

"THE ROCKING HORSE
CHRISTMAS"

A SCREENPLAY

Written by

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"THE ROCKING HORSE CHRISTMAS"

FADE IN:

INT. PENNSYLVANIA KITCHEN - 1800's - DAY

A pair of old hands delicately picks up a block of wood and begins to carve.

The hands work in slow intricate movements with the blade meeting the wood and shearing curls off that float effortlessly to the table top.

In time the delicate head of a small horse begins to appear in the block.

Following the head comes the body of the animal as the carver stops occasionally to smoke his pipe.

A small mouse quickly takes one of the wood curls and scampers off the table.

The old man's hands cut the last edges on the tiny rockers curved across the bottom of its hooves.

A small, unfinished rocking horse is twirled around in the air. It is smaller than one of the old man's hands.

The rocking horse is sanded smooth and there is a tiny brass holder drilled into it's mane which will holds it to the Christmas tree.

With a tiny brush the carver paints layers of bright lacquer.

The pure white body and dark eyes are set off by brilliant red and yellow streamers coming off it's mane and saddle.

His saddle is fire red and his rockers are black as coal. The rocking horse stands alone on the table.

Near the fire sits a boy who waits patiently for the Christmas treasure being made by his Grandfather.

A group is gathered around a table as the Old Man gives the ornament to his son who is twenty years old.

Everyone in the room moves to the Christmas tree where they pass around this new, brightly painted ornament.

The little boy runs across the room where one of the elders holds him up so he can see.

INT. BEN AND KAREN'S HOME - PRESENT DAY - DAY

BEN suddenly wakes up in his chair in his modern day living room with an old photo album in his lap.

He looks around the room waiting for himself to wake up.

The cold makes him find his robe, hanging off the door to the den.

He puts on his robe as he walks into the den and turns on his computer.

Ben looks at the screen as the machine boots up.

BEN

So here we are, some two
hundred and some odd years
later and an ancient carving
tradition gives way to modern
technology.

His face reflects off the screen as it changes colors and patterns.

BEN

I could carve a Christmas
ornament on this computer.
I could paint it, see it from
any angle but it would still
only be flat on a piece of
paper. I guess it wouldn't
have that old feeling.

KAREN, Ben's wife, enters the room behind and leans up against the wall half asleep.

KAREN

Has it come to this?

Ben turns around and surveys his wife in her almost revealing robe.

BEN

And what is this?

KAREN

Talking to your computer like
it could talk back.

BEN

You don't really appreciate
how hugely marvelous this
little item really is.

Karen walks across the room, cat-like and wraps herself around Ben from behind.

KAREN

Will it find a Christmas tree
for us today?

BEN

Well, let's see.

He starts plunking away at the keys. Karen watches for a moment and then walks into the living-room where she sees the album.

KAREN

What's this doing out?

BEN (V.O.)

Here we go. Here it is. Cut
your own tree, etc, etc and a
phone number. Uh ho. Oh no.

KAREN

What happened?

INT. LIVING-ROOM - DAY

Ben comes into the living-room and sits next to Karen who is on the couch with the album on her lap.

BEN

The computer froze up.
Something wrong with that
software. Its been happening
for a week now. I had this
album out last night just
thumbing through it, catching
up. You know, trying to see
where we're going, following
the changes, looking for a
story.

He puts his arm around her as she flips through the pages. They laugh and nibble at each other as scenes pass from the past into the present.

The photos move from house to house, following a family migration from a home in the old country to their house in the present.

The photo they stop at is their present house. The photo grows larger and larger until it fills the frame and then becomes a real house.

EXT. BEN AND KAREN'S HOME - DAY

In the crisp New England winter, the leaves fall circling around the snow covered driveway where CODY and his parents, Karen and Ben, are struggling to remove a Christmas tree from the back of the station wagon.

A single leaf floats up from the circle and drifts through the upper attic window into the attic.

INT. ATTIC - DAY

The leaf floats into the dark attic, wintry cold and glides gently around the room. There is a glimmer of warm light under the attic door coming from the downstairs.

In boxes along a row of shelving there are Christmas ornaments which are whispering and chatting and going on about Christmas.

The tree lights are tangled in an argument about who would go on first.

The silver balls were at odds with the gold ones about who would be on the front of the tree.

The spirit is all very gay except for one dark corner where, on its side lay a the small, delicate, rocking horse ornament. One of its rockers has been broken off and is missing.

The sound of the front door CRASHING open stops all the chatter.

INT. BEN AND KAREN'S HOME - DAY

Ben, Karen and Cody look like Santa's helpers as they struggle to pull the large tree through the front door.

The CAT and DOG are running after each other in confusion.

The cat slides across the floor toward the kitchen as Cody shouts orders about where the tree should go.

The cat slides into the kitchen but stops the chase in order to smell a mouse hole in the base board.

CLOSE SHOT - MOUSE HOLE

The cat runs off after the dog as a small mouse head looks out the hole and then disappears into the small dark circle.

The family are in the living-room now, finally settling on the spot and standing up the tree.

INT. MOUSE HOLE - DAY

Inside the hole there is a small, warm, miniature of the world outside. UNCLE TOBI and his nephew PORTER are placing decorations on a small pine-branch standing in a toy flag holder.

The tree stands near a small rocking chair which has a floor lamp behind it near a brick wall that forms the fireplace in the big house.

There is a small crack in the brick which allows the warmth of the fire to be seen in the dark burrow.

