

The Song of Songs
Release Dialogue Script
July 12, 1933

Fade in.

A Paramount Picture

Dissolve into:

Paramount presents

MARLENE DIETRICH

In a ROUBEN MAMOULIAN PRODUCTION

THE SONG OF SONGS

With

Brian Aherne, Lionel Atwill
and Alison Skipworth

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Dissolve into:

Directed by ROUBEN MAMOULIAN

Dissolve into:

Screen Play by LEO BIRINSKI
and SAMUEL HOPPENSTEIN

From the Novel by
HERMANN SUDERMANN

And the Play by EDWARD SHELDON

Photographed by VICTOR MILNER

Western Electric Noiseless Recording
Passed by the National Board of Review

Dissolve into:

THE PLAYERS

MARLENE DIETRICH
BRIAN AHERNE
LIONEL ATWILL
ALISON SKIPWORTH
HARDIE ALBRIGHT
HELEN FREEMAN

Fade out.

1. *Exterior Cemetery* (synchronized)
Very closeup (shooting up)
caretaker.
2. *Closeup (shooting up)* (synchronized)
Caretaker. Camera trucks
back, including Lily kneeling
by grave.

CARETAKER: Wind's from the south. Goin' to rain. Tonight
maybe. Don't you worry. I'll take care of
your father's grave. Train's coming soon. I

- was in Berlin once. Thirty years ago. Big place.
3. *Closeup Lily* (synchronized)
CARETAKER: (off) No end to it. Well, Lily, go to church every Sunday and obey your aunt. She's all you got.
4. *Medium Shot. Lily and caretaker. She rises.* (synchronized)
CARETAKER: Yes, she's the last. Well then, goodbye.
5. *Long shot Lily and caretaker. Lily comes forward through gate. Camera trucks with her down road.* (synchronized)
Dissolve into:
6. *Exterior. Long shot train passing.* (synchronized)
(Train whistle)
7. *Long shot (shooting up) train passing over bridge. Camera pans.* (synchronized)
(Train whistle)
Dissolve into:
8. *Exterior. Station. Closeup sign: Berlin Anhalter Bahnhof* (synchronized)
Camera trucks back, revealing Lily and people coming from train. She exits f. g. (confused noises)
Dissolve into:
9. *Exterior. Street.* (synchronized)
Long shot (shooting down) cab coming forward. Camera pans. (hoofbeats)
10. *Medium shot. Lily and cab driver in cab. He raps on window. She gets out.* (synchronized)
(rap)
(cab door slams)
11. *Semi closeup. Lily and cab driver. She pays him and exits.* (synchronized)
DRIVER: Thank you, Miss.
12. *Medium shot. Lily; people passing. Camera pans as she goes down steps, exits into shop.* (synchronized)
13. *Interior. Book shop.* (synchronized)
Long shot Aunt. Lily enters. (bell)
(Synchronization stops)
(door slams)
AUNT: Are you Lily?
14. *Medium shot. Lily.* **LILY:** Yes, Tante Rasmussen.
Aunt enters. **AUNT:** Did you have to arrive in the middle of the night?
15. *Very closeup. Lily* **LILY:** The train doesn't leave until seven o'clock in the evening.
16. *Very closeup. Aunt.* **AUNT:** Huh! Well, haven't you got a kiss for your old aunt?

17. *Very closeup. Lily. She exits.*
18. *Medium shot. Lily and Aunt.* **AUNT:** *(laughs)* Well, there, there, there, there, there now. Let's have a look at you. *(laughs)* I'd forgotten people wore clothes like that. *(laughs)* What have you got there?
- LILY:** My things.
- AUNT:** Well, bring 'em here.
19. *Long shot. Lily and Aunt.* **AUNT:** I'm going to give you my daughters' room –
Camera pans. my ungrateful, unnatural daughters, who deserted their old mother.
20. *Interior. Bedroom.* **AUNT:** But I've torn them out from my heart. I've
Medium shot. Aunt and Lily torn them out by the roots. And all my love
enter. Camera pans. shall be for you. Not as my niece, no ...
21. *Semi closeup Lily and Aunt.* **AUNT:** ... as my own child.
- LILY:** Yes, Tante Rasmussen.
- AUNT:** Why, what's this? A Bible?
- LILY:** It was his.
- AUNT:** Is that all your scamp of a father left you – a Bible?
- LILY:** He wasn't a scamp. He was a good man.
- AUNT:** I don't know what he was good for, leaving you a charge on your old aunt. However, he taught you to read. That's something. Maybe you'll be of some use about the shop after all.
22. *Closeup Lily.* **LILY:** My father was a good man. Every night I read to him from this Bible.
23. *Closeup Aunt.* **AUNT:** The Lamentations of Job, no doubt.
24. *Closeup Lily.* **LILY:** No. The Song of Solomon. He loved it best.
25. *Very closeup Aunt.* **AUNT:** I don't remember the Song of Solomon, but knowing your father, I imagine there was something dirty in it.
26. *Very closeup Lily.* **LILY:** The Song of Songs – it's beautiful.
27. *Very closeup Aunt.* **AUNT:** That's more than I can say for your get-up.
28. *Medium shot. Lily and Aunt.* **LILY:** He was a good man.
- AUNT:** All right, all right!
- LILY:** He was a good man!
- AUNT:** Take that black pancake off your head and climb out of that shroud. See if these'll fit you. They belonged to Anna. *(laughs)*
29. *Medium shot. Lily, undressing;*
Aunt reflected in mirror. **AUNT:** *(off)* Have you had your supper?
- LILY:** I'm not hungry, thanks.
- AUNT:** *(off)* Good. Then you might as well go to bed, and in the morning I'll start teaching you about the books. I'll lock up tonight, but after this you'll do it.
- LILY:** Yes, Tante Rasmussen.

- AUNT:** *(off)* We open the shop at six, and breakfast is at seven; and you'll have a good home here if you behave. But you might as well understand right now I'll tolerate no nonsense.
- LILY:** No, Tante Rasmussen.
- AUNT:** *(off)* Mercy, how many of those things do you wear? *(laughs)* What, another? I've never seen a girl unpeel herself like an onion before!
- LILY:** This is the last.
- AUNT:** *(laughs – off)*
30. *Semi closeup. Lily.* **AUNT:** *(laughs – off)*
31. *Medium shot. Lily; Aunt reflected in mirror. Aunt enters.* **AUNT:** *(off – laughs)* A figure like that will get you into trouble if you're not careful.
32. *Medium shot. Lily and Aunt. Aunt exits.* **AUNT:** You'll bear watching. Go to bed. Good night. *(door closes)*
33. *Interior. Shop. Medium shot. Aunt. Camera pans as she locks door, turns out lights and crosses to bedroom.* **AUNT:** Tch, tch, tch! My precious brother! Isn't it like him? Dies and leaves me his daughter, with nine petticoats and a Bible. Does he leave many money? Huh, not a Pfennig! A daughter and a Bible! *(laughs)*
- (confused noises)*
- AUNT:** Always was a restless, good-for-nothing, no account chap –
34. *Interior. Bedroom. Medium shot. Lily. She crosses to window.* *(Synchronization starts)*
35. *Semi closeup. Lily.* *(synchronized)*
36. *Exterior. Street. Medium shot. (shooting down) Lily looking out window.* *(synchronized)*
37. *Medium shot. Entrance to building. Camera pans up to Richard's studio on top floor.* *(synchronized)*
38. *Medium shot. Richard inside studio.* *(synchronized)*
39. *Medium shot. Studio. Camera pans down to entrance of building.* *(synchronized)*
40. *Medium shot (shooting down) Lily. She turns away from window.* *(synchronized)*
41. *Medium shot. Richard looking out window.* *(synchronized)*
42. *Interior. Aunt's bedroom. Medium shot Aunt. She pours rum in cup.* **AUNT:** *(sniffs)*
43. *Interior. Lily's bedroom.* *(synchronized)*

- Medium shot Lily in bed, reading.*
44. *Semi closeup. Lily.*
- LILY:** *(murmurs)*
(synchronized)
- LILY:** *(reads)* “By night on my bed I sought him whom my soul loveth. I sought him but I found him not. I will rise now, and go about the city. In the streets and in the broad ways I will seek him whom my soul loveth. I will seek him whom my soul loveth.”
- End of reel one.*
- Fade in*
1. *Exterior. Street. (Morning). Long shot (shooting down) people.* *(synchronized)*
(confused noises)
2. *Medium shot Richard inside studio. He takes cover from statue, starts to work – throws clay down, gets hat and exits.* *(synchronized)*
3. *Long shot (shooting down) people in street. Camera pans to entrance. Richard enters.* *(synchronized)*
(confused noises)
4. *Long shot Richard; people on. Camera pans as he crosses street to book shop, exits down steps.* *(synchronized)*
(confused noises)
5. *Interior. Book shop. Long shot Lily. Richard enters.* *(Synchronization stops)*
(Door slams)
- LILY:** Are you looking for a book, sir?
- RICHARD:** Well, I’ll tell you. When a man goes into a book shop, he’s usually looking for a book. Of course, he might be looking for the Fountain of Youth, but I don’t think you sell that. *(sighs)*
(sound of book slamming)
- He slams down book. Camera trucks back.*
- LILY:** I meant, is there some special book you’re looking for?
- RICHARD:** Hah! There is nothing special. Everything is just the same as everything else.
- LILY:** Well, I’m afraid I can’t help you.
- RICHARD:** No. No, I’m afraid you can’t. Ohhh!
(sound of book slamming)
- Lily exits.*
- He slams down books, starts out, stops as he sees --*
7. *Medium shot Lily on ladder. Her dress is pulled up, revealing her legs.*
8. *Closeup Richard.*
9. *Medium shot Lily. She pulls dress down.* **LILY:** Ohh!

10. *Medium sot Lily and Richard.* **RICHARD:** No, no, no! Stand up again. Stand up. I want to see you.
 LILY: No, I will not!
 RICHARD: Oh, I see. You think I'm interested in your legs. Well, I'm not. At least, not just as legs. My dear child, if you'd seen as many legs as I have, you'd get more excited about a pair of crutches. I'm a sculptor, my dear, a sculptor – or that is, I'm supposed to be – and there was something about you as you stood there, that – that was almost an idea.
11. *Semi closeup Lily.* **LILY:** Are you the sculptor that lives across the street?
12. *Closeup Richard.* **RICHARD:** I'm the sculptor that's going crazy across the street!
13. *Long shot Lily and Richard.* **LILY:** Why? What's the matter?
 RICHARD: I'm stuck.
 LILY: Stuck?
 RICHARD: Yes, stuck!
 LILY: You mean – you mean –
 RICHARD: I mean I'm stuck.
 LILY: Yes, I know, but –
 RICHARD: Oh, don't say you know and then say 'but'. If you can't talk straight, don't talk at all. Now, come on, please, stand up!
14. *Semi closeup Lily.* **LILY:** This is a book store, and if you don't want to buy a book, then better go back and – and be stuck!
15. *Closeup Richard.* **RICHARD:** I don't have to go back. I'm just as stuck here. That's the trouble.
16. *Semi closeup Lily.* **LILY:** The trouble is, you're probably no good anyway.
17. *Medium shot Lily and Richard.* **RICHARD:** Ho! Do you know I never thought of that! (*snaps fingers*) I tell you what.
18. *Semi closeup Lily and Richard.* **RICHARD:** You come over and pose for me. Perhaps you'll bring me inspiration.
 LILY: No, thank you.
 RICHARD: How about eight o'clock, hmmm?
 LILY: I wouldn't wait if I were you.
 RICHARD: Oh, no, no, no. But you must come. You know, I believe I could get something really interesting. Oh – oh, please come, please come, won't you?
19. *Closeup Lily.* **LILY:** You must be crazy!
20. *Closeup Richard.* **RICHARD:** Well, what's that got to do with it?
21. *Closeup Lily.* **LILY:** I don't know you.
22. *Closeup Richard.* **RICHARD:** Well, I don't know you either, but I've got to sculpt you. Now – now, when will you come – tonight?

