.

MAX
(loudly, adopting a military tenor)
We need to find higher ground! Move out!

Max’s team makes a break for it. Carol’s first, Max a few feet behind, then Douglas and K.W. further back. Explosions all around, as the good guys huff and puff.

EXT. CLEARING NEAR A CLIFF - CONTINUOUS

Judith and Ira are surrounded, hiding behind a large rock. Max, Douglas and Carol are lying in wait, perched on a hill above them, about fifty feet away.

Every time Judith or Ira tries to peek out from their rock, Max’s team pummels them.

CAROL
We got them pinned down! They can’t even move!

MAX
Fire on three!

DOUGLAS
Okay!

MAX
One, two, three!

IRA
You guys are gonna... Ow!

Max, Carol and Douglas throw dirt clods at Judith and Ira.

JUDITH
(from behind the rock, laughing)
Ahhh! Stop! Stop, stop it.

IRA
(from behind rock)
Judy, I’m trapped.

(CONTINUED)
MAX
(to his team) *
This is perfect!

*They throw more dirt clods. We hear Judith and Ira behind the log.*

JUDITH
Ohh, wow!

IRA
Let them waste their ammunition.

JUDITH
They’re not going to run out of dirt. Whoa! That was hard. It’s just a game! Let us out of here.

MAX
(to Carol and Douglas) *
Wait, wait. I have an idea. Come out!

JUDITH
No!

MAX
Why not?

JUDITH
Ahh, because you’re gonna hit us in the head with dirt.

MAX
Come out!

JUDITH
Nooo!

MAX
Why not?

JUDITH
Because when I said you’re gonna hit us in the head with dirt, you didn’t say anything. That means you’re planning to hit us in the head with dirt.

MAX
(to Carol and Douglas) *
Man, they really have us figured out.

(CONTINUED)
Max thinks.

MAX (CONT’D)
Okay, let’s go! Ambush!

Max, Carol and Douglas run toward where Judith and Ira are hiding.

MAX (CONT’D)
Charge!

Judith runs away.

JUDITH
Ira, help! Get Carol.

IRA
Ooh, good shot. I’m gonna get you!

A huge mound hits the tree trunk behind them and falls to the ground. When it lands, we see that it’s actually a raccoon, which gets up and begins to scurry off. Carol grabs it and hurls it back at the bad guys. The raccoon hits Ira in the head and bites his nose.

CAROL
Hey, who threw Richard? He’s on our team now.

IRA
Ahhh! Owwww!

CAROL
Gotcha!

IRA
Owww. No animals! Owww! It really hurts. It’s hurting my nose!

Max peers up, and sees Alexander skulking on an open ridge. Alexander is oblivious, thinking the front is in another direction entirely.

MAX
Hey Douglas, get the goat. Knock his legs out!

Douglas unleashes a devastating dirt clod, which knocks Alexander flat. It’s comical but painful. Alexander gets up with tears in his eyes.
ALEXANDER
Owww!
(finding Douglas and Max and yelling to them)
That’s cheating. I’m not gonna play anymore.

MAX
(whispering to Douglas)
Do it again.

JUDITH
Alexander come on! Fight with us!

Douglas does, and this time hits Alexander’s back - a huge cloud of dust. Max smiles mischievously, as if to say “Oops!” He’s having a great time.

ALEXANDER
Owww! That’s not fair! Are you crazy?!

JUDITH
Alexander you’re supposed to get hit, it’s a war.

ALEXANDER
That wasn’t fair. Douglas hit me when I was hurt. You can’t hit someone when they’re hurt. I quit.

JUDITH
Get back in here right now.

IRA
Alex, count to ten. Things will get better.

JUDITH
Alexander, don’t you cry!

ALEXANDER
If I count to ten will you be gone Ira?

Alexander stalks off.

JUDITH
Don’t you talk to Ira the way I do.

Max throws a dirt clod at Judith, nailing her in the head.

MAX
Knock it off, Judith!

(Continued)
JUDITH
Owww! That’s my eye!

Carol and K.W. laugh and exchange looks.