On one wall, alone, is the rocker from the rocking horse ornament. It is mounted on the wall like a ski with small ornaments hanging around it. Further into the burrow are a set of neat beds, side by side, waiting warm for their lodgers.

PORTER

This is going to be the best Christmas yet.

TOBI

Seems like it.

PORTER

Will we watch when they decorate the big tree?

TOBI

You know how it works Porter, if it is safe and the...

PORTER

...don't say it!

TOBI

...is gone, then we can watch like we always try and do.

They hang some more ornaments on the branch.

PORTER

What is going to happen to the rocking horse ornament?

TOBI

Porter, now we talked about this when the rocking horse was broken. Remember? A long time ago.

Porter shakes his head sadly.

TOBI

Okay Porter, what is it?

PORTER

Well, the bubbly lights were
talking and..

Uncle Tobi turns around quickly and gives Porte a long look.

PORTER

I - was in the attic. I'm
sorry.

Uncle Tobi walks across the room troubled and sits in the
rocking chair.

TOBI

Come over here, Porter.

Porter shuffles across the room and sits next to Tobi on a
small rug.

TOBI

Porter, the attic is dangerous.
It's where - she sleeps.

PORTER

(quickly)

I won't do it again Uncle Tobi
but the bubbly lights were saying
that they were going to throw
the rocking horse away. Rocking
horse is the oldest ornament
there is except he doesn't look
old, he's just broken!

Uncle Tobi leans down and pulls Porter up on his lap. Tobi
begins to rock slowly and soothe Porter.

PORTER

A long, long time ago, way
before me even, those grown ups
were just children like you.
It was different then. All of
the ornaments were used and
rocking horse was at the top,
just under the star.

Tobi puts Porter down and walks across the tiny room to some
shelves built into the wall. On the top shelf Tobi pulls
down a package and returns to Porter

PORTER

It's not Christmas yet is it
Uncle Tobi.

TOBI

I showed this to you a long time
ago, Porter. You'll remember.

Tobi removes the cloth covering and takes out a curl of wood.
It shines like silver and gold with dark caramel lines running
through it.

PORTER

I do remember.

TOBI

One little shaving left from
the original block which, of
course, made the rocking horse.
One of our early family
relatives pulled this chip
right off the table where it
was being carved and it has
been with our family ever
since. It was our family
tradition to use this as a
decoration on Christmas, until
we found the broken rocker
from rocking horse.

Tobi carefully wraps up the wood piece and places it carefully
back on the shelf.

TOBI

Things change Porter and you
try to hold on to the past by
collecting certain things that
seem important at the time.
And sometimes those things get
broken and then they're not
used anymore, to help keep the
past in mind.

PORTER

But rocking horse has always
been the most important part of
our Christmas.

TOBI

Perhaps for now, but there are
even more important things than
rocking horse on Christmas,
Porter.

Porter seems sad and confused.

TOBI

Perhaps its best if we remember
Christmas when Christmas was
happy, remember?

Tobi takes Porter back and rocks him and pats his head.

TOBI

Remember when rocking horse
wasn't broken. When he was
very beautiful with all his
painted finery. He is, after
all, a prince among ornaments.

The tiny mice look warm and cozy as the day is passes onto
night.

In the adults living-room the activity seems to have slowed
down to a stop except for cat and Dog.

INT. LIVING-ROOM - LATE DAY

The tree stands behind where Cody and Karen are sitting
together flipping through the family album.

The fire crackles in its brick house and beyond the
living-room, in the den, Ben writes on his computer.

The fire casts shadows animated on the walls like ghosts
dancing in the night.

KAREN

See, this is your first
Christmas, you were just one
year old. This is the old

house which you probably don't remember.

CODY

I remember. I remember because we put rocking horse up on the tree just for me.

KAREN

That's right. We carried on a long tradition from your dad's family.

Karen looks into the den and just catches Ben's eye. They smile at each other.

KAREN

Why don't you come in and join us.

BEN (V.O.)

Not now I'm on a roll.

CODY

Go on mom, dad's too busy.

Karen gives her son a hug.

KAREN

You know your dad loves you very much but he's busy trying to sell a story so you can go to college and have the things you need.

CODY

I know. Its just that..

KAREN

Okay little man, it's late and time for bed.

CODY

But mom...

KAREN

No, but mom, now scoot. Go in there and give your dad a big kiss good night. Off with you.

Cody shuffles off into the den as Karen leafs through a few more pages of the album

CLOSEUP

The album progresses from older pictures to new pictures from the front to the back.

Karen flips to an older photograph of Ben as a child with his father and Grandfather. They are placing rocking horse on the Christmas tree together.

She turns more pages and comes to a picture of Ben, older, with just his dad and the ornament.

She turns the pages once more and finds Cody as a baby with Ben holding him and the ornament.

The final photograph she turns to is Ben, Karen and Cody in front of a Christmas tree in their den but no rocking horse ornament is under the star.

Ben strolls in and sits in his chair opposite Karen. In the darkness behind Ben Cody is barely seen sitting on the floor, to excited to go to bed.

KAREN

He loves you so much.

BEN

I know. I'm trying. Its just that when I get going on a story it's hard to think of anything else.

Cody leans his head against the door jam and goes to sleep.

KAREN

I know and this one is going to be the right one but your son might be a teenager by the time

you sell it and you will have missed his entire childhood.

BEN

I don't think that's very fair.

Ben walks over to the fire and pokes at the coals with an iron.

BEN

I'm trying to make some money so we can have Christmas presents.

KAREN

You are the only present he wants besides the rocking horse ornament.

Ben drops his head as he turns towards the den and then looks up.