23. *Closeup Lily.* **LILY:** Certainly not!
24. *Closeup Richard.* **RICHARD:** You know, really I should have tonight that
...
25. *Closeup Lily.* **RICHARD:** *(off)* ... living here as you do among all these marvelous books, you'd have had some sympathy for art.
26. *Closeup Richard.*
27. *Semi closeup Lily and Richard.* **RICHARD:** If you'll come, I'll buy a book!
LILY: Oh, you will?
RICHARD: I – I'll even read the blessed thing!
LILY: It's no use. I couldn't –

(Bell rings – off)
(door slams)
28. *Long shot Lily, Richard and Aunt. Aunt comes forward.*
29. *Medium shot Aunt going up steps.*
30. *Semi closeup Lily and Richard.* **RICHARD:** *(whispers)* I shall expect you.
LILY: *(whispers)* You **are** crazy!
RICHARD: *(whispers)* Tonight, at eight o'clock.
LILY: *(whispers)* Please go away.
RICHARD: *(whispers)* Oh, please come! Please come!
LILY: *(whispers)* Never!
RICHARD: *(whispers)* Well, I shall expect you. Auf wiedersehn.
31. *Long shot Lily and Richard. He exits.* *(sound of book falling)*
(bell)
32. *Medium shot Aunt.* *(door slams – off)*
- AUNT:** What did he want?
33. *Long shot Lily.* **LILY:** Oh, nothing.
34. *Medium shot Aunt.* **AUNT:** Didn't he take a book?
35. *Long shot Lily.* **LILY:** No. He was just looking.
36. *Semi closeup Aunt.* **AUNT:** Well, you get on with your work. And don't you let me catch you carrying on with any young men.
37. *Medium shot Lily. Camera pans as she crosses to ladder.* **LILY:** No, Tante Rasmussen.
38. *Medium shot Lily.*
Fade out.
Fade in.
39. *Interior. Hall.* *(Synchronization starts and stops)*
Medium shot Lily coming up stairs. Camera pans with her to door. She knocks. *(knock)*
40. *Interior. Studio.* **RICHARD:** Come in.
Long shot Richard. *(knock – off)*

41. *Medium shot (shooting down) door. Lily enters.*
42. *Medium shot Richard.*
43. *Closeup Lily peeking around edge of door.*
44. *Medium shot Richard.* **RICHARD:** Come in, come in!
45. *Closeup Lily.* **LILY:** I don't believe it!
46. *Semi closeup Richard.* **RICHARD:** I only came to --
He exits. **RICHARD:** Oh, never mind why you came! You're here, that's the main thing! (*laughs*)
47. *Medium shot (shooting down) Lily. Richard enters.* **RICHARD:** (*laughs*) Oh, come in, come in! (*laughs*)
48. *Semi closeup Lily and Richard.* **RICHARD:** (*laughs*)
LILY: It was wrong of me to come.
RICHARD: It was charming – charming of you! Here – here, let me take this.
LILY: If Tante Rasmussen should find out --
RICHARD: You know, I believe you're scared of her. Well, so am I. Hmmm!
LILY: Are you still stuck?
RICHARD: Well, I was, but hope has come in now, hasn't she?
49. *Medium shot Lily and Richard. He goes b.g. camera pans.* **RICHARD:** I've been making a sketch of you. You want to see yourself?
LILY: Oh, yes!
50. *Medium shot Richard. Camera pans. Lily enters.* **LILY:** Oh, I haven't any clothes on!
RICHARD: Clothes? Do you think I model people with their clothes on?
LILY: But how did you know I was like that?
RICHARD: And just what does that mean?
LILY: I mean it is me, and – and it isn't me. I mean it's –
RICHARD: Go on. This begins to sound like art criticism of the highest order.
51. *Closeup Lily.* **LILY:** Oh, it's wonderful! I mean, it's the way I want to be! It's me as I dream of me.
RICHARD: (*off*) Oh-ho!
LILY: It's the girl in the Song of Songs.
52. *Medium shot Lily and Richard.* **RICHARD:** Who?
LILY: The girl in the Song of Songs. She's in the Bible.
RICHARD: The Bible?
LILY: She's the girl who feels in her heart that somewhere the perfect love is waiting for her.
53. *Closeup Lily.* **LILY:** She says, 'I sleep, but my heart waketh. It is the voice of my beloved saying, open to me,

- my love, my undefiled.’
- RICHARD:** *(off)* Mercy on us!
- LILY:** Oh, I know what she means. I know it because I feel it inside. I mean ...
54. *Semi closeup Lily and Richard.* **LILY:** ... it is the voice of my beloved, that’s what I mean.
- RICHARD:** Hold that pose! Now don’t move! Yes, yes, that’s wonderful. Yes, there’s my statue, and we’ll call it the Song of Songs!
- LILY:** Oh, really?
- RICHARD:** Think of it! What luck, to find just what I’ve been looking for in old Rasmussen’s book shop. Take your clothes off.
- He exits.*
- LILY:** What?
55. *Medium shot Richard.* **RICHARD:** Take your – Well, what’s the matter? What’s the matter?
56. *Medium shot Lily.* **LILY:** I can’t take my clothes off.
57. *Medium shot Richard.* **RICHARD:** Why – why can’t you?
58. *Medium shot Lily.* **LILY:** Why, I – I’d be undressed.
59. *Semi closeup Richard.* **RICHARD:** Well, what do you expect to be?
60. *Medium shot Lily.* **LILY:** All you need is the face. Everything is in the face.
61. *Semi closeup Richard.* **RICHARD:** Oh, I see. You’re going to tell me how to do it now.
62. *Medium shot Lily. She backs into bucket.* **LILY:** No, but – but – *(crash)*
63. *Medium shot Richard. Camera pans with him to Lily.* **RICHARD:** Ohhh! Now – now – now, look here.
64. *Semi closeup Lily and Richard.* **RICHARD:** You mustn’t think of me as a man. Don’t you realize that? Why, a – a model means no more to me than a tree. All I see is the – the – the thing she creates. Look, what’s your name?
- LILY:** Lily.
- RICHARD:** Well now, Lily, don’t irritate me with silly prejudices. I see you as an artist. You must believe that, Lily. I mean – well, I mean you must believe that.
- LILY:** Yes, I think I believe that.
- RICHARD:** Good! Well, now come on.
- End of reel two.*
1. *Interior. Studio. Medium shot Lily and Richard. Camera pans with them.* **RICHARD:** You see that curtain? Well, you can undress behind there. No, wait a minute. Wait a minute. Take this and and put it around you. There’s a good girl. Now, don’t be long.
- Camera pans with Lily. She goes behind curtain.* *(Synchronization starts)*
2. *Medium shot Richard. Camera* *(synchronized)*

- pans.*
3. *Closeup Lily. She exits behind curtains; peeks around them.* *(synchronized)*
 4. *Semi closeup Richard.* *(synchronized)*
 5. *Semi closeup Lily. She takes off skirt.* *(synchronized)*
 6. *Closeup Lily's feet and legs. She takes off shoes. Camera pans to legs of statue.* *(synchronized)*
 7. *Medium shot Richard.* *(synchronized)*
 8. *Semi closeup Lily taking off waist. She starts to unbutton chemise. Camera pans to model with cover over it. Richard's hand pulls off cover.*
 9. *Medium shot Richard. Camera pans.* *(synchronized)*
 10. *Closeup Lily. She slips into smock and exits.* *(synchronized)*
 11. *Semi closeup Richard.* *(synchronized)*
- RICHARD:** Oh, there you are. That's right, that's right. Come on, step up there.
12. *Semi closeup Lily. She steps up on platform.* *(Synchronization stops)*
 13. *Semi closeup Richard.* **RICHARD:** You can drop the smock.
 14. *Semi closeup Lily.* **LILY:** It's cold.
 15. *Semi closeup Richard.* **RICHARD:** Cold? I hadn't noticed it.
 16. *Semi closeup Lily.*
 17. *Semi closeup Richard.* **RICHARD:** Well, well, are you going to stand like that? What about the voice of your beloved? Why don't you listen to it?
 18. *Closeup Lily.* **LILY:** It's pretty hard to listen when you are as embarrassed as I am.
 19. *Closeup Richard.* **RICHARD:** Oh, you'll get used to it.
 20. *Closeup Lily.* **LILY:** And what's more, I'm freezing.
 21. *Closeup Richard.* **RICHARD:** You'll get used to that, too.
 22. *Closeup Lily.* **LILY:** I don't understand how I ever got into this.
 23. *Semi closeup Richard. Camera pans with him to Lily.* **RICHARD:** Now, look here. Wait a minute, wait a minute, and take it easy. You don't have to do this, you know, if you don't want to. Hmm? Well, all right. You put your clothes on and go home.
 24. *Closeup Lily.* **LILY:** No, I said I'd do it, and I will do it.
- She throws off smock.*
25. *Closeup Lily's feet. Smock drops off.* *(Synchronization starts)*
 26. *Semi closeup Richard:* **RICHARD:** *(off)* That's the way to talk!
(synchronized)

27. *Closeup Lily.*
Dissolve into:
- RICHARD:** Good! Good!
(synchronized)
28. *Interior. Bedroom.*
Semi closeup Aunt in bed
- (synchronized)*
- AUNT:** *(snores – sneezes)* Lily! Lily! Close the window. Lily! *(grunts)* An earthquake wouldn't wake her – *(grunts)* – the brat!
29. *Interior. Shop.*
Medium shot Aunt enters.
Camera pans with her. She exits.
- (synchronized)*
- AUNT:** Lily! Lily! Lily!
30. *Interior. Lily's bedroom.*
Medium shot Aunt enters.
Camera pans. She exits, re-enters with strap.
- (synchronized)*
- AUNT:** Lily! Oh! Oh!
31. *Closeup Aunts hand holding strap.*
Dissolve into:
- (synchronized)*
32. *Interior. Studio.*
Semi closeup Richard.
- (Synchronization stops)*
- RICHARD:** *(sighs)* All right. That's enough for now.
33. *Closeup Lily. She puts on smock and exits.*
34. *Semi closeup Richard. Lily enters.*
- RICHARD:** I'll get it! I'll get it! Next the clay and then the marble.
35. *Closeup Lily and Richard.*
- RICHARD:** The Song of Songs in marble.
- LILY:** Was I all right?
- RICHARD:** Oh, you were fine at first. You got a bit tired later.
- (knock – off)*
36. *Medium shot Richard and Lily.*
Camera pans with her behind curtains.
- RICHARD:** *(off)* Oh, come in.
37. *Medium shot Baron enters.*
- BARON:** Am I welcome?
- RICHARD:** *(off)* Oh, yes, of course. Come in, Baron, come in.
- BARON:** I saw your light so I thought I'd drop in to see what you were up to.
- RICHARD:** *(off)* Well, I've been working.
- BARON:** Good! It's about time.
- RICHARD:** There's the beginning of your statue, Baron.
- BARON:** Umm, not bad.
38. *Closeup Richard and Baron.*
- RICHARD:** Do you see an idea to it?
- BARON:** She's a little beauty.
- RICHARD:** Oh – *(laughs)* – that's all you see, eh?

