EXT. DECK OF SHIP - DAY - 1849

The fog hangs thick and low over the ship, swallowing sound. Somewhere out in the gray, a FOG HORN moans.

Then—from below deck comes a small and joyful voice.

LOTTA (O.S.)
(singing loudly)
"Ho! California! That's the land for me!"

Suddenly—

LOTTA CRABTREE (age 6) a curly haired Shirley Temple look a like, bursts onto the deck, barefoot, hair wild, cheeks smudged. She's wearing a once-fancy dress now streaked with grime.

She dashes past a cluster of CHEERING PASSENGERS, waving her arms like she's leading her own parade.

LOTTA (CONT'D)
(singing)
"I'm bound for San Francisco with my washbowl on my knee!"

A SAILOR hauling rope nearly drops it as Lotta charges by, laughing. She ducks under a swinging boom.

Two MEN dodge out of her way. One spills a drink on his vest.

FIRST MAN
Watch it, Lotta!

LOTTA
(spinning on her heels and hands on hops)
"Gold on the hillside! Pigs in the clover!"

She misquotes, then squeals with delight at her own rhyme.

Her mother, MARY ANN (30s), appears at the stairwell, holding up her skirts, flushed with exertion and embarrassment.

MARY ANN
Lotta Marie Crabtree! Come here this instant!

Lotta grins mischievously and bolts in the opposite direction—straight toward the rail.

MARY ANN (CONT'D)
(gasping)
Not the rail—Lotta!

Before Mary Ann can reach her, Lotta climbs up a coil of rope for a better view.

The fog suddenly lifts, revealing the narrow entrance to a vast bay flanked by picturesque hills.

The deck falls quiet.

All eyes turn toward the Golden Gate as the vast bay comes into view. Masts… hills… tents on the slopes… the promise of San Francisco.

For a brief beat, Lotta stands wide-eyed, catching her breath.

LOTTA
Wow.

Several dozen male passengers on deck let out a CHEER and start hugging and congratulating each other.

Without missing a beat, she belts out again:

LOTTA (CONT'D)
"Ho! California! That's the land for me!"

The passengers around her burst into more laughter and cheers, some of them picking up the song.

Mary Ann finally catches her, scooping her up mid-run, breathless and laughing despite herself. She holds her daughter tight and they both watch as the shore moves closer.

We HEAR a FOG HORN. Reveal a SAILOR blowing through a long horn as the CAPTAIN nervously peers out into the opaque gray sky.

As the ship passes through the Golden Gate, the cove of San Francisco gradually comes into view, revealing HUNDREDS OF ABANDONED SHIPS clogging its tiny harbor. It's a forest of masts.

INT. BELOW DECK OF SHIP - DAY

JOHN CRABTREE (30s) Mary Ann's husband, is lying in bed, seemingly near death. Lotta sits next to him holding his hand.

Mary Ann nervously packs things into a valise for the trip ashore. She debates whether to include a third pair of fancy lace gloves, finally deciding to take them. We have a feeling she won't need them.

MARY ANN
I will check us into a hotel and return before dark.

Her heart is pounding. She tries to calm herself with deep breaths. Mary Ann leans over the sleeping John in quiet desperation, planting a kiss on his forehead.

MARY ANN (CONT'D)
(whispers to him)
Hold on.

EXT. HARBOR - DAY

Lotta and Mary Ann are transported in a launch toward the wharf, weaving through a maze of abandoned ships - some ashore, some aground, sunk or capsized, some stripped and with signs attached that read: "Storage" and "Boarding & Lodging."

A muscular SOUTH SEA ISLANDER is doing the rowing while a scary low-life English boatman (JACK JENKINS, 30s) sizes up his cargo.

There are SIX PASSENGERS aboard the boat rowing to shore. Including an eccentric Frenchman, the MARQUIS DE PINDRAY, who resembles a great bird of prey and is dressed like a Musketeer. He is accompanied by a SYCOPHANT.

They both speak animatedly in FRENCH.

ON MARY ANN

Mary Ann wears a dark shawl around her head and shoulders that hides her face.

Lotta sits next to her. She is barely able to contain herself with her excitement.

LOTTA
Look Momma look!

MARY ANN
Yes. I see.

Jenkins spits over the side of the boat. Mary Ann cannot hide her disgusted reaction. Jenkins stares at her.

JENKINS
(looking at Mary Ann but speaks to the group)
Who here has come for the gold?!

The french men stop talking and look like Jenkins is obtuse.

MARQUIS DE PINDRAY
(French accent)
The pursuit of wealth is impossible to extract from the American dream. Is it not?
What about you little girl. Are you here to find gold?

LOTTA
Me? Oh no. I came for a pony. Back home in New York we have everything! We're the world famous Crabtree's. We have a big house with thirty rooms and a chandelier that's bigger than this boat. But there wasn't and land for a pony.

MARY ANN
Lotta. You tell tall tales!

LOTTA
Do not. Dad said we need adventure or we'll turn into boring people.

Jenkins looks at Mary Ann now with new eyes. Sizing her up for her wealth and she does look the part in her fine dress.

MARQUIS DE PINDRAY
Oh là là... Listen to this one!

SYCOPHANT
We shall see if you still want that pony and adventure when you meet the mosquitoes and the mud and the hungry men with no gold.