BEN

Come here and look at this.

Karen walks across to him and then sees Cody asleep on the den floor.

KAREN

He is so excited he can hardly wait.

Karen slips off into the darkness and picks up Cody and takes him to bed.

Ben looks down at the album and sees the photograph of himself, Karen and Cody.

He focuses his eyes on the spot under the star and realizes the rocking horse ornament is missing.

The fire plays shadow games on his face as he concentrates on the album.

His hands reach over to the album and flip the pages back toward the beginning.

A page falls open which shows Ben, sitting next to his Grandfather who is holding the rocking horse ornament.

Suddenly the picture comes to life.

INT. BEN'S CHILDHOOD HOME, 1964 - NIGHT

There are many people moving around the suburban house preparing dinner as Ben sits with his Grandfather in front of the fireplace.

GRANDFATHER

Ben, this little ornament was carved by my grandfather almost one hundred years ago. It's a family tradition you know to honor the child of Christmas and all Christmas magic.

BEN

Why do you stroke him Grandfather?

GRANDFATHER

Because he is very, very special and today, he belongs to you. You must learn how to take care of him just like your dad has for these many years. Always find time Ben to care for rocking horse, he will bring you luck.

Grandfather hands the ornament to Ben and walks away toward the kitchen.

BEN

I will always have time for you rocking horse and I will protect you and make sure you're warm and tucked in.

BACK TO SCENE

Ben is on the sofa asleep with the album in his lap. He wakes up quickly from his dream, closes the book and places it back in the book shelf.

BEN

Guess I wasn't very good with
that promise.

He makes his rounds, turning out the lights until all is dark
and quiet.

INT. BEN AND KAREN'S HOUSE - DAY

Everyone is eating breakfast in the kitchen. The cat and Dog
come racing out of the kitchen and charge upstairs.

Right behind them comes Cody and follows as fast as he can.

Behind Cody comes Ben and Karen, who are walking and drinking
coffee at the same time.

BEN

Hold on Cody, wait for us.

KAREN

Cody, you haven't even finished
your breakfast.

They all disappear up the stairs to the very top and into the
attic.

INT. ATTIC - DAY

The attic door bounces open and the light and warmth from
downstairs fills the frozen cavern. The dog and cat race
around the floor.

Cody moves directly for the tree decorations. He touches the
lights, he touches gold and silver balls and finally he finds
what he is looking for.

He reaches into the dark corner and pulls out the rocking
horse ornament.

Karen and Ben come through the attic door where they find
Cody, sitting on the floor and rocking the tiny horse in his
lap.

Ben and Karen hold on to each other for support.

BEN

Cody, we know how you feel about rocking horse but he's broken and it doesn't seem right that we should put him on the tree.

CODY

But what will happen to him?

KAREN

Cody, did you know that your dad has been working on...

BEN

Listen Cody, let's just take the other decorations down first, okay? Then we can talk about what we should do. Okay?

Cody delicately puts rocking horse back in its box. The mood lightens and Cody gets enthusiastic with the other decorations as everyone fills up the boxes and takes them down stairs.

Ben closes the door as he looks at rocking horse one last time.

The light flowing under the closed door reflects on Porter's face watching intently from behind some old records.

INT. LIVING-ROOM - DAY

At the level of a mouse, a pair of hands is unwrapping Christmas balls of blown glass. They reflect fire and sparks as they move from hand to hand.

Karen carefully places the unwrapped ornaments on the carpet, ready for the tree.

Ben is in the background wrapping the lights around the tree top.

Cody is trying to help them both.

CODY

Shall I go up and get rocking horse now?

Still working with the lights, Ben is cautious as he speaks to Cody.

BEN

Cody. Come here son.

Ben comes out from behind the tree and sits with Cody on the carpet.

BEN

I have tried many, many times to fix rocking horse but I can't. I don't know how to repair his rocker so he looks like he did. I want rocking horse back just like you and mom but...

CODY

I know dad. You're too busy on your computer.

BEN

Its not just that. We have to find the right person to work on rocking horse. The ornament is almost two hundred years old and we just can't trust him to anyone.

CODY

So does that mean that we don't put rocking horse on the tree again?

Ben looks at Karen who is trying to think of something that will help.

A snowball hits one of the windows and the sound of the neighborhood KIDS comes in through the glass.

Cody jumps up and races for his jacket.

CODY

Donnie and his brother, I'll get those guys.

Cody skids into the front door, opens it and is gone.

KAREN

Cody, be home for lunch and
don't go anywhere unless you
call us.

There is a quiet in the house as Ben and Karen look at each other. Suddenly a BEEPING sound goes off upstairs.

BEN

What is that?

KAREN

It's the Barney clock again.
I have to tape the top down.

Karen walks upstairs while Ben pulls around the last string of lights. He finds the box with the star and he places it on top of the tree.

He walks into the den and sits down in front of the computer and begins to write.

INT. DEN - DAY

The den is Ben's domain and his writing workshop. It is a mess. He writes at a desk surrounded by shelves with books, stacks of paper, manuscripts, and tons of junk.

Karen comes in, in a few minutes with rocking horse cradled in her hands.

She sits down in a chair under a lamp and examines the ornament.

KAREN

What do you think we should
do?

BEN

I can't think about it right
now. I've called some antique

dealers along with cabinet makers and art schools and no one knows anyone who does that kind of work. It's a lost art, like it's tradition.

KAREN

What do you want me to do?

BEN

Just leave it on the desk and I'll - think about it after while. Okay?