Max ducks, giggling.

Max, Carol and the team run.

Down the path, Carol falls. Max dives over him, body-slamming his stomach playfully. Carol laughs, Max laughs. Once on the other side of Carol’s mass of flesh, Max uses him as a wall.

Now Douglas approaches, but can’t slow down in time to avoid Carol’s prone figure.

DOUGLAS
Whoa!

He tries to jump over Carol and Max, but his foot lands on Carol’s head. It’s awkward and painful, but also sort of comic.

CAROL
Ow!

Landing, Douglas looks worried.

DOUGLAS
Carol, I’m so sorry!

Carol laughs. Douglas is relieved.

Now K.W., coming down the path running fast, has seen this fun, and, overexcited, she runs at full speed and jumps off Carol’s head, landing on Douglas’ face. Instantly Carol leaps up and is no longer laughing. He’s fuming.

K.W.
(laughing)
What happened? Somebody stepped on your head?

CAROL
(outraged)
What are you doing?

K.W.
(laughing)
What?

CAROL
Don’t step on my head!

(CONTINUED)
K.W. (innocently - she didn’t mean it)
What do you mean? It’s a war! And Douglas just did it.

CAROL
Yeah but he did it by accident.
You did it on purpose! And he didn’t step on the face part of my head!

K.W.
It was a joke. I was just joking.

CAROL
Yeah, sure you were, like you aren’t always looking for an opportunity to step on my head.
That’s what you do.

Max watches the argument, standing below them, looking from one and then the other.

K.W.
Fine, fine. You know what? This is exactly why I never want to do anything with you anymore. (she lays down)
Go ahead and step on my head.

CAROL
No. Forget it. I’m not going to step on your head just to make you feel better.

Carol leaves, running up the hill.

CAROL (CONT’D)
Come on, Douglas!

DOUGLAS (judiciously)
Carol, I think that you did the right thing, you know, not stepping on her head.

Close on Max as we hear this, and Judith and Ira complaining about their injuries off in the distance.

Max approaches K.W. as she lies on the ground. Max steps on K.W.’s head, as she lies there. K.W., still upset, smiles weakly.

(CONTINUED)
K.W. - Thanks, Max. But I’m done. 
(beat, sigh) 
I don’t know why I came back. I’m glad I met you, I guess. 

Max looks sad and worried. 

CUT TO - 

EXT. AROUND THE CAMPFIRE - NIGHT, LATER 

Max and all of the Wild Things are sitting around the fire. We pan around the fire, from one Wild Thing to the next. Each is filthy - covered in burrs and dirt. Their injuries are visible, their anger unmasked. They blame him for all the misery brought on by the war. 

JUDITH - (anxious) 
So King. What’s going on? This is how you rule a kingdom? Everyone fighting? The bad guys feel bad. Everyone feels bad! 

IRA 
Yeah. I’m still sorta dizzy and my eyeballs feel loose. 

JUDITH 
Oh can it, Ira. Everyone’s eyeballs feel loose. 

CAROL 
No, Max will bring K.W. back. He’ll keep us all together. He has powers. Right? Show us. C’mon King. 

Max is put on the spot. Everyone waits expectantly. He doesn’t know what to do, so he falls back on an old standard. Finally, instead of speaking, he does the robot dance that he last did with his mom. 

Everyone looks dumbfounded. 

IRA 
Uh oh, somebody broke the king. 

JUDITH 
I don’t get it. Oh wait, I do. It’s stupid. 

Max stops dancing. 

(CONTINUED)
IRA
I think he’s done now. What just happened, Judy?

JUDITH
That’s what we waited for?

ALEXANDER *
Pathetic. *

Judith turns and walks away.

All of the Wild Things slowly get up. At that moment, a * snowflake appears. Then more – the flakes come down slowly, waywardly. The Wild Things watch and sigh with resignation. –

Judith, Alexander and Ira walk off. Carol waits for all of the Wild Things to leave.

Carol walks away, pausing only to shake his head, profoundly * disappointed in Max. He disappears into the forest. *

For a moment, Max isn’t sure whether he should be leaving with Carol. All alone, Max looks around, seeing only * emptiness in every direction. The snow increases. *

He stares out into darkness.

