



by

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Based on the animated television series
created by
HANNA-BARBERA PRODUCTIONS

FADE IN:

MAIN TITLE SEQUENCE

This is a shot-for-shot recreation of the opening title sequence to the 1986-87 Hanna-Barbera television series "Pound Puppies", also known in the series' second season "The All-New Pound Puppies".

CHORUS

We're Pound Puppies

COOLER

Cooler and the Crew

CHORUS

Whopper, Bright Eyes, Nose Marie--

COOLER

Helping Pupparoos!

CHORUS

*For every puppy in town
A happy home will be found
We're Pound Puppies*

COOLER

We'll find a pup for you!

KATRINA

*You, Pound Puppies!
I hate them, yes I do*

BRATTINA

*Ew, Pound Puppies!
They're yucky, icky-poo!*

KATRINA

*Soon I'll catch every pup
And then I'll lock em all up
You, Pound Puppies
Your rebel days are through!*

PUPPIES

*We're Pound Puppies
Loving and so true*

COOLER

Yo, Pound Puppies!

PUPPIES

*With puppy power too
For every puppy and pet
A happy home we will get*

(MORE)

PUPPIES (CONT'D)
We're Pound Puppies
We wanna go home with you!
 (dog barks)

FADE IN TO:

EXT. LOS ANGELES, CALIFORNIA - DAY

We enter the city of Los Angeles. An airplane is seen flying over the city further in the distance.

CUT TO:

EXT. KATRINA'S PUPPY POUND - DAY

We enter through the doors of Katrina's Puppy Pound, which was built to look like a prison. As we reach a trash can, it somehow flips open and we are taken straight down to the ground. We then reach the Pound Puppies Secret Headquarters.

CUT TO:

INT. P.P. HEADQUARTERS - DAY

As we enter through Headquarters, we meet up with the puppies, who are putting the finishing touches of the many decorations for HOLLY'S birthday.

They are all wearing party hats. NOSE MARIE is lighting the birthday cake with candles. She is humming a catchy tune. Both BRIGHT EYES and WHOPPER are blowing balloons.

BRIGHT EYES

Gosh, oh Golly Gee! This is gonna be exciting!

COOLER

Couldn't agree more, Bright Eyes.

(to NOSE MARIE)

Oh, by the way, Nose Marie, thanks for stitching up that hole in my jacket.

NOSE MARIE

You're welcome, Cooler.

HOWLER

I wonder where Holly is right now?

COOLER
 She'll be home in a few minutes.

CUT TO:

EXT. DOWNTOWN LOS ANGELES - DAY - CONTINUOUS

An empty soda bottle is now rolling down through the busy streets of Los Angeles. It then slowly stops nearby the sewer. Suddenly, a pair of wheels, coming from a bicycle, flies past the bottle, which spins out of control.

We meet up with twelve-year-old HOLLY as she is riding her green bicycle through the streets. She zigzags past vehicles and leaps over various obstacles.

CUT TO:

EXT. KATRINA'S PUPPY POUND - DAY

HOLLY reaches the entrance of Katrina's Puppy Pound. She then stops and dismounts the bike, reaching a large house.

CUT TO:

INT. KATRINA'S HOUSE - DAY

HOLLY enters the house to meet up with her cruel aunt KATRINA STONEHEART and her equally evil daughter BRATTINA, who are waiting for her.

HOLLY
 Hi, Auntie Katrina.

KATRINA
 You forgot, didn't you?

HOLLY
 Forgot what? I didn't forget anything.

KATRINA
 Well...

KATRINA pulls out a rolled-up piece of paper and begins to unroll it, revealing it to be a really long list. HOLLY is not surprised.

KATRINA (CONT'D)
 ...you didn't forget these, didn't you?

HOLLY
 (sighs)
 Why am I not surprised?

KATRINA
 You see, hanging out with those wretched puppies will do you no good, dear, so I made this list of chores to keep you busy. Remember, you still have to scrub the floors, wash the dishes...

BRATTINA
 ...finish my homework...

KATRINA
 ...iron our clothing...

HOLLY
 (annoyed)
 OK, OK, I get it.

BRATTINA
 Well, somebody's got an attitude, Mommy Dearest.

HOLLY
 You know, you two can't keep doing this for the heck of it just because I'm with the puppies all the time, Auntie Katrina.

BRATTINA
 Yeah? Well, hear our slogan, Holly. We do what we please.

KATRINA
 Agreed. Now, get to it!

HOLLY
 If you say so. Oh, I almost forgot. Aren't you two forgetting something?

KATRINA and BRATTINA turn to each other, confused. They turn back to HOLLY.

KATRINA
 Forget what?

HOLLY
 Well, it's my birthday. I'm twelve today.

KATRINA

Oh, yeah. Well, consider the chores
as your birthday present, young
lady. Now get them done, pronto!

BRATTINA

Yeah! Nyah, nyah!

HOLLY

(sighs)
Yes, ma'mm.

HOLLY exits, now disheartened.

CUT TO:

INT. P.P. HEADQUARTERS - DAY

RED ALERT PUP

(alarm ringing)
*Red alert! Holly's coming! Red
alert! Holly's coming!*

NOSE MARIE

What?

NOSE MARIE zips over to the periscope. She sees HOLLY
approaching Headquarters.

NOSE MARIE (CONT'D)

(gasps)
Holly's comin'!

WHOPPER

Battle stations, everybody!

COOLER

Quick, pups! Get into your places!
Hurry!

All of the puppies scatter around the interior of
Headquarters, finding a place to hide. After they do so,
BRIGHT EYES quickly shuts the lights off.

NOSE MARIE

(softly)
Everybody, keep quiet.

BRIGHT EYES

(softly)
Shh!

Everything is kept quiet for a few minutes. Then, HOLLY enters, still in distraught.

HOLLY
Hello? Puppies? Are you there?

HOLLY looks around Headquarters. There was no response. She sadly lowers her head down.

HOLLY (CONT'D)
Oh, no. The puppies forgot about my birthday, too.
(sniffles)

A tear rolls down HOLLY'S cheek. Suddenly, the lights flick on.

ALL
(in unison)
Surprise! Happy birthday, Holly!

HOLLY, in a mixture of shock and surprise, turns to the puppies in sheer amazement.

HOLLY
Oh, thank you, everybody. I thought that you guys have forgotten about my birthday, too.

BRIGHT EYES
Don't be silly, Holly. We'd never forget your birthday.

WHOPPER
Yeah, what she said.

HOLLY now has tears leaking from her eyes.

HOLLY
(longingly)
Oh, you guys are the best.

RED ALERT PUP
(alarm ringing)
Red alert! Puppy coming! I repeat, puppy coming!

COOLER
Partytime'll have to wait, Holly, 'cause we got a special delivery.

CUT TO:

EXT. KATRINA'S PUPPY POUND - DAY

A truck enters the pound, reading "DOG SNATCHER" in bright red lettering. KATRINA and BRATTINA approach it. KATRINA opens the door and seven puppies are on board. They are barking like crazy.

KATRINA

OK, you crawling fleabags, out!

All of the puppies quickly hop out from the truck, except for POLO, a Labrador Retriever, who carefully sneaks away from the truck. He is carrying a backpack on his back. BRATTINA leads all of the puppies to their kennels, but she notices something wrong with the picture.

BRATTINA

Hey, Mommy Dearest. Where did that other puppy go?

KATRINA spots POLO running away.

KATRINA

There it is! Catch it, Brattina!

Soon, KATRINA begins to chase after POLO. BRATTINA immediately joins in.

BRATTINA

Ew, you stinky, icky-poo puppy!

BACK TO:

INT. P.P. HEADQUARTERS - DAY

Back down in Headquarters, HOWLER is looking through the periscope. COOLER reaches him.

COOLER

What's the situation, Howler?

HOWLER

Katrina's chasing after another puppy to throw into the cage.

NOSE MARIE

Oh, that poor little thing's in trouble! Whatever shall we do, Cooler?

COOLER

We do what we do best. Pound Puppies, let's start pounding!

The puppies exit.

BACK TO:

EXT. KATRINA'S PUPPY POUND - DAY - CONTINUOUS

KATRINA slams the kennel door shut and locks it. POLO has a tear leaking from his eye.

KATRINA
And don't even think about coming
out, you vile canine!

BRATTINA
Yeah!

The puppies watch this behind the exterior of KATRINA'S office.

HOWLER
How are we gonna get past Katrina?

COOLER
With these.

COOLER whips out five smoke bombs and five ninja costumes.

NOSE MARIE
Ninja outfits?

COOLER
Yep. Just follow my lead, pups.

COOLER throws two of the five smoke bombs on the ground, exploding in the process. Soon, purple smoke begins to emerge from below.

BRATTINA
(coughs)
What's with all the smoke?

KATRINA
I don't...
(coughing)
...know.

KATRINA sees silhouettes of the five puppies, dressed as ninjas. They approach the kennel, doing acrobatic routines.

KATRINA (CONT'D)
Are those...ninjas?
(brief pause)
Wait a minute.

COOLER pulls down onto a lever, and the kennel opens up.
HOLLY arrives on the scene and catches POLO after he escapes.

HOLLY

Oh, you poor thing. Don't worry,
we'll get you to your new home in
no time.

Twinkling stars swirl around HOLLY'S head. KATRINA watches
this, along with BRATTINA.

KATRINA

(gasps)
It's those puppies!
(to BRATTINA)
Brattina! Release Catgut!

BRATTINA

On it!

BRATTINA whistles for her pet Siamese cat CATGUT, who breaks
through the front door of KATRINA'S house and lets out a
dinosaur-like roar.

COOLER

It's Catzilla! C'mon, pups, let's
go!

The puppies make their escape. CATGUT starts to chase after
them. As the puppies make a sudden stop, a large hole in the
ground takes them back down to Headquarters.

KATRINA

Get back here, you wretched
canines!

Suddenly, COOLER pops out from behind KATRINA.

KATRINA (CONT'D)

What the?

COOLER puckers up and kisses KATRINA onto the lips. There is
slobber all over her face and tries to wipe it off.

KATRINA (CONT'D)

Yaugh! I've been kissed by a dog! I
got dog germs! Get hot water! Get
some disinfectant! Get some Iodine!

BRATTINA

Ew, Mommy Dearest! You've been
kissed by a yucky puppy! Double
icky-poo!

KATRINA
 (growls)
 Mutts drive me nuts!

BACK TO:

INT. P.P. HEADQUARTERS - DAY

The puppies and POLO enter Headquarters. HOLLY is waiting for them.

BRIGHT EYES
 Another puppy rescued from
 Katrina's clutches.

COOLER
 Couldn't agree more.

POLO
 Thank you guys so much. I thought I
 was a goner for a second.

NOSE MARIE
 Well, we're happy to help you,
 honey.

POLO
 My name's Polo, and I appreciate
 your gratitude.

COOLER
 Well, Polo, on behalf of our staff,
 we welcome you to the ever-popular
 Pound Puppy Mission Control. I'm
 Cooler, the top dog in charge in
 finding you a hap-hap-happy home.

COOLER shakes paws with POLO.

POLO
 Very nice to meet you, Cooler.

NOSE MARIE
 Oh, Holly, we almost forgot about
 your birthday.
 (to POLO)
 She's now twelve years old.

POLO
 Oh, really? Well, happy twelfth,
 birthday girl.

HOLLY
Why, thank you, Polo.

DISSOLVE TO:

INT. P.P. HQ - KITCHEN/DINING ROOM - DAY - MOMENTS LATER

The puppies, POLO, and HOLLY are all sitting down at the dining room. NOSE MARIE exits the kitchen, holding the cake in her paws, with all twelve of the candles lit. They start singing to HOLLY.

PUPPIES
(singing)
Happy birthday, dear Holly
Happy birthday to you...

She places it down on the table. HOWLER howls in rhythm.

NOSE MARIE
Now make a wish, Holly, and blow
out the candles.

HOLLY
You got it.

HOLLY closes her eyes and blows out each candle. The puppies cheer and applaud.

