

THE ROTHENBURG GIRLS

Based on Actual Events

Pilot episode

written by

Jan Wilson

Jan Wilson
janwilson@happyfrogfilms.com
818-522-6191
www.HappyFrogFilms.com

INT. INTIMATE BOUDOIR - NIGHT

Lush bed, deep covers, pillows. Soft candlelight. 1930s decor. Two figures in bed: HEIDI, a lovely blonde in lingerie and a FIT YOUNG MAN, half-naked. She's in charge. Straddles him, whispers in his ear.

HEIDI

A big, strong man like you, I bet
you are in charge.

FIT YOUNG MAN

Shh. Kiss me.

She does, but just a little bit. She'd rather talk.

HEIDI

I bet you have power. Do they know
how powerful you are?

He shrugs, smiles. She coos as he pulls her closer.

HEIDI

I bet they even told you where your
unit is heading. Hmm? Did they?

FIT YOUNG MAN

I'm not supposed to say.

HEIDI

You can tell me. I'm just curious
where you men might be going. Sweden?

STERN TEACHER (O.S.)

Heidi, you're moving too fast!

CLICK! An overhead bulb fills the room with harsh ugly light. The STERN TEACHER, a frumpy woman in her 50s with bright red lipstick and a drab military uniform sits nearby.

STERN TEACHER

You need to get him much more aroused
before asking such a question.

A dozen YOUNG WOMEN watch the couple frolic. Some take notes.

STERN TEACHER

Hans, tell Heidi what she needs to do
to get you to that point of no return.

The Fit Young Man hems and haws a bit, embarrassed.

FIT YOUNG MAN

Well...first I'd need more - -

STERN TEACHER

Louder, please.

Everyone looks to him, pencils ready to take notes.

EXT. SCHELLENBERG APARTMENT BUILDING - ESTABLISHING - MORNING

SUPER: SIX WEEKS EARLIER

Typical Berlin apartment building. Domestic, charming, probably built at the turn of the century.

INT. SCHELLENBERG KITCHEN - MORNING

SUPER: BERLIN, SUMMER OF 1939

WALTER SCHELLENBERG, mid 30s, munches toast at the kitchen table with MONIKA, also in her 30s. Both wear robes over their pajamas. He reads the newspaper.

MONIKA

I ironed your shirts. Left one out on the bed for you.

WALTER

Thanks. Did you see this? Wertheim's is having a sale. Maybe you should get a new dress for tonight.

MONIKA

I'd rather not go out with them at all. Heydrich unnerves me. And his wife, she's even worse.

He passes the newspaper to her. She scans the ad.

MONIKA

(re: advertisement)

This *is* good timing though. Perhaps I'll go have a look this afternoon.

He smiles.

WALTER

You look great in blue.

INT. SCHELLENBERG KITCHEN - MOMENTS LATER

Monika washes dishes. Walter picks up a towel and whistles *Libiam Ne'lieti Calici* (everyone knows it when they hear it) from *La Traviata* as he dries. Monika joins in on the last few notes.

WALTER

Ah, a Verdi fan!

MONIKA

No. Just an innocent bystander. Dragged along against my will.

He whistles his beloved tune even louder. She smiles. Snatches the towel from him.

MONIKA

Go! You'll be late. I'll finish.

INT. SCHELLENBERG BEDROOM - MOMENTS LATER

Indeed, a crisp white shirt is laid out on the bed. Right in the middle of the shirt lies their big cat, ALFREDO. Walter chuckles and smirks.

WALTER

Never fails.

INT. SCHELLENBERG BEDROOM - MOMENTS LATER

Walter stands in front of the mirror in his fresh white shirt. Tightens his black tie. Nods at the improvement.

Squints his eyes, takes a closer look at his shirt in the mirror. Then looks down at the real thing. Shakes his head at Alfredo, who still lounges on the bed.

Grabs a gentleman's lint brush, removes cat hair from shirt.

He puts on his greenish-gray uniform jacket - complete with Nazi *Schutzstaffel* double lightning bolt S.S. insignia on the collar, and SD (Security Force) insignia on his sleeve.

Tops it off with the high imposing officer's visor cap, with Nazi eagle and Death's Head pin. Charming turns chilling.

INT. SCHELLENBERG LIVING ROOM - MORNING

Walter heads out. Monika intercepts him at the door.

MONIKA

Dinner starts late tonight. Quick drink at Luna Club beforehand?

WALTER

Lovely!

Quick kiss goodbye and he's off.

EXT. SALON KITTY - ESTABLISHING - DAY

A large old four-story terraced building overlooks a canal.

INT. SALON KITTY, KITTY'S BEDROOM - DAY

KITTY SCHMIDT, attractive, elegant, sits at her dressing table. Late 50s but could pass for much younger.

She braids a tiny piece of elastic into her hair just above her left ear. She pulls the elastic around the back of her head. She then braids the other end of the elastic into her hair over her right ear, pins it. The effect of this is an instant facelift. Styles her hair to disguise the elastic.

INT. SALON KITTY, HALLWAY - DAY

Kitty strides down a hallway. Tasteful dress, impeccable hair and makeup. Pauses to knock on a door.

KITTY
Brigitte, breakfast!

A few steps more, another door.

KITTY
Morning, Marita!

Next door.

KITTY
Rise and shine, Krista!

Knock.

KITTY
Charlotta, breakfast downstairs!

KRISTA, 24, fresh-faced but sleepy appears in her doorway. CHARLOTTA, 26, a sultry beauty, opens her door, half-asleep.

INT. SALON KITTY, DINING ROOM - DAY

Kitty, Krista, Charlotta, BRIGITTE and MARITA eat breakfast. All four women are pretty, in their mid-20s. But they're too close in age to be related, and they don't look alike.

A few other YOUNG WOMEN meander through, grab coffee.

EXT. GESTAPO HEADQUARTERS - ESTABLISHING - DAY

The headquarters of the Gestapo on Prinz-Albrecht Strasse, not yet the most feared and hated building in Germany, now just a creepy, gothic and imposing behemoth.

EXT. GESTAPO HEADQUARTERS - CONTINUOUS

Walter, dressed in his full Nazi officer's uniform, hops out of his chauffeured car. Sings *Libriam Ne'lieti Calici*.

WALTER
(sings)
Libiamo, libiamo ne'lieti calici...

Passes another officer who exits the building.

FELLOW OFFICER
Heil Hitler.

An automatic greeting with the accompanying straight-armed Nazi salute. More of an innocuous "good morning" than anything else. Walter returns the gesture.

WALTER

Heil Hitler.

(sings)

...*che la bellezza infiora.*

INT. WALTER'S GESTAPO OFFICE - LATER

Officer's cap now off, Walter plops down at his large desk. Grabs a folder from a pile. Flips through it. Gazes at the huge stack. Sigh. Lots to read.

A sturdy female secretary in her 40s, FRAU FRIEDA FISCHER pokes her head in through the door.

FRAU FISCHER

Gruppenführer Heydrich wants you to call him in his office.

She goes back to her desk outside Walter's door. Walter dials his phone right away.

HEYDRICH (O.S.)

(on phone)

Was that you I heard whistling *La Traviata* down the halls this morning?

REINHARD HEYDRICH'S voice is cool and high-pitched.

WALTER

Ah yes, indeed it was.

Walter tries to maintain a lighthearted tone of voice throughout the call, despite Heydrich's emotionless tone.

HEYDRICH (O.S.)

(on phone)

A bit treasonous, don't you think?

WALTER

Sir?

HEYDRICH (O.S.)

(on phone)

A good German would be singing Wagner.

Walter chuckles. Heydrich does not.

WALTER

Ah, yes, but I do love the romantic operas.

HEYDRICH (O.S.)

(on phone)

Wagner's *Tristan and Isolde* is considered one of the world's greatest love stories.

WALTER

Yes. Yes, that's true.

HEYDRICH (O.S.)
 (on phone)
 Your *La Traviata* is about a
 prostitute, is it not?

WALTER
 Well, yes. I have nothing against
 Wagner. But he can be a bit, I don't
 know, lengthy...and bombastic.

Walter chuckles. Again, Heydrich does not. Icy silence.

HEYDRICH (O.S.)
 (on phone)
 I see.

Uncomfortable long silence.

HEYDRICH (O.S.)
 (on phone)
 You and Monika will be at the dinner
 tonight?

WALTER
 Yes, sir. Of course.

HEYDRICH (O.S.)
 (on phone)
 Very good.

CLICK. Heydrich is gone.

Frau Fischer appears in his doorway again.

FRAU FISCHER
 Tell me you didn't just tear down
 Gruppenführer Heydrich's mighty god
 Wagner. He's got you earmarked as a
 traitor now. An enemy of the party.

She laughs. His eyebrows rise, dumbfounded.

WALTER
 I thought we were talking about *music*.

FRAU FISCHER
 You know he's named after Wagner's
 opera, right?

WALTER
 Reinhard?

FRAU FISCHER
 No, his middle name. Tristan.

WALTER
 Oh hell.

FRAU FISCHER

His father was an opera composer.
He wrote in the style of Wagner.

WALTER

Hell again. That's right, I forgot.

FRAU FISCHER

Speaking of hell, you know who they
say plays the violin.

WALTER

The devil himself.

INT. HEIDI & ELKE'S KITCHEN - DAY

Heidi, the woman from the opening boudoir scene, rushes into the cramped kitchen, struggles to zip up her skirt. She gives up. Sloshes some much needed coffee into her cup.

ELKE, 25, plain but pretty enough, sits at the table in her robe, sleepy. As Heidi gulps her coffee Elke leans forward to help zip up Heidi's skirt.

ELKE

No wonder you can't zip it up, you've
pulled the stitching loose. I can
fix that, easy.

HEIDI

Oh. Thanks. Not now though. Gotta
get to work.

Elke zips it up as best she can. Heidi laughs.