The cat comes in the room slowly. The cat sees something and is stalking it.

Ben resumes typing on the keypad.

He moves papers and books around on the computer desk so he has more room.

Karen places rocking horse on the desk and leaves.

Ben moves a stalk of books and rocking horse is pushed slightly toward the edge.

The doorbell RINGS and Ben stands up.

Porter is so intent on watching rocking horse that he does not see the cat who is stalking him.

The cat is just about to pounce on Porter when Ben steps on it's tail.

The cat screams and races out of the room.

Ben trips and hits the desk just hard enough that rocking horse falls off the edge.

BEN

Sorry kitty.

The rocking horse seems to fall in slow motion. The ornament is beautiful is it rolls and tumbles in the air down toward the trash container.

Porter runs toward the mouse hole in the kitchen and just sees the rocking horse fall into the trash container.

The doorbell RINGS again and Ben calls toward the door.

BEN (V.O.)
I'm coming, I'm coming!

The cat comes running back into the den and sees Porter on the run toward the kitchen.

The cat cuts the distance in half in two jumps and just in front of the mouse hole catches up to Porter.

INT. KITCHEN- DAY

Right at the mouse hole the cat is just about to jump on Porter when suddenly from the side, Dog charges into cat and takes the cat out of action.

Porter dives through the mouse hole as cat turns on Dog and chases Dog out of the house through the dog-door.

INT. MOUSE HOLE - DAY

Porter rolls past Tobi just as the cat runs back in the kitchen and makes straight for the mouse hole.

Just as Porter stands up the cats paw swipes past them both as it turns over furniture and knocks things off the wall.

Tobi grabs Porter and pulls him deeper into the burrow.

He holds Porter protectively.

TOBI
Are you all right Porter?

PORTER
Yes, I think so.

They both look around the room as Tobi goes to the hole and looks out.

TOBI
She's gone.

Tobi puts the room back together and then Porter joins him hanging things back on the wall. Porter tells his story in double time.

PORTER

I didn't do what you think.
I didn't go up there. I was
just out there where he works.
I was watching because they
had the rocking horse out, so
I was watching when the
rocking horse fell into that
big can and then, I don't
remember...

TOBY

...she was there!

PORTER

Yes!!. On top of me and all over
me, she touched me with her
whiskers but I was running and
I saw the hole...

Tobi goes over to Porter and stops him. He leads Porter back to the rocking chair and puts him on the seat.

TOBI

All right Porter, I know all
that. I'll never forget.
But what about rocking horse?

PORTER

He's in the big can by the
man's desk.

Tobi walks toward the hole as Porter is bubbling away.

PORTER

It was awful Uncle Tobi and
rocking horse was so scared
I could see it.

TOBI

Don't worry Porter we're not
going to let anything happen
to rocking horse. Not while

I'm alive. Now Porter, I don't want you to move from this burrow until I come back, do you understand?

Porter shakes his head, wide eyed and mouth open. Tobi disappears into the kitchen.

Porter waits for a few minutes and then runs to the hole.

He looks briefly around and then darts out after his uncle.

INT. THE DEN - LATE DAY

The den looks the same except that Ben and Karen are now in the kitchen in an argument.

Tobi enters the den and hears the argument. He stops and waits.

Outside the city garbage truck is collecting trash just down the street.

Tobi moves cautiously toward the trash container.

He climbs up the side when the cat suddenly enters from the hallway.

Ben becomes louder as he comes out of the kitchen toward the den.

Tobi drops down to the bottom of the trash container.

The cat moves forward toward the container.

Porter pops his head out from the kitchen and sees the cat.

Ben comes into the den in a heat.

BEN

Okay cat, outside.

Ben grabs the cat just as she stands up and looks down in the trash.

Ben picks up the cat and the trash-liner and walks out toward the front door.

Porter grabs onto his pant leg at just the right moment and crawls into his pants cuff.

Ben opens the front door and goes out.

EXT. BEN AND KAREN'S HOUSE - LATE DAY

Ben comes charging out the front door and drops the cat.

He walks down the brick stairs and ties a knot in the plastic trash-liner.

BEN

Hold on guys, here's one more.

Porter keeps trying to grab onto the plastic bag as it swings by him.

He finally makes a jump and digs into the soft plastic. He runs up the side to the top.

EXT. STREET - DAY

Ben tosses the bag into the back of the garbage truck just as Porter finds a small opening near the knot and crawls in.

The bag flies, in slow motion, across the thin, crisp air and falls into a huge black hole in the back of the truck.

The men jump on as the huge machine drives forward, turns the corner and is gone.

Ben is left standing watching the truck drive away.

The cat walks between his legs and nudges him toward home.

Ben turns and Karen is standing on the steps watching. The ROAR of the truck is heard off in the distance.

INT. TRASH-LINER - NIGHT

Toby and Porter are being tossed around with the papers and rocking horse.

The truck stops suddenly and the men talk about the day as they walk away from the truck.

Tobi grabs onto the plastic and bites a hole through the bag.

They drag rocking horse to the hole and push him out.

They climb out onto a sea of other bags.

The men are eating and laughing somewhere near the truck.

EXT. TRUCK STOP - NIGHT

All the trash trucks stop here to eat and talk about the day. Truck after truck is lined up, filled to the top with trash.

The truckers all stand around a trash-can fire, keeping warm and drinking coffee.

A homeless man walks between trucks, looking into each bin, searching for treasure. He pushes a shopping cart.

Tobi and Porter grab rocking horse when suddenly the homeless man reaches in and picks up rocking horse.

