BING BONG Without you, Riley won't ever be happy. We can't have that, we gotta get you back! I'll tell you what, follow me.

JOY Oh, thank you!

EXT. LONG-TERM MEMORY

Bing Bong leads them on through the memory shelves.

JOY It is so great to see you again. I gotta tell you, I am such a huge fan of your work. Do you remember when you and Riley were in a band?

FLASH CUTS of their adventures:

\*Riley bangs on pots and pans, Bing Bong plays his trunk.

JOY (V.O.) I went to all of your concerts.

BING BONG (V.O.) Yeah, I blow a mean nose.

\*Bing Bong runs on ceiling, Riley chases after him.

JOY (V.O.) Watching you play tag was such a treat.

> BING BONG (V.O.) Two-time world champ.

\*Riley and Bing Bong sit in her wagon ("rocket").

JOY (V.O.) Oh, and remember your rocket?!

BING BONG (V.O.) Of course! It runs on song power.

JOY That's right, your theme song! (singing) Who's your friend who likes to play? BING BONG (sings) BING BONG BING BONG!

JOY His rocket makes you yell "Hooray!"

BING BONG BING BONG!

Sadness eyes Bing Bong, who is a pink elephant made with a cat tail.

SADNESS What exactly are you supposed to be?

BING BONG You know, it's unclear. I'm mostly cotton candy, but shape-wise, I'm part cat, part elephant, part dolphin.

## JOY

Dolphin?

Bing Bong does a spot-on dolphin impression.

## BING BONG

You gotta remember, when Riley was three, animals were all the rage. The cow goes moo. The horse goes neigh. That's all people talked about back then.

JOY Yeah, I guess that's true. What are you doing out here?

BING BONG Well, there's not much call for imaginary friends lately, so, uh, you know, I'm...

JOY Hey, hey, don't be sad. Tell you what, when I get back up to Headquarters, I'll make sure Riley remembers you.

BING BONG You will?!

JOY Of course, she'd love that! BING BONG Ha ha! This is the greatest day of my life! He launches into a jig, but hurts himself and bursts into tears. Candy pours out of his tear ducts. JOY Are you okay? SADNESS What's going on? BING BONG I cry candy. Try the caramel, it's delicious. JOY 000. (fumbles memories) Woah! BING BONG Oh-- here-- use this. (offers his satchel) JOY Thanks! BING BONG Oh, hold on. Wait a second. He empties out an impossible amount of stuff: tons of memories, a boot, an anchor, a cat... Joy and Sadness stare in amazement. BING BONG (CONT'D) What? It's imaginary. Joy accepts the satchel and puts in the core memories.

JOY Thanks! This'll make it a lot easier to walk back to Headquarters.

BING BONG Walk? We're not walkin'! We're taking the Train of Thought!

He points to the train speeding towards Headquarters.

JOY The train, of course! That is so much faster! But how do we catch it?

BING BONG Well, it kind of goes all over the place, but there is a station in Imaginationland. I know a short cut. Come on, this way!

JOY I'm so glad we ran into you!

A giant BUILDING blocks their progress. Bing Bong opens a door. It's dark inside.

BING BONG The station is right through here.

The train station is visible through a door on the other side.

BING BONG (CONT'D)

After you.

SADNESS

Joy...

JOY

What?

SADNESS I read about this place in the manual. We shouldn't go in there.

JOY Bing Bong says it's the quickest way to Headquarters.

SADNESS No, but Joy, this is Abstract Thought.

BING BONG What're you talking about? I go in here all the time. It's a shortcut, see?

He points to a "Danger" sign above the door.

BING BONG (CONT'D) D-A-N-G-E-R: shortcut. I'll prove it to you. (he climbs in) (MORE) BING BONG (CONT'D) Look at me! I'm closer to the station 'cause I'm taking the shortcut!

SADNESS Let's go around. This way.

She points: the building is huge -- it's a long way around.

BING BONG Almost there...!

Joy looks back at Bing Bong. The station is right there.

JOY (to Sadness) If you want to walk the long way, go for it. But Riley needs to be happy. I'm not missing that train. (walks in) Bing Bong knows what he's doing. He's part dolphin. They're very smart.

SADNESS Well, I guess...

She climbs in.

EXT. SCHOOL LUNCH YARD - LUNCHTIME

Riley carries her lunch tray outside. The yard is full of chatty, happy kids, but Riley finds an empty bench and eats by herself.

EXT. ABSTRACT THOUGHT BUILDING - HATCH DOOR - MOMENTS LATER Two Mind Workers approach the same door our trio entered.

> ABSTRACT WORKER #1 Okay, what abstract concept are we trying to comprehend today?

ABSTRACT WORKER #2 (checking a clipboard) Um... loneliness.

ABSTRACT WORKER #1 Hm. Looks like there's something in there. I'm going to turn it on for a minute and burn out the gunk. She closes the door.

INT. ABSTRACT THOUGHT BUILDING

BING BONG What'd I tell ya? You'll be at Headquarters in no time.

BAM! The door closes behind them. The LIGHTS GO ON.

BING BONG (CONT'D) Say, would you look at that!

Around them, strange SHAPES float into space.

JOY Whoa! What's happening?!

SADNESS Oh no. They turned it on.

BING BONG Huh! I've never seen this before.

Bing Bong's head turns into a Picasso-like form. Joy and Sadness scream as they become Cubist versions of themselves.

BING BONG (CONT'D) My face! My beautiful face!

JOY What is going on?

SADNESS We're abstracting! There are four stages. This is the first: nonobjective fragmentation!

BING BONG Alright, do not panic! What is important is that we all STAY TOGETHER.

His arm falls off.

JOY

Ah!

Joy's head falls off. Sadness' leg goes. She topples.

SADNESS We're in the second stage: we're deconstructing!