- BARON:** It's enough for me. *(laughs)* Oh, is she in --
- RICHARD:** Yes, yes, she's in there.
- BARON:** Oh! Not – not overdone – as good as this, really?
- RICHARD:** Uh-huh.
- BARON:** Um-hmm!
39. *Medium shot Lily coming out from behind curtains.*
40. *Closeup Richard and Baron.* **BARON:** Ah, pretty face as well as the hidden charms.
- RICHARD:** *(laughs)*
- BARON:** I'd like to meet the young lady.
- RICHARD:** Umm. Oh, Lily!
41. *Medium shot Richard and Baron. Camera pans, including Lily.*
- RICHARD:** This is Colonel von Merzbach.
- BARON:** Lily. How do you do, my dear?
- LILY:** How do you do.
- BARON:** So you are to be our young friend's inspiration, huh? Oh, these artists are privileged people. *(laughs)*
- LILY:** I think I'd better go now.
- BARON:** Oh, if I thought I had frightened you away I'd never forgive myself. You know, I am not altogether an intruder. The statue our young friend is to do of you will belong to me. *(laughs)* I've already paid him for it. *(laughs)*
- LILY:** But it's late. I must go.
- BARON:** Oh, that's a pity, but no doubt we shall meet again. Now that I've seen you, the statue will interest me more than ever.
- LILY:** Goodbye.
42. *Medium shot (shooting down) Lily crossing to door.* **RICHARD:** *(off)* Well, tomorrow night?
- LILY:** But --
- RICHARD:** *(off)* The same time.
- She nods and exits.*
43. *Semi closeup Richard and Baron.* **BARON:** A lovely girl! Lovely!
44. *Exterior. Street. Long shot traffic. Lily enters. Camera pans with her across street.* *(hoofbeats)*
45. *Interior. Lily's room. Semi Closeup Lily coming through window. Camera pans.* *(hoofbeats – off)*
46. *Medium shot Lily and Aunt.* **AUNT:** Where have you been?
47. *Semi closeup Lily and Aunt.* **AUNT:** Where have you been? Sneaking out of my

	<i>Camera pans.</i>		house! I'll show you.
	<i>Aunt whips Lily.</i>	LILY:	Oh!
48.	<i>Interior. Studio. Medium shot Richard and Baron.</i>	BARON:	Where did you find her?
		RICHARD:	Oh, I – I just found her.
49.	<i>Closeup Baron.</i>	BARON:	She's not a professional model?
50.	<i>Closeup Richard.</i>	RICHARD:	Oh, no, no. She works in the book shop across the street. Why?
51.	<i>Closeup Baron.</i>	BARON:	She interests me. Of course, my dear Richard, if there is any reason why I shouldn't be interested --
52.	<i>Closeup Richard.</i>	RICHARD:	Oh, none at all. She means nothing to me.
53.	<i>Closeup Baron.</i>	BARON:	Fine, because she interests me very much.
54.	<i>Closeup sketch of Lily; Baron tipped in.</i>	BARON:	Very much.
	<i>Fade out. Fade in.</i>		
55.	<i>Closeup hand finishing sketch of Lily.</i>		<i>(Synchronization starts)</i>
	<i>Dissolve into:</i>		
56.	<i>Closeup hand modeling miniature statue.</i>		<i>(synchronized)</i>
57.	<i>Medium shot (shooting down) Richard working on framework of statue.</i>		<i>(synchronized)</i>
	<i>Dissolve into:</i>		
58.	<i>Closeup hands working on framework of legs. Camera pans up to top of statue.</i>		<i>(synchronized)</i>
	<i>Dissolve into:</i>		
59.	<i>Closeup hands patting clay onto framework.</i>		<i>(synchronized)</i>
	<i>Dissolve into:</i>		
60.	<i>Closeup hands patting clay onto framework.</i>		<i>(synchronized)</i>
	<i>Dissolve into:</i>		
61.	<i>Closeup hands patting clay onto framework.</i>		<i>(synchronized)</i>
	<i>Dissolve into:</i>		
62.	<i>Closeup feet of statue. Camera pans up to face.</i>		<i>(synchronized)</i>
	<i>Dissolve into:</i>		
63.	<i>Medium shot (shooting down) statue.</i>		<i>(synchronized)</i>
	<i>Dissolve into:</i>		
64.	<i>Semi closeup (shooting down) hand working on statue.</i>		<i>(synchronized)</i>

Dissolve into:

65. *Semi closeup Richard working on statue. He looks at watch.* (synchronized)
66. *Medium shot Richard. He crosses to window.* (Synchronization stops)
- End of reel three.*
1. *Interior. Aunt's room. Medium shot Lily and Aunt.* **AUNT:** 'Mrs. Rasmussen,' he said, 'you have a very beautiful daughter.' (laughs) 'She's my niece,' I said. (laughs)
2. *Medium shot Lily and Aunt.* **AUNT:** Then he gives his moustaches a twist and he asks would I be offended if he was to show his admiration by making you a little present. Heh! The old fool! Heh! And him a colonel, too! I said, 'I don't allow my niece to accept presents from gentlemen.' (laughs) 'But, I says – he – 'She sometimes takes a little rum with her tea.' Heh – and I said, 'I see no harm if you'd care to send her some.' And the - - (laughs) It's the very best kind. (laughs) It comes from Jamaica. (laughs) I suppose you never heard of Jamaica.
- LILY:** No, Tante Rasmussen.
- AUNT:** It's a place in Asia Minor.
- Aunt exits. Lily pours more rum in cup.* **AUNT:** (off) A drop of rum in your tea is supposed to build up your ...
3. *Semi closeup Aunt.* **AUNT:** ... strength, only the doctor says you must take it after you've got into bed and be sure to keep well covered as it's heating to the blood ...
4. *Closeup Lily.* **AUNT:** (off) ... and you're liable to take a chill. You can bring it ...
5. *Medium shot Aunt in bed. Lily enters.* **AUNT:** ... now, my child. Bring the bottle, too. (sighs – laughs) You're a good girl, Lily. If I'm severe with you sometimes, it's because I have your own welfare at heart. (chuckles) We've forgotten the sugar.
- Lily exits. Aunt pours more rum in cup. Lily re-enters.* **AUNT:** Uh – j–j–just half a spoonful, dear. Thank you, darling. You weren't very nice to the Baron yesterday morning. Now, next time he comes I want you so smile and be civil. (laughs)
- LILY:** Yes, Tante Rasmussen.
- AUNT:** Good night, darling. You can go to bed now. (laughs)
- LILY:** Thank you. Good night.
- AUNT:** Good night. (laughs) Say your prayers.
- LILY:** I will.
- Lily exits b.g. Aunt drinks.* **AUNT:** (sighs) Jamaica!
6. *Interior. Lily's bedroom.* (Synchronization starts)

- Medium shot Lily. She gets bunch of roses from vase.*
7. *Interior. Studio. (synchronized)*
Medium shot Richard.
8. *Interior. Lily's bedroom. (synchronized)*
Medium shot Lily. She turns out light and crosses to door.
9. *Interior. Shop. (synchronized)*
Semi closeup Lily enters.
10. *Medium shot Lily. Camera pans. (synchronized)*
11. *Interior. Aunt's bedroom. (synchronized)*
Semi closeup Aunt, asleep.
AUNT: *(snores)*
12. *Interior. Shop. (synchronized)*
Closeup Lily. She drops book.
(thud of book)
AUNT: *(snores – off)*
13. *Interior. Aunt's bedroom. (synchronized)*
Semi closeup Aunt.
AUNT: *(snores)*
14. *Interior. Shop. (synchronized)*
Closeup Lily. She stoops out of scene.
AUNT: *(snores – off)*
15. *Medium shot Lily. Camera pans as she crosses to door. (synchronized)*
16. *Closeup Lily. Camera pans up to bell above door. Her hand enters, holds it. Camera pans back down to her as she opens door. (synchronized)*
17. *Exterior. Street. (synchronized)*
Medium shot (shooting down) Lily coming out from shop. She comes up steps.
18. *Medium shot Lily. Camera pans with her across street. She exits. Camera pans up to windows of studio. (synchronized)*
(hoofbeats)
Dissolve into:
19. *Interior. Hall. (synchronized)*
Medium shot (shooting down) Lily enters up stairs. Camera pans with her to door. She exits into studio.
LILY: *(hums)*
(knock)
20. *Interior. Studio. (Synchronization stops)*
Medium shot Lily entering.
RICHARD: *(off) Ah!*
LILY: *I know, I know! Late again! Third time this week!*
- She exits.*

21. *Medium shot Lily and Richard.* **RICHARD:** I don't see anything funny about keeping a man waiting. And what's that?
- LILY:** Flowers.
- RICHARD:** Well, where did you get them?
- LILY:** A man.
- RICHARD:** Oh, the Baron, I suppose?
- LILY:** Oh, no.
- RICHARD:** Who, then?
- LILY:** I don't know him. I met him downstairs in the street.
22. *Semi closeup Richard.* **RICHARD:** Do you mean to say you accepted flowers from a stranger in the street?
23. *Semi closeup Lily whirling around in curtain.* **LILY:** Oh, he was such a handsome man!
- RICHARD:** (*off*) What's that got to do with it?
- LILY:** Nothing.
24. *Semi closeup Richard.* **RICHARD:** I never heard of such a thing! A perfect stranger and you accept – Why – why, i-it's positively indecent!
25. *Semi closeup Lily.* **LILY:** Jealous?
26. *Closeup Richard.* **RICHARD:** I? Oh! Certainly not! It's nothing to me what you do.
27. *Closeup Lily.* **LILY:** You sounded jealous.
28. *Closeup Richard.* **RICHARD:** Don't be ridiculous. Well, come on, come on, let's get to work. Well?
29. *Semi closeup Lily.* **LILY:** Aren't they lovely?
30. *Semi closeup Richard.* **RICHARD:** Let's get to work.
31. *Long shot Lily and Richard.* **LILY:** Oh, smell them! (*laughs*)
- RICHARD:** Oh! Come here!
- LILY:** (*laughs*)
32. *Medium shot Lily and Richard. Camera pans as he chases her.* **LILY:** (*laughs*)
33. *Closeup Lily and Richard.* **LILY:** (*laughs*)
- RICHARD:** (*laughs*)
- LILY:** Look what you've done. And I bought them for you.
- RICHARD:** Oh. Hmm. Oh, thanks. Heh. Well, let's get to work, shall we?
- He starts to exit.*
34. *Long shot Lily and Richard. She exits behind curtains. Camera pans.*
35. *Semi closeup Richard. Camera pans as he puts flowers in vase; pans with him back to statue.*
36. *Medium shot shadow of Lily on*