The man turns the ornament toward the fire as Tobi and Porter jump onto the back of his old, wool coat.

HOMELESS MAN

Uuum!

Tobi and Porter work their way down the coat and crawl into the pocket.

The man takes rocking horse and places it carefully in his cart and moves on.

INT. POCKET - NIGHT

The two mice are huddled together against the cold. Behind them is an old pocket knife.

TOBI

Are you all right Porter?

PORTER

Just a little hungry and cold

of course.

Tobi investigates the pocket and finds a piece of cloth which he wraps Porter in and then a piece of bread which he shares with Porter.

Tobi climbs up to the lip of the pocket and looks out.

The homeless man is walking down an old alley and finally turns into a doorway.

INT. BASEMENT - NIGHT

Inside the dark basement there are rows of old furniture collected from the hotel up above.

In a small, clean, neat corner the homeless man sits at a work bench and examines the rocking horse.

Tobi and Porter carefully climb out of the pocket and make their way down the coat to the floor.

HOMELESS MAN

You're so beautiful little filly.
Such fine workmanship. Amazing.

Tobi and Porter run across the floor and hide in an old doll house.

INT. DOLL'S HOUSE - NIGHT

Tobi finds a small, doll's blanket and wraps Porter up.

Tobi looks out the front window and watches the man.

HOMELESS MAN

It's a shame, it is. Someone
throw this away - it's a
antique and so beautiful.

He puts rocking horse on a small wooden shelf where he has collected other treasures.

HOMELESS MAN

I'd fix you little filly but,
well it wouldn't be right.
Never would.

The man walks to his little corner where a small bed is on bamboo mats over the concrete.

He gets in and pulls a thin cover over himself and falls to sleep.

Tobi leads Porter to one of the doll's bedrooms where Porter crawls into bed and falls immediately to sleep.

Tobi strokes his head for a few minutes then he leaves the room and leaves the house.

Tobi runs to the man's corner.

TOBI

Oh boy, what a mess I am in and poor Porter. His parents would throw me to the cat. But we are safe, for awhile.

Tobi finds some clean rags and pulls one of them into the doll's house.

He sits in the toy rocker and wraps the rag around him.

Outside the front window and perched above the heater is a long sleek RAT with reddish eyes.

The rat eats the remains of a hamburger while watching Porter in the toy house.

The rat comes down for a closer look.

He moves cautiously toward the house.

CUT TO:

EXT. BEN AND KAREN'S HOUSE - DAY

The back door opens and the dog and cat come running out with Cody on their heels.

They run around the backyard in the snow. The dog and cat smell everything.

Cody throws snowballs until he HEARS his parents arguing inside.

He sits in the snow.

KAREN (O.S.)

I don't care Ben, I didn't marry you because I thought you were going to be famous.

BEN (O.S.)

I don't want to go through this again.

KAREN (O.S.)

I know. It's just like everything else. You can't talk about it because you're writing. You can't spend time with Cody because you're on a great story line.

BEN (O.S.)

I'm not listening.

KAREN (O.S.)

Why does the truth bother you so much? It's just like the rocking horse you couldn't fix.

Cody kicks at the snow and then heads back to the house where he sits on the back stairs drawing in the snow flakes.

BEN (O.S.)

Give it a rest Karen.

INT. HOUSE - DAY

Cody climbs the back stairs to the attic.

KAREN (O.S.)

I will never forgive you for saying you couldn't fix him.

BEN (O.S.)

All right. All right!!

Cody reaches the attic door and opens it.

INT. ATTIC- DAY

Cody enters the dark space and walks directly to the corner where the box for rocking horse is turned on its side.

He turns the box over and it is empty.

Cody sits on the floor and cradles the box. He can't hold back his tears.

He starts pounding on the floor.

Ben and Karen come running up the stairs and enter the attic.

CODY

You didn't have to throw him away.

KAREN

Oh Cody.

CODY

You never said you were going to throw him away.

Cody runs past them down stairs and SLAMS the door to his bedroom.

KAREN

I think he needs some time alone. I'll get rocking horse.

BEN

Do you think he heard us?

Ben and Karen leave the attic and close the door. It is dark.

INT. HOTEL BASEMENT - NIGHT

Tobi is fast asleep in the rocker when he suddenly wakes up and jumps down from the chair.

The rat faces him in the tiny house.

TOBI

What do you want?

RAT ONE

Ahhh. I thought you might need some help.

TOBI

Who are you?

RAT ONE

Who are you and what are you doing here?

TOBI

Oh, well ah, you see...

Porter wakes up and comes down the little stairs.

Tobi moves to Porter quickly and keeps him behind himself.

TOBI

You see, we are lost and...

RAT ONE

...and you might need my help.

TOBI

Yes, we might. I am Tobi and this is Porter, my nephew.

RAT ONE

Nice to meet yaas. Uncle and Nephew, how nice. You two better come with me cause you can't stay here. It's dangerous. You could be hurt!

INT. BEN AND KAREN'S HOUSE - NIGHT

Karen is walking upstairs with Cody's dinner on a tray. Ben is downstairs looking across his desk for the ornament.

She stops in front of Cody's door and knocks. There is no answer.

Karen opens the doors and enters, closing the door behind her.

INT. CODY'S BEDROOM - NIGHT

Cody's room is filled with toys. There is a bookshelf full of children's books. There are kites and balloons hanging from the ceiling.

Cody is on his bed with the ornament box beside him. Karen puts the tray down on a small table and sits on the bed next to her son.

KAREN

Hi.

CODY

Hi.