HEIDI

Look at us. Me rushing around like
mad, you sitting there, barely awake.

ELKE

Hey, I work too.

HEIDI

I know. I'm just saying I envy that
you don't have to get up early.

ELKE

They don't call us ladies of the
night for nothing.

Elke musters a meek smile.

HEIDI

No seamstress work this week?

Elke shakes her head no. Glum news.

ELKE

Out on the streets for me, I'm afraid.

INT. SALON KITTY, PARLOR - DAY

Kitty sits with a middle-aged BUSINESSMAN. The tasteful room is crammed with lush settees, curio cabinets, bookcases and liquor cabinets. A uniformed housekeeper, HELGA, 50s, pours the Businessman a glass of top shelf liquor.

Krista, Marita, Brigitte, Charlotta and several other PROSTITUTES stand before the Businessman. No longer fresh-faced, now in full makeup and fancy hair, nice dresses.

BUSINESSMAN

I'm very taken with Krista.

Upon hearing this Helga scoots the others out of the room.

KITTY

You have excellent taste.

Though now dressed up Krista still has a sweet girl-next-door type of innocence. She holds her hand out to him.

KRISTA

Come with me, handsome.

INT. BANQUET ROOM - NIGHT

CLOSE UP: Heydrich, the devil himself, plays a violin with feverish glee, a Wagner song of course. He's über Aryan; tall, blonde. Small ice blue eyes flash from a long narrow face.

A classical QUARTET plays behind him onstage. The lavish room is filled with all manner of GESTAPO OFFICERS and their WIVES. All mesmerized by Heydrich's performance.

Walter and Monika, in blue, sit with LINA HEYDRICH, a cool Nordic beauty. They watch Heydrich's passionate performance.

MONIKA

Is that a violin or viola?

WALTER

Violin.

MONIKA

What's the difference? The violin is smaller, right?

LINA HEYDRICH

It just *seems* smaller because of the violinist's swollen head.

Walter and Monika try not to laugh at this. The song comes to a crescendo, then stops. The crowd erupts with applause which Heydrich laps up.

Heydrich rejoins his table and sits.

MONIKA

Marvelous, Gruppenführer Heydrich!

HEYDRICH

I've told you before, please call me Reinhard. But thank you.

WALTER

A superb song, sir, beautifully played.

HEYDRICH

I wasn't sure you'd approve, it not being Italian.

WALTER

I love Wagner. I love all music.

LINA HEYDRICH

Wasn't it Rossi who said "Wagner's music has some beautiful moments, but some bad quarters of an hour"?

Monika laughs, but stifles it when she realizes she's the only one laughing.

Heydrich eyes his wife, a thin smile. Reaches out, touches her face with affection. Thumb caresses her soft lip. Then with an odd firmness he smudges her lipstick.

HEYDRICH

Your lipstick is smeared, my love. You should go repair it.

Lina knows her place. She excuses herself.

WALTER

(to Monika)

Maybe she'd like your company, dear.

Monika takes the hint, follows Lina.

EXT. BANQUET ROOM - NIGHT

RINA and CLAIRE, late 20s, stand on their tiptoes to get a look through a window. Rina wears tons of dark eye makeup and blood red lips. Small woman, big voice, hard demeanor. She boosts herself up on a planter, peers in the window.

RINA

Looks like some big fish in there.

Claire, a delicate natural redhead with a matching delicate manner, cranes her neck to see.

CLAIRE

I can't see. Any handsome ones?

RINA
Who cares? All their money looks
the same.

CLAIRE
Do you not have even one romantic
bone in your body?

Bawdy laugh from Rina.

RINA
Sure, that's why I'm in this business.
For the romance.

Rina's POV: A TALL MUSTACHIOED MAN in civilian clothes hovers
at Walter and Heydrich's table.

She presses her face against the window to get a better view.

RINA
Wow. A classical quartet.

INT. BANQUET ROOM - CONTINUOUS

TALL MUSTACHIOED MAN
Such beautiful playing. Your skill
is unmatched by anyone I've heard.

Heydrich nods his appreciation.

HEYDRICH
Thank you. My father was a musician,
he trained me.

TALL MUSTACHIOED MAN
Great job he did. Give Lina my best.

Alone now, Heydrich pours two more drinks for them.

HEYDRICH
Fawning fool.

WALTER
He seemed sincere enough.

HEYDRICH
You're too nice, Walter. He's just
desperate for us to use his supplies
when we go to war.

WALTER
Just doing what businessmen do.

HEYDRICH
Yes. He's actually a crucial pawn in
the supply game. His wife is very
influential.

The Tall Mustachioed Man chats his way through the room.

HEYDRICH

Anyway, never mind him. I have a new endeavor for us. Every time foreign diplomats come to Berlin, they end up visiting the same sights.

WALTER

Potsdamer Platz?

Heydrich stares at him.

WALTER

Brandenburg Gate?

HEYDRICH

The whorehouses.

Walter nods.

WALTER

Ah. Well. We turn a blind eye. I suppose it's up to them whether or not to stay on the moral high ground.

HEYDRICH

We can use this to our advantage.

WALTER

How's that, sir?

HEYDRICH

I propose that we take over a local brothel. Fill it with agents and get these men to talk. Whores are good at getting men to talk.

WALTER

I, uh, I don't...are they?

HEYDRICH

Yes. They know tricks. Sneaky tricks.

Walter squirms. Hesitates.

WALTER

I'm not sure Chancellor Hitler would approve of such lurid means to -

HEYDRICH

He loves my idea. Already signed off. I persuaded him. We'll send our visiting dignitaries there. Our whores will report back to us all that was said in the throes of passion.

Walter fidgets with his fork.

HEYDRICH

And, this is the brilliant part, we will bug the entire house! We will hear every word that is said.

WALTER

An entire house? Is that possible?

HEYDRICH

Make it happen.

WALTER

Me?

HEYDRICH

Yes. We must know who we can trust. When war comes we need to choose our allies carefully.

WALTER

IF war comes.

HEYDRICH

WHEN. Trust me. It's coming.

Is that a sly grin on Heydrich's face?

WALTER

Sir, I'm not sure if I'm the best person for this operation. I've never even visited such a place.

HEYDRICH

Nonsense. You're the perfect man for this. After all, your Violetta of *La Traviata* is a prostitute.

WALTER

But that's just an opera. I'm not sure I'm comfortable dealing with using prostitutes to gather top secret intel from our potential allies.

HEYDRICH

What's the matter? Is this operation too bombastic for you?

Walter knows better than to reply to that incendiary word.

HEYDRICH

You shall be in charge of this operation. Report to my office tomorrow at noon with any preliminary ideas and plans.

WALTER

Yes, sir.

The wives return.

LINA HEYDRICH
Still arguing about music?

HEYDRICH
Yes, Schellenberg here was just telling
me about how he can't get enough of
La Traviata. But we remedied that.

INT. CASINO - NIGHT

Roulette tables, 21 tables, music, pretty WAITRESSES. The casino hums with activity, fun, noise and CROWDS. Kitty slaps a pile of cash on number 18 at the roulette table.

CROUPIER
Frau Schmidt, nice to see you.

KITTY
And you. Spin me an 18, will you?

CROUPIER
I'll do my best.

The Croupier spins wheel, casts the ball. CASINO OWNER, in his 60s rushes to her side.

CASINO OWNER
Fraulein Schmidt, good evening.

KITTY
"Fraulein". You flatter me, Karl.

He kisses her hand.

CASINO OWNER
Anything you need, please let me know.

KITTY
Can you control that ball?

CASINO OWNER
Alas, no.

Ball lands on 15. Marker goes down on 15, money swept away.

CASINO OWNER
Ah, too bad.

KITTY
That was very convincing, Karl. But
I know you love getting my money.

CASINO OWNER
Business-wise it's very good. But
my heart, it pains for you.

She giggles, blushes. Hides her blush behind a drink.

KITTY

Actually it serves me right. Games of chance leave everything to luck.

She eyes the poker table.

KITTY

I'm much better playing games of skill.

EXT. BANQUET ROOM - NIGHT

Rina and Claire mill around near the main doors of the hall as various GUESTS leave. Near enough to get their attention, but far away enough to be discreet.

CLAIRE

These men are all so old. Where are the younger ones?

RINA

When are you going to learn? It's much easier to rob 'em than sleep with 'em.

CLAIRE

That's charming, Rina. Thieving.

RINA

You prefer being a whore?

INT. SALON KITTY, PARLOR - DAY

Kitty abandons her paperwork when Helga escorts a high-ranking Nazi officer in. Walter removes his cap and shakes her hand.

WALTER

Frau Schmidt. I've heard a lot about your establishment. I wish to speak to you in private.

INT. SALON KITTY, KITTY'S PRIVATE DEN - MOMENTS LATER

Kitty pours them two straight whiskeys. Hands one to Walter as they sit on the settee.

KITTY

Obersturmführer Schellenberg, I assure you I run the most discreet salon in Berlin, if not Germany. Rest assured, your privacy -

WALTER

No, you misunderstand. I'm not here to...I'm here in an official capacity.

KITTY

Oh?

He sips his drink.

Tries to hide his grimace at its unexpected strength. A true diplomat, Kitty pretends not to notice. She tops off both drinks with water as if that was always her intention.

WALTER

Your establishment has a very good reputation in Berlin. Discrete, upscale, clean girls.

KITTY

I've worked hard to maintain this reputation.

WALTER

The Führer needs you to do your part for your country.

KITTY

I'm not sure what you need exactly.

WALTER

We want to have access to your rooms and your girls.

KITTY

What do you mean?

WALTER

Surely you understand that in the throes of passion sometimes things are said that should be kept secret. And you do get some distinguished clients here.

KITTY

You want me to spy on my clients?

WALTER

I want you to be aware of when certain clients arrive and steer them to certain girls.

KITTY

You want my girls to spy?