MAX*
*(calling out, scared)*
Carol?

No response. He sits next to a tree and thinks about what to 74–
do.

EXT. CAMPSITE – NEXT MORNING 74A–

Max walks through the forest and out to the edge of the * cliff. He stares out at the water, thoughtfully. *

CUT TO: –

INT. FORT – THAT NIGHT 99–

MAX
Hi.

Finally Max sits down next to Alexander, tentatively, – apologetically.

Neither of them speak for a moment. Max sees a wound on Alexander’s back. The conversation is in a soft whisper so as not to wake anyone.

(CONTINUED)
MAX (CONT’D)
Is that from the dirt clods?
ALEXANDER
Yeah, from when you had Douglas hit me.
MAX
Sorry about that.
ALEXANDER
It’s okay.
MAX
(sympathetically)
No one really listens to you, huh?
ALEXANDER
Oh, you noticed?
(beat)
Yeah. I guess you’re not used to that... being a king and all.
Max, still heavy-hearted, smiles at him.
MAX
Man, I really messed this place up.
Alexander studies Max.
ALEXANDER
You’re not really a king, huh?
You’re just regular.
Max looks at Alexander, guilty.
ALEXANDER (CONT’D)
(disappointed)
I knew it.
(then back to Max, seriously)
I don’t even know if there is such a thing as a king that can do all the things you said.
Max says nothing.
ALEXANDER (CONT’D)
100-101 Look, I don’t care, just don’t ever let Carol find out.

CUT TO:  -
80  INT. FORT - NIGHT

All the Wild Things are sleeping. Max is awake, and he watches Carol. Carol is scratching the ground, anxious and restless. It scares Max.

81  INT. FORT SITE - MORNING

The sky is overcast. Max is inside the fort, pacing out dimensions, drawing an outline of something on the wall. Carol approaches.

Carol walks up and notices Max’s markings on the wall.

    CAROL
    Hey, Max. What’s that?

    MAX
    Um... Well, I was thinking we needed a place where the king is secret. Like a secret chamber for the king.

Carol looks at the fort, tilting his head.

    CAROL
    Well, I don’t understand... What...

    MAX
    Well, you know like a... like a small place. With a door that’s not so big.

When Carol begins to understand the implications here, his feelings get bruised.

    CAROL
    (pondering)
    I don’t know...
    (studying the fort)
    I just didn’t picture it with secret doors.
    (pause as he collects his thoughts and thinks of a way out of this)
    What if it were a big place with big secret doors?

    MAX
    That... that’s not really how it would be done. It’s more like...
    it’s like a... it’s like a...

(CONTINUED)
This is getting frustrating for Carol. He tries to control his rage, but can’t.

Without warning and with a great crash, he punches a hole in the wall.

Max looks surprised.

CAROL (embarrassed)
About that big?

Carol turns and walks off, visibly hurt.

INT. FORT - PRE-DAWN

Everyone is sleeping in the fort.

Max is laying inside the area reserved for his secret chamber. It’s not built yet -- just an outline in the floor.

Max startles awake. Carol’s voice booms out of the darkness.

CAROL (O.S.)
(firm and anxious)
Everyone wake up, wake up! Get out here! Everything’s wrong!

Everyone wakes up.

JUDITH
What is it?

CAROL
Everybody wake up.

DOUGLAS
It’s Carol.

They go outside. Carol is facing away from us.

JUDITH
Carol, don’t.

IRA
You alright?

CAROL
It’s all wrong. It wasn’t supposed to be like this.

JUDITH
Oh, I knew it was gonna happen.

(CONTINUED)
CAROL
Wake up and come out here.

DOUGLAS
What is it?

CAROL
Get out here. It’s wrong. I can’t even look at it.

DOUGLAS
What is it?

CAROL
(turning to the fort)
The fort. We gotta tear the fort down.

DOUGLAS
What?

CAROL
It wasn’t supposed to be like this!

DOUGLAS
No, Carol.