- wall, taking off stockings.*
37. *Closeup Richard.*
38. *Medium shot Lily's shadow, undressing.*
39. *Semi closeup Richard.*
40. *Medium shot Lily enters, steps up on platform.*
41. *Semi closeup Richard.* **RICHARD:** Oh, yeah. All right. Uh – ready, then.
42. *Closeup Lily. She takes off smock.*
43. *Semi closeup Richard.* **RICHARD:** Are you warm enough?
44. *Closeup Lily.* **LILY:** Yes.
45. *Semi closeup Richard.* **RICHARD:** I finally found the coal man. Told him if he didn't deliver some coal, I'd – Told him I'd – Ummm! Told him something.
46. *Closeup Lily.*
47. *Closeup Richard.*
48. *Closeup Lily. She looks down.*
49. *Closeup Richard.* **RICHARD:** No, you – you've turned too far. No, this way. No, look.
50. *Closeup Lily. She pulls curtains around her as Richard enters.* **RICHARD:** What's the matter?
 LILY: Nothing.
- He takes her in his arms and they kiss.*
- Fade out.*
- End of reel four.*
- Fade in.*
1. *Exterior. Lake.*
Long shot (shooting down)
Richard and Lily in canoe.
Camera pans.
- LILY:** *(laughs)*
- RICHARD:** *(sings)* Santa Lucia.
2. *Long shot Lily and Richard.* **LILY:** *(laughs)* You were off-key.
- RICHARD:** Well, I can't sing, row the boat and admire you all at the same time. Something has to go.
- LILY:** Why don't you throw me overboard?
- RICHARD:** Now, that's a good idea. Why didn't I think of that before? Wait a minute. Wait a minute.
- LILY:** *(laughs)*
- RICHARD:** Come on. Now, gently does it. Careful. Oh. Oh. *(grunts)*
(laughter)
- They come forward up bank.*
- RICHARD:** Ohhh!

3. *Semi closeup Richard and Lily.* *(laughter)*
- RICHARD:** Hmm! You happy?
- LILY:** What do you think?
- RICHARD:** Well, I think you look a bit surly. Yes, I see a distinct resemblance to your Aunt Rasmussen.
- LILY:** *(laughs)*
- RICHARD:** No, really, it's striking. Another Rasmussen! Good heavens, what have I fallen in love with? Oh! *(laughs)*
- LILY:** *(laughs)*
- RICHARD:** No, really, it's striking. Another Rasmussen! Good heavens, what have I fallen in love with? Oh! *(laughs)*
- LILY:** *(laughs)*
- RICHARD:** Are you tired?
- LILY:** No.
- RICHARD:** Well, come on. Let's take that path up through the woods.
- LILY:** Oh, yes, let's get lost!
- RICHARD:** Forever!
- LILY:** Forever! *(laughs)*
- They exit.* *(Synchronization starts)*
4. *Medium shot Lily and Richard. Camera pans.* *(synchronized)*
- RICHARD:** Come on.
- LILY:** *(laughs)*
5. *Long shot (shooting down) Lily and Richard. They run b.g.* *(synchronized)*
6. *Very long shot Lily running up hill. Richard enters.* *(synchronized)*
- Fade out.*
- Fade in.*
7. *Exterior. Street. Long shot (shooting down) Baron driving up in carriage; people on street.* *(confused voices)*
- (hoofbeats)*
8. *Medium shot (shooting down) Baron, orderly and driver in carriage. Camera pans as Baron and orderly get out and cross to shop.* *(hoofbeats)*
9. *Interior. Book shop. Medium shot Aunt. Baron and orderly enter.* *(bell)*
- AUNT:** Oh, Excellency!
- BARON:** Good day, Frau Rasmussen. The young lady is -?

- AUNT:** I-is out on an errand, Excellency.
- BARON:** Ah! I've brought her some rum.
- AUNT:** Oh, Excellency! *(laughs)* Two whole jugsful!
Huh – she will be very grateful.
- BARON:** Hmm!
- (bell)*
- BARON:** I want to talk to you.
10. *Semi closeup Aunt and Baron.* **BARON:** Let's not beat about the bush, Frau Rasmussen. I have a library, a very extensive library, and I require someone to take care of it; someone familiar with books. Your niece could do it very well.
- AUNT:** My niece, Excellency?
- BARON:** She would have to live at my place. I am prepared to pay her a very liberal salary.
- AUNT:** Why, Excellency – *(laughs)* – my niece could hardly – uh --
- BARON:** All the proprieties would be observed.
- AUNT:** Still, Excellency – *(laughs)* – a young girl in a bachelor's household –? *(laughs)*
- BARON:** Hmmm, a very rare edition. A thousand marks?
11. *Closeup price on book: 3 marks. Camera trucks up to it.*
12. *Semi closeup Baron and Aunt.* **BARON:** That's a lot of money for a book.
13. *Semi closeup Baron. He gets out money, lays it on counter.*
14. *Semi closeup Aunt. She takes money.*
15. *Closeup Baron.* **BARON:** Understand me, Frau Rasmussen, when I set my mind upon a thing, I usually get it, one way or another.
16. *Semi closeup Baron and Aunt.* **AUNT:** Perhaps your Excellency would be interested in my other books.
- BARON:** Yes, no doubt, no doubt. I shall be dropping in from time to time. Let me see, what were we talking about? Oh, yes, your niece!
- Dissolve into:*
17. *Exterior. Dell. Very long shot Lily dancing around Richard, lying under tree.* *(Synchronization starts)*
18. *Long shot Lily dancing around Richard.* *(synchronized)*
19. *Medium shot Lily enters, dances around tree and exits.* *(synchronized)*
20. *Semi closeup Richard lying on ground; Lily dancing around him. Camera pans as she lies* *(synchronized)*

down beside him.

LILY: *(laughs)*
RICHARD: *(laughs)* Oh! Oh!
(Synchronization stops)
LILY: Oh, smell that!
RICHARD: What? Hmmm.
LILY: The grass and the earth. Oh, smell that grass!
RICHARD: *(sniffs)* I don't smell anything.
LILY: Oh, you're so funny, darling. Look what he calls grass! No, you've got to bury your nose in it. You've got to get into the ground.
RICHARD: *(laughs)*
LILY: You've just got to be grass!
RICHARD: *(laughs)* You've got spring fever! Kiss me.

21. *Closeup (shooting down) Lily and Richard. They kiss.*

22. *Semi closeup Richard and Lily.*

RICHARD: You know, I won't have you squandering all that love on grass and things. What about me, hmm?
LILY: When I put my hands on the earth it's you I'm touching. The wind on my face is your kisses. You are in everything I think and feel and do, and will be till I die.
RICHARD: Darling! You know, you frighten me sometimes.
LILY: Why?
RICHARD: Well, when I think if anything should happen to us --
LILY: Oh, nothing is going to happen.
RICHARD: No, no, but still supposing something did. People in love have had to separate, you know.
LILY: Oh, but not we.

23. *Closeup (shooting down) Lily and Richard.*

LILY: You'll be rich and famous, and I'll always pose for you, and we'll have a fine home and children and we'll grow old together, and every day I'll love you twice as much as I did the day before.

24. *Semi closeup Richard and Lily.*

(Synchronization starts)
LILY: 'Set me as a seal upon thine heart, as a seal upon thine arm. For love is strong as death.'

*Fade out.
 Fade in.*

25. *Interior. Studio.
 Closeup statue. Camera trucks back, revealing Baron and Richard.*

BARON: *(off)* That's fine.
(on) The best you've ever done. And the model?
RICHARD: She's well, thank you.
BARON: How is your romance coming on?

- RICHARD:** Oh, Baron, let's stick to art.
- BARON:** Oh, don't be offended, Richard. Anyone can see the girl adores you.
- RICHARD:** Well, I adore her, too, but – uh --
- BARON:** But what?
- RICHARD:** Oh, nothing, nothing.
26. *Closeup (shooting down) Richard.* **RICHARD:** She has notions in her head about eternal fidelity, marriage, and children. Oh, it's all very awkward!
27. *Closeup (shooting down) Baron.* **BARON:** And you haven't thought of marriage, naturally.
28. *Closeup (shooting down) Richard.* **RICHARD:** Well, I've a career to make and no money, and – well, marriage is something --
29. *Semi closeup Richard and Baron. Camera trucks back.* **BARON:** Yes. Well, what do you propose to do about it?
- RICHARD:** What can I do? If I go on with it, I'll be doing her a grave injustice. On the other hand – Oh, it's the devil of a mess.
- BARON:** Leave her.
- RICHARD:** Huh! How would that help?
- BARON:** Well, it's kinder to do it now than later. The longer you're together the harder it will be for her to get over your.
- Camera trucks up.*
- RICHARD:** Ohhh!
- BARON:** Give her to me.
- RICHARD:** To you?
30. *Closeup Baron:* **BARON:** Give her to me, Richard. I can make her happy and you won't. More. I can – I can educate her, refine her into a great lady, and I can provide for her – yes, and love her!
31. *Closeup Richard.* **RICHARD:** This is the most preposterous --! What do you take me for?
32. *Closeup Baron.* **BARON:** When you say that, are you thinking of yourself or of her? For a temporary paradise are you willing to kick a helpless girl into a permanent hell?
33. *Closeup Richard.* **RICHARD:** Ohhh!
- BARON:** *(off)* Now, now, hear me out.
34. *Closeup Baron.* **BARON:** I'm getting old, Richard, and for some time now I've been thinking of resigning from the Army, retiring to my place in the country to finish my life among my books and my paintings and my statues and my farm. It would amuse me to devote the rest of my days to – to her; to mould the real Lily just as you have this statue; to make her my masterpiece, just as I think you've made this yours!

End of reel five.