WALTER

I'll need to speak with them.

KITTY

Spying.

WALTER

Helping your Führer maintain national security.

KITTY

Do I have any say in the matter?

WALTER

You have two days to think it over.

KITTY

Thank you, Obersturmführer.

WALTER

You must speak of this to no one.
No one. Do you understand?

She nods.

INT. SALON KITTY, KITTY'S BEDROOM - LATER

Kitty rushes in, locks the door. Removes a drawer from a desk, pulls up a false bottom. Grabs large stacks of money.

EXT. SALON KITTY - DAY

Kitty hurries down the street.

Walter watches from his car parked down the street. A YOUNG OFFICER sits next to him in the back seat.

WALTER

Follow her. Report her actions to me.

INT. GERMAN COUPLE'S LIVING ROOM - DAY

Heidi sweeps and watches, bemused, as a YOUNG WIFE struggles to put shoes on a stubborn THREE YEAR-OLD GIRL.

YOUNG WIFE

Put your shoes on. We're not going to the park 'til you have them on.

The YOUNG HUSBAND barrels into the room.

YOUNG HUSBAND

Ready to go? Let's go.

HEIDI spies something on the floor. A gold earring with small diamonds. Sneaks a look at the Young Husband, he's not watching. Heidi leans over and slyly pockets the earring.

The Young Wife wins the battle of the shoes, ushers the little girl toward the door. The Young Husband dashes out first.

YOUNG HUSBAND

We'll be home in a few hours, Heidi.

Heidi nods and smiles. After he's gone she catches the Young Wife's eye. Hands her the earring.

HEIDI

(whispers)
I found it!

The Young Wife breathes a sigh of relief.

YOUNG WIFE

Thank god! What would I do without you? He would have absolutely killed me. Thank you!

The Young Wife takes the earring and they head out. Heidi tousles the little girl's hair as she passes.

INT. GERMAN COUPLE'S BEDROOM - MOMENTS LATER

Heidi opens the wardrobe, flips through the clothes, chooses a dress. Tugs on the zipper until it rips. A skirt gets similar treatment. Another dress gets its hem yanked down.

EXT. SALON KITTY - DAY

Walter and Heydrich stand outside the Salon Kitty gazing up at the upper floors. Several ENGINEERS mill around.

WALTER

If we want to bug all the rooms we will need to remodel extensively, break open the walls so we can run the cables to the basement. Shut the place down for a week or so.

HEYDRICH

No one, not even Frau Schmidt, must know the place will be wired.

WALTER

Yes, sir. She will know nothing of the bugs. The engineers are working on the plans now.

Heydrich takes in the tall building. Nods in appreciation.

HEYDRICH

This will be a technological marvel. The Chancellor will be awed. And Frau Schmidt is okay with this?

WALTER

Well...that's the thing. She's been sending money to England.

HEYDRICH

England?! She's a traitorous whore!

WALTER

I'm keeping an eye on the situation. You put me in charge. I know your faith in me was wisely placed.

Heydrich considers this. Nods.

HEYDRICH

Kill her if she tries to flee. That's an order.

INT. SALON KITTY, KITTY'S BEDROOM - CONTINUOUS

Kitty pulls a small envelope from deep within the hidden folds of her dress. Opens it. Two passports, each with her photo but different names. Double sets of other faked papers.

Hides everything in the drawer with the false bottom. Checks her makeup and hair in the mirror, then leaves.

INT. SALON KITTY, BASEMENT - DAY

Walter and Heydrich look at the large unfinished basement.

WALTER

We'll seal this area off from the main building. This will be the listening area.

HEYDRICH

And it will be manned day and night?

WALTER

Yes. We'll need about five or six men on duty at all times, working in shifts. I have Untersturmführer Engel working with me. He's already found a crew of top men with experience in surveillance.

HEYDRICH

Impressive. Perhaps we can build Frau Schmidt an air raid shelter down here while we are at it.

WALTER

Good idea. In case we go to war. Reichsführer Himmler said that --

HEYDRICH

When did you speak to him? No one but you, me and the Führer can know the full extent of Operation Salon Kitty! This is MY operation!

WALTER

No, sir, I told him nothing. He was simply mentioning how pleased Hitler was with his meeting with Müller.

Heydrich stares at Walter with near panic in his eyes.

HEYDRICH

Himmler met with Müller? About what?

WALTER

Poland.

HEYDRICH

Poland?!

Heydrich seethes, but manages to contain his fury. Walter tries to divert Heydrich's brewing hissy fit.

WALTER

I'm meeting with Kitty's girls next. Perhaps we can train her existing girls instead of finding new ones.

HEYDRICH

Yes, yes, look into that. This operation will not work without *the best trained agents*.

INT. SALON KITTY, KITTY'S PRIVATE DEN - DAY

Walter sits at Kitty's small desk across from Charlotta.

WALTER

So tell me, Charlotta, do you consider yourself a good German citizen?

CHARLOTTA

I can be very good or I can be very bad. Whichever one turns you on.

JUMP CUT TO:

MOMENTS LATER

Krista's turn.

KRISTA

I guess so.

She panics as Walter jots down her answer.

KRISTA

I mean yes! Yes! Yes!

JUMP CUT TO:

MOMENTS LATER

A SEDUCTIVE BRUNETTE sips a liqueur.

SEDUCTIVE BRUNETTE

Why? What have you heard?

ALL THE GIRLS' SEPARATE INTERVIEWS INTERCUT WITH JUMP CUTS:

WALTER

What do you like about working here?

BRIGITTE

The money I suppose. Certainly not the sex. Men are pigs.

Walter jots it down.

BRIGITTE

Oh, but not you. I'm sure you're lovely.

KRISTA

I like my room, I have the best room.

DITZY BLONDE

The men are always so nice to me.

CHARLOTTA

I get to sleep late. We don't start work until the afternoon.

SEDUCTIVE BRUNETTE

I like that Kitty gives us free liquor. It helps.

MARITA

The money is nice. But I wish we were closer to the better shops.

WALTER

What would you consider your best trait?

MARITA

I'm a good dancer.

KRISTA

Boobs.

SEDUCTIVE BRUNETTE

I can hold my liquor like a sailor.

BRIGITTE

Boobs.

DITZY BLONDE

My boobs.

CHARLOTTA

Legs. Nice ass, too.

She stands, turns around to give Walter a view.

CHARLOTTA

Don't you think?

Walter blushes, buries his face in his ledger.

WALTER

What is your best *mental* trait?

SEDUCTIVE BRUNETTE

I can fantasize I'm with Errol Flynn even when I'm with horrid clients.

CHARLOTTA

Uuuuumm....

KRISTA

I can remember the lyrics to any song
after hearing it just a few times.

(sings)

*My friend Johnny was a fine lad, he
was a tramp and had no home --*

BRIGITTE

Hmm. Let me think.

CHARLOTTA

Mmm...wait, what was the question?

MARITA

Ummm....

KRISTA

(still sings)

*And for a long time now in Rocktown
he lies in the grave, and flowers
from his bones grow....*

DITZY BLONDE

Mental? Inside my head you mean?

INT. SALON KITTY, KITTY'S PRIVATE DEN - MOMENTS LATER

Slumped over the desk, Walter is now alone, head in hands.

WALTER

I'm a dead man.

INT. WALTER'S GESTAPO OFFICE - DAY

Seated in front of Walter's desk Frau Fischer reads back
what she wrote down on her pad with some shock in her voice.

FRAU FISCHER

"And a liking for male company."

WALTER

Perfect.

FRAU FISCHER

And you want me to type up this list?

WALTER

Yes. Twenty-two copies please.
Thank you, Frieda. Top level
clearance, please. Be careful.

INT. HEYDRICH'S GESTAPO OFFICE - DAY

Heydrich is ensconced behind his massive desk in his oppressive,
masculine office. He holds a flyer. Walter faces him.

HEYDRICH

(reads)

"Please refer to Obersturmführer Schellenberg or Untersturmführer Engel any German women who meet the following criteria and would be honored to serve The Führer and their Fatherland. A, intelligence, B, an attractive appearance, C, a knowledge of foreign languages, D, faith in National Socialism and E, a liking for male company."

He flicks the paper onto his desk. Eyes Walter with curiosity.

WALTER

Frau Schmidt's girls were entirely unsuitable for the task. We must widen the net.

HEYDRICH

Very well. Permission granted. Have it distributed to each division head.

Heydrich looks Walter in the eye.

HEYDRICH

This MUST work. My reputation rides on it.

INT. HALLWAY OUTSIDE OF HEYDRICH'S OFFICE - MOMENTS LATER

Walter joins handsome Untersturmführer ERIC ENGEL, late 20s, in the hallway. Walter nods.

WALTER

Permission granted.

Engel breathes a sigh of relief.

WALTER

Surely this will net us some honorable women willing to do their duty.

ENGEL

Shall I visit Frau Schmidt tomorrow? To get her official yes?

WALTER

No, I'll go. I need to discuss the details of the remodel with her.

ENGEL

Perhaps we should speak in your office about Frau Schmidt.

INT. WALTER'S GESTAPO OFFICE - DAY

Walter and Engel sit on a leather couch by the window.

WALTER

Jews? But why? She's not Jewish.

ENGEL

No. We had Admiral Canaris check her background. She's pure Aryan.

WALTER

Just a sympathizer?

ENGEL

At first we thought she was just sending money to England for herself. But now it seems like she is also giving money to Jews to help them get to England. Think she'll flee?

WALTER

That would be bold of her. I'll speak to her tomorrow to make sure she stays put.

INT. SCHELLENBERG BEDROOM - NIGHT

Walter lies in bed with Monika, neither is asleep.

MONIKA

You haven't slept well this week.

WALTER

Work. A very distasteful venture.

MONIKA

Distasteful?

Walter stares at the ceiling.

MONIKA

I know you can't tell me. But is there anything I can do?