HOWLER
So, Holly, what did you wish for?

HOLLY
The only thing that I wish for is
that Auntie Katrina and Brattina
would start being kind to me and to
you guys, because she's been
treating me like dirt for years,
and I won't stand for it any
longer.

BRIGHT EYES
That's all you're wishing for?

HOLLY
Yeah.

COOLER
Hmm, interesting.

NOSE MARIE
Holly, you know that old witch
doesn't believe in kindness.

(MORE)

NOSE MARIE (CONT'D)

In fact, she thinks that kindness
doesn't exist in this world.

HOLLY

Same for Brattina.

BRIGHT EYES

But you, on the other hand, have a
heart of gold. Word of advice,
Holly: Don't let Katrina's words
haunt you for the rest of your
life.

COOLER

Bright Eyes is correct-a-rooney.

NOSE MARIE

You're gonna become a beautiful
woman soon and when that happens,
it'll be you who's gonna be takin'
care of things around here. Just
remember, you'll always have us,
Holly.

NOSE MARIE pats HOLLY on her shoulder.

HOLLY

Thanks, everyone. You're the best.

She kisses COOLER on the cheek. He blushes.

COOLER

Oh, stop it. You're makin' me
blush.

(laughs)

Suddenly, everyone hears growling sounds, which seem to be
coming from BRIGHT EYES' stomach. She places her paws on it.

BRIGHT EYES

(giggles)

Sorry, that was just my tummy
waiting to eat that cake.

COOLER

So, Polo, what brings you here?

POLO

I'm on my way to find my family,
but I don't know where they are.

HOLLY

Well, why don't we locate them in
the Hall of Puppy Power?

COOLER
 Good idea, Holly.

DISSOLVE TO:

INT. HALL OF PUPPY POWER - DAY - CONTINUOUS

The gang sits down in the Hall of Puppy Power.

BRIGHT EYES
 You really think this is gonna
 work, Cooler?

COOLER
 Just watch.
 (clears throat)
*Oh, Puppy Power, hear our pleas
 We must know which state Polo flees*

Suddenly, a cloud magically appears and a vision is being
 shown, revealing the location to be New York City.

WHOPPER
 New York?

COOLER
 Interesting location to rescue a
 pup.

WHOPPER
 I'll say.

BRIGHT EYES
 One question. How are we gonna get
 there? We don't even have a car.

HOWLER
 Good question, Bright Eyes.

COOLER
 Wait a sec! Yes, we do! We have
 Howler's Biscuit-Mobile.

HOWLER
 Oh, yeah. I remember when I built
 the Biscuit-Mobile.
 (sighs)
 Those were the good ol' days.

POLO
 You know, guys. Did I ever tell you
 that I'm an inventor?

BRIGHT EYES

No, we haven't.

HOWLER

Oh, you're an inventor, Polo?

POLO

Yes, Howler, I am. In fact, I've brought one of my inventions here with me to show you, if that's OK with you, of course.

NOSE MARIE

We'll be happy to see your lil' ol' inventions, Polo, dear.

HOWLER

And I know just the place.

DISSOLVE TO:

INT. P.P. HQ - LABORATORY - DAY

Inside HOWLER'S laboratory, POLO gathers the puppies and HOLLY around him. He carefully lifts his invention onto the table. It has been covered with bed sheets.

POLO

Fellow Pound Puppies, you're about to witness something revolutionary. Behold!

POLO grabs the bed sheets and removes them, revealing his invention.

POLO (CONT'D)

The Rover-Detractor!

The puppies are in sheer amazement.

BRIGHT EYES

Bow-Oh-Wow!

WHOPPER

So cool!

HOLLY

This is amazing!

NOSE MARIE

Oh my Southern fried goodness!

COOLER
Unbelievable!

HOWLER
Polo, I'm impressed! You really outdone yourself!

POLO
Well, I did the best of my ability to work day and night on this thing. Anyway, the Rover-Detractor allows your day to be much easier as it can do all of the chores for you, like washing dishes, for example. But enough info about this thing. Time for a demonstration.

POLO pulls a lever down and the Rover-Detractor starts up. He turns a dial to the setting "Vacuum Cleaner". The Detractor's nozzle begins to suck up hints of salt off the floor. Everybody seems to be impressed with the results.

BRIGHT EYES
Goody Goody Gumdrops!

HOWLER
Amazing, Polo. Maybe you and I can invent something together someday.

NOSE MARIE turns to a now-nervous WHOPPER.

NOSE MARIE
So, it was snowin' down here, huh?

WHOPPER
Uh...
(chuckles nervously)
Uh, yeah. It's been snowing like crazy! That's right.

A dream cloud suddenly appears above WHOPPER'S head, showing the inside of the lab. It suddenly starts to snow.

WHOPPER (CONT'D)
And it was freezing, too! I tried to warm up the lab, but the thermometer didn't work.

The cloud vanishes. NOSE MARIE isn't amused.

NOSE MARIE
Yeah, like I would believe that.

POLO (O.S.)

Oh, no.

HOLLY

What's the matter, Polo?

POLO is struggling with the Detractor. He's trying to push the lever back up, but it's no use.

POLO

I'm having a bit of trouble with the Detractor. I think the lever's stuck.

HOLLY

Here, I'll help you.

POLO

Thanks a million, Holly.

Both HOLLY and POLO grab onto the lever.

POLO (CONT'D)

OK, ready? Push!

They start to push the lever as hard as they can. This somehow backfires as the lever breaks off.

POLO (CONT'D)

Uh-oh.

HOLLY

What just happened?

POLO

The lever's broken. The Detractor's gonna go haywire!

The Detractor suddenly starts to wobble and smoke begins to rise from the inside. The puppies witness this in shock.

BRIGHT EYES

What's going on?

WHOPPER

I don't know, but I'm not liking what it's doing!

The nozzle suddenly sucks up everything in sight, from BRIGHT EYES' doll PATCHES to COOLER'S blanket "Woogie".

BRIGHT EYES

(gasps)

Patches!

COOLER
My Woogie!

Everyone in the room turns to COOLER.

ALL
(in unison)
Your Woogie?

COOLER
(while blushing)
My Woogie.

ALL
(in unison)
His Woogie.

Sparks fly from the inside of the Detractor. The nozzle proceeds to suck up everything. The Detractor suddenly grows bigger and it slowly begins to fall apart.

NOSE MARIE
It's gonna blow!

POLO
Incoming!

The puppies and HOLLY retreat, hiding under the couch.

CUT TO:

EXT. KATRINA'S PUPPY POUND - DAY

Outside the pound, an explosion is being heard from below. A puff of black smoke emerges from the inside of KATRINA'S office.

BACK TO:

INT. P.P. HQ - LABORATORY - DAY

The Detractor has been blown up into smithereens. Pieces scatter all over the floor. Soon, everyone gets up from the floor.

POLO
(coughing)
Is everybody all right?

WHOPPER
Yeah, no thanks to you!

NOSE MARIE

Whopper! Be nice!

(to POLO)

Sorry 'bout your contraption, Polo.

POLO

That's all right. I can always build another one. But I can't do that because I've gotta go to New York to find my family.

HOLLY

There's something I've been meaning to ask you. What was your family like in New York City?

POLO

Oh, Holly, my family's the best. I have a master named Kathy. She's an absolute sweetheart.

DISSOLVE TO:

EXT. CENTRAL PARK, NEW YORK - DAY

POLO and eight year-old KATHY are playing together in Central Park. KATHY immediately tackles him to the ground. After that, POLO starts licking her face. KATHY starts to laugh and then begins to rub POLO'S stomach.

DISSOLVE TO:

EXT. JELLYSTONE PARK, CALIFORNIA - DAY

KATHY and POLO are at Jellystone Park, playing Frisbee.

DISSOLVE TO:

EXT. JELLYSTONE PARK, CALIFORNIA - AFTERNOON - MOMENTS LATER

After awhile, POLO is sleeping under an oak tree, while KATHY and the rest of her family are eating their lunches on a picnic table.

DISSOLVE TO:

EXT. JELLYSTONE PARK, CALIFORNIA - NIGHT - LATER

POLO is still asleep. He wakes up and looks for KATHY and her family, but they're nowhere to be found. He soon grows sad and disheartened. Tears start to roll down from his eyes.

DISSOLVE TO:

INT. P.P. HQ - LABORATORY - DAY

POLO

I've been searching for Kathy for three whole months, and so far, I haven't got any luck.

WHOPPER, dressed as General Patton, stands in front of a large American flag. He proceeds to pace back and forth.

WHOPPER

Well, fear not, my fellow friend. We shall go above and beyond, high and low, deep into the ends of the Earth, to help you find your family. We shall not rest until our deed is done.

BRIGHT EYES applauds, while the others salute to WHOPPER.

COOLER

That clenches it! Pups, this may be the most risky and quite dangerous mission of our lives, so we'd better make this one count. Starting tomorrow, we're getting up bright and early.

KATRINA (O.S.)

(shouting)

Holly...!

Overhearing this, HOLLY doesn't feel too happy, by the looks of it.

HOLLY

(groans in frustration)

Coming, Auntie Katrina! I gotta go, guys. See you tomorrow.

HOLLY exits.

NOSE MARIE

Bye, Holly.

(to POLO)

(MORE)

NOSE MARIE (CONT'D)

Now, Polo, let's get you some lil'
ol' nourishment.

CUT TO:

INT. KATRINA'S HOUSE - DAY

HOLLY enters KATRINA'S house. KATRINA appears to be furious at her, complete with her arms being crossed.

HOLLY

What is it?

KATRINA

Don't "What is it" me, young lady.
Why aren't your chores done?

BRATTINA

She must've been with those icky-
poo mutts again.

HOLLY

Yes, it's true. I was with the
puppies. But there was a poor puppy
in danger. I had to help. I mean,
what was I gonna do? Sit around and
do nothing?

KATRINA

That's what you're about to get for
supper if you don't get started
with your chores. Get to it! Now!

HOLLY

Yes, ma'mm.

HOLLY exits, carrying a broom in her hand.

KATRINA

Hey, Holly!

HOLLY turns to KATRINA.

HOLLY

Hmm?

KATRINA

Happy birthday.
(laughs)

BRATTINA

Nyah, nyah!

HOLLY is now angry.

HOLLY
 You know something, Auntie Katrina?
 There will come a time when both of
 you will start treating me nicely.

KATRINA and BRATTINA are now speechless. HOLLY continues speaking.

HOLLY (CONT'D)
 All these years, you two have been
 treating me like dirt. And you know
 what? I won't stand for it any
 longer. Think long and hard about
 what I said, would ya?

KATRINA
 (muttering)
 Oh, when I get my hands on you...

HOLLY
 What was that?

KATRINA
 Uh, nothing.

KATRINA gives HOLLY an obviously fake smile.

HOLLY
 Yeah, that's what I thought.

HOLLY exits with the broom.

BRATTINA
 Who does she think she is talking
 to us like that, Mommy Dearest?

KATRINA
 That wretched girl. I'll teach her
 to speak to her aunt that way.

DISSOLVE TO:

INT. P.P. HQ - RUMPUS ROOM - NIGHT - LATER

BRIGHT EYES leads POLO to the Rumpus Room.

BRIGHT EYES
*Come on, Polo, quit your dragging
 Time to set your tail a-wagging
 Let's have fun, no more blue
 Welcome to the Rumpus Room*

POLO
What is this place?

BRIGHT EYES
This here is the Rumpus Room, where
we puppies can wag our tails and
have a blast. So let's blast off!

Both BRIGHT EYES and POLO slide down. After that, they ride the Merry-Go-Round, which begins to spin faster. Then, they are now thrown out from the Merry-Go-Round and lands onto a set of bed sheets. They start laughing.

Soon, both COOLER and NOSE MARIE enter, wearing their respective bathrobes.

COOLER
(laughs)
OK, you two. Way past your bedtime.

BRIGHT EYES
OK, Cooler.
(to POLO)
Come on, Polo.

They exit.