KAREN

I brought you some dinner.

CODY

Thanks.

KAREN

Cody, I know you are very upset but we didn't throw away rocking horse. I brought him down to your father and put him on the computer desk.

CODY

Where is he then?

KAREN

I don't know. Your dad is downstairs right now tearing the room apart looking for him. Cody your dad loves you very much and I think it hurt him every time he looked at rocking horse because he couldn't fix it for you but he would never have thrown the ornament away.

CODY

He's gone and only Santa Clause can find him now. Then his elves would fix the broken rocker and he would bring it

back to me for Christmas.

Karen is rubbing Cody's head but he has fallen asleep with tears still in his eyes.

She covers him up, picks up the tray and goes to the door.

She opens the door, turns out the lights and leaves.

INT. THE RAT CAVES - NIGHT

Deep under the basement of the old hotel run the tangled connecting caves made by centuries of rats.

Tobi and Porter are led by the rat down into a large cavern where hundreds of rats live, sleep, eat, drink and gamble.

There are small tables set up on the main floor where merchant rats sell the treasures they have discovered.

Smoke fills the room and the noise is at full bore.

At the end of the room sits a large throne made out of junk jewelry and polished wood. The KING RAT sits on the throne and holds court.

Tobi and Porter are led to a place just in front of the court.

RAT ONE

Wait here and I'll see if his highness is busy.

PORTER

Where are we?

TOBI

Not now Porter.

Tobi looks across the vast, filled room and notices a prison cut into rock and inside the bars are poor mice waiting for their fate.

Next to the prison is the kitchen. Mice are escorted from the prison to the kitchen by huge rat guards.

PORTER

What is going to happen to them.

TOBI

Not what's going to happen to us.
Quickly now, follow me.

Tobi moves Porter over to a small tunnel just outside the court.

He steps into the darkness with Porter and they take off on the run.

INT. SMALL TUNNEL - NIGHT

Tobi and Porter are running in the dark for their lives. The tunnel turns and twists and leads ever down.

In the huge hall behind them there is a great SCREAM and the sound of hundreds of RATS now following them.

Tobi sees a light in front of them and aims them toward it.

The light grows brighter as the rats come closer. Tobi and Porter are breathing in fast pants as they struggle toward the light.

Suddenly Tobi and Porter drop out of an old, broken and rusty pipe, right into the basement where the homeless man lives.

INT. BASEMENT - NIGHT

The homeless man is up and making coffee from a crude filter and old cup.

Rocking horse is up on the cellar window ledge and the window is propped open slightly with a match box.

TOBI

Porter, look, rocking horse.
Quick Porter, follow me.

Tobi and Porter begin to climb up the old rock wall toward the window.

Hundreds of rats pour into the basement from every tiny crack and hole.

The homeless man sees them immediately and begins throwing knives, forks and plates at them as he crawls up on his bench.

Porter and Tobi reach the window ledge as the homeless man is throwing everything he can find at the invading army.

Tobi and Porter grab the rocking horse at the same time.

The homeless man picks up a long stick and makes huge, long swipes at the rat cluster.

His first long hit knocks Porter, Tobi and rocking horse out the window.

EXT. BASEMENT WINDOW - DAY

They fall and fall until they hit running water beside the building.

The water washes them into a storm drain.

They are holding onto rocking horse as they spin into the drain.

INT. STORM DRAIN - NIGHT

The little horse bobs along in the water with Porter and Tobi on each side.

The water moves faster as the small pipe drops them into a large concrete pipe and they rush down past ledges with more rats hiss at them and reach out and try and grab them.

The pipe is almost dark inside when they come around a bend and a great light opens up on them.

They come splashing out of a concrete drain into a huge concrete wash heading for the ocean.

Tobi guides the little horse over to slower moving water and they both drag rocking horse up to the side and out of the water.

They fall down in exhaustion. They are very wet and very cold.

EXT. CITY WASH - MORNING

The wash is a huge concrete channel with a small river in the center. There are tree and bushes and mounds of sand along with a ton of garbage, cups, hamburger wrappers, cans and paper.

PORTER

Where are we?

TOBI

That is a very good question.
Where are we, how are we and
what do we do next?

Tobi stands and tries to straighten himself out.

He lifts Porter up and brushes him off.

TOBI

First we have to move rocking
horse to a safe place.

Tobi and Porter drag the horse across the sand until they reach the edge of the concrete where the wall begins to raise up to the walking path up above.

At the wall's bottom big rocks are embedded in the wall and form several small caves large enough for the trio.

TOBI

Here's the spot. He'll be safe
in here alright.

Porter is exhausted and has curled up next to a river rock and is almost asleep.

PORTER

Are we going to miss Christmas,
Uncle Tobi?

TOBI

Porter, when Christmas comes,
you and I will be safe and warm,
like always.

PORTER

I miss my mom and dad.

TOBI

I miss them too Porter, very
much.

Porter tries to keep his eye open but he falls off and sleep
over takes him.

EXT. CITY WASH - MORNING

Toby steps out into the full day sun and gathers napkins to
sleep on and for warmth.

There is a shadow on the ground coming close to Tobi. He does
not notice.

HAWK'S POV - MORNING

Toby appears like a tiny speck as the hawk stops it's wings
and then drops swiftly down through the air current.

Tobi is dragging the napkins toward the cave.

The hawk's shadow approaches Tobi and the bird is coming down
right on top of him.

Tobi just reaches the cave and steps in as the hawk swoops
across the ground but only gets a claw full off sand.

The hawk screams off and flies past the wash and over the city
houses.