WALTER

Depends. Do you enjoy the company of men?

MONIKA

What do you mean?

He chuckles.

WALTER

Nothing. Don't worry about it.

MONIKA

I assume Heydrich is counting on you for something.

Walter nods.

MONIKA

It's not dangerous, is it? He's not asking you to put your life on the line, is he?

WALTER

No. Nothing like that.

MONIKA

Then you cannot fail. Not with him.

She turns to face him.

MONIKA

Walter, you're a kind man.

He turns to her. Smiles. But she doesn't smile back.

MONIKA

No. That's not a good thing. Not always. If this is a distasteful task you must do, then you must be...

WALTER

Distasteful?

MONIKA

Stern. Heydrich loves to find the tiniest bit of weakness in you and get his hook in.

He nods.

MONIKA

You are in charge of this...project?

WALTER

Yes.

MONIKA

Then be *in charge*. Remember the whole cigarette case mess? We only got through that because you took charge.

She rolls toward him, snuggles closer.

MONIKA

You were my hero. You really took control. You had the power, and it was sexy. And scary. You can be scary when you want to be. *Be who you need to be.*

EXT. BERLIN STREET - DAY

Kitty, Charlotta and Krista take a stroll on this lovely sunny day. They stop at an ice cream vendor.

CHARLOTTA

I love mint. So refreshing.

KRISTA

Can't beat chocolate. What about you, Kitty?

KITTY

Cherry, I think.

EXT. BERLIN STREET - LATER

Kitty uses her best nonchalant tone.

KITTY

So Krista. Herr Schellenberg, did he speak to you?

They all lick their cones which melt in the heat.

KRISTA

Yes. Asked me some questions.

CHARLOTTA

Yeah, me too.

KITTY

What type of questions?

KRISTA

Like why'd I like working at the salon, what I think about Hitler.

KITTY

What was the purpose do you think?

CHARLOTTA

I thought he was just trying to figure out which one of us he wanted. You know, maybe he had a "Super Good German Girl" fantasy.

KITTY

You didn't get the sense it was for something else? A deeper reason?

CHARLOTTA

Not really. He didn't pick me.

KITTY

How did he leave things?

KRISTA

What do you mean?

KITTY

Or perhaps you aren't supposed to tell me?

KRISTA

Tell you what?

Kitty locks eyes with Krista - there's no secret hidden there.

SARAH WEINBERG (O.S.)

Kitty Schmidt!

Kitty swings around, is face-to-face with a stocky woman in her 50s, SARAH WEINBERG, laden with shopping bags.

KITTY

Sarah!

After a hug they all continue to stroll. It's hot, and the girls are headed for a lush, shady public park.

KITTY

I'm so happy to run into you. How have you both been?

SARAH WEINBERG

We're getting by. It's been hard since, you know.

KITTY

Since you lost the business.

SARAH WEINBERG

Lost! It was not lost. It was ripped out of our hands!

Kitty takes a deep breath, nods.

KITTY

I can't pretend to know what it's like. "Aryanization", it's unconscionable.

SARAH WEINBERG

We wonder how long we should stay and tolerate such treatment.

KITTY

You're leaving?

SARAH WEINBERG

I hate to leave my home. But it's not a welcoming home anymore. Franz thought the Nuremberg Laws would bring, what'd he call it? Tranquil segregation. I never saw it that way. But let's not talk of such ugly things.

They approach the gates of the shady park.

KITTY

I may be taking some time off soon. I thought about going to Baden-Baden.

Kitty, Charlotta and Krista turn and pass through the gates.

KITTY

Are the spas there as wonderful as everyone says? Have you ever been?

Kitty turns to look at Sarah, but Sarah is no longer there.

KRISTA

(whispers)

Oh, hell. Jews aren't allowed in here!

Sarah has stopped at the park gates. Kitty puts on a happy face. Turns, walks back. Shakes her head.

SARAH WEINBERG

I can't...

KITTY

You know what? I'm enjoying this sunshine. Let's continue this way.

Kitty redirects the group to the main street.

INT. SALON KITTY, KITTY'S PRIVATE DEN - DAY

Kitty looks up from her desk, Walter's been shown into her den.

KITTY

Obersturmführer Schellenberg, how nice to see you.

She moves to the drink cabinet and pours two drinks. Adds water to his. Hands it to him. He refuses to take the drink.

WALTER

Sit down, Frau Schmidt.

She doesn't know what to do with the extra drink. She sits on the settee, a drink in each hand.

WALTER

I'm here to discuss the details of our arrangement.

He commandeers her desk. Displaces some of her papers to make room to put his cap down.

KITTY

Yes, I've thought about your offer and I don't think -

WALTER

I'm sorry. You misunderstand. It was not an offer. It's how things will be done.

She fumbles, finds somewhere to set down the drinks.

KITTY

I was under the impression that you wanted my cooperation. Cooperation is something given, not taken.

WALTER

The Führer is not interested in waiting to be given what he needs. Your establishment will be closed for one week for remodeling.

KITTY

Remodeling? Chancellor Hitler doesn't like my decor?

WALTER

We will be dealing with very high-ranking clientele, we want the place to look as upscale as possible. We will foot the bill of course.

KITTY

I guess I can't complain about that. A week vacation and a fresh new look.

He allows a smile.

WALTER

That's the spirit. You will tell your girls that it was just time for a change of decor and nothing more.

KITTY

They'll be glad about the time off. But some will complain about the loss of pay.

WALTER

It's up to you whether or not to pay them for their forced time off.

KITTY

Me? I have to pay them?

WALTER

I think you have plenty of money for that, don't you? Maybe we should phone your bankers in London.

She tries not to flinch.

KITTY

London?

WALTER

Yes. You know their numbers, surely, your Jewish banker friends that somehow ended up in England recently. Maybe they could re-funnel some of your funds back to Berlin.

Kitty almost stops breathing.

WALTER

It would be a shame if someone ended up in a concentration camp. Jewish or otherwise.

Walter stares her down. This game of chicken ends in a draw. Walter relents but only after seeing true fear in her eyes.

WALTER

I look forward to your 'cooperation.'

EXT. SALON KITTY - DAY

Walter strides out to the car. Flips his officer's cap onto his head. Secures it with a forceful tug. Confident smile.

INT. SALON KITTY, KITTY'S PRIVATE DEN - CONTINUOUS

With shaky hands Kitty pours Walter's untouched drink into hers. Downs it.

INT. GERMAN COUPLE'S LIVING ROOM - DAY

Heidi, on hands and knees, pulls toys from under the couch. Smooths a doll's hair, with affection. The Young Wife holds a dress, fiddles with the zipper.

YOUNG WIFE

Heidi, didn't you say your roommate is a seamstress?

HEIDI

Yes. Elke. She's very good.

YOUNG WIFE

Can you take this to her? Zipper's torn loose from the dress. Can she fix it? I'll pay her of course.

Heidi takes the dress from her.

HEIDI

Sure.

YOUNG WIFE

Perfect. Thanks.

The Young Wife turns to leave.

HEIDI

Wait. Maybe you should see if you need anything else done. I can give them to her all at the same time.

YOUNG WIFE

Good thinking. Actually, I've got a few patterns for dresses I saw in Wertheim's. Would she make those too while she's at it?

Heidi smiles.

EXT. KRANZLER'S RESTAURANT - ESTABLISHING - DAY

Famous restaurant in central Berlin buzzes with customers.

INT. KRANZLER'S RESTAURANT - DAY

Walter and Engel sit at a table, full meal laid out in front of them. The place is busy, full of regular Berliners and a good helping of Gestapo and military men.

WALTER

Please tell me you have good news.

ENGEL

Sorry. No bites.

WALTER

Not even one?

Engel shakes his head no.

ENGEL

Either no one knows of any women suitable for this type of job or they want to keep them for themselves.

WALTER

And none of Kitty's girls will do.

ENGEL

Well, the odds were against us.

WALTER

Trying to cheer me up, Engel?

ENGEL

No, sir, I mean literally. At Kitty's place we talked to what, maybe ten girls? Our flyer only went to 22 officers. We need bigger numbers.

WALTER

That's true. The cherry strudel here is wonderful. Join me?

ENGEL

Sure.

Walter waves the WAITRESS over.

WALTER

Can we get two cherry strudel please?

Waitress scurries off.

ENGEL

I'd say the biggest "requirement" hurdle is the "having sex with strangers for money" aspect of it. If we start with street prostitutes half our work is done. I'd estimate one in ten girls will be trainable.

WALTER

I'd like to end up with at least eight to ten girls.

ENGEL

I'm sure Vice can round up a fair amount of beauties from the darkest corners of Berlin.

WALTER

Is that the type of women we want?

ENGEL

I'm afraid those are the ONLY type who can handle this work. Kitty's girls live a sheltered life. The girls out on the streets might be a bit more savvy. Tougher. Survivors.

WALTER

Street smarts. Exactly.

Waitress brings their delectable cherry strudel.

WALTER

(to Waitress)

Thank you.

(to Engel)

Excellent work. You earned that strudel, good sir.

They dig into their desserts.

EXT. BERLIN STREET - NIGHT

Several VICE DEPARTMENT SOLDIERS round up three GARISH PAINTED PROSTITUTES in front of a nightclub.

EXT. ALLEY - NIGHT

A WORN OUT WOMAN on her knees gets a bright light flashed in her eyes from afar as she is about to service a PANICKY MAN.

VICE SOLDIER (O.S.)

Don't move!

EXT. DARK COURTYARD - NIGHT

Rina leads an ELDERLY GENTLEMAN to a dark corner, to seduce him or rob him, who knows.

RINA

Here's a nice quiet corner for us.

VICE OFFICER appears out of nowhere, grabs her.

VICE OFFICER

You're coming with us!

Elderly Gentleman throws up his hands.

ELDERLY GENTLEMAN

I'm a married man! Please!