CUT TO:

INT. BRIGHT EYES' DOGHOUSE - NIGHT

In BRIGHT EYES' doghouse, POLO is sleeping in a doggy bed near BRIGHT EYES' bed.

BRIGHT EYES
Good night, Polo.

POLO
Night, Bright Eyes.

DISSOLVE TO:

INT. WHOPPER'S DOGHOUSE - MIDNIGHT - MOMENTS LATER

Inside his doghouse, WHOPPER begins to toss and turn in his sleep.

DISSOLVE TO:

EXT. CLOUDS - DAY

As we pass through the clouds, we see a biplane flying through them. We meet up with WHOPPER, who is piloting the biplane. Suddenly, bullets zip past it and the biplane dodges it.

WHOPPER

Aah! I'm being attacked!

Another biplane is chasing after WHOPPER. The pilot in that biplane is CATGUT. He proceeds to shoot at WHOPPER'S biplane.

WHOPPER (CONT'D)

I could use a little help here,
Bright Eyes!

BRIGHT EYES (V.O.)

Hang in there, Whopper!

CUT TO:

INT. CONTROL TOWER - DAY

BRIGHT EYES is contacting WHOPPER through the control tower.

BRIGHT EYES

You're almost at the home stretch!
Keep fighting!

BACK TO:

EXT. CLOUDS - DAY

WHOPPER and CATGUT are chasing after each other in their biplanes. They continue to do so by doing loop-de-loops through the daytime sky. CATGUT'S plane proceeds to fire at WHOPPER'S plane.

CUT TO:

EXT. CONTROL TOWER - DAY - CONTINUOUS

The two planes make their way to the control tower.

WHOPPER

Oh, thank God! I'm almost there!

Bullets fly towards WHOPPER'S plane, and they damage the left wing. The wing starts to break apart. WHOPPER notices.

WHOPPER (CONT'D)
Oh, no! The wing!

The wing falls off the plane and it is blown off, thanks to the wind. Suddenly, the plane tilts over, forcing WHOPPER to hang on for his life.

WHOPPER (CONT'D)
Aah!
(pants)
Help!

CUT TO:

INT. CONTROL TOWER - DAY - CONTINUOUS

BRIGHT EYES sees WHOPPER hanging onto his plane.

BRIGHT EYES
(gasps)
Whopper!

BACK TO:

EXT. CLOUDS - DAY - CONTINUOUS

The now-damaged plane tilts its nose downward. Behind WHOPPER is CATGUT, now carrying a missile launcher. He fires a missile at WHOPPER'S plane.

WHOPPER turns around and sees the missile coming towards him. The missile blows the plane up, sending WHOPPER falling through the clouds.

WHOPPER
(screaming)
Aah...!

CUT TO:

INT. CONTROL TOWER - DAY - CONTINUOUS

BRIGHT EYES
(screaming)
No...!

BACK TO:

EXT. CLOUDS - DAY - CONTINUOUS

WHOPPER is still falling from the sky.

WHOPPER
(screaming)
Aah...!

DISSOLVE TO:

INT. WHOPPER'S DOGHOUSE - MIDNIGHT

WHOPPER is still screaming. His purple blanket is thrown to the floor.

WHOPPER
(screaming)
Aah...!

Just then, the light is switched on.

VOICE (O.S.)
Whopper?

The puppies enter WHOPPER'S doghouse. NOSE MARIE reaches him.

NOSE MARIE
Whopper! Wake up! You're havin' a
bad dream!

WHOPPER immediately wakes up. He turns to NOSE MARIE.

WHOPPER
(panting)
Oh, Nose Marie, I had the most
awful dream.

NOSE MARIE
What was that, darlin'?

WHOPPER
I dreamt that I was in a poorly
made war film.
(pants)

DISSOLVE TO:

EXT. KATRINA'S PUPPY POUND - DAWN - MUCH LATER

All is pretty peaceful at the pound. There is a hint of lavender in the nighttime sky.

CUT TO:

INT. P.P. HEADQUARTERS - DAWN

Back inside, the gang is busy packing up their things. HOLLY soon enters.

COOLER

Pack up everything, gang. We've got to hit the road very soon.

BRIGHT EYES (O.S.)

Hey, guys! Come quick!

CUT TO:

INT. P.P. HQ/LIVING ROOM - DAWN - CONTINUOUS

BRIGHT EYES and WHOPPER are watching the news on television. The others walk in. NOSE MARIE isn't impressed.

NOSE MARIE

Bright Eyes and Whopper, you know you're not supposed to be watchin' TV right now.

WHOPPER

But, Nose Marie, this is pretty big news! Look!

NEWS ANCHOR

(on TV)

Our top story today, three crooks are planning to steal the Kookoo diamond from an African museum...

NOSE MARIE switches the television off.

WHOPPER

Hey! What gives?

NOSE MARIE

We don't have time for that, Whopper. We've gotta get goin'.

RED ALERT PUP
 (alarm ringing)
She's right, you know.

NOSE MARIE
 Red Alert Pup's right.

COOLER
 All right, then, pups. To the
 Biscuit-Mobile!

CUT TO:

INT. GARAGE - DAWN

They reach the garage, where the Biscuit-Mobile is sitting in the center of the room.

HOWLER
 Ah, there she is. The Biscuit-Mobile.

POLO
 That is one beautiful-looking car.

HOWLER
 Thank you. Now, let me show you some of its features. It has a sonar radar, a battery ram, and super-sonic rocket boosters.

HOLLY
 That is so cool.

HOWLER
 I know, right.

They soon hop into the vehicle and fasten their seat belts.

COOLER
 OK, crew, let's buckle up and blast off!

HOWLER ignites the engine and stomps onto the brake pedals.

CUT TO:

EXT. KATRINA'S PUPPY POUND - SUNRISE

The Biscuit-Mobile leaves the pound.

PUPPIES
New York City, here we come!

DISSOLVE TO:

INT. KATRINA'S HOUSE - BEDROOM - MORNING - MOMENTS LATER

In her bedroom, which appears to be unbelievably filthy, KATRINA is fast asleep and is snoring, complete with having her mouth opened wide. Then, her alarm clock begins blaring, which quickly annoys KATRINA. She grabs a baseball bat and smashes it to pieces.

KATRINA
Quiet!

KATRINA is now rudely awoken. She rises up from the right side of her bed and approaches the mirror. She then swipes her wig and dons it, muttering to herself in the process.

KATRINA (CONT'D)
Holly! Wake up!

There was no response.

KATRINA (CONT'D)
Holly! I know you can hear me!

Still, no response was heard. Now furious, she gets up and exits her bedroom.

CUT TO:

INT. HOLLY'S BEDROOM - MORNING

She enters HOLLY'S room.

KATRINA
Holly? Holly! Where is that disgusting rat? Holly!

She is nowhere to be found.

KATRINA (CONT'D)
Brattina!

BRATTINA enters.

BRATTINA
You called?

KATRINA

Where is that worthless excuse for a child? Holly's not here.

BRATTINA

She isn't?

KATRINA

No. Now, where can she be?

BRATTINA

Wait a minute. I just thought of something, Mommy Dearest. If Holly's not here, you know what that means?

KATRINA

No?

BRATTINA

I have a hunch that Holly must've ran away and took those icky-poo puppies with her!

KATRINA grows furious.

KATRINA

(furiously)

Ooh, I should've known all along! That wretched pest's going down, along with her little dogs, too!

BRATTINA

Yeah!

KATRINA

But first, a little trip down memory lane.

CUT TO:

INT. GARAGE - DAY

The two villains, along with CATGUT, enter the garage.

KATRINA

You see, Brattina, after all these years of failed attempts to catching those filthy mongrels for years, I've decided to take a much needed break.

CATGUT

Whew!

KATRINA

But, since we have nothing better to do, I've finally decided to jump back into action and rid those hideous, disgusting beasts off of Holly's hands.

BRATTINA

How are we gonna do that, Mommy Dearest?

KATRINA

Remember the Compactor Tractor?

BRATTINA

Of course I do.

KATRINA

You see what's behind me?

Behind them is a large object that is covered in white blankets.

BRATTINA

Blankets?

KATRINA face-palms.

KATRINA

No, you dolt, I mean what's *underneath* the blankets.

(sighs)

Lemme show you.

(muttering)

Boy, I tell ya. Someday, I'm gonna have to sell you to a wealthy family.

BRATTINA

I can hear you, Mommy Dearest.

KATRINA

Well, pretend you didn't hear that. Anyway, behold, Brattina! My latest creation yet!

KATRINA grabs the blankets and removes them, revealing a large robot combining a monster truck with a power-loader.

KATRINA (CONT'D)
Say hello to the Compactor Tractor
2000!

BRATTINA
Wow!

KATRINA
This bad boy can not only capture
those monsters, but it also crushes
them!

BRATTINA is disgusted.

BRATTINA
(in disgust)
Ew! No need go *that* far!

CATGUT
Mm-hmm.

KATRINA
Quiet! Soon, I can finally have my
revenge on those nasty mutts once
and for all!
(cackles)
Come on, Brattina! You, too,
Catgut! We've got puppies to rope
up! But we'll need some help,
Brattina, and I know just the
person.

BRATTINA
Who?

KATRINA picks up her cell phone and dials a number.

KATRINA
Hello, operator? Get me...
(brief pause)
...Captain Slaughter.

CUT TO:

EXT. GAS STATION - DAY

At a deserted gas station, the front door flies open. The
CAMERA is now aimed downward as we see a pair of black shoes
stepping outside and is now walking.

A metallic right hand is now shown, holding a bagful of all
kinds of snacks and desserts.

The back of a sea captain's uniform is shown, with the words "I HATE PUPPIES" written in white.

The pair of black shoes stop as the CAMERA slowly pans upward to reveal CAPTAIN SLAUGHTER, KATRINA'S henchman. As he is about to reach his semi-rig, the phone rings. SLAUGHTER picks it up.

SLAUGHTER
I'm all ears.

KATRINA
(other line)
*The Pound Puppies have escaped, and
I'm on my way to catch them.*

SLAUGHTER crushes a soda can, with cherry soda spilling out from it.

SLAUGHTER
Tell those Pound Puppies the
Captain's back in town.

DISSOLVE TO:

EXT. PALM SPRINGS, CALIFORNIA - DAY

The puppies are driving through Palm Springs. The engine of the Biscuit-Mobile suddenly sputters. HOWLER notices as the car slowly begins to run out of gas.

HOWLER
Uh-oh.

NOSE MARIE
What is it, Howler?

HOWLER
Out of gas.

The car comes to a stop, with the gas now completely empty.

HOWLER (CONT'D)
(sighs)
Just my luck.

POLO
I'm pretty sure that there's
another gas tank in the trunk. I'll
get it.

POLO exits the car and opens the trunk. Nothing's inside it.

POLO (CONT'D)

Great. There's no gas tank in here.

COOLER

Well, guess we'll have to move on the old-fashioned way.

BRIGHT EYES

What does that mean, Cooler?

COOLER

We're gonna have to push the Biscuit-Mobile.

NOSE MARIE

You can't be serious.

COOLER

Of course I'm serious. The kids out there should know what I'm talking about. All right, everybody out.

(to HOWLER)

Howler, stay in the car.

HOWLER

Got it.

The puppies, save for HOWLER, exit the Biscuit-Mobile and goes behind it. They place their hands onto the rear end.

COOLER

OK, pups, start pushing.

They immediately start to push the Biscuit-Mobile as it begins to move slowly. HOWLER is still inside the vehicle, placing his foot onto the brake pedal.

WHOPPER

Man, this car's heavy.

COOLER

Look on the bright side, Whopper. At least we're getting our exercise.

(laughs)

DISSOLVE TO:

EXT. HOLLYWOOD & VINE - DAY

The Tractor 2000 is rolling down the streets of both Hollywood and Vine. People watch this, stunned.

CUT TO:

INT. TRACTOR 2000 - DAY

KATRINA

Won't be long now before we catch up with those filthy mongrels. Right, Brattina?