CAROL
You said we were all going to sleep together in a real pile, and now you want a secret room and K.W. is gone for good. And now I have to worry if the sun is gonna die. Look at it. It never came up! It’s dead!

JUDITH
What?!

IRA
Oh my god.

All the Wild Things look scared.

MAX
Carol, stop it!

CAROL
It’s dead. It’s dead.

MAX
You’re scaring everyone.

CAROL
It’s morning.

(CONTINUED)
MAX
The sun’s not dead. It’s just nighttime.

CAROL
How do you know? I can’t trust what you say. Everything keeps changing. Alright, come on Douglas. We’re ripping it down.

Carol starts storming toward the fort.

MAX
(steps in front of Carol blocking him)
Carol, we’re not ripping the fort down!

CAROL
It was supposed to be a place where only things you wanted to have happen would happen.

Carol, stares at Max for a beat, stunned, then turns to Douglas for support.

CAROL (CONT’D)
Come on Douglas, do what I tell you.

Douglas, stares at him, not saying anything.

MAX
No! We all live here, not just you. It’s everybody’s. Judith and Ira and everyone else live here, too.

JUDITH
Oh, finally.

CAROL
You were supposed to keep us safe. You were supposed to take care of us, and you didn’t.

DOUGLAS
Carol.

MAX
I’m sorry!

CAROL
That’s not good enough.
DOUGLAS
Carol.

CAROL
You’re a terrible king.

DOUGLAS
Carol!

CAROL
What?!

DOUGLAS
He’s not our king.

CAROL
What? Don’t say that! How could you say that? How dare you say that?

DOUGLAS
There’s no such thing as a king.

CAROL
Don’t you say that.

DOUGLAS
He’s just a boy pretending to be a wolf pretending to be a king.

CAROL
That’s not true!

IRA
He’s just like us.

JUDITH
(cursing herself, fooled again)
Ahh! Why don’t I listen to myself?

DOUGLAS
Look, I just went along with it because I knew you wanted it so much, okay?

Carol looks back at Douglas, with his anger and frustration building.

CAROL
Don’t say that!

MAX
No! Carol, stop it!

(CONTINUED)
Suddenly Carol rips off Douglas’ arm. Douglas stands, staring at him with sand pouring out of his shoulder.

DOUGLAS
Oww!!

MAX
Stop it! What are you doing?!

Carol throws Douglas’ arm.

The rest of the Wild Things are shocked. But it becomes clear that this kind of thing isn’t unprecedented.

DOUGLAS
Carol.

CAROL
What?

DOUGLAS
That was my favorite arm.

CAROL
Well, I was just holding on to it. You pulled away.

MAX
Carol, stop it!

CAROL
You lied!

MAX
You’re out of control!

This hits Carol hard. He’s lost in confusion and rage.

CAROL
I am not out of control! You were supposed to take care of us! You promised!

(big roar)
I’ll eat you up!

He lunges for Max.

Max bolts. Carol chases him into the woods.
Carol is crying hysterically as he chases Max toward the forest, both of them at full speed. Max darts through a low, small opening in the dense forest - too small for Carol to fit through. Carol crashes head first into the trees. The forest is too dense. Carol grinds to a halt, stuck in the trees. Max ploughs on, rushing through the dense woods. Carol watches him escape.

Max continues through the woods. He breaks through the foliage onto a forest path.

Max runs down the path. The sound of Carol yelling echoes in the distance. Max is looking back, trying to see where Carol is, and runs full-speed into K.W.

K.W.
C’mon, C’mon. C’mere.

K.W. has a look of desperation on her face, and Max spends a split second trying to read it. Carol is getting closer.

She grabs his arm and yanks him off the path.

Carol runs by, growling ferociously. He’s terrifying now, without any trace of the more civilized or charming Carol. Now he’s pure id, a raging animal.

K.W. (CONT’D)
Get in, get inside!

MAX
What?

K.W. has her mouth open, and is indicating that Max should crawl into her.

K.W.
Get in. Crawl inside my mouth.
I’ll hide you!