VICE OFFICER

(to Elderly Gentleman)

On your way then!

Vice Officer drags Rina away.

RINA

How come he gets off free? It takes two to tango!

Claire appears at the entrance to the courtyard arm-in-arm with a NAVAL OFFICER.

CLAIRE

(to Naval Officer)

I'm so glad I met you tonight.

The Vice Officer nabs her too.

VICE OFFICER

(to Claire)

Glad I met you too!

(to Naval Officer)

Go!

Naval Officer darts off. Rima squirms, trying to break loose.

CLAIRE

Picking on the women only, huh? Oh, you're such a tough, big man!

EXT. PARK - NIGHT

VICE SOLDIER surprises a GROUP OF WOMEN in the park. Some SCARED MEN rush off. Vice isn't interested in the men.

EXT. BACK DOOR OF DIVE BAR - NIGHT

Heidi squints in the darkness at different dark, faceless COUPLES hiding in the shadows getting up to no good.

HEIDI

(whispers)

Elke? Elke, you here?

Heidi carries a big bag overflowing with clothes.

HEIDI

Elke? No need to be out tonight.
I've got mountains of work for you.
Three dresses she wants made from
scratch -

Vice Soldiers rush onto the scene. The WOMEN are grabbed and dragged. A swirl of chaos, shouts and shoves.

EXT. DIVE BAR - MOMENTS LATER

A police truck awaits.

INT. POLICE TRUCK - CONTINUOUS

Rina, Claire, Elke are joined by Heidi, shoved in from outside.

EXT. BACK DOOR OF DIVE BAR - CONTINUOUS

Heidi's bag lays on the ground. Seamstress work spills out.

INT. SALON KITTY - DAY

The huge house is empty of any women. Only ENGINEERS and WORKMEN are here now. Construction, cables, holes in walls. Cables are being installed inside the walls.

INT. HOTEL RESTAURANT - DAY

Kitty sits alone at a table. Krista, Charlotta, Brigitte and Marita eat and laugh at the next table. Kitty watches her girls for a moment. Melancholy smile.

At last Kitty stands. Puts money on her table. Crosses to the girls' table. Looks each one in the eye.

KITTY

I'm so proud of you all.

BRIGITTE

Uh...thanks, Kitty.

None of the girls know what to say.

KITTY
Enjoy your lunch.

Kitty leaves.

INT. JAIL - DAY

Stark concrete cell. Heidi and Elke sit amongst some OLDER WOMEN, clearly not prostitutes. Rina and Claire stand. Claire's tear-stained face peers through the bars at a GUARD.

CLAIRE
I was picked up by mistake. I come from a good family. Don't I look it?

She *does* look it. Nice dress, respectable makeup, aside from being smeared by her tears. Guard pays her no attention.

OLDER WOMAN
Yeah, me too! I'm the Chancellor's personal advisor!

RAGGED LADY
I'm no pick-pocket. My husband is Albert Schweitzer!

Cackles of laughter.

CLAIRE
(to Guard)
No, really, I shouldn't be here. Please help me get home.

RINA
Nice try. But they've heard it all.
(to Guard)
Bastards! Picking on helpless women!

ELKE
Helpless. Right.

RINA
What's that supposed to mean?

HEIDI
I think she means that you hardly seem helpless. It's not an insult.

ELKE
Shouting at the guards isn't going to make things easier.

RINA
Makes me feel better. Evil assholes!

CLAIRE
Ssshhhhh!

RINA

Who cares? We're behind iron bars,
what can they do?

HEIDI

Do you understand that they have a
key? They can *open* that door.

RINA

Fine by me. I can kick them right
in their jewels.

ELKE

That'll be very helpful I'm sure.
We'd all be out in no time.

Rina and Claire wander off to their own corner.

ELKE

I'm sorry about this.

HEIDI

Don't worry. Not your fault.

ELKE

You wouldn't have been there if you
weren't out looking for me.

HEIDI

I'll have them call my employers.
They'll verify that I work for them.
They're very respectable. Then we'll
work on getting you out.

Restless Rina approaches the bars. Guard is now gone.

RINA

Bullies! Bastaaaards!

ELKE

(re: Rina)
Troublemaker.

RINA

Just stating the truth. BASTARD
BUUULLLLIIIES!

CLAIRE

They ARE targeting us instead of the
men. That's not fair.

RINA

Right, that's what I mean. Bullies!

CLAIRE

Bullies!

RINA

Louder!

CLAIRE

BULLIES!

It's an effective stress reliever. Claire smiles a bit.

RINA

ASSHOLES!

CLAIRE

BULLY, BULLY, BULLIIIES!

OLDER WOMAN

Nasty boys!

RAGGED LADY

Asshole bully bastards!

OLDER WOMAN

Your mothers would be ashamed of you!

Now even Heidi can't resist.

HEIDI

Bastaaaards!

RINA

You weak, spineless bast--!

Rina turns -- face to face through the bars with an IMPOSING SS OFFICER. She can't breathe. He glares.

IMPOSING SS OFFICER

Come with me.

INT. INTERROGATION ROOM - DAY

Wide-eyed Rina sits at a tiny table before Engel. Mouth shut now. He lets her sweat for several long seconds.

ENGEL

I hear you were displeased with your captors.

Even tough Rina cowers in the presence of the SS.

RINA

Oh, um, I was just...upset, yeah. I talk big.

He stares her down.

RINA

So, I suppose I was disrespectful. But I sincerely apologi-

ENGEL

You handle yourself well with men.

This gear change silences her. She furrows her brow.

RINA

Uh, yes. I suppose that's true.

ENGEL

You must deal with a lot of rough men in your line of work.

RINA

This is a trick. You're trying to get me to admit what I do for a living.

ENGEL

I have no need to trick you. I already know what you do for a living.

He opens a file, reads.

ENGEL

Rina Rimmel. Arrested seven times in the past three years. Three times for prostitution, three times for theft. And once for battery.

RINA

Hey, he deserved it.

Hearty laugh from Engel.

ENGEL

I'm sure he did.

INT. INTERROGATION ROOM - LATER

Petrified Claire sits before Engel. He flips open her file.

CLAIRE

I come from a very good family. If you talk to my father he will -

ENGEL

Only two previous arrests. Much better than your partner in crime. And no assaults.

CLAIRE

You mean Rina? She's just my friend.

Tears start to fall. Her lip quivers.

CLAIRE

Please, call my father and he -

He holds up his hand - a please stop gesture.

ENGEL

Claire. Isn't that a French name?

She nods yes.

ENGEL

Do you speak French?

She shakes her head no.

CLAIRE

But I speak Dutch.

ENGEL

Hmm. That could work.

Her puzzled face struggles to connect the dots.

INT. INTERROGATION ROOM - LATER

Heidi's turn.

ENGEL

You finished high school I see. Did very well. Extremely well, actually.

Speechless, Heidi sits. She nods.

ENGEL

Just one blemish on your record. And nothing to do with prostitution.

HEIDI

That's because I'm not a prostitute.

He grins.

ENGEL

No. None of you are apparently. You speak a foreign language?

HEIDI

I'm a loyal German citizen.

ENGEL

That's not what I asked. Your mother's ancestors are French, are they not? It's not a trick question.

HEIDI

Yes.

ENGEL

Can you speak French?

She nods.

HEIDI

Oui.

ENGEL

Your country needs your help.

ALL THE GIRLS' SEPARATE INTERVIEWS INTERCUT WITH JUMP CUTS:

Sobs and chest heaves from Claire stop.

CLAIRE
My country needs what?

RINA
Is this a trick?

ELKE
I'm sorry...what did you say?

ENGEL
Chancellor Hitler needs your help.

HEIDI
I'm not under arrest?

ENGEL
Only if you prefer to be.

HEIDI
What's the other option?

Rina's stares, wide-eyed. Claire's mouth hangs open. Elke's eyebrows shoot up in surprise. Heidi's eyes narrow.

HEIDI
You can't be serious.

ENGEL
I assure you I am.

HEIDI
And we keep the money we earn from
our...assignments?

ENGEL
You do.

Heidi smiles. Elke frowns. Rina laughs. Claire has stars in her eyes.

INT. WALTER'S GESTAPO OFFICE - DAY

Engel stands before Walter's desk. Broad smile.

WALTER
Yes?

ENGEL
Eighty-seven in the past week.

Walter grins.

ENGEL

The venereal tests excluded most of them. But after the IQ and personality tests we've gotten it down to 20 good candidates.

WALTER

Excellent. This calls for more strudel.

INT. TRAIN STATION - DAY

Kitty checks the departure board. Looks around to see if anyone is watching her. No one is.

EXT. SONTHOFEN BARRACKS - ESTABLISHING - DAY

The mostly concrete Sonthofen training base is nestled in the lush, forested mountains in southern Germany.

INT. SONTHOFEN CLASSROOM - DAY

About 20 TRAINEES watch the Stern Teacher pace as she lectures. Claire sits with Rina, Elke sits beside Heidi.

STERN TEACHER

You shall be taught marksmanship,
hand to hand combat...

This perks Rina right up.

STERN TEACHER

...proper etiquette, charm and poise.

Claire nods in appreciation.

STERN TEACHER

Global politics. Ranks and title,
military insignias. You all speak
at least one foreign language, you
will take refresher courses if needed.

Lists of classes are written on the chalkboard.

STERN TEACHER

Make no mistake, this job requires
you to be intimate with powerful
men. Seduction techniques will be
discussed. Hands on demonstrations
will be required.

HEIDI

Hands on. Actually hands on.

STERN TEACHER

These are not back alley customers
you will be dealing with anymore. A
classier more civilized approach
will be needed.

CLAIRE
 (quiet, to Rina)
 That means no more robbing them.

Rina scrunches her face in disapproval.

EXT. SONTHOFEN TRAINING FIELD - DAY

A sturdy female COACH leads the Trainees in calisthenics. All wear matching black shorts and white short sleeve shirts.