BRATTINA

Right, Mommy Dearest.

KATRINA

And let's not forget that runaway traitor of ours, Holly. I have special plans for her when we get home.

CATGUT

Meow?

KATRINA

Quiet, you ignorant feline, you!

BRATTINA

Jeez, Mommy Dearest, you don't have to be *that* harsh.

KATRINA

That's who I am, Brattina. And you should be, too. You have been a bit soft lately.

BRATTINA

I have?

KATRINA nods.

BRATTINA (CONT'D)

(in disgust)

Ew! No, I haven't, Mommy Dearest! Why would I ever be soft to those icky-poo puppies? That's not me at all!

KATRINA

You brought up a good point, Brattina.

BRATTINA
Y'know, sometimes I'm questioning
your level of intelligence.

KATRINA
I heard that!

BRATTINA
(sighs)
Sorry.

CUT TO:

EXT. KATRINA'S PUPPY POUND - DAY

SLAUGHTER reaches the pound. He exits his semi-rig and looks down onto the sidewalk. There are tire tracks. He points his finger down onto them and begins to move it forward.

SLAUGHTER
I've got you now, puppies.

Knowing the puppies' every move, SLAUGHTER hops back into his semi-rig and drives off, following the tire tracks.

DISSOLVE TO:

EXT. MOJAVE DESERT, NEVADA - NIGHT - MUCH LATER

The puppies are now in the Mojave Desert in Nevada, still pushing the Biscuit-Mobile. They appear to be very exhausted. Finally fed up, NOSE MARIE and the others stop pushing.

NOSE MARIE
I can't take this anymore! I don't
wanna push this beast any longer! I
hate you, you stupid rust bucket!

NOSE MARIE kicks the rear end of the Biscuit-Mobile, hurting her left foot.

NOSE MARIE (CONT'D)
(screams in pain)
Yow! Ow!

WHOPPER
Nose Marie's not taking it well.

BRIGHT EYES
Agreed.

COOLER

OK, I think we'd had enough pushing for one day.

POLO

Yeah. But let's focus on the most important thing. Where are we gonna sleep?

HOLLY places her hands onto her stomach as it begins to grumble impatiently.

HOLLY

Second most important thing. When are we gonna eat? I'm starving.

COOLER

Yeah, me too.

HOWLER

Where are we, anyway?

NOSE MARIE

I think we're in Nevada.

BRIGHT EYES turns back to the other side of the road.

BRIGHT EYES

Hey, look!

Soon, a pair of headlights begin to blink from the distance. The gang spots this. The blinking headlights belong to a limousine, which fishtails to a stop. HOLLY puts her leg back as the limo's window pulls down. HOLLY reaches to it.

HOLLY

Uh, excuse me?

An Elvis Presley impersonator pops out from the window, scaring HOLLY.

HOLLY (CONT'D)

Aah!

ELVIS IMPERSONATOR

You rang?

HOLLY and the puppies look at each other, confused. The Elvis impersonator gives HOLLY a spare jug of gasoline. The window closes, and the limo drives off.

HOLLY
Uh, thanks?

DISSOLVE TO:

EXT. MOJAVE DESERT, NEVADA - NIGHT - MOMENTS LATER

With the gas refilled, the Biscuit-Mobile continues to drive through the Mojave Desert. A familiar-looking semi-rig soon pulls right next to them. HOLLY notices.

HOLLY
What's a semi-rig doing out here?

POLO
I dunno. Maybe some guy's
delivering cargo.

The semi-rig moves closer to the Biscuit-Mobile. WHOPPER turns to the side of the truck, spotting a "No Puppies" Ghostbusters symbol on it.

WHOPPER
Uh-oh. I don't like this.

BRIGHT EYES
What is it, Whopper?

WHOPPER shows BRIGHT EYES the Ghostbuster-like logo on the truck.

BRIGHT EYES (CONT'D)
Oh, no.

COOLER turns to the truck, and the door window opens, revealing the driver to be none other than SLAUGHTER.

SLAUGHTER
Hello, Cooler!

COOLER
Aah!

Suddenly, the truck violently rams into the Biscuit-Mobile. SLAUGHTER reaches his metallic hand outside the truck and immediately grabs COOLER.

COOLER (CONT'D)
(straining)
Let me go, Slaughter!

HOLLY
Cooler!

POLO
Let Cooler go!

POLO leaps onto SLAUGHTER and bites his arm.

SLAUGHTER
(screams)
Aah!

COOLER is now dropped by SLAUGHTER, landing back inside the Biscuit-Mobile. POLO jumps back in.

COOLER
Thanks, Polo.

POLO
Anytime, Cooler.

A now-furious SLAUGHTER jumps back into the truck and rams into the car again. The Biscuit-Mobile jerks.

CUT TO:

EXT. DESOLATE HIGHWAY - NIGHT - CONTINUOUS

The car slips and slides off course as it makes its way to a set of railings. The truck then proceeds to crush the car. It then presses onto the railing, making tons of sparks fly all over the place and leaves a scratch on the car.

HOWLER
(screams)
My baby!

Finally, the truck hits the car hard, forcing the latter to careen off the road, accelerating.

CUT TO:

EXT. OPEN ROAD - NIGHT - CONTINUOUS

The Biscuit-Mobile reaches a slope.

CUT TO:

EXT. SLOPE - NIGHT - CONTINUOUS

The car skids down the slope. The puppies and HOLLY try not to fall off.

CUT TO:

EXT. RAILROAD TRACKS - NIGHT - CONTINUOUS

It crash-lands on a set of railroad tracks.

HOLLY
Is everybody OK?

WHOPPER
(groans)
I think I'm getting whiplash.
(winces)

NOSE MARIE
Well, at least we're all right, now
that we've escaped Captain
Slaughter.

COOLER
Uh, hate to disagree with you, Nose
Marie, but I don't think we escaped
the Captain.

POLO
Mm-hmm.

BRIGHT EYES hears a train whistle from the distance.

BRIGHT EYES
What was that?

The puppies turn around to see what's behind them. A train is
approaching.

COOLER
(sarcastically)
Gee, this situation doesn't look
familiar at all.

NOSE MARIE
Would you just be quiet and run?!

COOLER
Oh, right.

The puppies escape the now-damaged Biscuit-Mobile as the
ongoing train rams through it, exploding in the process. They
watch this.

COOLER (CONT'D)
Well, that was an overly expensive
explosion.

POLO
Yep.

BRIGHT EYES looks at the wreckage.

BRIGHT EYES
(shouts)
Ay, caramba!

WHOPPER
Well, that wasn't forced at all.

COOLER then realizes something.

COOLER
Wait a sec, pups. I just thought of something.

HOWLER
What is it, Cooler?

COOLER
The train that just wrecked the Biscuit-Mobile. We can hitch a ride to New York.

NOSE MARIE
That's probably the best plan I've ever heard from ya, Cooler. Then again, you do come up with the best ideas.

HOLLY
How are we gonna catch it?

HOWLER
Luckily for us, I brought my invention with me.

HOWLER presses a button and his bowler hat suddenly transforms into a helicopter. HOWLER is soon lifted off the ground.

COOLER
Good thinking, Howler.

HOWLER
Thanks, Cooler. Now, everybody, grab onto my legs and hold on tight. This could get bumpy.

The puppies and HOLLY grab onto HOWLER'S legs tightly. HOWLER then flies off, following the train. They soon reach it.

POLO
We're almost there!

HOWLER

All right, everyone. When I count to three, we jump.

POLO

Wait, what?

(chuckles)

No, I don't wanna jump. I'm afraid of heights.

BRIGHT EYES

Come on, Polo, you can do it!

POLO soon realizes what BRIGHT EYES just said.

POLO

You're right, Bright Eyes. I can do it.

HOWLER

OK, I'm counting down. One...

POLO swallows.

HOWLER (CONT'D)

...two...

COOLER

Here we go.

HOWLER

...three!

Everyone jumps off HOWLER'S legs and lands onto the top of the train. HOWLER soon lowers himself down.

WHOPPER

That was awesome, Howler!

HOLLY

Way to go!

HOWLER

Thanks.

COOLER

Now let's get some shut-eye, gang.

NOSE MARIE

Good idea. One question, by the way. Where is the train going?

COOLER

I have no idea, but wherever this
train's going, we're heading there.

CUT TO:

EXT. MOJAVE DESERT, NEVADA - NIGHT

Back at the Mojave Desert, SLAUGHTER'S semi-rig comes to a
stop.

CUT TO:

INT. TRUCK - NIGHT

Inside, SLAUGHTER hears a familiar voice.

KATRINA (O.S.)
Captain Slaughter!

He turns to the window and opens it. KATRINA is still in the
Tractor 2000.

SLAUGHTER
You rang?

BACK TO:

EXT. MOJAVE DESERT, NEVADA - NIGHT

KATRINA
Why didn't you capture those
puppies? I gave you a job to do,
and you're failing miserably! This
is the last time I ever hired you,
Slaughter!

SLAUGHTER begins to growl angrily at KATRINA. He is now fed
up.

SLAUGHTER
(shouting)
Shut up, you old hag!

BRATTINA
(sniffs)
Whew! Take some breath mints, why
don't ya!

SLAUGHTER
Quiet!

BRATTINA

OK.

KATRINA

Listen, you don't get to yell at my daughter like that. Besides, it's my job to scream at her.

SLAUGHTER

I'm going to rid those vultures if it's the last thing I do! And I refuse to rest until Cooler is finally in my grasp!

KATRINA

Then let's join forces and track those beasts down once and for all!
(laughs evilly)

DISSOLVE TO:

EXT. MINEOLA STATION, TEXAS - MORNING

The next morning, the train arrives at Mineola Station in Texas.

CUT TO:

INT. TRAIN - MORNING

The puppies and HOLLY wake up.

COOLER

Mornin', pups. Sleep well?

POLO

Well, yeah.

HOLLY

Where are we, anyway?

POLO looks outside to see the front entrance of Mineola Station.

POLO

I think we're in Mineola Station.

BRIGHT EYES

That means we're in Texas!

WHOPPER

No duh, Sherlock.

COOLER
OK, gang, let's get going.

They exit.

DISSOLVE TO:

EXT. DESERT - DAY - LATER

The sun is scorching. The puppies make their way through the desert, along with HOLLY. You can see sweat running down their faces.

BRIGHT EYES
(panting heavily)
How much longer, Cooler?
(gulps; pause)
My throat's parched.

COOLER
(panting)
Don't worry, Bright Eyes. Won't
be...
(beat)
...much longer now.

DISSOLVE TO:

EXT. DESERT - DAY - CONTINUOUS

The puppies inch forward - spent, dehydrated, near death.

NOSE MARIE
(pants, groaning)
I can't go on much longer...

They collapse, one-by-one. COOLER looks up at the sun, squinting.

COOLER
(barely alive)
Must...catch on...
(pause)
Gotta...go...fast...
(beat)
Oh, who am I kidding?

He also collapses.

CUT TO:

INT. TRACTOR 2000 - DAY

BRATTINA feels glum.

KATRINA

Don't worry, Brattina. We'll rest
up soon.

CATGUT sees the desert. Then, he notices something.

CATGUT

Rowr?

CATGUT spots the puppies out in the desert, using a pair of
binoculars.

CATGUT (CONT'D)

Meow!

Excited, he tries to get KATRINA'S attention.

How?

By lightly scratching her back. Sadly, it backfires.

KATRINA

Gaah!
(growls)
Catgut!

CATGUT

Rowl!

KATRINA

What? Show me!

CATGUT gives KATRINA the binoculars. Using them, she spots
the puppies. KATRINA creates a devilish smile.

KATRINA (CONT'D)

Catgut, you are now my favorite
member of this family.

BRATTINA

But I thought I was your favorite
member.

KATRINA

Not anymore, Brattina. Now, hop to
it! We got puppies to take care of.
(laughs)

BACK TO:

EXT. DESERT - DAY

The puppies, along with HOLLY, are lying down in the sand. Thirsty, short of air, and weary. There are vultures circling around them.