EXT. OPEN AIR - DAY

The bird swoops down close to one yard where a cat and dog are
chasing each other.

EXT. BEN AND KAREN'S HOUSE - DAY

Cody looks up from the back yard and sees the hawk fly right
over the top of the house.

Cody sits on the back steps and draws aimlessly in the thin
snow over the concrete walk.

Ben is inside at a window, watching his son. He leaves the widow.

Ben comes out with a sweater on and sits next to Cody.

BEN

Hey.

CODY

Hey.

BEN

Want to do something?

CODY

Sure.

BEN

Okay. How about Frisbee?

CODY

Naw.

BEN

Okay, just want to walk?

CODY

Sure.

Ben opens the backdoor and grabs his coat.

They walk off the steps together and go out the gate in the back fence.

They walk along the sidewalk for awhile. Ben tries to walk close and their hands keep touching but no one grabs on.

CODY

Do you think rocking horse is dead?

BEN

I don't know. No. I think rocking horse is lost.

CODY

What happens when you die?

BEN

Well - your soul or your spirit leaves your body and then your family and friends bury that body.

CODY

How do you know when you're dead?

BEN

I don't think you do know because the part that leaves you is the one who knows.

CODY

Your soul?

BEN

Uh huh.

CODY

Does rocking horse have a soul?

BEN

Rocking horse has the soul of my whole family so you see, I want to find him as much as you do. I'm very sorry he's gone but when we find him we'll have him fixed so he can hang just under the star just like he used to for all these years.

Ben and Cody stop walking. Ben leans down and holds his sons arms.

They are on the path up above the wash and Tobi and Porter are just below where they are standing.

Suddenly Dog runs up to them and starts barking.

BEN

Well, did we forget to take you boy? Sorry.

CODY

How did he get out?

BEN

I don't know, we'll have to investigate.

Dog smells something. He moves along the fence line with his nose on the ground.

Dog stops, barks and starts jumping against the fence.

CODY

Wonder what he smells down there?

INT. CAVE - DAY

Tobi and Porter are sleeping between napkins. Rocking horse seems to stand guard.

Tobi is twitching in is sleep and then he wakes up. He listens and then jumps out from the napkins and runs outside.

Porter wakes up just as Tobi runs out. He crawls toward the cave door.

TOBI

It's Dog.

PORTER

Are you sure?

EXT. CITY WASH - DAY

Tobi runs out in the sunlight and Porter is now right behind him.

Just above them Dog is jumping at the fence.

PORTER

Look, it's them!! What do we do?

TOBI

I don't know. Whistle Porter.

Quick.

Porter puckers his lips but his mouth is dry.

The hawk shadow returns and the shadow crosses over Porter and Tobi.

They both look up and see the predator.

TOBI

Don't worry about him Porter,
whistle!!

Porter is trembling and his mouth is so dry that just air passes through his lips but makes no sound.

Ben holds onto the dog as he and Cody begin to walk home

CLOSE SHOT - DOG

Dog's face and ears all perk up as Dog hears a shrill WHISTLE followed by much coughing.

Dog tugs at his collar and pulls Ben toward the fence.

BEN

Come on boy, there's nothing
down there but trouble.

CODY

Easy boy, easy!

They both pull Dog down the pathway until they meet the sidewalk and turn the corner toward their house.

Porter and Tobi are just outside the little cave, leaning against the concrete wall and watching the hawk do endless circles.

TOBI

Good for you Porter, a good
blast.

PORTER

He heard it didn't he?

TOBI

Oh yes. That dog has the best set of ears my family has ever known.

PORTER

Will he come and get us?

TOBI

Porter, when we dropped out of that big pipe we were lost to the world.

Tobi moves closer to Porter and holds onto him.

TOBI

But now we have answers that tell us we are close to our home and Dog knows we are here.

PORTER

And...?

TOBI

We have to take it a day at a time Porter. Knowledge is helpful and will make us rest easier but we have to make a plan.

PORTER

Will I help?

TOBI

Yes Porter, you will be a very important helper.

A huge burst of air pushes Tobi and Porter to the ground as the hawk swoops down and misses again.

Tobi pulls Porter into the cave as the hawk flies off screaming again at it's miss.

INT. CAVE - DAY

Porter and Tobi look like two balls of fur as they slowly unwind themselves.

TOBI

That blasted bird will be the
death of me yet.

Tobi and Porter stand up and brush themselves off.

TOBI

We will have to look for food
tonight and Porter, you must
always remember to look up when
we are outside.

PORTER

I don't see how I could forget.

TOBI

Good. Now come over here and sit
with me I want to tell you what
we must do to get home for
Christmas.

Porter waddles over to his Uncle and they sit down and wrap up
in the napkins.

Tobi puts his arm around Porter and begins the list.

EXT. SIDEWALK - DAY

Ben and Cody are just stepping off the side walk and walking
toward their back gate pulling Dog.

BEN

I have to go back to work now.
Thanks for the walk.

CODY

Sure dad. It was okay.

Cody watches as his dad goes up the steps and into the
backdoor of the house.

Ben appears at the back window and waves to Cody. Father and
son look at each other and finally Cody waves.

INT. KITCHEN - DAY

The kitchen is a mess and Karen is slowly trying to get it

in order.

Ben comes in from the back of the house and gets himself a glass of juice.

The television in the living-room is tuned to news and the facts of a big storm are being broadcast.

KAREN

Did you talk?

BEN

He wanted to know if rocking horse had a soul and how we knew we were dead.