INT. SONTHOFEN CLASSROOM - DAY

The Trainees watch a tall THIN OFFICER point to a chart that displays many different types of military insignias and uniforms. The current chart specifies "ITALIAN."

THIN OFFICER
 Lieutenant has two stars, and
 lieutenant colonel has two stars
 plus a crown.

A large banner on the classroom wall reads: "One People, One Empire, One Leader."

EXT. SONTHOFEN TRAINING FIELD - DAY

Claire picks up a gun like she's afraid it will explode. Holds it with her fingertips like a dirty diaper.

Rina grabs her gun, loads it like a pro. Aims it with glee.

Heidi stares at the gun in front of her.

Elke touches hers, frowns.

INT. TRAIN - MOVING - DUSK

German countryside flies by Kitty's window in the fading light. A sign indicates Holland border is near. She smiles.

INT. SONTHOFEN CLASSROOM - NIGHT

Piles of make up and hair supplies on the tables. A pretty COSMETICS TEACHER mills through the barefaced Trainees' seats. They all sit in front of mirrors.

COSMETICS TEACHER
 Think of it as a beautiful painting.
 Before we add the fun touches of
 color, such as lipstick and eye
 makeup, we must start with a nice
 evenly primed canvas.

She picks up a small tin of foundation.

A dark-haired elegant trainee, ESME, early 30s sidles into the room, takes a seat.

COSMETICS TEACHER

You must use the right shade for
your skin tone.

Some of the women who used to wear garish makeup dive into
the cosmetics.

COSMETICS TEACHER

Remember, a light touch is best!

The girls pick up their own tins, compare the colors against
their faces. Rina gestures to Esme.

RINA

Who's the princess?

Esme sits alone. Her makeup is already classy. Doesn't
need a lesson. But she does try a new shade of lipstick.

EXT. DUTCH TRAIN STATION - NIGHT

Kitty gets off the train. With no luggage she glides through
the CROWD. Clutches her fake papers to her chest.

The crowd bottlenecks at the exit, she's forced to slow down
as everyone's papers are checked.

A SUITED MAN near her tries to catch her eye. She refuses to
look at him. Not now, not this close to Holland, to freedom!

SUITED MAN

Excuse me.

She cringes. Breathes hard. But he steps closer. Touches
her arm. She gasps. Should she run?

SUITED MAN

This is yours, is it not?

He hands her a small ticket.

SUITED MAN

You dropped it. You'll need to show
it at the exit.

A sigh of relief.

KITTY

Yes. Thank you so much.

He tips his hat, backs away. She laughs at her overreaction.

EXT. DUTCH TRAIN STATION - NIGHT

Kitty admires serene Dutch street. Breathes in the night air.
Then notices the Suited Man. He dwells at the curb. Their
eyes meet. He acknowledges her with a smile and nod. She
dares not make a move.

A car pulls up, stops in front of him. He hops in, hugs the driver, his DUTCH WIFE. Kitty watches them drive off. Whew.

Kitty approaches a taxi, speaks through the open window.

KITTY

Marine Hotel on Zandstaat, please.

Kitty is yanked away from the taxi by a MAN IN LONG COAT.

MAN IN LONG COAT

You won't be needing a hotel, Frau Schmidt. Obersturmführer Schellenberg will be providing your accommodations at Prinz-Albrecht Strasse.

INT. WALTER'S GESTAPO OFFICE - DAY

Walter stares holes into Kitty who sits in before him.

WALTER

I thought we had an understanding.

She won't look at him.

WALTER

And now? We pick you up in Holland of all places. On your way to merry old England I take it?

She's frozen with fear.

WALTER

It was Gruppenführer Heydrich's orders to have you executed if you tried to run. What do you think of that?

She shakes her head a little bit.

WALTER

No? What does "no" mean? You don't think that's a suitable punishment? Or "no" you don't think I will go through with it?

KITTY

No, I don't want to die.

WALTER

Yet you ran. Transferred money overseas. False papers. Left the country with a fake passport. Execution or concentration camp...which to choose? I have to go down to Sonthofen for a few days. While I ponder my decision you'll stay here, as our guest.

KITTY

You knew I was fleeing. Yet you let me get all the way to the Dutch border.

WALTER

We wanted to make the arrest worth our while.

INT. GESTAPO HEADQUARTERS BASEMENT - DAY

NAZI GUARDS escort Kitty through the dungeon-like basement. Throw her into a cell. Doors clank behind her. They leave.

A dark, cold cell with only a cement bench. Tiny window lets in a cold light. Kitty takes in her surroundings. Sobs.

EXT. SONTHOFEN TRAINING BASE - DAY

Engel and Coach greet Walter in the large courtyard with the obligatory Nazi salute, which he returns. The 20 Trainees stand behind her, in formation. Looks like a crack team now.

WALTER

So this is our group?

Coach and Engel stand aside so they can look at the ladies. Heidi can't take her eyes off Walter.

COACH

Whipping them into shape, sir. I'm in charge of general fitness. They've all been checked out, clean bill of health for everyone, including VD.

ENGEL

Astonishing, considering their careers.

COACH

Herr Schuman teaches marksmanship and unarmed combat. Physically, these girls are reaching peak shape.

WALTER

Excellent!

They stroll in front of the girls, get a good look at them.

WALTER

They all look in excellent shape.

As Walter passes Heidi he does a subtle double-take. Their eyes meet. But then he presses on.

WALTER

Is it a good idea to put 20 prostitutes in a base full of lonely men?

ENGEL

The women are housed and trained in a sealed-off wing of the base. They never see the men.

INT. SONTHOFEN CLASSROOM - DAY

Walter and Engel stand off to the side as the Stern Teacher drills the girls in the locations of European cities.

ENGEL

After geography they study foreign policy and ideology.

WALTER

And they all speak a foreign language?

ENGEL

Yes. Some more than one.

Walter takes a surreptitious look at Heidi.

WALTER

And they were all prostitutes?

ENGEL

Yes, Vice rounded them all up.

WALTER

We have doctors administering tests?

ENGEL

Psychiatrists, medical doctors, yes. A whole battery of tests. We'll have another series of exams and cut this group down to ten or so.

WALTER

And how are we...uh...who is in charge of helping the girls....

ENGEL

Sir?

Walter blushes.

WALTER

I'm sure there are certain... techniques that women use....

Engel fumbles, finds a paper in his pocket.

ENGEL

(reads)

"Sexual Techniques to Elicit Compliance in Men," and "Elocution and Movement - The Art of Seduction."

WALTER

Yes, yes. That's what I meant.

ENGEL

We found some women who did very well in their chosen careers as prostitutes who were willing to teach them some special techniques.

WALTER

Very good then.

INT. INTIMATE BOUDOIR - NIGHT

Back to where it started. Heidi's in bed with the Fit Young Man. She's in charge, straddles him, coos in his ear.

HEIDI

You can tell me. I'm just curious where you men might be going. Sweden?

STERN TEACHER (O.S.)

Heidi, you're moving too fast!

CLICK! An overhead bulb fills the room with harsh ugly light. The other Trainees sit and take notes.

Reveal: Walter and Engel sit there too. Ridiculous, uncomfortable, out of place.

INT. SONTHOFEN CANTEEN - DAY

Engel and Walter eat in a small alcove with linen on the table and good quality china. Beyond the room divider Trainees and Instructors relax and eat their lunches in less fancy surroundings.

Something catches Walter's eye - Heidi stands near the room divider, tries to look casual. But she looks right at him.

WALTER

Excuse me, Engel.

Walter goes to the dessert table near Heidi, grabs some pie. Heidi approaches, surveys the dessert choices.

HEIDI

Hello, Walter. Still have a sweet tooth I see.

WALTER

Heidi. It's good to see you. What on earth are you doing here? Surely you weren't....

HEIDI

Whoring? No. I got caught up in the vice sweep. Wrong place, wrong time. But try telling the SD that.

WALTER
I AM the SD.

She pretends to take her time to choose a dessert to prolong their contact. He makes sure no one is in hearing distance.

WALTER
Is Jacob okay?

HEIDI
He made it to Sweden. How's Monika?

WALTER
She's good. Great.

HEIDI
Give her my best.

WALTER
I will. She'll be pleased to know you're okay. How's Stella? Where -
Engel's approach cuts their conversation short.

HEIDI
Have a good lunch, Obersturmführer Schellenberg.

She leaves them.

INT. GESTAPO HEADQUARTERS BASEMENT - DAY

SUPER: THREE WEEKS LATER

Deprived of her makeup, hair accessories and bathing facilities, Kitty looks horrendous in her cell. Now dressed in a drab gray, ill-fitting smock. She scrapes disgusting sludge off her plate and eats it.

EXT. SONTHOFEN ARCHERY RANGE - DAY

TWAAACK! An arrow pierces a target. Not a bull's eye, but close. Walter lowers his bow.

ENGEL
Good shot, sir.

Engel aims his arrow. Misses the target by a mile.

ENGEL
Damn. Every single time.

WALTER
Just takes practice. And patience.

DR. PFEIFFER, 50s, approaches from across the field, hands up.

DR. PFEIFFER

(jokes)
Don't shoot!

WALTER

You're lucky, we're out of arrows.

DR. PFEIFFER

I've got some results for you from the VD panel. We run them each week, just to be sure. Some of the girls tested positive for venereal disease.

WALTER

But these were clean two weeks ago?

DR. PFEIFFER

Yes. Everyone was clean.

WALTER

Which girls?

INSERT: Photos in files - Claire, Rina, SIMONE, VERONIKA.

DR. PFEIFFER

(reads from papers)
Just four. Rina, Claire, Veronika, Simone. But it's a treatable strain. Will take a few weeks to clear up.

WALTER

(to Engel)
Guess their wing isn't so sealed off after all.

Engel sighs. His head droops.