HOWLER
 (barely alive)
 Hey, Cooler?
 (coughs)
 Are we gonna die?

COOLER
 (barely alive)
 No one's gonna die, Howler.

HOWLER
 I wish I could agree.

TIGHT ON NOSE MARIE:

NOSE MARIE
 Hey. I'm beginnin' to...see
 somethin'.

COOLER (O.C.)
 See what?

NOSE MARIE
 I'm startin' to get some kind o'
 vision...It's like I'm havin' this
 alternate flashback...

NOSE MARIE'S VISION: In the 1950's, there are redesigned versions of the Pound Puppies -- as in the "Legend of Big Paw" movie -- along with some new characters, including BIG PAW, CHARLAMANGE, HAIRBALL, COLLETTE, FLORENCE, TAMMY AND JEFF, REFLEX and BEAMER. Everybody is dancing to a quite familiar song on the jukebox. The song in question is "At the Pound".

HALL
*You can walk 'em, you can stroll
 'em
 You can rock 'em and you can roll
 'em at the pound
 No time for hesitatin'
 'Cause they're waggin' and they're
 waitin' at the pound
 There's a pet sensation
 Sweepin' the nation at the pound*

CHORUS

Let's go to the pound (4X)
Come on, let's go to the pound

BACK ON NOSE MARIE:

NOSE MARIE

(sighs)
 Good times.

COOLER

Huh.

A large shadow hovers over COOLER. There are loud engine sounds. He turns.

COOLER (CONT'D)

What in the...

REVERSE ANGLE REVEALS: THEY'RE STARING AT THE TRACTOR 2000.

Just then, the others see it, too.

NOSE MARIE

What in tar nation is that thing?

COOLER

Take a wild guess.

We hear KATRINA'S laugh from inside.

CUT TO:

INT. TRACTOR 2000 - DAY

KATRINA

(laughs)
 I'm gonna enjoy this!
 (to CATGUT)
 Won't we, Catgut?

CATGUT

Mm-hmm.

KATRINA pulls a lever.

BACK TO:

EXT. DESERT - DAY - CONTINUOUS

TIGHT ON: A CLAW OPENS WIDE. IT SLOWLY LOWERS DOWNWARD.

WHOPPER

Aah! I don't like this, guys!

HOWLER

(howls)

Let's get outta here!

COOLER

Right behind ya!

They start running.

BACK TO:

INT. TRACTOR 2000 - DAY

KATRINA

After them!

TIGHT ON: KATRINA STOMPS ON THE BRAKE PEDALS.

BACK TO:

EXT. DESERT - DAY

The Tractor 2000 follows them. A chase soon begins.

BRIGHT EYES

I never thought we'd encounter
Katrina again!

WHOPPER

Ya think?

The Tractor 2000 fires lasers at them.

BRIGHT EYES

Is that thing shooting lasers at
us?!

WHOPPER

Nuh-uh! I ain't buying *that* for a
toy!

Suddenly, the claw swipes NOSE MARIE.

NOSE MARIE

(screaming)

Aah! Cooler!

COOLER
Nose Marie's in trouble!

TIGHT ON NOSE MARIE: SHE IS TRYING TO ESCAPE.

The laser cannon is pointed directly at NOSE MARIE.

CUT TO:

INT. TRACTOR 2000 - DAY

KATRINA lowers her finger down towards a red button. She has a smirk on her face, feeling victorious.

KATRINA
I'll be taking a hot dog. To go!
(laughs evilly)

BACK TO:

EXT. DESERT - DAY - CONTINUOUS

NOSE MARIE'S eyes are completely shut. Then, out of nowhere, a whistle is heard from the b.g. She opens them back up and turns.

NOSE MARIE
What the...

COOLER, as a cowboy, is riding on a horse.

COOLER
Yee-haw! Ride 'em, cowboy!

He reaches the Tractor 2000. NOSE MARIE is overjoyed.

NOSE MARIE
Cooler!

COOLER
(as John Wayne)
Grab my paw, pilgrim.

COOLER takes out his paw and reaches for NOSE MARIE. She grabs it and pops out from the claw. Then, she jumps onto the horse. COOLER waves bye-bye to KATRINA.

COOLER (CONT'D)
 (as John Wayne)
 Ta-ta, Katrina!
 (laughs)

BACK TO:

INT. TRACTOR 2000 - DAY

Witnessing this, KATRINA grows furious. She starts throwing a temper tantrum. You can clearly see her face getting red. KATRINA'S eyes are filled with angry tears.

KATRINA
 (screaming, yelling,
 sobbing)
 I never win!

She throws kicks and punches at the Tractor 2000, immediately damaging its controls. BRATTINA tries to stop her.

BRATTINA
 Mommy Dearest! You're damaging the
 controls!

BACK TO:

EXT. DESERT - DAY

The Tractor 2000 is malfunctioning. Sparks fly out from the contraption and there is smoke emerging from its chest.

COOLER
 Uh-oh. It's gonna blow.

WHOPPER
 Let's get outta here!

HOWLER
 Way ahead of ya.

HOWLER'S hat is transformed into a helicopter once again. As everyone grabs onto his legs, HOWLER flies off, leaving the damaged Tractor 2000 behind. Finally, the Tractor 2000 explodes.

COOLER
 Good thinking, Howler.

HOWLER

Thanks, Cooler. Now, let's find a hiding spot.

DISSOLVE TO:

EXT. NEAR WOODS - MIDNIGHT - MUCH LATER

The puppies and HOLLY are all sleeping in their tents. Then, the sound of RUSTLING is being heard in the b.g., and HOLLY wakes up. She exits her tent and walks off.

CUT TO:

EXT. THROUGH BUSHES - MIDNIGHT - CONTINUOUS

HOLLY moves the branches out of the way. She then stumbles onto BRATTINA.

HOLLY

Brattina?

BRATTINA

H-Holly?! What're you doing here?

HOLLY

The question I should be asking you is "What are you doing here?"

BRATTINA

(stammers)

I don't know! But, you know what? At least I finally found you, you icky-poo runaway! Ooh, I can't wait to take you to Mommy Dearest! She's got a special surprise for you when we get home!

HOLLY

Seriously? Why are you following her orders, Brattina?

BRATTINA

Duh! She's my mother! Why are you asking me that? And why should I even care about what you ask people?

HOLLY

Uh...

BRATTINA

And, by the way, what are you doing here in Texas anyway? What's your purpose for going here?

HOLLY

Well, why don't we just take a walk and talk this over. I'll explain everything.

DISSOLVE TO:

EXT. WOODS - MIDNIGHT - A BIT LATER

Both HOLLY and BRATTINA are taking a walk.

BRATTINA

So, let's see if I got this whole scenario correctly. You and the puppies are on your way to New York City so that you can help this puppy find his family.

HOLLY

Yeah, that's pretty much what happened.

BRATTINA is speechless.

BRATTINA

Wow. Seems to me like you're taking a big risk here, helping that puppy and all. Hate to say this, but I hope you guys get to New York.

HOLLY

This is the first time I've ever heard such a nice remark from you, Brattina.

(brief pause)

This may seem like an odd question to ask, but why does Auntie Katrina treat you like garbage if she wants you to do her dirty work?

BRATTINA

Why do you care, Holly?

HOLLY

Because, unlike Auntie Katrina, I don't treat people like pure trash heaps.

BRATTINA

That's easy for you to say, Holly.
You don't know what it's like to be
underappreciated by anyone.
Especially me.

HOLLY

I didn't know you even had a
troubled childhood. I mean, I
always thought you were this
obnoxious, gluttonous freak of
nature. No offense, of course.

BRATTINA

(sighs)

None taken.

Suddenly, thunder is heard and raindrops begin to fall.
Lightning crashes repeatedly.

BRATTINA (CONT'D)

Uh-oh. It's starting to rain. We
should head back.

HOLLY

Good idea.

So the two girls try to find a way back to the others. A
little while later, the storm grows worse and lightning
strikes down some trees and branches.

BRATTINA

Look out!

The branches fall off from the tree.

BOTH

Aah!

The two girls retreat, but a huge log stops them to a halt.

HOLLY

Darn it! Dead end!

Then, the sound of RUMBLING is heard in the b.g.

BRATTINA

Now what?

HOLLY quickly turns and lifts her finger, pointing directly
at the CAMERA.

HOLLY

Look!

BRATTINA turns.

REVERSE ANGLE: A HUGE BLANKET OF WATER IS FLYING TOWARDS THEM.

BOTH

Aah!

They run, but the wave washes them away, sending them to the rapids. They hang on to the same log from before.

CUT TO:

EXT. RAPIDS - MIDNIGHT - CONTINUOUS

HOLLY

(coughing)

Ugh! You OK, Brattina?

BRATTINA

Yeah, I'm fine.

Then, the girls hear a slightly soft hiss. They have frightened expressions on their faces. BRATTINA looks at HOLLY and points at her.

BRATTINA (CONT'D)

(whimpering)

Uh, Holly?

HOLLY

Yes, Brattina?

BRATTINA

(stammers)

Look...

(pants)

...what's around your neck.

HOLLY

What's around my neck?

HOLLY turns. A giant anaconda is being wrapped around her neck. She screams, along with BRATTINA.

BRATTINA

Kill it, kill it, kill it, kill it!

HOLLY struggles to get the anaconda off, but it squeezes her neck tightly, making it more difficult. She plunges into the water.

HOLLY
 (muffled)
 Aah!

BRATTINA
 Holly!

HOLLY now fights the anaconda, holding a dagger in her hand. She unwraps the anaconda from her neck and holds it tightly. Then, she tackles it onto the log and lifts the dagger in the air.

She begins to stab the anaconda countless times. With one final blow, the anaconda dies and is thrown into the water by BRATTINA. HOLLY is panting like crazy.

HOLLY
 Next time, I'm going to Florida.

The thunder grows louder.

BRATTINA
 Look out!

HOLLY
 Huh?

A giant wave is hurdling towards them. The girls are washed away once again.

CUT TO:

INT. NOSE MARIE'S TENT - MIDNIGHT

NOSE MARIE couldn't sleep. She is tossing and turning in her sleeping bag. Then, lightning strikes, waking her up in fright.

NOSE MARIE
 (shouts)
 Holly!

CUT TO:

EXT. NEAR WOODS - MIDNIGHT - CONTINUOUS

NOSE MARIE exits her tent and reaches the tents of the other puppies.

NOSE MARIE
 Cooler! Whopper! Bright Eyes!
 Howler! Wake up!

COOLER and the other puppies exit their tents.

COOLER
(yawns)
What's going on, Nose Marie?

NOSE MARIE
Holly's not here!

COOLER
What?!

POLO
She might be in trouble!

COOLER
We've gotta find her! Pound
Puppies, let's start pounding!

The puppies leave their camping spot.

WHOPPER
I hope nothing bad happens to her.

CUT TO:

EXT. WOODS - MIDNIGHT

The giant wave has reached land. Only HOLLY survives. She starts looking for BRATTINA, but she is nowhere in sight.

HOLLY
Brattina? Brattina!

HOLLY spots BRATTINA in the water. She is heading towards a waterfall. Witnessing this, she uses a vine to swing back to the rapids.

CUT TO:

EXT. RAPIDS - MIDNIGHT - CONTINUOUS

BRATTINA tries to escape, but the harsh waters continue to take her. As she slides down, she is luckily saved by HOLLY, who swings past the waterfall, catching her in the process.

BACK TO:

EXT. WOODS - MIDNIGHT - CONTINUOUS

The two land safely on the grass. BRATTINA is breathing a bit heavily and slowly turns to the heroic HOLLY.

BRATTINA
Holly. You...you saved me.

HOLLY
You all right, Brattina?

BRATTINA'S eyes are filled with tears and embraces HOLLY, beginning to cry. HOLLY appears to be stunned as BRATTINA continues to sob.

HOLLY (CONT'D)
Uh...Brattina?

BRATTINA
(sobbing)
I'm sorry, Holly.