KAREN

Boy! Those are pretty tough questions. What did you say?

BEN

I said I thought rocking horse had the soul of my family. Any luck?

KAREN

No, but I have a theory.

Karen tours the house as she tells her hypothesis. The cat is sleeping next to the mouse hole, the den is dark and the trash container is empty.

INT. DEN - DAY

Ben and Karen come into the den. Ben turns on the light.

KAREN

I put rocking horse right on the edge of the desk. The trash basket is right under where I placed him.

They both look at each other for a chilling moment.

INT. LIVING ROOM - DAY

They walk back into the living room. The tree lights are on in the living-room with a few presents scattered under the tree. The dog and cat come racing in from the outside and run into the living-room and start to play.

BEN

I - emptied the trash, this morning during the fight.

KAREN

I know, I watched you do it.

Ben starts to walk out of the front door.

KAREN

It's no use, I've been through the front yard, the trash and the house a hundred times, he's not in here. He's gone - to the dump.

The dog and cut come racing into the kitchen, slide into a wall on then continue around the loop of the house.

Cody comes in and hangs his coat up.

BEN

Cody, will you take Dog upstairs, please.

CODY

Okay dad. Come on boy. Come on!

Cody races up stairs and is followed by Dog. The cat comes in the kitchen and smells the mouse hole.

BEN

Tell me its not so.

EXT. CITY STREETS - LATE DAY

Red and yellow leaves drop from already bare trees. They blow across the sidewalks and across the pathway up above the wash.

They blow down the concrete wall of the wash and across the sand into the river and float toward the sea.

The wash is filled with noises. White clouds float in on the ever darkening sky.

The moon is already up and shines its light into the New England winter.

INT. CAVE - NIGHT

Porter is cuddled next to Tobi in a small mountain of napkins and rags.

The remains of a tiny dinner are pushed to the side and rocking horse stands as if to guard these little creatures.

Behind them and deeper in the cave is a large bush of fishing line, tangled and turned in on itself.

EXT. BEN AND KAREN'S HOUSE - MORNING

The back door slams open and Cody with Dog and the cat come racing out. The ground is covered with a light snow but it is sunny.

Cody and the animals play in the snow as Ben and Karen appear in the window drinking coffee and pointing out at Cody.

Cody and Dog run from fence to fence. Cat has had enough and bolts back into the house through the dog door.

The hawk appears and hovers overhead.

Cody and Dog run toward the back fence with the gate except that Dog jumps the fence this time and runs off in the direction of the wash.

CODY

Dog! Dog!! Dog!!!

Ben comes running out of the house yelling for dog but Dog is gone.

Karen comes running out of the house, trying to put on a sweater.

KAREN

What is the matter with him, he's never done that before.

CODY

What are we going to do dad?

BEN

Hold on Cody and I'll...

The phone rings as Ben is running in the house.

BEN

Damn. Cody, wait just one second and we'll go together.

CODY

Hurry dad. Hurry!

Karen zips up Cody's jacket when a car's tires SCREECH to a halt just down the street.

CODY

Noooooo!!

Cody bolts out the back gate and runs down the street yelling Dog.

KAREN

Cody, Cody!!

A wind comes up and blows a gust right into Karen who is only lightly dressed.

Dark clouds begins to roll across the sky as a tidal change in weather is taking place.

KAREN

Ben!! Bring my coat, Cody's gone after Dog.

Karen runs to the back gate and rushes through it as Ben comes out the backdoor with two coats.

EXT. CITY WASH - DAY

The hawk is circling the wash watching something tiny move.

Part way up the concrete wall is Tobi secured to a fishing line. Tobi uses the line like a rock climber, fastening on to anything that he can reach as he moves up.

Below him is Porter, who watches the huge bird make circles directly above his Uncle.

Tobi looks down and sees Porter pointing up.

Tobi looks up and shakes his arms that he sees the hawk.

The hawk makes his descent down toward Tobi.

PORTER

Uncle Tobi here it comes!!!

Tobi turns around so he is facing the huge animal.

The hawk is gliding straight for Tobi, talons out and beak open the hawk is almost to Tobi's head.

The bird reaches down to grab the mouse when a huge barking dog jumps the fence and hits the bird in mid-flight and knocks him off into the air.

The hawk screams and limps away toward a grove of trees.

Dog flattens himself on the concrete, right in front of Tobi and whines at the mouse.

TOBI

Yes, yes. Quite good timing and many thanks.

Dog lifts Tobi up and in one bounce is on the flat portion of the pathway above the wash.

As Dog puts Tobi down a huge shadow comes across them both but when they turn it is Cody.

Cody reaches down and pats his dog.

CODY

What are you doing here dog?

Come on boy we have to go
home. Dad is going to be
very mad. What's wrong boy?

Dog gets down as low as he can and whines toward Toby.

Cody tries to clear his eyes as he slowly focuses on the
mouse.

Very slowly Cody gets down on all fours and then flat on his
stomach.

Cody's face is looking into Tobi's face.

TOBI

Hello. This is really quite
awful but we could talk about
it all later because my nephew
is at the bottom so I need to
wave to show him I'm all right.

Tobi moves carefully to the side of the wall and waves down to
Porter.

CODY

You can - talk.

TOBI

Yes. Quite.

CODY

And - you're dressed.

TOBI

Not warmly enough I might add,
but right now we must get my
nephew off from down below.

Cody climbs over the fence and gets right down to the level
of Tobi.

CODY

Wow. I can't believe it!

TOBI

I quite understand, I am
finding it a little difficult

myself, but my nephew...