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| 1. | <i>Interior. Studio.
Closeup Richard.</i> | RICHARD: | How could I give her to you, even if I wanted to – and I don't. |
| 2. | <i>Medium shot Richard and Baron.</i> | BARON: | All I ask is that you step aside and give me a chance to win her. |
| | | RICHARD: | Oh, this is – this is absence! |
| 3. | <i>Semi closeup Richard and Baron.</i> | BARON: | Obscene! Because I'm not as young as you? Obscene, because I consider her welfare and you don't? Obscene, because I'm willing to marry her and you're not? Yes, stare! That's how I want her – enough to make her, the Baroness von Merzbach! Now tell me again that what I'm asking is absence! |
| | <i>Dissolve into:</i> | | |
| 4. | <i>Closeup (shooting up) statue.
Hands throw cover over it.
Camera trucks back, revealing workmen covering statue. They exit.</i> | | <i>(Synchronization starts)</i> |
| | <i>Dissolve into:</i> | | |
| 5. | <i>Interior. Bedroom.
Medium shot Lily.</i> | | <i>(synchronized)</i> |
| 6. | <i>Exterior. Street.
Semi closeup (shooting down)
Lily at window.</i> | | <i>(synchronized)</i> |
| 7. | <i>Interior. Bedroom.
Medium shot Lily. She puts on wrap, turns out light and crosses to door.</i> | | <i>(synchronized)</i> |
| 8. | <i>Interior. Shop.
Medium shot Lily. Camera pans. She crosses to door.</i> | | <i>(synchronized)</i> |
| 9. | <i>Exterior. Book shop.
Medium shot Aunt at top of steps; Lily coming from shop.</i> | | <i>(Synchronization starts)</i> |
| | | AUNT: | Surprised, eh? You didn't know, I knew all about your midnight excursions! |
| 10. | <i>Semi closeup Lily and Aunt.</i> | LILY: | Tante, I -- |
| | | AUNT: | You go to your lover and stay there! |
| | | LILY: | Stay there! Oh, Tante! |
| | | AUNT: | I've warned you. I've appealed to your better nature. I've scolded you – why, I've even beaten you, and all to no avail. Now there's nothing left but to put you out. |
| | | LILY: | Oh, please, maybe I was wrong, but if you'd let me explain -- |
| | | AUNT: | I'm not interested in the details of your sin. |
| | | LILY: | Sin? Oh, it wasn't sin! |
| | | AUNT: | Get out! Get out! |
| 11. | <i>Closeup Lily.</i> | | |

12. *Medium shot. Aunt and Lily.* *(Synchronization starts and stops)*
- AUNT:** And don't come back!
13. *Closeup Lily.* **LILY:** Goodbye, Tante Rasmussen.
- (Synchronization starts)*
14. *Semi closeup Aunt.* *(synchronized)*
15. *Medium shot Aunt and Lily.* *(synchronized)*
Lily exits.
16. *Long shot Lily crossing street.* *(synchronized)*
17. *Semi closeup. Aunt.* *(synchronized)*
18. *Interior. Hall.* *(synchronized)*
Medium shot (shooting down)
Lily coming up stairs. Camera
pans with her to door. She
knocks and starts in.
19. *Interior. Studio.* *(synchronized)*
Medium shot. Lily entering.
She starts to exit.
20. *Medium shot Lily. Camera* *(Synchronization stops)*
pans including Baron.
- LILY:** Where's Richard?
- BARON:** He's gone – left today.
- LILY:** Gone? Where?
- BARON:** To Italy, I think.
- LILY:** Italy?
- BARON:** He asked me to see you and explain.
- LILY:** When is he coming back?
- BARON:** Not for a long time – perhaps never.
- LILY:** I don't believe you. Richard!
- (Synchronization starts)*
- LILY:** Richard!
- Camera pans with Lily to*
adjoining room.
- Camera pans with her back to*
Baron.
- BARON:** There's a note for you.
- Lily gets note.*
- Ins. *Closeup note:* *(synchronized)*
Dear Lily:
I am going away rather than
bring you unhappiness later. It
is so difficult to explain – I am
sure you will find more in life
than I could ever give you.
Please forgive me.
Always with love,
Richard.
21. *Long shot Lily and Baron.* *(synchronized)*
- BARON:** I'm sorry.
- (Synchronization stops)*

22. *Medium shot Lily and Baron.*
- BARON:** Don't take it too hard, my child.
- LILY:** *(sobs)*
- BARON:** It's unfortunate, but Waldow's an artist. All he wanted of you was this statue, and now it's finished.
- LILY:** No! *(sobs)*
- BARON:** I'm afraid it is so, my child.
- LILY:** No, I don't believe you. He isn't like that. *(sobs)*
- BARON:** You don't know him. Waldow hates scenes. That's why he asked me to stay and see you.
- LILY:** *(sobs)* No, he couldn't. He loves me, I tell you. He told me he loved me! Oh, you're lying! Oh, you're lying! *(sobs)*
- (Synchronization starts and stops)*
- LILY:** *(sobs)*
- BARON:** Lily! Lily, my poor child! It will pass. Everything passes. I know. Don't be afraid. You're not alone. I'll see you through this. I'll do everything in the world for you – everything – everything. Things he couldn't – wouldn't do. Ah, now come, come, Lily.
- LILY:** *(sobs)* Oh, leave me alone!
- BARON:** Come, my dear.
- LILY:** Oh, no, let me alone!
23. *Semi closeup. Baron and Lily.*
- LILY:** Let me alone! *(sobs)*
- BARON:** Lily, you don't understand. I love you, my dear, and he didn't. You think he's the only thing in life? Trust me; believe me. I'll make a great lady of you.
- LILY:** No, no, no! *(sobs)*
24. *Closeup Baron and Lily.*
- LILY:** *(sobs)*
- BARON:** I'll make you my wife, Lily. You shall be my heir. I have no one else but you, Lily, no one. And I love you!
- LILY:** *(sobs)*
- BARON:** I love you!
- LILY:** Oh, Richard! Richard! *(sobs)*
25. *Semi closeup Baron and Lily.*
- LILY:** *(sobs)*
- BARON:** Are you going to let him spoil your life? He didn't let you disturb his, did he? He took what he wanted and was through with you. Lily, my darling, I want to give. I want to give you everything; love, happiness, position, money. He didn't consider you his equal. I do. I'll make you more than his equal; I'll make you the Baroness von Merzbach!

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| 26. <i>Closeup Lily; Baron tipped in.</i> | BARON: | Then when you see him again you can treat him as he's treated you; patronize him, scorn him, revenge yourself upon him. He lied to you. Don't let him crush you. |
| | LILY: | He lied to me. What for? What for? And only yesterday -- |
| | BARON: | That was a thousand years ago, my dear, and I'll make you believe it never happened. |
| | | <i>He kisses her hand.</i> |
| | | <i>Dissolve into:</i> |
| 27. <i>Exterior. Church.
Long shot Baron and Lily coming from church, followed by wedding procession; people on steps.</i> | | <i>(synchronized)</i> |
| 28. <i>Semi closeup. Lily and Baron; people on.</i> | | <i>(synchronized)</i> |
| 29. <i>Closeup Lily; people on.</i> | | <i>(synchronized)</i> |
| 30. <i>Closeup Lily and Baron; people on. Lily and Baron exit.</i> | | <i>(synchronized)</i> |
| 31. <i>Long shot group coming forward to carriage.</i> | | <i>(synchronized)</i> |
| 32. <i>Semi closeup Lily's veil trailing from carriage door. Footman enters, tucks veil in, closes door and exits.</i> | | <i>(synchronized)</i> |
| 33. <i>Closeup Lily.</i> | | <i>(synchronized)</i> |
| 34. <i>Medium shot group. Carriage drives out.

Fade out.
Fade in.</i> | | <i>(synchronized)</i> |
| 35. <i>Exterior. Castle.
Long shot carriage enters.</i> | | <i>(synchronized)</i>
<i>(hoofbeats)</i> |
| 36. <i>Medium shot gate. Driver enters, knocks on gate.</i> | | <i>(synchronized)</i>
<i>(knock)</i> |
| 37. <i>Medium shot (shooting down) servants start to open gate.</i> | | <i>(synchronized)</i> |
| 38. <i>Medium shot driver. He exits. Gate opens.</i> | | <i>(synchronized)</i> |
| 39. <i>Medium shot (shooting down) servants opening gate.</i> | | <i>(synchronized)</i> |
| 40. <i>Medium shot carriage drives through gateway and exits.

Dissolve into:</i> | | <i>(synchronized)</i>
<i>(hoofbeats)</i> |
| 41. <i>Interior. Hall.
Medium shot butler opens door, admitting Lily and Baron.</i> | | <i>(synchronized)</i> |
| | BARON: | The Baroness! |
| 42. <i>Long shot Lily, Baron and</i> | | <i>(synchronized)</i> |

- servants. Servants bow.*
43. *Semi closeup Lily and Baron. Camera trucks back, including Anna.* *(Synchronization stops)*
- BARON:** This is Fräulein von Schwertfeger, the – uh – housekeeper.
- Anna curtseys. Camera trucks back, including Edward.*
- BARON:** This, my dear, is Edward von Prell.
- EDWARD:** My felicitations, Baron ...
44. *Closeup Edward. End of Reel six.* **EDWARD:** ... Baroness.
1. *Interior. Hall. Closeup Lily. She holds out her hand.*
2. *Closeup Edward kissing Lily's hand.* **BARON:** *(off)* Edward works for us. He's an agriculturist.
3. *Closeup Anna.* **BARON:** *(off)* Good blood, though. His father carried a sword ...
4. *Medium shot Lily, Baron, Anna and Edward. Camera trucks back, including Majordomo.*
- BARON:** ... but he chose the plow. *(laughs)*
- MAJORDOMO:** My Lord, may we extend our heartfelt congratulations?
- BARON:** Very good, very good, very good!
5. *Closeup Edward.*
6. *Long shot group. Camera trucks back.* **ANNA:** Supper is ready, Baron.
- BARON:** Huh, no supper, no supper, no supper! But another glass of Champagne might be acceptable, huh?
- Dissolve into:*
7. *Interior. Dining room. Semi closeup Lily and Baron.* **BARON:** To our wedding night!
- (Synchronization starts)*
- BARON:** Come, come! Drink up! Drink up!
- LILY:** I'm not used to champagne. It'll make me dizzy.
- BARON:** Huh! All the better, all the better!
- They drink.*
- (clink of glasses)*
- BARON:** That's right. *(coughs)*
8. *Long shot group. Camera pans with Lily and Baron to door. They exit.* *(synchronized)*
9. *Interior. Hall. Long shot Lily and Baron coming forward. Anna enters back of them, stands watching* *(synchronized)*

them.