The growling of Carol gets louder. Max realizes that he has no choice. He starts, tentatively, to crawl into K.W.’s mouth. Once he’s half-way in, she swallows him whole.

Max lands inside of KW, where there are some rocks and sticks and “Richard” the raccoon. Richard is hanging out, eating some twigs. He and Max make eye contact.

MAX
Oh, hi Richard.
CAROL
Max! Max!

Carol bursts into the area near K.W.

We're close on Max inside of K.W. He’s barely lit by the dim light coming from above. He tries to breathe quietly.

CAROL (CONT’D)
Where is he!?

K.W.
(defiantly)
I don’t know!

CAROL
Where is he?

K.W.
I don’t know!

I can smell him! Where is he!?
(beat)
I just want to talk to him.

K.W.
You’re out of control!

CAROL
I’m not out of control!

K.W.
You were going to eat him!

CAROL
(deflated)
No, no... I wa-- I wasn’t going to... I don’t know...I just said it.
(tortured)
Am I as bad as he says I am?

Close on Max. He starts to soften.

K.W.
Just go away!

CAROL
I just wanted us all to be together...
He turns, defeated, and walks off.

Close on Max. He feels for Carol.

K.W., breathing hard, walks into a small, dark clearing, covered with fallen trees and pools of liquid.

K.W.
(repeating Carol)
Can you believe him?

MAX
He doesn’t mean to be that way,
K.W. He’s just scared.

K.W.
(softening somewhat)
Well, he only makes it harder. And
it’s hard enough already.

MAX
(thinking about his own behavior)
I know. (beat) But he loves you.
You’re his family.

K.W. thinks about this for a minute.

K.W.
Yeah... I guess. *

MAX
*I can’t breathe that well in here.
Can you get me out? *

Close on Max. Finally a big hand reaches in and retrieves Max, taking him toward the light. K.W. tilts her head back and draws him out of her throat. After he's been extracted, they sit together, exhausted.

Max looks up at her, seeing how hard it is for her. Then he looks down, contemplating this, a new thought enters his head.

MAX (CONT’D) *
I wish you guys had a mom. *

K.W. says nothing, seeming to acknowledge the truth in this. *

MAX (CONT’D)
I’m gonna go home. *
The sun rises on the desert. Max is running where he and Carol had first walked. He's full of energy, knowing he’s about to leave, that soon he’ll be home again.

Max, out of breath, reaches the door and enters.

MAX
Carol!

Inside, the entire mini-city has been ravaged. There are remnants of it splayed out, glass and metal everywhere, as if Carol had destroyed it in a rage. Max walks around, horrified by the destruction.

On the floor, amid the wreckage, Max sits and begins to work. He takes pieces of the debris and splinters of wood, and begins to arrange something on the floor, though we don't see what exactly it is.

Max runs toward the fort. As he approaches, he looks over and sees Carol and Douglas sitting together. Douglas stands, excusing himself, so that Max and Carol can talk. There’s a stick attached to Douglas’s shoulder where his arm should be.

DOUGLAS
(nodding to Max)
Max.

Douglas walks off, patting Carol on the back affectionately as he goes.

CAROL
(as if this question might answer it all)
So whatever happened with you and the Vikings?

MAX
(sweetly and apologetically)
Well... in the end, I had to leave.

CAROL
Why?
Carol, upset and hurt, looks up at the fort.

MAX
But I’m not a Viking or a king or anything.

CAROL
No, no you’re not.
(beat)
What are you?

MAX
I’m Max.

CAROL
Oh.
(he stands)
Well, that’s not very much.

Carol thinks about this for a beat, then stands up and walks off.

105-106 Max looks after him sadly.

116 EXT. BEACH - DAY

Max and K.W. see the ocean in front of them. The Wild Things standing awkwardly, silently, around Max’s boat.

K.W. and Max approach all of the Wild Things – Judith, Ira, Douglas, the Bull.

BULL
Hey Max?

Max is momentarily surprised that finally the Bull has spoken.

MAX
Yeah?

BULL
When you go home will you say good things about us?