INT. SONTHOFEN BARRACKS - NIGHT

Lights out. Mostly empty bunks dominate a dorm-like barrack. Heidi, Elke, Claire and Rina sit on their bunks in pajamas.

HEIDI

There's only 15 of us left. We have an excellent chance, you know.

ELKE

How many do they want?

Heidi shrugs.

CLAIRE

Untersturmführer Engel is quite handsome, don't you think?

RINA

Stop trying to make every man you see fall in love with you. We're whores. Whoring for Hitler.

ELKE

I'm not sure I'm suited for this.

HEIDI

This could be very lucrative for us.

ELKE

That doesn't mean I'm suited for it.

RINA

I was *made* for this. Do you think they'll issue us guns?

CLAIRE

Why on earth would we need guns?

RINA

Ya know, to protect ourselves.

HEIDI

I don't think that's the kind of protection we need to worry about.

CLAIRE

Being a glamorous spy for Chancellor Hitler...think of the important men we'll meet!

RINA

I'm doing it for the money.

HEIDI

You're doing it because you have no choice. None of us do.

ELKE

You do. You could leave.

Heidi makes a "shh, don't say anything" gesture.

HEIDI

Engel assured us we would keep any money we made. We don't even have to share it with the madame.

CLAIRE

Why would she agree to that?

ELKE

Same reason we all "agreed."

HEIDI

I don't care. All I know is I have to be picked. This is my chance.

RINA

Chance for what?

HEIDI

This will keep my family together.

(sudden thought)

I wonder where my boss thinks I went.
I hope she didn't think I just
vanished.

ELKE

You did just vanish.

HEIDI

Maybe someone told her. I hope so.

Veronika and Simone, two of the VD girls sneak in through a window. See Heidi and Claire are awake, and join them.

HEIDI

Extracurricular activities?

VERONIKA

Just a little fun. Some of the
soldiers have brandy.

ELKE

Is it worth getting kicked out over?

SIMONE

No one saw. No one knows.

They all notice the mysterious Esme. Watches from the darkness. Chuckles.

ESME

Trust me. I'm as silent as the grave.

SIMONE

Trust you? We barely know you.

VERONIKA

Were you here for the first couple
weeks? I don't remember seeing you.

ESME

Came in late. But I'm a quick study.

INT. SONTHOFEN OFFICE - NIGHT

Walter and Engel share a makeshift office. Just a few desks and chairs. They sit in their casual off-duty clothes. Walter flips through files.

WALTER

These four girls, they're all good
potential candidates. We can't dare
cut them loose now. We're already
down to 15.

ENGEL

Heydrich will not be happy to hear this. He's going to think we don't have a firm hold on things down here. Which I obviously don't! Damn it, I thought I had safeguards in place.

WALTER

Old habits die hard for these girls. They've been busy making friends after lights out. You might want to shore up your nighttime security posts. Heydrich will never know.

ENGEL

He knows everything.

WALTER

I'll talk to Dr. Pfeiffer, order him to destroy these tests results. Delay their next tests until after the girls are treated.

Engel now seems at ease.

ENGEL

Yes, sir. Thank you.

Then, panic again.

ENGEL

But doesn't Pfeiffer send copies of everything to Heydrich?

WALTER

When does their mail go out?

ENGEL

Shit!

EXT. SONTHOFEN TRAINING FIELD - NIGHT

Engel sprints across a field toward the main gate where SOLDIERS finish loading a truck. DRIVER hops into the cab.

Engel uses every last bit of energy to get to the truck. Out of breath, disheveled, still in civilian clothes. BANGS on the Driver's window until he rolls it down.

DRIVER

What the hell do you want?

ENGEL

(breathless)
Engine off!

DRIVER

Who're you? I have a schedule to keep!

ENGEL

Untersturmführer Engel! Engine off!

Driver looks him over. Not convinced. Engel grabs the Driver by the collar. Slams his head into the steering wheel!

ENGEL

Now!

The Driver slumps over, unconscious. Other OFFICERS rush over. When they see Engel, they back off.

CONFUSED OFFICER

Untersturmführer Engel, what's the problem? What's going on?

ENGEL

Oh, sure. NOW you can identify me.

INT. TRUCK BED - NIGHT

Engel alone rifles through bags of paperwork in the back of the enclosed truck. Several bags already emptied out.

He finds the incriminating files. Breathes a sigh of relief.

EXT. TRUCK BED - NIGHT

Engel hops down from the truck, paperwork under his arm. Behind him a MEDIC tends to the Driver's broken nose.

EXT. SONTHOFEN SHOOTING RANGE - DAY

BLAM! BLAM! BLAM! Trainees all lined up in proper shooting stance. Confident shots, most are bull's eyes or nearly so.

INT. SONTHOFEN LOUNGE - DAY

Paneled walls, large fireplaces, and cushy sofas offer the Trainees, Instructors, Walter and Engel a nice place to relax. Drinks are served, a night of socializing.

The women are now all cultured, respectful, reserved, in lovely dresses. Everyone chats, laughs, drinks. Walter and Engel sit together and watch the room.

WALTER

You know, Engel, I'm impressed with the caliber of these young women. Aside from our little VD problem.

ENGEL

Hard to believe these are the same women we started with. Even I had my doubts.

WALTER

I hate to admit it, but perhaps Heydrich had the right idea here.

Sudden commotion. People come to attention, get quiet. Walter spies the source of the upheaval. Heydrich has arrived.

ENGEL

Say the devil's name and he appears.

INT. SONTHOFEN LOUNGE - LATER

It's late - most of the crowd gone. Heydrich corrals a few of the Trainees in a corner. In his presence they are subdued and nervous. He pours them more drinks.

HEYDRICH

I've heard that you're all doing so well down here. Chancellor Hitler is proud of each and every one of you.

Claire hangs on his every word.

CLAIRE

Really?

HEYDRICH

Yes. Though this whole operation was my idea, Hitler thinks it's marvelous. He commends you all.

Heidi - hair up in a stylish French twist - stands near the back, too smart to get too close.

Rina dares to saunter up next to Heydrich.

RINA

We're so honored to have a visit with you, Gruppenführer Heydrich.

He eats it up.

ANGLE ON: Engel and Walter watch the performances.

ENGEL

Putty in their hands. Frightening that a man so close to the top of the Reich has such an Achilles heel.

WALTER

(mocks)

"Pride of the Navy."

Both Rina and Claire cozy up to Heydrich.

ENGEL

Oh, god. Are they...?

WALTER

The infected ones.

Engel hops up to intervene.

ANGLE ON: Heydrich and the girls.

Engel tries to divert Heydrich away from Claire and Rina.

ENGEL

Hello, sir, nice to see you.

HEYDRICH

I thought I should come and see how it's going. An impromptu inspection.

Heydrich can't take his eyes off Rina and Claire.

HEYDRICH

I must say I like what I see so far.

ENGEL

Well, have you also met...uh...

He grabs the nearest female he can reach. It's Simone, a svelte blonde - also one of the infected ones.

SIMONE

Simone. Pleasure to meet you, sir.

Heydrich's smitten. Her seduction skills are in full force.

SIMONE

You're even more handsome than your photos. I never realized you had such blue eyes.

ANGLE ON: Walter sighs. Stands.

WALTER

Not *her*, Engel.

Heidi appears next to Walter, eyes on the Heydrich group.

HEIDI

Problem?

WALTER

Some of your classmates got a little too friendly with some of the soldiers.

HEIDI

Oh? Oooh.
(re: Heydrich and girls)
Oh! That won't end well.

Walter approaches Heydrich and the girls.

WALTER

Sir, these girls have worked very hard. Long classes, long days. I think they're all very worn out and ready for an early night in.

RINA
No! We're fine!

SIMONE
Just getting started.

HEYDRICH
They seem fine to me.

Heydrich puts his arm around Simone. She purrs like a kitten.

SIMONE
We're all fine here, sir. Just
socializing.

Walter yanks Simone aside.

WALTER
(whispers)
I got the results of your latest VD
test...don't you think you've
socialized enough lately?

Simone skulks off. But Rina replaces her at Heydrich's side.

RINA
Perhaps you'd like to do a more
thorough inspection?

Engel reaches for Rina's arm to yank her away. Heydrich
blocks his attempt.

HEYDRICH
We're doing fine, Engel! Leave us!

Suddenly Heidi plants herself right in front of Heydrich.
Hair down now. Red lips. More buttons undone make a very low-
cut neckline. Seductive gaze. This gets Heydrich's attention.

HEIDI
I don't believe we've met, sir.

Walter jumps in.

WALTER
Gruppenführer Reinhard Heydrich,
please meet Fraulein Heidi Vogel.

All else fades from Heydrich's interest. He kisses her hand.

HEYDRICH
Delighted to meet you, Fraulein Vogel.

HEIDI
Heidi, please.

Walter watches with relief and fascination. Claire, Simone
and Rina watch with envy.

HEIDI

I've heard so many wonderful stories
about you, Gruppenführer.

HEYDRICH

I assure you they're all true.

He chortles at his own joke, she feigns amusement.

HEIDI

There's a lovely moon out tonight.
Would you like to see it? Perhaps
over a bottle of champagne?

Engel grabs a nearby bottle, offers it to Heydrich. Heydrich
takes the bottle with one hand and offers his other elbow to
Heidi. Arm-in-arm they head for the terrace door.

Walter and Engel share a look of relief.

WALTER

Now that's a great soldier. Threw
herself on the grenade.

Walter keeps his eye on Heidi, with admiration.

WALTER

You're not going to like this, but I
need to make a change with the girls.

INT. GESTAPO HEADQUARTERS GRAND HALLWAY - DAY

Kitty's escorted by two GUARDS. Her eyes squint at the
daylight. She's almost unrecognizable as the vibrant, well-
put-together woman from before. Worn, haggard, spiritless.