Dissolve into:

- | | | | |
|-----|--|----------------------|--|
| 10. | <i>Interior. Upper hall.
Medium shot Lily and Baron.
He picks up candle. Camera
trucks with them as they come
forward.</i> | | <i>(synchronized)</i> |
| 11. | <i>Interior. Lower hall.
Semi closeup (shooting down)
Anna.</i> | | <i>(synchronized)</i> |
| 12. | <i>Interior. Upper hall.
Semi closeup Lily and Baron at
door.</i> | | <i>(synchronized)</i> |
| | | BARON: | <i>(laughs)</i> I shall join you presently, my love. |
| | <i>Lily exits into bedroom.</i> | | |
| 13. | <i>Interior. Bedroom.
Long shot Lily.</i> | | <i>(synchronized)</i> |
| 14. | <i>Closeup Lily. She sees --</i> | | <i>(synchronized)</i> |
| 15. | <i>Closeup champagne and
glasses on table.</i> | | <i>(synchronized)</i> |
| 16. | <i>Closeup Lily.</i> | | <i>(synchronized)</i> |
| 17. | <i>Long shot Lily. She sinks down
at foot of bed.</i> | | <i>(Synchronization stops)</i> |
| 18. | <i>Interior. Hall.
Closeup Baron at door.</i> | LILY: | <i>(sobs – off)</i> |
| | | BARON: | <i>(chuckles)</i> |
| | <i>He starts out.</i> | | |
| 19. | <i>Long shot Baron. Camera pans
with him to door.</i> | | <i>(Synchronization starts)</i>
<i>(synchronized)</i> |
| 20. | <i>Interior. Baron's bedroom.
Medium shot Baron entering.
Camera pans with him to
dresser; trucks up.</i> | | <i>(synchronized)</i> |
| 21. | <i>Interior. Bedroom.
Long shot Lily.</i> | | <i>(synchronized)</i> |
| | | LILY: | <i>(sobs)</i> |
| 22. | <i>Interior. Baron's bedroom.
Semi closeup sketch of Lily on
dresser; Baron reflected in
mirror. Camera trucks up to
sketch.</i> | | <i>(synchronized)</i> |
| | | BARON: | <i>(whistles – coughs – off)</i> |
| | <i>Dissolve into:</i> | | |
| 23. | <i>Interior. Studio.
Semi closeup Lily's statue.
Camera trucks back, revealing
Richard.</i> | | <i>(Synchronization stops)</i> |
| 24. | <i>Closeup (shooting down)
Richard.</i> | LILY'S VOICE: | Are you looking for a book, sir? |
| 25. | <i>Closeup (shooting up) Lily's
statue.</i> | LILY'S VOICE: | Are you the sculptor that lives across the
street? |

26. *Closeup (shooting down) Richard.*
27. *Closeup Lily's statue.* **LILY'S VOICE:** When I put my hands on the earth, it's you I'm touching. The wind on my face is your kisses.
28. *Closeup Lily's statue.* **LILY'S VOICE:** You are in everything I think and feel and do, and will be till I die.
29. *Closeup Lily's statue.* **LILY'S VOICE:** Set me as a seal upon thine heart, as a seal upon thine arm, for love is strong as death.
30. *Very closeup Richard.*
31. *Medium shot Richard. Camera pans to Lily's statue.* *(Synchronization starts)*
Dissolve into:
32. *Interior. Baron's bedroom. Closeup sketch. Camera trucks back, revealing Baron in dressing gown. He picks up sketch.* *(Synchronization stops)*
33. *Closeup (shooting down) Baron looking at sketch.* **BARON:** *(hums – coughs – laughs)*
BARON: *(laughs)*
34. *Semi closeup Baron. Camera trucks back; pans with him to door.* **BARON:** *(hums)*
35. *Interior. Hall. Medium shot Baron. Camera pans with him to Lily's door. He exits.* *(Synchronization starts)*
36. *Closeup door closing.* *(synchronized)*
(key turns in lock)
37. *Exterior. Castle. Medium shot lighted window. Baron's shadow enters.* *(synchronized)*
38. *Semi closeup Edward standing by tree, watching.* *(synchronized)*
39. *Semi closeup Anna standing by tree, watching.* *(synchronized)*
40. *Medium shot lighted window.* *(synchronized)*
41. *Medium shot clouds pass over moon.* *(synchronized)*
Fade out.
Fade in.
42. *Interior. Music room. Closeup Lily's feet dancing. Camera pans up to Lily's face.* *(piano – off)*
- INSTRUCTOR:** *(off)* One, two, three. One, two, three. One, two, three. One, two, three. Easy. Relax. One, two, three. One, two, three. One, two, three. That's very nice.
(on) One, two, three. One, two, three.
(off) One, two, three. One, two, three. One, two, three. One, two, three. One, two, three. One, two, three.

Dissolve into:

43. *Closeup Lily.*
- LILY:** (*French*) Le livre de la vie est le livre suprême.
(The book of life is the book supreme).
- TEACHER:** (*off*) Suprême.
- LILY:** Suprême. Qu’on ne peut ni fermer ni rouvrir a son choix.
(Supreme. It can neither be closed nor re-opened at will.)
- Camera trucks back, including teacher.*
- TEACHER:** Très bien !
(Good !)
- LILY:** Le passage adore.
(The beloved path).
- TEACHER:** Le passage.
- Camera pans to Anna.*
- LILY:** Le passage – (*off*) – adore.
- TEACHER:** (*off*) Adore.
- LILY:** (*off*) Adore.
- TEACHER:** Très bien !
- Camera pans back to Lily and teacher.*
- LILY:** Ne se lit pas deux fois, mais le feuille –
(It is never read twice, but the page --)
- TEACHER:** Très bien ! Maintenant, si vous voulez, nous allons l’écrire pour le Baron. ‘Le livre de la vie est le livre suprême. (*off*) Le livre de la vie –’
(Good ! Now, please, let’s write it for the Baron. ‘The book of life is the book supreme. The book of life –’)
- Dissolve into:*
44. *Closeup Lily’s hands playing piano. Camera trucks back, revealing Lily and teacher.*
- Camera pans to Anna; pans back to Lily and teacher; trucks up to Lily.*
- TEACHER:** Watch your phrasing, please. Your left hand, please. It’s very important.
(*off*) Very good!
(on) Now, it’s a little difficult, but – Oh, fine! Very good!
- Dissolve into:*
45. *Interior. Drawing room. Closeup Lily at piano.*
- LILY:** (*sings – German*) Sah ein Knab’ ein Röslein stehn,
Röslein auf der Heiden.
46. *Semi closeup. Lily.*
- LILY:** (*piano*) (*sings*) War so jung und morgen schon,
Lief er schnell, es nah’ zu sehn.
Sah’s ...
47. *Long shot Lily, Baron, Anna and guests.*
- LILY:** (*piano*) ... mit vielen Freuden.
48. *Long shot group.*
- LILY:** (*piano*) ...

49. *Semi closeup Lily.*
LILY: *(sings)* Röslein, Röslein, Röslein rot.
(piano)
- LILY:** *(sings)* Röslein auf der Heiden.
 Und der wilde Knab' brach 's Röslein auf der Heiden.
50. *Semi closeup (shooting down) Anna. Camera pans around past guests to Baron.*
(piano – off)
- LILY:** *(sings – off)* Röslein, wehrte sich und stach,
 Half ihr doch kein Weh und Ach,
 Mußt es eben leiden.
 Röslein, Röslein, Röslein rot.
51. *Semi closeup Edward.*
(piano – off)
- LILY:** *(sings – off)* Röslein auf der ...
52. *Semi closeup Lily.*
(piano)
- LILY:** *(sings)* ... Heiden.
(piano stops)
(applause – off)
- She rises.*
53. *Long shot group.*
(applause)
- BARON:** And now Fräulein Toller will favor us.
54. *Semi closeup girl. She rises.*
End of reel seven.
1. *Interior. Drawing room.*
Semi closeup Baron. He beckons.
2. *Semi closeup Lily.*
3. *Long shot group. Girl crosses to piano. Lily and Baron exit.*
4. *Semi closeup Anna.*
(piano starts – off)
5. *Interior. Ante-room.*
Medium shot Lily and Baron.
Camera pans as Lily backs away from him.
(piano – off)
- BARON:** I'm pleased with you, Lily, very pleased.
(piano – off)
- BARON:** What's the matter?
- LILY:** Nothing. Our guests!
- BARON:** Oh, they don't matter. They're nobodies. I only brought them here for you to practice on. Huh! And you've done very well, Lily. I'm very, very proud of you. *(pause)* Next month I'm going to give you a grand ball. I'll invite anybody of any consequence to meet the Baroness von Merzbach. Aren't you pleased?
- LILY:** Yes.
- BARON:** Huh! I'll invite Waldow, too. I want him to see you now. He'll marvel at my work. You want him to see you, huh?

- LILY:** If you like.
- BARON:** What's the matter with you? You're always as cold as Waldow's statue. Are you still in love with him? Answer me.
- LILY:** I never think of him. Never!
- BARON:** Huh!
- Baron kisses her.*
7. *Medium shot Anna. She rises, starts into ante-room.* *(piano – off)*
8. *Semi closeup Baron and Lily.* *(piano – off)*
- ANNA:** *(off)* I beg your pardon.
- BARON:** Huh? What's the matter? What's the matter?
- Baron exits.*
- ANNA:** *(off)* Shall I have coffee served to the guests?
- BARON:** *(off)* No. Get rid of them.
9. *Medium shot group. Lily exits.* *(piano – off)*
- BARON:** Look here. Why do you follow us about all the time, sticking your nose in at unexpected moments?
10. *Closeup Baron and Anna.* *(piano – off)*
- BARON:** Are you jealous of my wife?
- ANNA:** I might have been, once.
- BARON:** Well, then --?
- ANNA:** Oh, I've spoken to von Prell about riding lessons for your wife.
- BARON:** Riding lessons? Riding lessons?
- ANNA:** You've apparently forgotten our conversation. The Baroness ought to be taught to ride.
- BARON:** Perhaps, perhaps, perhaps.
- ANNA:** Everybody rides. It might be awkward when you show her off.
- BARON:** Huh!
- ANNA:** Von Prell's a good horseman.
- BARON:** Very well, so he is. All right. You see to it.
- ANNA:** At once.
11. *Medium shot Anna and Baron. Camera pans with Anna. She exits.* *(piano – off)*
- Dissolve into:*
12. *Exterior. Stables. Medium shot Anna and Edward.*
- ANNA:** Then I can tell the Baron you'll give her the first lesson tomorrow?
- EDWARD:** With pleasure.
- ANNA:** Thank you. And Edward, I'd be careful. The

- Baron is very jealous.
- EDWARD:** Why, I don't know what you mean.
- ANNA:** I happen to know the Baroness admires you. In fact, she's spoken of it.
- EDWARD:** Me? You're not in earnest!
- ANNA:** *(laughs)* Don't look so surprised. After all, you're both young, the Baron is old, and – Well, just be careful, that's all. *(laughs)*
- Anna exits.*
- Fade out.*
- Fade in.*
13. *Exterior. Woods.* *(hoofbeats)*
Long shot Lily and Edward riding forward along path. They exit.
14. *Long shot Lily and Edward ride in, stop by lake. Camera pans.* *(hoofbeats)*
15. *Medium shot Lily and Edward.* **EDWARD:** Pleasant spot, isn't it? Shall we sit here and rest a bit, Baroness?
16. *Long shot Lily and Edward. They dismount. Camera pans with them.*
17. *Semi closeup Lily. Edward enters. Camera pans as they sit down.*
- LILY:** You must not trouble so much about me, Mr. von Prell.
- EDWARD:** Trouble about you, Baroness? Why, there's nothing in this world I – I wouldn't do for you.
- LILY:** Is this part of my riding lesson?
- EDWARD:** You know ...
18. *Medium shot lake.* **EDWARD:** *(off)* ... I wish people were as free to say and do what they think as that water.
- LILY:** *(off)* Oh, the water isn't free.
19. *Closeup Lily and Edward.* **LILY:** It is hemmed in by banks on both sides.
- EDWARD:** You know what I mean.
- LILY:** Are you making love to me?
- EDWARD:** I love you. From the day you came I've loved you. You were never out of my thoughts. I've watched you. I've even felt you in my arms.
- LILY:** Yes, I know all about that. That's what they call love.
- EDWARD:** I know that you're unhappy. I know that you – I know that I want you.
20. *Semi closeup Lily and Edwards. Camera pans as they rise. She strikes him with whip.*
- EDWARD:** *(slap)* Still I love you. Remember that. Perhaps