HOLLY
Sorry? For what?

BRATTINA
For treating you like dirt. Mommy
Dearest was right. I am getting
soft!
(cries)
Can you ever forgive me?

HOLLY
Um...
(brief pause)
Of course I forgive you, Brattina.

BRATTINA
Let's go get that puppy to New
York.

HOLLY
Great idea, but we have to get back
to our friends. Let's hope that
they won't be worried sick.

BRATTINA
Right.

The two girls soon walk off. As they do so, the puppies soon reach them. NOSE MARIE appears to be worried sick.

NOSE MARIE

Oh, Holly! Where've ya been? We were worried sick!

HOLLY

I'm OK, Nose Marie.

NOSE MARIE embraces HOLLY.

NOSE MARIE

(sighs in relief)

Oh, I'm so glad you're all right!

NOSE MARIE notices that BRATTINA is standing right next to HOLLY. She turns to her.

NOSE MARIE (CONT'D)

Hey, what's that rat Brattina doin' here?

HOLLY

Easy there, Nose Marie. She's with me.

BRATTINA

Holly saved my life from that waterfall.

Soon, tiny stars begin to twinkle around BRATTINA'S head. She realizes something.

BRATTINA (CONT'D)

Whoa. What's this unusual stuff I'm getting?

COOLER

That, my friend, is "Puppy Power".

BRATTINA

"Puppy Power"? What's that?

WHOPPER

Do you really wanna know where "Puppy Power" came from? I mean it, I will pull out "The Legend of Big Paw"!

BRIGHT EYES

Let's not even go there.

We hear RUSTLING again. Suddenly, a familiar hand grabs HOLLY'S leg and pulls her through the bushes. The rest of the gang follows her.

HOLLY is found by KATRINA and CATGUT. She turns to the both of them. HOLLY has sweat running down her face and chuckles quite nervously. KATRINA starts to growl at her viciously.

HOLLY
(chuckles nervously)
Uh, hi, Auntie Katrina. Nice to see you here.

KATRINA grabs HOLLY'S light aquamarine sweater. The others, including BRATTINA, reach them. POLO starts to growl at KATRINA.

KATRINA
Do you have any idea how much trouble you're gonna be in when we get home, Holly? First, you run away from home without adult supervision, and now, you had the audacity to bring those horrid mutts along. What is wrong with you?

HOLLY begins to grow furious.

HOLLY
What's wrong with me? That's the question that I should be asking you, Auntie Katrina. Look, all I wanna do is to help a puppy find his family in New York. I just wanted to do what's right, that's all.

KATRINA
Oh, yeah, running away from home is definitely the right thing to do.

HOLLY
Hey, it was the only way. And, by the way, shouldn't you be, you know, looking after the puppies back at home? After all, you are the one who operated the puppy pound...

(shouting)
...that I originally owned!

KATRINA
Are you seriously bringing up the pound in a time like this? There's no time for it.

HOLLY

This is the perfect time to mention the pound! Why did you even think about buying the pound in the first place when you said that you were tearing it down and build condos? Oh, wait, I know. Because you're too stupid to think before you do something!

KATRINA

I'm stupid?! The only person who is incompetent is you! You've done so many undeniably stupid things I can't even count!

HOLLY

Hmph! Figures! You're acting like a big baby!

A furious KATRINA plans to smack HOLLY on the cheek. As she begins to do so, she is stopped by BRATTINA. KATRINA notices.

HOLLY (CONT'D)

Brattina?

KATRINA

Brattina?!

BRATTINA

I think that's enough, Mommy Dearest!

KATRINA

Brattina, are you crazy?! What're you doing?

BRATTINA

Helping a friend, which is what I should've been doing a long time ago. But no. I had to be treated like garbage because of you.

KATRINA

You take that back!

BRATTINA

No. Not this time. I've had it up to here with your dirty work, Katrina. You've been treating this poor soul and her puppy friends like dirt for far too long. Oh, and one more thing, Katrina. You suck at being an aunt *and* a mother.

A now-distraught KATRINA, along with CATGUT, proceed to leave her behind.

CUT TO:

EXT. WOODS - MIDNIGHT - CONTINUOUS

The gang makes tracks through the woods. Suddenly, wind flows through HOLLY'S hair. She looks up and a helicopter is flying towards them. The helicopter lands onto the ground. HOLLY and the puppies approach it.

HOLLY
Um, excuse me?

SLAUGHTER'S metal hand breaks through the window and grabs HOLLY'S aquamarine sweater.

NOSE MARIE
Holly!

HOLLY
Puppies! Help!

The puppies try to free HOLLY, but this backfires as SLAUGHTER proceeds to stuff HOLLY in a large bag. She struggles to escape.

POLO
Let Holly go!

SLAUGHTER
I don't think so, puppy!

SLAUGHTER proceeds to stuff POLO, COOLER, and the rest of the puppies inside the same bag. After that, he opens the door and throws the bag inside the helicopter. He then shuts the door and the helicopter takes off. It then flies off in the distance.

DISSOLVE TO:

EXT. KATRINA'S PUPPY POUND - MORNING - MOMENTS LATER

A taxi cab pulls in front of the pound. KATRINA exits, along with CATGUT. She enters inside.

CUT TO:

INT. KATRINA'S HOUSE - MORNING

KATRINA steps inside her house and shuts the door.

CUT TO:

INT. KITCHEN - MORNING

KATRINA enters the kitchen. She removes a trash bag full of garbage from the trash can and ties it up tightly.

CUT TO:

EXT. KATRINA'S PUPPY POUND - MORNING

KATRINA takes it outside to the five trash cans and throws the bag inside. She then presses a button by accident and the first trash can flips open. KATRINA is now stunned.

KATRINA

What the?

She gets down on her knees and peeks down at the hole. CATGUT reaches her. She suddenly slips and falls inside the hole.

KATRINA (CONT'D)

(screaming)

Aah...!

CUT TO:

INT. P.P. HEADQUARTERS - MORNING - CONTINUOUS

KATRINA slides down, entering Headquarters. She looks around with a frightened expression on her face. CATGUT follows her.

KATRINA

Where am I? What is this place?

KATRINA then hears a familiar voice.

RED ALERT PUP (O.S.)

*You're in the Pound Puppy
Headquarters.*

KATRINA

Who said that?

RED ALERT PUP (O.S.)

I did.

She turns to see RED ALERT PUP.

KATRINA

Who are you?

RED ALERT PUP

I'm Red Alert Pup. And I know that you are Katrina Stoneheart.

KATRINA

How'd you know my name?

RED ALERT PUP

I've heard a lot about you. Boy, you're one bad seed, aren't ya?

KATRINA

Hey, I'm not a bad seed! I'm a good woman, I'll have you know.

RED ALERT PUP

Sure you are. Would you call yourself a good woman if you do undeniably cruel things to Holly every day?

KATRINA

Now why would I do that?

RED ALERT PUP

See for yourself.

KATRINA turns to Mutt Master Matcher. As it switches on, it shows KATRINA doing all kinds of cruel deeds to HOLLY, like tearing up her homemade Mother's Day card, forgetting HOLLY'S twelfth birthday party, and sending her to bed early on Christmas Eve. She is rendered speechless.

KATRINA

Did I do all those things to her?

RED ALERT PUP

Yes, you did, Katrina, and you refuse to change your evil ways after all that Holly's done for you. She's a sweetheart in her own right, and you keep running all over her poor heart with your deeds.

Tears begin to roll down KATRINA'S eyes.

KATRINA
 (crying)
 No. No!

KATRINA gets down on her knees as she continues to cry.

KATRINA (CONT'D)
 (cries)
 That can't be true!

RED ALERT PUP
*Katrina, it's not too late to
 redeem yourself. You can still give
 Holly lots of love and attention.
 If Brattina can have a change of
 heart, why can't you?*

KATRINA exits, now in sorrow. CATGUT follows her.

RED ALERT PUP (CONT'D)
Katrina, wait!

CUT TO:

INT. KATRINA'S HOUSE - MORNING

KATRINA storms back inside her house, still in distraught. As she races upstairs, KATRINA hears familiar voices overlapping.

NOSE MARIE (V.O.)
*You know that old witch doesn't
 believe in kindness. In fact, she
 thinks that kindness doesn't exist
 in this world.*

HOLLY (V.O.)
*There will come a time when both of
 you will start treating me nicely.
 All these years, you two have been
 treating me like dirt. And you know
 what? I won't stand for it any
 longer.*

CUT TO:

INT. KATRINA'S HOUSE - BEDROOM - MORNING - CONTINUOUS

KATRINA enters her bedroom and lies down onto her bed, face down on her pillow.

BRATTINA (V.O.)

*You've been treating this poor soul
and her puppy friends like dirt for
far too long.*

RED ALERT PUP (V.O.)

*You refuse to change your evil ways
after all that Holly's done for
you. She's a sweetheart in her own
right, and you keep running all
over her poor heart with your
deeds.*

KATRINA proceeds to weep while in bed. After awhile, she picks her head up from the pillow.

KATRINA

(sniffs)

Brattina was right. I do suck.

(pause)

I need to change. And I want to set things straight with Holly and the puppies.

Suddenly, the phone rings. KATRINA immediately answers it.

KATRINA (CONT'D)

Hello?

SLAUGHTER

(other line)

Hello, Katrina.

KATRINA

Captain Slaughter? What do you want?

CUT TO:

INT. FUR FACTORY - MORNING

SLAUGHTER is in the Fur Factory, where HOLLY, BRATTINA, and the puppies are being held hostage.

SLAUGHTER

I finally did it. I've captured those vicious beasts, just like what you've always wanted. And I also have a guest in here with me.

(to HOLLY)

Would you like to say hi to your aunt, dear?

SLAUGHTER approaches HOLLY, who is tied up.

HOLLY
Help, Auntie Katrina!

BACK TO:

INT. KATRINA'S HOUSE - BEDROOM - MORNING

KATRINA
Holly! Are you OK? What's going on?

HOLLY
(other line)
*Captain Slaughter's gonna do awful
things to me and the puppies!*

KATRINA
Not on my watch!

CUT TO:

INT. FUR FACTORY - MORNING

KATRINA
(other line)
*Now, you listen to me, Slaughter,
and you listen good. Leave my girls
alone, or I'm gonna have to wipe
the floor with you!*

SLAUGHTER
Your pals won't be around much
longer, Stoneheart. Not after they
get pulverized with my Automatic
Puppy Pelter!

SLAUGHTER approaches his machine, the Automatic Puppy Pelter.

BACK TO:

INT. KATRINA'S HOUSE - BEDROOM - MORNING

KATRINA
You better not hurt my babies!

CUT TO:

INT. FUR FACTORY - MORNING

SLAUGHTER
Too late, Stoneheart!

SLAUGHTER uses his metal hand to blow a punch at the Puppy Pelter, causing the machine to start up. SLAUGHTER pulls down a lever, making HOLLY, BRATTINA, and the puppies move towards it, slowly.

The machine's claws begin to open and close repeatedly. There are also saw-blades inside it. The gang screams at the top of their lungs.

BACK TO:

INT. KATRINA'S HOUSE - BEDROOM - MORNING

KATRINA
(shouting)
No!

KATRINA puts the phone down. She is now frightened. She covers her face with her hands.

KATRINA (CONT'D)
What am I gonna do?

KATRINA then realizes something.

KATRINA (CONT'D)
No. I'm not giving up. No way. I'm gonna save Holly, Brattina, and the puppies if it's the last thing I do!

CUT TO:

INT. P.P. HEADQUARTERS - DAY

KATRINA enters Headquarters.

RED ALERT PUP
So, have you redeemed yourself?

KATRINA
In a word, yes. Thank you so much, Red Alert Pup.

RED ALERT PUP
My pleasure.

KATRINA

But I need your help. Holly, Brattina, and the puppies are in danger, and I need to find a way to rescue them.

RED ALERT PUP

There is one place where you can locate them. The Hall of Puppy Power.

KATRINA

The Hall of Puppy Power?