INT. ENGEL'S GESTAPO OFFICE - DAY

Kitty stands in front of Engel's desk. He looks her over.
She puts her hand on the chair to steady herself.

ENGEL

Frau Schmidt, you're not looking well.
Please sit down before you fall down.

She sits.

ENGEL

So how was your week?

She keeps her eyes on her lap.

ENGEL

Mine was good. Oversaw some excellent
classes. Trained some...soldiers.
Still did very badly at archery though.

He flips through some papers.

ENGEL

Obersturmführer Schellenberg has asked me to inform you that he has made his decision regarding your future. He was torn between execution and concentration camp.

Kitty meets his eye.

ENGEL

However, in the end he came up with a third option.

She almost cries with relief.

ENGEL

Complete acquiescence on your part. And utter silence. You will not leave Berlin without permission. Can we count on that, Frau Schmidt?

She looks him straight in the eye. Nods vigorously.

EXT. SONTHOFEN TRAINING FIELD - DAY

Coach and a few other INSTRUCTORS stand to observe the last nine remaining Trainees. They stand in formation, black shorts, white shirts. No makeup. Hair in ponytails.

COACH

Each of you has done extremely well. Your country thanks you for your work. You now have skills that will enable you to safeguard your Fatherland from enemies, whether they be foreign or domestic. This is undoubtedly an unusual task set before you, but your Führer has complete faith in your abilities, as do I.

Heidi beams. Eyes moist with tears of joy and pride.

INT. HEYDRICH'S GESTAPO OFFICE - DAY

Walter enters, joins Heydrich on the sofas near the window.

HEYDRICH

Welcome back, Schellenberg.

WALTER

Thank you, sir. You enjoyed your inspection?

Heydrich is all smiles.

HEYDRICH

Most definitely. You have a fine group of women there. Heidi was especially delightful.

Walter tries not to frown.

WALTER

Good. They'll be up here in a few days. The house is nearly ready.

HEYDRICH

And Frau Schmidt?

WALTER

I dealt with her. Very amenable now. We won't have any trouble with her.

HEYDRICH

See to it. She ran?

WALTER

She did.

HEYDRICH

Did I not instruct you to have her executed if she ran?

WALTER

You did. But I was sure that you would have understood the sensitive situation once it was brought to your attention.

Heydrich's delicate ego accepts this explanation.

WALTER

We'd already started on the house. We needed her. Without her the house doesn't run, her reputation is stellar.

HEYDRICH

My reputation with the Chancellor is also stellar. And I intend to keep it that way. If you fail with this, I fail with this.

He leans closer to make his point.

HEYDRICH

It would be a shame to send both you and Frau Schmidt away together.

EXT. SALON KITTY - DAY

Walter and Engel stand outside the brothel. Looks great.

INT. SALON KITTY, PARLOR - DAY

The parlor looks good. Similar to before, but nicer wallpaper now, fresh paint here and there. New floors and carpet.

Walter and Engel are alone. Engel touches the wallpaper high on the wall. Looks normal. He points it out to Walter.

ENGEL

Undetectable.

Engel runs his hands over the wallpaper. Smooth and perfect.

ENGEL

We built false walls in front of the old walls. Then we cut holes in the false wall, the mics are behind there, and the wallpaper covers the holes.

WALTER

Looks amazing. You'd never know. Stunning work. And everything is being captured?

Engel nods.

ENGEL

All recorded on wax disks.

INT. SALON KITTY, HALLWAY - CONTINUOUS

Walter and Engel stroll down the hallway.

WALTER

And every area is covered?

ENGEL

Bedrooms, parlor, Kitty's den. Not the kitchen though. Just anywhere the customers would be. And not the bathrooms of course. Now let me show you the basement.

Walter follows.

WALTER

(sings in Italian)

*Godiam, fugace e rapido, il gaudio
dell'amore....*

EXT. COURTYARD BEHIND SALON KITTY - DAY

Walter and Engel disappear through a private and secure door.

INT. SALON KITTY, BASEMENT - DAY

The basement listening center is up and running. Rows of desks with equipment, banks of cabinets hum with activity. Several LISTENERS sit at desks, headphones on.

ENGEL

It will be manned around the clock. Once the girls settle back in we'll have more men.

WALTER

And no one from upstairs can meander down here?

ENGEL

The doorway's been demolished - it's a concrete wall now. Only entrance and exit is that door there, accessed from the back courtyard. Controlled access, of course.

Walter nods his approval.

ENGEL

We did give the girls an air raid shelter. On the other side here, accessible from the upstairs.

(re: Listeners)

The men can't access the shelter. But we reinforced the walls down here so much they'll be fine if they stay put.

Walter inspects one of the listening devices.

WALTER

And everything can be heard?

LISTENER 1

(bad pronunciation)

"God-ee-am, foo-gachi ee rapido.
Eel gawdio del amore."

Walter beams as he hears his beloved, though butchered, Verdi.

WALTER

"The delight of love is fleeting and quick."

INT. SONTHOFEN OFFICE - DAY

Confident and strong, Heidi strides into the office. Stands tall in front of the INSTRUCTOR'S desk.

INSTRUCTOR

Good news, Frau Vogel.

Her eyes light up.

HEIDI

Oh?

INSTRUCTOR

You've been excused, with full honors.

Knife in the heart!

HEIDI

What?!

INSTRUCTOR

You're free to return home. We consider your duty to your country fulfilled. You've been excused.

HEIDI

But why?! I want to do this!

INSTRUCTOR

I'm not at liberty to discuss the details. The SD thanks you, and you're free to go.

Instructor returns his paperwork.

HEIDI

But I don't want to go home, I want to finish this! I want to be one of -

Impassive stare from the paper pusher.

INSTRUCTOR

You. Have. Been. Excused.

INT. SALON KITTY, KITTY'S BEDROOM - NIGHT

Kitty and Helga admire the remodeled bedroom. All of the furniture is back in the same place. The walls and ceiling look much nicer. Floors redone. It all seems fine.

Kitty herself looks better too after her little taste of prison. She opens a small cabinet in the corner. But the door hits the wall instead of swinging wide open. A bit too close.

HELGA

I knew the workmen wouldn't put things back in the exact same place.

KITTY

Did you really expect them to?

They chuckle, scoot the cabinet over an inch or two. Better. But now the cabinet is too close to the bed - the *other* door can't open all the way now.

HELGA

Ut oh. The domino effect.

Helga grabs one side of the bed.

HELGA

C'mon, heave ho. Not a one-person job.

Kitty stares at the light fixtures on the wall above the bed.

KITTY

But wait. Then the bed won't be centered under the lights.

Something's not right. She looks at the bed. The cabinet, the spaces between them.

HELGA

Hmm. And if we move the bed, then the nightstand won't fit.

They scrutinize the entire room.

KITTY

Is this room *slightly smaller*?

INT. ESME AND EDGAR'S HOME, BEDROOM - DAY

Esme models a sexy nightie. Her husband lies on the bed. He's the Tall Mustachioed Man from the banquet hall, EDGAR.

EDGAR

Very nice. Is that military-issue?

She twirls for him. A very seductive, practiced move.

ESME

It is.

EDGAR

What else did they teach you?

ESME

You wouldn't believe what I learned.

EDGAR

Anything you care to share? Tell me about it.

She slinks to the bed.

ESME

Might be easier if I just showed you.

Climbs onto the bed.

INT. WALTER'S GESTAPO OFFICE - DAY

Eight gorgeous SPY GIRLS stand before Walter and Engel. Rina, Claire, Elke, Veronika, Simone, Esme and TWO OTHERS.

They've gone from trashy street whores to a bevy of classy, well-dressed, well-coifed women. Heidi is NOT there.

ALL SPY GIRLS

Good afternoon, sirs.

They don't chatter, flirt, or fidget. Poised, elegant. Eight perfect, sexy spies ready for orders.

Engel and Walter beam proud grins at their new soldiers.

INT. HEIDI & ELKE'S KITCHEN - NIGHT

Heidi's slumped at the table in near darkness. Gulps whiskey from a juice glass. Sobs. Looks at a photo.

INSERT PHOTO: Young Husband, Young Wife and the Three Year-Old who doesn't like shoes.

INT. SALON KITTY, KITTY'S PRIVATE DEN - NIGHT

Kitty and Helga, feet up, each with a nightcap.

HELGA
It's definitely nicer.

KITTY
Someone has good taste.

HELGA
Hitler you think?

They chuckle.

KITTY
Yes, I'm sure the Führer himself chose the wallpaper.

CLOSE UP: Pretty floral wallpaper.

HELGA
It's nice to be home again.

Kitty refreshes their drinks.

KITTY
You didn't enjoy the hotel?

HELGA
I'm used to serving, not being served.

KITTY
(re: bottle in hand)
Then why am I serving you?

Helga laughs, shrugs.

HELGA
Tomorrow will be our official start.

KITTY
Cheers to that. To a fresh start.

HELGA
A fresh start.

They clink glasses and drink.

HELGA

Speaking of a fresh start. Forgive me for being so bold, but I would feel safer for you if you burned your other false passport.

Kitty sighs. Sips her drink.

KITTY

I'm not sure I should.

CLOSE UP: Pretty floral wallpaper. Then THROUGH the wallpaper - travel inside the wall, follow the cable down the wall, down, down, down below.

KITTY (O.S.)

An opportunity still might arise.

INT. SALON KITTY, BASEMENT - CONTINUOUS

Follow the cable down inside the basement wall. Out through the wall, across the floor - into a piece of machinery.

HELGA (O.S.)

Kitty! After all you went through you're willing to risk that again?

Follow a smaller headphone wire from the machine to the listener's ears.

KITTY (O.S.)

Herr Schellenberg was just trying to scare me. He trusts me now. So that might give me the perfect opportunity to escape.

Then to the listener's eyes.

KITTY (O.S.)

Don't worry. Leave him to me.

It's Walter. Humiliation and rage boil from within him.

END OF PILOT