- some day --
- LILY:** Let's say no more about it. Come on, we'll ride home.
- Lily exits.*
- Fade out.*
- Fade in.*
- Ins. *Closeup note:* *Camera pans down it.* *(synchronized)*
- Dear Richard:**
- What do you mean by shutting yourself off from your old friends? Come down and spend a few days with us – Lily and I would like to see you. While your are here we might find a suitable spot for the statue. Merzbach
- Dissolve into:*
21. *Interior. Drawing room. Semi closeup Richard.* *(Synchronization stops)*
- BARON:** *(off) (laughs)* Being the Baroness von Merzbach suits her very well, Waldow. I've done something of a job, if I may say so.
- RICHARD:** Huh?
- Camera trucks back, including Baron.*
- BARON:** Yes, you modeled her in marble; I modeled her in the flesh, so to speak. I'm a bit of an artist myself, don't you think? *(laughs)*
22. *Semi closeup Richard.* **BARON:** *(laughs – off)*
- RICHARD:** Uh – she's happy, of course.
23. *Medium shot Richard and Baron.* **BARON:** Oh, of course, of course. You'll see for yourself. Ah!
24. *Semi closeup Lily at door.*
25. *Semi closeup Richard and Baron. Lily enters.*
- BARON:** Charming! Charming!
- LILY:** So good to see you again.
- BARON:** Waldow's changed, don't you think? Looks – uh – thinner. A bit peaked?
- LILY:** I haven't seen you since you returned from Italy – or was it Italy?
- RICHARD:** *(laughs)*
- LILY:** Tell me about yourself.
- RICHARD:** There's nothing to tell.
- BUTLER:** *(off)* Dinner is served.
- BARON:** Ah, dinner! That's the word. Uh – will you take Lily, my dear Waldow? The young first, the old trailing behind.
- Lily and Richard exit.*
26. *Long shot Lily, Richard and Baron crossing to door; butler*

- on.*
- BARON:** *(chuckles)*
- Dissolve into:*
27. *Interior. Dining room.
Medium shot Lily, Richard and
Baron at table.*
- BARON:** Yes, there's a treat in store for you, Waldow. Anything you say – Mozart, Meyerbeer, Mendelssohn. You wouldn't believe what a musician she's become. Isn't that right, Lily?
- LILY:** I'm afraid you exaggerate.
- BARON:** Oh, no, no! You're – you're too modest, my dear. I tell you she plays beautifully – anything! You'll hear for yourself after dinner. You'll play for Waldow, won't you, my dear?
- LILY:** If you like it.
- BARON:** Ah – *(laughs)* – there's a wife for you!
(laughs)
28. *Semi closeup Lily and Baron.*
- BARON:** *(laughs)* Yes, and dance.
29. *Medium shot group.*
- BARON:** You – you haven't danced with her yet, have you, Waldow? You will. You'll – you'll dance with Waldow, won't you, my dear?
- LILY:** If he likes.
- BARON:** Of course he likes, of course! Don't you, Waldow?
- RICHARD:** Of course, sir.
- BARON:** Of course. You can talk to her about anything you like, my dear boy – anything. Books, art. Why, she speaks French just like a native, don't you, Lily?
- LILY:** Hardly.
- BARON:** I tell you she does! *(bangs table)* You hear me? Just like a native!
- RICHARD:** I'm sure of it.
- BARON:** Yes, she does. And she reads everything, everything. All the latest books. I'll bet she's ahead of you, Waldow. Say, what – what are you reading now, my love?
- LILY:** Nothing.
- BARON:** What's the matter with you two? Not a word out of you all evening. Aren't you glad to see each other? You ought to be glad to see Waldow. You owe everything to him. Doesn't she, Waldow? I – I haven't told you how much we owe to ...
30. *Closeup Lily.*
- BARON:** *(off)* ... Waldow, have I, my love?
- RICHARD:** *(off)* Merzbach!
- BARON:** *(off) (laughs)* You remember, Waldow, your saying – umn – 'She has a nation in her head about eternal fidelity, marriage, children, and all that. Oh, it's a devil of a mess!' *(laughs)*
- RICHARD:** *(off)* Lily, Lily, please, I --

31. *Medium shot group.*
- BARON:** *(off)* ‘Stick to your art’, say I, ‘and let me have the girl.’ *(laughs)* And – and he does, by gad.
- RICHARD:** *(off)* Merzbach, this is monstrous!
- BARON:** Well, it’s the truth, isn’t it? There’s friendship for you. The noble Waldow graciously steps aside so that his old friend might renew his youth. *(laughs)*
- RICHARD:** Like Lily. Like of you.
- Lily exits.*
- BARON:** *(laughs)*
- RICHARD:** Was this what you brought me down here for?
- BARON:** Well, it was the truth, wasn’t it? Do her good to hear it. Getting uppish anyhow.
32. *Interior. Hall.*
Long shot Lily; butler on. She goes b.g. to door. Richard enters. Lily exits.
- (Synchronization starts)*
33. *Exterior. Castle.*
Medium shot Lily. Camera pans with her. She exits. Camera pans back to door. Richard enters Camera pans with him.
- (synchronized)*
34. *Exterior. Estate.*
Long shot Lily. Camera pans. She stops by tree.
- (synchronized)*
35. *Semi closeup Lily. Richard enters.*
- (synchronized)*
- RICHARD:** Lily! Lily! Please listen to me, Lily. No, no, no. You must hear me, Lily. He’s twisted and distorted everything.
- Lily exits.*
- (Synchronization stops)*
36. *Medium shot Lily. Richard enters. Camera trucks with them.*
- RICHARD:** Lily! Lily, I had nothing to offer you. I was poor. I thought there was something better in store for you. You’ve never been out of my thoughts, or my heart. I love you. I’ve always loved you. Oh, let me take you away from here. You’re unhappy.
- LILY:** Unhappy?
- RICHARD:** You can’t deny it.
37. *Closeup Lily and Richard:*
- LILY:** You forget I’m a Baroness. I’ve everything: money, position, jewels, servants. I can play the piano and speak French. What more could a woman ask?
- RICHARD:** Oh, Lily, Lily, come away with me. I can give you the one thing you haven’t got.
- LILY:** Love? I have that, too.
- RICHARD:** Oh, you hate him.
- LILY:** My husband, yes.
- RICHARD:** What?

- | | | |
|---|-----------------|---|
| | LILY: | Are you surprised that I have a lover? |
| | RICHARD: | That's not true. |
| | LILY: | Oh, isn't it? There's his house. |
| 38. <i>Long shot lodge.
End of reel eight.</i> | | |
| 1. <i>Exterior. Estate.
Long shot lodge.</i> | RICHARD: | <i>(off)</i> I don't believe it! |
| 2. <i>Closeup Lily and Richard.</i> | LILY: | Oh, don't you? It doesn't matter. I'm going to him now. |
| | RICHARD: | Lily! Lily, why are you pretending? You're lying! You're lying! You have no lover, except me. It's me that you love – me! |
| | LILY: | You? Love you? Anything – anybody, but you! You'll see if I'm lying! You'll see! |
| | | <i>(Synchronization starts)</i> |
| | | <i>(synchronized)</i> |
| 3. <i>Long shot Lily crossing to house.</i> | | <i>(Synchronization stops)</i> |
| 4. <i>Interior. Living room.
Long shot Edward. Lily enters.</i> | EDWARD: | Baroness! |
| 5. <i>Closeup Lily.</i> | LILY: | Well? |
| 6. <i>Closeup Edward.</i> | | |
| 7. <i>Long shot Lily and Edward.</i> | | |
| 8. <i>Semi closeup Lily. Edward enters.</i> | EDWARD: | Lily! |
| | LILY: | Close those shutters. |
| | | <i>(Synchronization starts)</i> |
| | | <i>(synchronized)</i> |
| 9. <i>Exterior. Estate.
Long shot lodge. Shutters are closed.</i> | | <i>(Synchronization stops)</i> |
| 10. <i>Semi closeup Richard. He starts to exit.</i> | | |
| 11. <i>Interior. Living room.
Semi closeup Lily and Edward.</i> | EDWARD: | I can hardly believe it! You've come! You've come to me! |
| 12. <i>Long shot Lily and Edward.
Camera pans with them across room.</i> | | <i>(Synchronization starts)</i> |
| 13. <i>Closeup Lily. Edward enters.</i> | | <i>(Synchronization stops)</i> |
| | EDWARD: | You love me? |
| | LILY: | Love? Yes, love. That's what I've come for – love. |
| | | <i>(Synchronization starts)</i> |
| | EDWARD: | Lily, my darling, I've dreamed of this. I've hoped for it. |
| 14. <i>Medium shot Lily and Edward.
He picks her up in his arms. As they exit into bedroom, Lily's cloak catches on lamp, pulling</i> | | <i>(synchronized)</i> |

- it over.*
15. *Closeup lamp catching chair on fire.* (synchronized)
16. *Closeup flames.* (synchronized)
17. *Exterior. Castle. Medium shot Richard. Camera pans. He starts into castle.* (synchronized)
18. *Long shot smoke and flames coming from lodge.* (synchronized)
19. *Medium shot (shooting down) watchman ringing bell.* (synchronized)
(bell)
20. *Medium shot men running* (synchronized)
(bell)
21. *Medium shot Anna and servants running from castle. Camera pans.* (synchronized)
(bell)
22. *Medium shot servants running through woods.* (synchronized)
23. *Interior. Dining room. Medium shot Baron and butler.* (synchronized)
- BUTLER:** M’Lord, m’Lord! There’s a fire! There’s a fire in the lodge!
- BARON:** What?
- BUTLER:** There’s a fire, m’Lord, in the lodge.
- BARON:** Fire? Well, put it out, why don’t you?
24. *Exterior. Estate. Medium shot Anna and servants.* (synchronized)
25. *Long shot Edward enters from lodge, carrying Lily in his arms.* (synchronized)
26. *Semi closeup Anna. She starts to exit.* (synchronized)
27. *Semi closeup servants.* (synchronized)
28. *Medium shot Edward and Lily. He puts her down. Servants enter.* (synchronized)
29. *Semi closeup servants.* (synchronized)
30. *Medium shot Edward, Lily and servants. Anna enters.* (Synchronization stops)
- MAN:** Get him out of here. Give us a hand!
- ANNA:** Are you all right? *(To footman)* Leave us.
31. *Semi closeup Lily and Anna.* *(crackle of flames – off)*
- ANNA:** You fool!
- LILY:** What?
- ANNA:** You’ve disgraced your husband publicly. He’ll kill you for this. Come on.
- Camera pans as they rise.* **LILY:** Where are you taking me?