CUT TO:

INT. HALL OF PUPPY POWER - DAY - CONTINUOUS

KATRINA enters the Hall of Puppy Power and takes a seat.

KATRINA

OK, I'm here. Now what am I supposed to do?

RED ALERT PUP

*Just repeat after me, Katrina.
(clears throat)
Oh, Puppy Power, hear my desperate cry
I must know where my friends lie
Now you try.*

KATRINA

OK, here goes.
(clears throat)
*Oh, Puppy Power, hear my desperate cry
I must know where my friends lie*

A cloud magically appears above.

KATRINA (CONT'D)

(gasps)
It worked!

RED ALERT PUP

Great work, Katrina. Now, let's see where your friends are.

Inside the cloud, we see HOLLY, BRATTINA, and the puppies being held hostage in the Fur Factory.

KATRINA
The Fur Factory!

KATRINA also sees the Puppy Pelter.

KATRINA (CONT'D)
(gasps)
Oh, no. The Puppy Pelter. They'll
be ripped to shreds! I've gotta go
save them before it's too late!
(to RED ALERT PUP)
Thanks for everything!

RED ALERT PUP
Go get 'em, Katrina! And good luck!

CUT TO:

EXT. KATRINA'S PUPPY POUND - DAY

KATRINA races back outside to the pound. After she reaches
the kennels, she pulls the lever down, opening them up.

KATRINA
OK, puppies, come on out!

All of the puppies exit the kennels. They soon turn to see
KATRINA.

PENELOPE
(sarcastically)
Oh, such joy.

TOOTS
Oh, look, it's good ol' Katrina
Stoneheart. What do ya want from
us?

LUCY
She doesn't have to say anything.
We all know that she's nothing but
a cold, heartless, selfish
individual who doesn't care about
anyone else except herself.

RUSTY
That's right.

KATRINA
Everybody, please listen to me.

MANDY

We don't wanna hear your lies,
Stoneheart!

CANDY

Yeah!

ANDY

You're worthless!

KATRINA

Please, I...

Now angry, all of the puppies turn their heads away from her.
KATRINA is now ashamed.

KATRINA (CONT'D)

(sighs)

Look, I understand that you're very
mad at me. And that's OK. You have
every right to be. The point is,
I've been so cruel and unfair that
I completely forgot what it means
to turn things around. And, you
know what? Holly was right about
me. I have been treating people
like dirt.

The puppies turn their heads back to a now remorseful
KATRINA.

KATRINA (CONT'D)

So, long story short, I'm deeply
and truly sorry if I was such
a...Um...

PENELOPE

A jerk?

KATRINA

Yes, yes. A jerk. Thank you.
Anyway, I'm sorry for being a total
jerk. So, I hope that all of you
can find it in your hearts to
forgive me.

KATRINA lowers her head down in shame.

PENELOPE

Well...

TOOTS

Mmm. I guess being kind to
Stoneheart couldn't hurt. What the
heck. We forgive you.

The puppies embrace KATRINA.

KATRINA

Oh, thank you so much, you guys.

Twinkling stars form a giant heart around KATRINA and the
puppies. It soon vanishes into thin air.

CANDY

How do I know that we can trust
you?

KATRINA

I need your help. Holly and the
puppies are in danger, and I gotta
go save them, but I can't do this
on my own. So I'm asking you.
Please help me take down Captain
Slaughter.

PENELOPE

Katrina, you're OK in our books.
We'll help you rescue the puppies.

LUCY

And Holly, too.

RUSTY

Yeah.

KATRINA

All right, then. Let's bring them
back!

TOOTS

How are we gonna do that?

KATRINA

Hmm.

CUT TO:

EXT. KATRINA'S PUPPY POUND - DAY - CONTINUOUS

KATRINA and the puppies fly from the pound inside the Copto-
Catcher.

ANDY
This is a blast!
(laughs)

KATRINA
Hang on, Holly! We're coming!

CUT TO:

INT. FUR FACTORY - DAY

At the Fur Factory, HOLLY, BRATTINA, and the puppies are struggling to escape.

HOLLY
(grunts)
These ropes are too tight. How are we gonna get outta here?

HOWLER
I wish I had another invention, but I left them back at the pound.

NOSE MARIE
I'm afraid there's nothin' we can do, Cooler. I think this is the end.

COOLER
Nose Marie, don't say that. This is not the end of us, Pound Puppies. We're gonna get ourselves outta here, and it's high time we do it.

The gang soon gets closer to the machine.

WHOPPER
Uh-oh. We're getting close to it.

CUT TO:

EXT. FUR FACTORY - DAY

The Copto-Catcher reaches the exterior of the building. KATRINA and the puppies exit. With a long piece of rope, KATRINA uses it as a lasso to swing it to the top of the building. It catches a metal pole on top.

KATRINA
Yes!
(to TOOTS)
(MORE)

KATRINA (CONT'D)
Toots, you and the others find a
way in.

TOOTS
What about you?

KATRINA
Don't worry. I got this covered.
OK, Holly, your aunt's comin' to
get ya.

KATRINA proceeds to climb up to the top of the building.
Soon, wind suddenly starts to kick in. KATRINA is now being
swung back and forth, still holding onto the rope.

KATRINA (CONT'D)
Whoa. Whoa!

KATRINA swings back to the windows, getting a grip on the
rope.

KATRINA (CONT'D)
(screaming)
Aah...!

BACK TO:

INT. FUR FACTORY - DAY - CONTINUOUS

HOLLY, BRATTINA, and the puppies start to scream as they
reach closer to the Puppy Pelter. Just in the nick of time,
KATRINA flies through the window, smashing it to pieces. They
look up to see this, along with SLAUGHTER.

KATRINA
Let them go!

HOLLY
Auntie Katrina!

BRATTINA
Mommy Dearest?

SLAUGHTER
Stoneheart!

KATRINA grabs the rope.

KATRINA
(shouting)
Holly...!

KATRINA swings down and kicks SLAUGHTER to the ground, sending him flying to the Puppy Pelter. The machine comes to a stop and KATRINA races over to the gang, proceeding to loosen the ropes.

COOLER
Escapes, a nasty habit I'm trying
to quit.

KATRINA
(pants)
Are you OK, Holly?

HOLLY embraces KATRINA.

HOLLY
Oh, Auntie Katrina. You saved us
all.

KATRINA
I'm so glad you're all right.

They hear a familiar voice in the b.g.

SLAUGHTER (O.S.)
Stoneheart!

KATRINA
Uh-oh.

A now-furious SLAUGHTER charges towards KATRINA, tackling her to the floor. He then begins to wrestle her.

HOLLY
Auntie Katrina!

SLAUGHTER
You'll pay for this, Stoneheart!

POLO
We've gotta help her.

WHOPPER
This looks like a job for Wonder
Whopper!

COOLER
I was hoping to hear you say that.

WHOPPER does a "Wonder Woman"-esque ballerina spin, transforming into Wonder Whopper. KATRINA notices this.

KATRINA
What in the?

WHOPPER
Unhand her, evildoer!

SLAUGHTER
I don't take orders from a puppy!

WHOPPER
Then you leave me no choice.

WHOPPER does another ballerina spin, and he transforms into Neo from "The Matrix".

WHOPPER (CONT'D)
Let's dance.

SLAUGHTER drops KATRINA and soon charges after WHOPPER, who runs away from him. SLAUGHTER suddenly stops. He turns around to see WHOPPER, who is now running on walls. WHOPPER then proceeds to do a flying kick at SLAUGHTER, mainly at his back.

SLAUGHTER
Aah!

SLAUGHTER snaps two of the saw-blades off from the Puppy Pelter.

SLAUGHTER (CONT'D)
Hey, puppy!

WHOPPER turns to SLAUGHTER.

SLAUGHTER (CONT'D)
Fetch!

SLAUGHTER throws the two saw-blades at WHOPPER. This backfires as WHOPPER dodges them in slow-motion, a la "Bullet-time". Suddenly, WHOPPER'S back starts to hurt.

WHOPPER
Ow! My back! Aah.

SLAUGHTER
You all right?

WHOPPER
Yeah, yeah. I'm fine. Just gimme a minute.
(exhales; brief pause)
OK, I'm good now.

WHOPPER suddenly levitates from the ground, and is planning to do a martial arts-style kick.

This backfires as WHOPPER, suspended from wires, gets tangled by them. He tries to get out, but it's no use.

WHOPPER (CONT'D)
Uh, a little help?

BRIGHT EYES
I'm on it.

BRIGHT EYES, dressed as Trinity, lowers WHOPPER down to the ground, gently.

COOLER
Give it up, Slaughter. There are only nine of us, and only one of you.

SLAUGHTER
Oh, yeah? You and what army?

KATRINA
This one.

KATRINA points to the front of the building. Suddenly, the doors fall off, with TOOTS, PENELOPE, CHEEP-CHEEP, and the rest of the puppies standing outside. The puppies see this.

SLAUGHTER
What the?

COOLER
Penelope!

BRIGHT EYES
Toots! Cheep-Cheep!

PENELOPE
Leave the Pound Puppies alone!

SLAUGHTER
What is this?

LUCY
Your worst nightmare, Slaughter!

TOOTS
Charge!

The puppies let out battle cries as they charge towards SLAUGHTER like warriors. TOOTS approaches a set of kennels and pulls a lever. The doors fly open, and scores of puppies exit their kennels.

DROOPY
Hello, all you happy people.

TALKING DOG
Get 'im!

All of the dogs soon begin to attack SLAUGHTER.

SLAUGHTER
Stop! Get off of me, you beasts!

The puppies soon exit.

BACK TO:

EXT. FUR FACTORY - DAY

They step outside.

HOLLY
Well, that about takes care of
Slaughter.

POLO
Wait a minute! New York City! We
almost forgot!

NOSE MARIE
Oh my Southern fried goodness!
Polo's right. We need to get goin'.

POLO
Yeah.

COOLER
Well, how? If we plan on going
across the country again, this is
gonna be a much longer movie.

NOSE MARIE
Good point.

COOLER
I mean, there's no way we'll get to
New York in time.

KATRINA
Yes, there is.

COOLER
Really, Katrina? How?

The puppies and the rest of the gang reach the Copto-Catcher.

HOLLY
The Copto-Catcher?

KATRINA
That's right, Holly. With this
baby, we'll be in New York City in
one piece.

BRIGHT EYES
Katrina, that's impossible. How are
we gonna get to New York in the
Copto-Catcher?

KATRINA
Just watch.

KATRINA whips out a remote and presses a red button. A huge
rocket booster pops out from the back of the Copto-Catcher.
The puppies are shocked to witness this.

ALL
(in unison)
Ooh!

WHOPPER
That is so cool!

KATRINA
Couldn't agree more, Whopper. Now
hop in. We've got a puppy to
deliver.

CUT TO:

INT. COPTO-CATCHER - DAY

Inside, HOLLY, BRATTINA, and the puppies have their seat
belts fasten. KATRINA ignites the engine. Soon, the engine
starts to rumble.

KATRINA
Hold on to your tails, puppies.
This could get bumpy.

NOSE MARIE
Way ahead of ya, Katrina.

COOLER
(as a ride operator)
Please keep your paws and feet in
the helicopter at all times.
(MORE)

COOLER (CONT'D)
 Enjoy the ride.
 (laughs)

BACK TO:

EXT. FUR FACTORY - DAY - CONTINUOUS

The rocket booster starts to power up. A large flame begins to appear.

CUT TO:

INT. COPTO-CATCHER - DAY

KATRINA
 Here we go, everyone. Next stop,
 the Big Apple.

HOLLY
 (groans)
 Now I'm beginning to get sick to my
 stomach.
 (gags)

KATRINA pulls a switch down.

KATRINA
 Hang on!

BACK TO:

EXT. FUR FACTORY - DAY - CONTINUOUS

The Copto-Catcher takes off at maximum speed.

CUT TO:

INT. COPTO-CATCHER - DAY

All of the puppies fly out of their seats, sending them glued to the back of the Copto-Catcher. HOLLY is trying to tighten her hands to her seat. BRATTINA is hanging on for her life.