MAX
Yeah, I will.

BULL
Thanks.

Alexander stands between Judith and Ira, like a toddler leaning against the legs of a parent. Douglas is visibly sad, looking down at Max. He doesn't know what to do.

(CONTINUED)
Max crosses to Ira, and Judith.

Max hugs Ira.

Max looks at Judith.

JUDITH
You’re the first king we haven’t eaten.

ALEXANDER
Yeah, it’s true.

Ira pats Max on the head.

JUDITH
(interrupting the sentimental moment)
See ya.

Max nods and crosses to Alexander.

ALEXANDER
Bye, Max.

MAX
Bye.

As Max walks away, we see the hardness on Judith’s face drops. She grabs Alexander and hugs him tightly. Max sees Douglas standing beside his boat, holding it steady in the shallow water.

INT. CAROL'S STUDIO - DAY

Carol storms into the workshop, still upset. Carol stops short, noticing Max’s gift on the floor below him. His rage quickly dissipates as he sees a heart made of the debris from the studio, a heart much like that which Carol made for Max earlier. Inside the heart is the letter C.

Carol takes it all in, and sits down before it. He traces the outline of the heart with his claw. He’s utterly overcome.

EXT. DESERT -- DAY

Carol is running through the desert. He’s running as fast as he can toward the beach.

EXT. BEACH - DAY

They begin pushing the boat into the water.

(CONTINUED)
Standing in the water, K.W. lifts Max into the boat. As he stands on the bow, they embrace.

K.W.
Don’t go. I’ll eat you up, I love you so.

Max hugs her goodbye and is now ready to sail off.

As they're pushing the boat into the water, we hear a great rustling through the forest. They all look up.

Carol comes running from the forest onto the beach, but slows down as soon as he and Max lock eyes.

Max looks at him warily. Carol, respecting this, stops at a distance from Max. Carol looks down, standing as if his hands were in his pockets, wanting to say something, but not knowing what.

Max begins to drift into the ocean. Max and Carol look at each other as Max continues to float away.

Carol walks toward the boat, across the beach, wanting desperately to do or say something, eventually walking past the other Wild Things and wading waist-deep into the ocean.

Max watches, conflicted. Their eyes have been locked the entire time. Carol looks so sorry but doesn’t know what he can possibly say. Max, watching Carol - who is now up to his chest in the ocean - emits a sad mournful gentle howl.

MAX
Aroooooo!

We can almost hear Max's voice cracking. Carol's spirits lift - he sees this as a small sign of Max's forgiveness.

CAROL
(mournful in return)
Arooooooo!

There are a few moments when Max and Carol's howls overlap as Max drifts into the sea. Finally the other Wild Things join in, all howling sorrowfully, in concert, to their departing friend. K.W. howls goodbye, too.

EXT. OCEAN - NIGHT

Max sails alone, under a full moon, with no land in front of him or behind him.

EXT. OCEAN - DAY

Max continues sailing, determined.
Max finally sees the forest along the horizon, the point from which he came.

Max docks the boat again in the same inlet of the lake. He runs, as fast as he can, through the forest. He's so close to home.

He runs through the forest and then through the neighborhood.

A random dog runs up next to him and Max barks at it wildly gleeful as they run side by side. The dog, after running next to him for a moment, splits off. All of the houses are dark, except for Max’s own, in the distance, where some of the lights are still on. He runs toward it until he gets a few houses away, when he slows down to a jog, then a walk.

His last few steps are slow and tentative. He moves to the front door, and we see a close-up of the doorknob turning.

Max tiptoes through the house, nervous of the repercussions. His mom sees him, runs to him, grabs him and holds him. They look at each other. Max is overwhelmed with emotion, feeling both sorry, relieved and grateful that she’s taken him back. She looks at him sweetly, removes his wolf hood, and holds him tighter.

Max is eating his soup. His mom is sitting at the table, too, head resting in her hand, utterly exhausted. She looks affectionately at Max. Max starts to eat his cake, and looks up at his mom. She has fallen asleep. Max tilts his head, studying her, appreciating her, marveling at her.