- They exit.*
32. *Medium shot Baron and butler.
Camera pans with Baron.*
33. *Medium shot (shooting down)
Lily and Anna at gate.*
34. *Semi closeup Lily and Anna.*
35. *Medium shot (shooting down)
Lily and Anna. Lily exits.*
36. *Long shot Baron coming
forward.*
37. *Medium shot Anna. Camera
pans. Baron enters.*
38. *Semi closeup Baron and Anna.*
39. *Long shot Lily going down
road.*
- Fade out.
Fade in.*
40. *Interior. Book shop.
Semi closeup Aunt and woman.*
41. *Long shot Richard, Aunt and
woman.*
- ANNA:** I'm taking you out of here.
(Synchronization starts)
- (synchronized)*
- BARON:** You stay there!
(synchronized)
- ANNA:** There's a train in about an hour. If you'll write me care of General Delivery at the village, I'll send you your things.
- LILY:** Thanks.
(synchronized)
- BARON:** They – they told me – they told me. Where is she?
- ANNA:** She's – she's gone.
(synchronized)
- BARON:** Gone? I'll kill her. The --!
- ANNA:** Yes, kill her and then hear them laughing at you; 'the old fool, the lecherous old –'
- BARON:** Oh, stop!
- ANNA:** I'm waiting. 'The old fool who married a -----
- out of his class --
- BARON:** Ugh!
- ANNA:** -- and then couldn't keep her.' Go on, kill her on the high-road. Go on, go on!
(synchronized)
- AUNT:** Twelve Pfennige.
- WOMAN:** Not twelve – ten.
- AUNT:** You keep this book six days; that's twelve.
- WOMAN:** Five days I keep that book.
- AUNT:** You couldn't read a book in five days, Mrs. Schwarzbrod. Even in six you must have skipped most of it.
- WOMAN:** I pay you ten and no more.
- AUNT:** You will pay me the --
(bell)
- AUNT:** Oh, very well, Mrs. Schwarzbrod, give me the ten. We'll make it up next time.

42. *Semi closeup Richard and Aunt; woman b.g. exits.*
- WOMAN:** Ten is al I owe.
- RICHARD:** Any news?
- (bell)*
- AUNT:** Aren't you sick of asking me that?
- RICHARD:** I've looked everywhere, even been down to the village where she lived. Not a trace.
- AUNT:** How much more time are you going to waste on this business?
- RICHARD:** *(sighs)* I don't know where else to look.
- AUNT:** Have you tried the gutter? That's where girls like her end up.
- Richard starts to exit.*
- Dissolve into:*
43. *Interior. Restaurant. Closeup girl sitting on bar; bartender on. Camera trucks back: pans around past people dancing; trucks up to Lily and man at table. Couple enter, sit down at table.*
- (music)*
- (confused voices – laughter)*
44. *Closeup Lily.*
- MARIE:** Lily!
- (music – confused voices – laughter – off)*
- MARIE:** *(off)* Lily! Lily! Fritz is really a marvelous dancer.
- MAN:** *(laughs – off)*
45. *Medium shot group.*
- (music)*
- MAN:** Aw, now, Marie! *(laughs)*
- MARIE:** Don't paw me in public, Gansfleisch. It isn't nice.
- MAN:** Oh, did you hear that?
- MARIE:** I am nice.
- SECOND:** Lily is one who knows what's nice, eh, Lily?
- LILY:** Give me some more champagne.
- (music)*
46. *Semi closeup Lily and man.*
- SECOND:** You're coming to my apartment later, Lily?
- LILY:** No.
- SECOND:** But you promised.
- LILY:** I've changed my mind.
- (laughter – off)*
- LILY:** I said no.
- SECOND:** What's the matter with you? You go along laughing and singing like everybody else, then suddenly you freeze up like this and for no reason.
- LILY:** You bore me.

47. *Medium shot group.* *(music)*
- MAN:** Oh, come, come, Lily!
- MARIE:** Oh! *(laughs)* Don't tell me men are human, are they, Lily?
- (laughter)*
- LILY:** They're the only animals that have money and bay champagne.
- (laughter)*
- MARIE:** Oh, that's right.
48. *Medium shot Richard and doormen. Camera pans, including head waiter.*
- HEAD WAITER:** Good evening, sir.
- RICHARD:** Good evening. I – I want a table, please.
- HEAD WAITER:** Yes, sir.
- Head waiter exits.*
49. *Long shot (shooting down) Richard and head waiter; people on. Camera pans.* *(music)*
50. *Medium shot Richard and head waiter at table. Richard stops as he sees --* *(music stops)*
(applause – off)
(music starts)
51. *Medium shot Lily and group.* *(music)*
- MAN:** Oh, listen, Lily – 'Johnny'. That's for you. Come on, be a good girl.
- SECOND:** Aw, come on, Lily, be a good girl.
- MARIE:** Please, Lily, please!
- MAN:** Do, Lily!
- Lily sits on table.*
- LILY:** *(sings)* Johnny, when will your birthday be. Reserve that night for me, Just me and you.
52. *Closeup Lily.* *(music)*
- LILY:** *(sings)* Johnny, we'll disconnect the phone, And when we're all alone, We'll have a lot to do. Oh, Johnny, I've got to celebrate, And I can hardly wait Until we do. Johnny, I hope you realize That there's a big surprise In store for you.
53. *Semi closeup Richard.* *(music – confused voices – off)*
54. *Closeup Lily.* *(music)*
- LILY:** *(sings)* Johnny, I need your sympathy, There's something wrong with me, I can't say no. Johnny, all night I long for you, And I'm no strong for you, You make me feel so weak –

- (laughter – off)
- LILY:** (sings) Oh, Johnny, you know I can't refuse
What have I got to lose?
Come on, let's go.
- MAN:** (laughs – off)
- LILY:** (sings) Johnny, what are you waiting for,
I need a kiss or two,
Or maybe more.
- (laughter – applause – off)
- AD LIB:** (off) That's the girl! Fine! Fine! That's the girl!
55. *Semi closeup Richard. He starts to exit.* (music)
56. *Long shot (shooting down) Richard and people. Camera pans with him to Lily and group at table.* (music – confused voices)
57. *Semi closeup Lily and Richard.* (music)
- RICHARD:** Lily! I want to talk to you.
- LILY:** Oh, do you? Go ahead.
- RICHARD:** Alone.
58. *Medium shot group.* (music)
- MAN:** Look here, this is a private party.
- RICHARD:** Oh, I beg your pardon, sir.
- LILY:** Excuse me. I'll be back.
- Lily and Richard start to exit.*
59. *Long shot (shooting down) Lily, Richard and people. Camera pans as Lily and Richard cross to door.* (music – confused voices – laughter)
60. *Interior. Foyer. Long shot Lily and Richard coming from restaurant; people on. They start to exit.* (music stops)
- End of reel nine.* (applause)
1. *Interior. Foyer. Semi closeup Lily and Richard.* (applause – off)
- (music starts – off)
- LILY:** Yes?
- RICHARD:** Lily, where have you been? I've looked everywhere for you.
- LILY:** Now you've found me. So what?
- RICHARD:** I want you to come with me.
- LILY:** Where?
- RICHARD:** Oh, anywhere – anywhere, out of here. I must talk to you.
- LILY:** We have nothing to say to each other. Besides, I have an engagement.

- RICHARD:** Oh, forget your engagement and come with me.
2. *Medium shot Lily and Richard; doormen on. They exit.*
Dissolve into: (music)
3. *Interior. Hall.*
Medium shot Lily and Richard coming up stairs. Camera pans with them to door.
4. *Interior. Studio.*
Medium shot Lily and Richard. Camera pans with him. He starts to light lamp.
5. *Closeup Lily. Lights come on.* (Synchronization starts)
6. *Medium shot statue.* (synchronized)
7. *Very closeup Lily. She starts to exit.* (synchronized)
8. *Medium shot Lily. Camera pans.* (Synchronization stops)
9. *Semi closeup Lily. Richard enters, lights cigarette for her. Lily (as peasant girl) dissolves. In beside them.*
- LILY:** Have you got a cigarette?
- RICHARD'S VOICE:** What's your name?
- LILY'S VOICE:** Lily.
- RICHARD'S VOICE:** Well, now, Lily, don't irritate me with silly prejudices. I see you as an artist. You must believe that, Lily. I mean – well, I mean y-you must believe that.
- LILY'S VOICE:** Yes, I think I believe that.
- Figure of Lily dissolves out.*
10. *Closeup Lily and Richard.*
- RICHARD:** She's still the same.
- LILY:** She's a fool! What is she waiting for? What is she listening for? Huh! What a fool I was! Remember how ashamed I was to take my clothes off?
- RICHARD:** I remember.
- LILY:** A silly country girl, always chattering about love. No wonder you got tired of me.
- RICHARD:** I never got tired of you. I've always wanted to have you back.
- LILY:** Well, I'm back – for tonight.
12. *Long shot Lily and Richard. Camera pans. She crosses room.*
13. *Closeup Richard.*
- RICHARD:** Lily, Lily, please, please! One makes mistakes. One does things, heaven knows why! I – I was wrong, but Lily, need I suffer forever for one mistake? I want you back. I

- want you back as we used to be.
14. *Closeup Lily.* **LILY:** As we used to be! (*laughs*) That's funny. There was a young girl once who came up those stairs, who loved you with all her heart, all her soul, but she has nothing to do with me! There she is!
15. *Closeup Richard.* **RICHARD:** The Song of Songs. Don't you remember? 'I sleep but my heart waketh. It is the voice of my beloved.'
16. *Closeup Lily.* **LILY:** No. 'I sought him whom my soul loved. I sought him, but I found him not. I called him , but he gave me no answer. The watchmen that went about the city found me. They smote me, and they wounded me. The keepers of the wall took away my veil from me; they took away my veil ...
17. *Semi closeup Lily. Richard enters.* **LILY:** ... from me! (*sobs*)
- RICHARD:** Lily, Lily, Lily! I've hurt you and I've been punished. Oh, can't you forgive me? I've never stopped loving you.
- LILY:** Then you love somebody who's dead! I'm dead, do you hear, dead!
- She pushes him from scene.*
- She exits.*
18. *Medium shot (shooting down) Lily and Richard. He exits.* (*synchronized*)
- LILY:** I'm dead! What right has she to live!
19. *Long shot Lily. Camera pans. She picks up mallet and starts smashing statue.* (*synchronized*)
- LILY:** What right has she to live!
20. *Closeup head of statue rolling on floor.* (*synchronized*)
(*crash*)
21. *Closeup Lily smashing statue.* (*synchronized – pounding*)
22. *Closeup part of statue falling to floor.* (*synchronized – pounding*)
23. *Long shot Lily smashing statue.* (*synchronized – pounding*)
24. *Closeup Lily.* (*synchronized – pounding*)
25. *Long shot Lily. She falls to floor.* (*synchronized*)
26. *Closeup Richard.* (*synchronized*)
27. *Semi closeup part of broken statue on floor. Camera pans to Lily lying on floor.* (*synchronized*)
- LILY:** (*sobs*)
28. *Closeup Richard:* (*synchronized*)
- LILY:** (*sobs – off*)
- He starts to exit.*
29. *Medium shot Lily. Richard* (*synchronized*)

enters, pulls her up in his arms.

LILY: *(sobs)*

RICHARD: It's all right, my dear, it's all right. Let it go.
We'll begin again here.

30. *Closeup Lily and Richard.*

(synchronized)

RICHARD: Do you remember, long ago, when we
climbed a hill into the sky? Well, we'll climb
again now and find the sky perhaps.

They embrace.

Fade out.

Fade in.

The END

A Paramount Picture

(synchronized)

Dissolve into:

Cast of characters

Lily Marlene Dietrich
Richard Waldow Brian Aherne
Baron von Merzbach Lionel Atwill
Mrs. Rasmussen Alison Skipworth
Edward von Prell Hardie Albright
Miss von Schwertfeger Helen Freeman

Fade out