They all scream from the top of the lungs. HOLLY is about to throw up.

HOLLY
 (gags)
 Oh, no.

HOLLY quickly grabs a barf bag and begins to vomit through it. By the looks of it, COOLER is disgusted.

COOLER
 (in disgust)
 Ew!
 (turns to the audience)
 Too bad the rest of us didn't pack
 our lunches today.
 (laughs)

NOSE MARIE
 C'mon, Holly. There are kids
 watchin'.

CUT TO:

EXT. KANSAS - DAY

The Copto-Catcher zooms past Kansas. Suddenly, a farmhouse is picked up and is spun around thanks to the Copto-Catcher's strong gusts of wind. A DOROTHY look-alike sees this.

DOROTHY
 It's a twister, Auntie Em! It's a
 twister!

BACK TO:

INT. COPTO-CATCHER - DAY

KATRINA
 Whoops! Sorry!

HOLLY is about to gag again, but luckily, BRATTINA puts a stop to it.

BRATTINA
 Please don't throw up again.

POLO
 Hey, guys, look!

BRIGHT EYES
 What is it?

POLO sees New York City in a far distance.

POLO
 We're almost there!

The puppies cheer and applaud. Suddenly, the Copto-Catcher jolts and begins to tilt upward.

WHOPPER

What the?

CUT TO:

EXT. CLOUDS - DAY - CONTINUOUS

The Copto-Catcher is now heading towards space. On the top of the Copto-Catcher, SLAUGHTER is climbing towards the top of the helicopter.

BACK TO:

INT. COPTO-CATCHER - DAY

NOSE MARIE

What's happenin'?!

COOLER

I don't know!

Suddenly, SLAUGHTER'S metal hand smashes through the window and grabs COOLER by his jacket.

NOSE MARIE

Cooler!

COOLER

Let me go!

The puppies race towards the scene. They soon grab SLAUGHTER'S hand and tries to remove it from COOLER'S jacket. SLAUGHTER soon reveals himself.

HOLLY

Aah! Captain Slaughter!

SLAUGHTER

Did ya miss me?

COOLER chomps SLAUGHTER'S hand.

SLAUGHTER (CONT'D)

Aah!

KATRINA

Atta-boy, Cooler!

COOLER

Look, Slaughter, I've had enough of
your schemes. It's time to finish
you off, once and for all!

COOLER grabs a huge mallet and whacks SLAUGHTER'S metal hand
with it.

SLAUGHTER

Aack!

As the wind grows stronger, SLAUGHTER is blown off from the
window, falling from the sky in the process.

SLAUGHTER (CONT'D)

(screaming)

Aah...!

HOWLER

So long, Captain Slaughter!

BRIGHT EYES

Yes!

HOLLY

Whoo-hoo!

The Copto-Catcher jolts again.

BRATTINA

Now what?

KATRINA looks outside the window.

KATRINA

Oh, no.

CUT TO:

EXT. ATMOSPHERE - CONTINUOUS

The Copto-Catcher suddenly starts to fall apart. Every piece
of it flies off, one by one.

BACK TO:

INT. COPTO-CATCHER - DAY

HOLLY

What's going on?

KATRINA
The Copto-Catcher. It's coming
apart!

CUT TO:

EXT. SPACE - CONTINUOUS

The Copto-Catcher starts to slow down and comes to a stop. A satellite somehow floats past it.

VOICE (V.O.)
Uh, Houston, we have a problem.

BACK TO:

INT. COPTO-CATCHER

The gang looks at each other.

HOWLER
What just happened?

POLO
I have no idea.

CUT TO:

EXT. SPACE

The Copto-Catcher finally spirals down back to Earth. It is now covered in a ball of fire as it continues to make its way back to Earth.

BACK TO:

INT. COPTO-CATCHER - CONTINUOUS

The gang screams from the top of their lungs.

CUT TO:

EXT. NEW YORK CITY - DAY - CONTINUOUS

The Copto-Catcher reaches New York City.

CUT TO:

EXT. STATUE OF LIBERTY - DAY - CONTINUOUS

On top of the Statue of Liberty, we meet up with a look-alike of FIEVEL MOUSEKEWITZ. He is carrying a suitcase.

FIEVEL
 (sighs in relief)
 America, the land of opportunity.
 Now all I have to do is to find my
 family, and...

The Copto-Catcher approaches from behind FIEVEL. He turns back to see this.

FIEVEL (CONT'D)
 What the?!

The Copto-Catcher zooms past the Statue of Liberty. Suddenly, FIEVEL falls off. His suitcase falls off from the Statue as well.

FIEVEL (CONT'D)
 (screaming)
 Aah...!

CUT TO:

EXT. CENTRAL PARK - DAY - CONTINUOUS

The Copto-Catcher crash-lands in Central Park. Chunks of soil and grass fly all over the place. Then, it finally comes to a stop.

CUT TO:

INT. COPTO-CATCHER - DAY

POLO
 (gasps)
 New York City! Guys, we made it!

The puppies and their human friends cheer and applaud.

WHOPPER
 Hooray! We made it!

HOWLER
 We made it!
 (laughs; howls)

POLO
I'm home!

BACK TO:

EXT. CENTRAL PARK - DAY - CONTINUOUS

POLO hops out from the damaged Copto-Catcher and kisses the ground.

POLO
I'm finally home!
(laughs)

The rest of the gang exit the helicopter as well.

COOLER
Hello, Big Apple.
(to POLO)
Well, Polo, you're finally back home. How does it feel?

POLO
It feels wonderful, Cooler. And I couldn't have done it without each and every one of you.

HOLLY
One question, though, Polo. Where does Kathy live?

POLO
Oh, that's easy. It's 76 Oakland Drive in Staten Island. And the best part? It's not very far from here.

DISSOLVE TO:

EXT. KATHY'S HOUSE, STATEN ISLAND - DAY - MOMENTS LATER

A taxi cab pulls in front of KATHY'S house in Staten Island. The puppies exit the cab and reaches the front door.

COOLER
Well, this is it.

POLO
Yes, it is.
(sighs)
You know, this is all happening so fast.

(MORE)

POLO (CONT'D)

I can't thank you guys enough for going through so much trouble to bring me home. I'm never gonna forget this.

NOSE MARIE has a tear running down her cheek. She then starts to cry.

POLO (CONT'D)

Oh, don't cry, Nose Marie. Please don't, because you're gonna make me cry.

NOSE MARIE

Sorry. It's just...
(sniffs)
...I'm gonna miss you, Polo.

WHOPPER

Hey, hey, Nose Marie. Lay off the waterworks, huh?

POLO

Well, I guess this is good-bye.

HOWLER

Yes, it is.

POLO

C'mon, bring it in.

POLO embraces all of the puppies.

COOLER

Hey, Polo.

POLO turns to COOLER.

COOLER (CONT'D)

Go get 'em, tiger.

Soon, the puppies start to sing.

PUPPIES

(singing)
Good-bye, Polo
Farewell, Polo
So long, Polo
You've found a happy home

HOWLER howls in rhythm.

CUT TO:

INT. KATHY'S HOUSE - BEDROOM - DAY

KATHY is in her bedroom, lying down on her bed. Then, the doorbell rings. KATHY hears it.

DAD (O.S.)
Kathy! Come downstairs! Quick!

CUT TO:

INT. KATHY'S HOUSE - LIVING ROOM - DAY - CONTINUOUS

KATHY races downstairs to meet her mother and father.

KATHY
Yes, Dad?

DAD
Look who's here, honey.

KATHY
Well, who?

Her dad opens the door, revealing POLO, who is standing on the front porch. KATHY is overjoyed.

KATHY (CONT'D)
(gasps)
Polo!

POLO
Kathy!

They embrace each other. KATHY has tears running down her cheeks.

KATHY
Oh, Polo, I thought I'd never see you again.

POLO
That doesn't matter now. What really matters is that we're together again.

KATHY
You're right.

Soon, twinkling stars form a giant heart around KATHY and POLO.

CUT TO:

EXT. KATHY'S HOUSE - DAY

The puppies watch as KATHY and POLO embrace each other. NOSE MARIE starts to cry.

NOSE MARIE
(cries)
I'm so happy for Polo.

COOLER
Me, too, Nose Marie. Me, too. And
it's about time for us to go home.
Let's head back to Mission Control.

HOLLY
Right.

The puppies hop back inside the cab as it drives off.

DISSOLVE TO:

EXT. AIRPORT - SUNSET - MOMENTS LATER

A plane lands.

CUT TO:

EXT. KATRINA'S PUPPY POUND - SUNSET

At the pound, HOLLY, BRATTINA, and the puppies are playing basketball. KATRINA watches this.

WHOPPER
And Whopper makes the catch! Ha!

WHOPPER, dressed as a basketball player for the Harlem Globetrotters, makes a shot at the basket.

WHOPPER (CONT'D)
He scores!

BRIGHT EYES
Hey, no fair! I was about to make
that shot!

BRATTINA
You two are so cute together.

BRIGHT EYES
(longingly)
Aw!

WHOPPER

Oh, shut up!

HOLLY

(laughs)

You're so funny.

KATRINA

Hey, Holly. Can I talk to you for a second?

HOLLY

Sure.

HOLLY reaches KATRINA. The puppies watch this.

KATRINA

Holly, I want to tell you that what you did, bringing Polo back to New York, was probably the greatest deed you've ever done. Same goes for all the other puppies you keep bringing to every home in the country. Not just you, but the Pound Puppies did their parts, too. I'm very proud of you, and I'm sorry for being such a complete jerk to you. That's a mistake that I'll never make again.

HOLLY

Oh, Auntie Katrina, I forgive you.

KATRINA

And now, Holly, I'm gonna do something that I should've done years ago.

(to BRATTINA)

Brattina, front and center, please.

BRATTINA reaches KATRINA and HOLLY.

KATRINA (CONT'D)

I think we all know who rightfully deserves to receive ownership of the pound.

BRATTINA

I couldn't agree more, Mommy Dearest.

HOLLY makes a decision.

HOLLY

You know, Auntie Katrina? I was thinking that maybe the both of us would share ownership of the pound. I mean, to be honest, I don't want to do this by myself.

BRATTINA

I guess that's a good idea.
(to KATRINA)
What do you think, Mommy Dearest?

KATRINA

I think so, too. All right, it's official. Holly and Katrina's Puppy Pound is now open for business!

The puppies start cheering. HOLLY embraces KATRINA. NOSE MARIE starts crying.

HOWLER

You all right, Nose Marie?

NOSE MARIE

(crying)
It's so touching! I can't take it!

HOWLER turns to the CAMERA and shrugs his shoulders.

KATRINA

By the way, we still have that birthday of yours.

HOLLY

But my birthday was two days ago.

KATRINA

Yeah, that's true. But not to worry, my friend. Me and Brattina have a lot of catching up to do.

(to BRATTINA)

Right, Brattina?

BRATTINA

Right, Mommy Dearest.

KATRINA

Hey, Cooler! How would you and the rest of the puppies like to come to dinner with us tonight?

COOLER

Well, Ms. Stoneheart, I thought you'd never ask.

KATRINA
So, where'd you like to go for
dinner, Holly? Your pick.

HOLLY
Hmm. You know, there is one place
that I've wanted to revisit for
awhile.

KATRINA
Oh, really? And what would that
place be?

CUT TO:

INT. PETS ARE PEOPLE TOO RESTAURANT - EVENING - MUCH LATER

The gang is now inside the Pets Are People Too Restaurant.
KATRINA is beyond shocked.

HOLLY
The Pets Are People Too Restaurant.

KATRINA looks around to see all of the puppies eating dog
food. Soon, a couple of waitresses reach the gang's table.

WAITRESSES
(in unison)
Can we get you anything?

COOLER
Uh, give us a few minutes.
(laughs)

KATRINA turns to the CAMERA.

KATRINA
(sighs)
Mutts drive me nuts.

FADE OUT.

THE END