MARQUIS DE PINDRAY
(to Lotta)
Oh, I think you will rule California before the rest of us find even one piece of gold.

JENKINS
'Tis a strange thing, gold. It has no function other than its undying beauty. And for that, all of humanity the world over has agreed on its value. Perhaps the only thing all of humanity has ever agreed upon.

He leans closer to Mary Ann.

JENKINS (CONT'D)
What is both beautiful and rare becomes valuable. 'Tis a law of human nature.

Mary Ann recoils and hugs Lotta close to her.

EXT. WATERFRONT - DAY

The launch deposits its passengers, not on solid ground, but in the mud that is everywhere at low tide. They slog ashore, hauling trunks and packs. Jenkins carries Mary Ann's valise and sets it on shore. She gives him a too large tip for it.

JENKINS
Best of luck to you and Mr. Crabtree.

MARY ANN
Jenkins, you said it is.

JENKINS
Yes.

MARY ANN
I will need to take a boat back to get my husband later this evening. Is it possible to reserve time with you.

JENKINS
It sure is.

MARY ANN
Wonderful. Is it safe to row out at around 5pm.

JENKINS
Yes.

MARY ANN
I'll meet you here?

JENKINS
It's a small town. You stand out. I'll find you and escort you here.

MARY ANN
Ok. Thank you.

He tips his hat and leaves.

The Marquis de Pindray follows behind them carrying Lotta on his shoulder. She is now parroting things he says in French and they are both laughing. He sets Lotta down.

MARQUIS DE PINDRAY
Connard de Merde.

LOTTA
Connard de merde.

MARQUIS DE PINDRAY
That means. Beautiful Sunshine. We say it for happiness.

Lotta claps in delight.

LOTTA
Oh wonderful. I'll say it all the time.

MARQUIS DE PINDRAY
You do that.

They wave goodbye.

EXT. WHARF - DAY

Mary Ann with Lotta in hand and the other passengers reach the wharf and stare slack-jawed at the bizarre scene.

The amazing spectacle of San Francisco's waterfront resembles an international masquerade ball as characters from around the globe, dressed in their native costumes, hurry in all directions.

There are Chileans in ponchos, Mexicans in serapes, Europeans in top hats, a Hindu, a Russian, Chinese with pigtails in black tunics, bronze South Seas Islanders, and Yankees in red flannel shirts.

Sundry peddlers and makeshift restaurants line the wharf. Crates of goods are stacked up everywhere. Sacks of grain are piled high, rotting, exposed to the elements for lack of storage.

ON MARY ANN

The hurried pace is infectious. A passenger immediately begins selling a stack of newspapers he brought from New York.

PASSENGER
Latest news from New York, just off the boat - one dollar.

Another passenger instantly sets up a little stand and arranges a display of a dozen pocket watches he brought. The other passengers from the Jersey quickly go their separate ways.

HIGH ANGLE

Mary Ann is left alone in the Gold Rush.

PORTER (O.C.)
May I carry your valise?

ANOTHER ANGLE

Mary Ann recoils at the sight of a threatening-looking mountain man (PORTER, 30), dressed in rags with a pistol in his belt. Despite his appearance, he is rather erudite.

PORTER (CONT'D)
Do not judge me by my appearance.

MARY ANN
I'm sorry, I -

LOTTA
You look like a pirate.

PORTER
Do I? Do you like pirates?

LOTTA
I think they're just as fine as anyone else.

PORTER
That's right. Everyone here is on an equal footing. We are all pioneers.

The Porter hoists Mary Ann's valise onto his shoulder.

PORTER (CONT'D)
Where to?

MARY ANN
To a good hotel. Not the most expensive, mind you, but good value; and above all, clean and quiet, preferably not on a main street. And if the room has a view of the bay, all the better.

The Porter looks at her dumbfounded.

PORTER
Ma'am, the hotels are neither clean nor of good value. Most people put up a tent.

MARY ANN
We will not be putting up a tent.

PORTER
Understood.

The Porter heads off. Mary Ann and Lotta follow.

EXT. MONTGOMERY STREET - DAY

The Porter leads Mary Ann and Lotta onto Montgomery Street.

The street is TEEMING WITH ACTIVITY, despite men having to plow knee-deep in mud to cross it.

MEN are MOVING every which way - straining under the weight of heavy sacks, putting up tents and wood cabins, driving posts into the ground.

Construction is everywhere. The SOUND OF HAMMERS is ECHOING in the hills.

PORTER
Montgomery Street, Ma'am. Named for Captain Montgomery, first to raise the American Flag.

Merchandise of all kinds is displayed on poles projecting from a jumble of canvas, wood and sheet-iron stores, covered with signs in all languages. One sign reads "Boots - $60".

Garbage is strewn along the street - old clothes, broken crates, empty bottles, sardine boxes, oyster tins, worn-out pots and kettles.

MARY ANN'S POV

As Mary Ann follows the Porter, all manner of pedestrian and vehicular activity stops to watch her pass by, a woman of her class being a very rare sight.

Even a mule pulling a wagon seems to turn and stare at her.

Mary Ann is mortified by the attention and looks down. Just then, a MAN walks out of a nearby tent carrying a chamber pot and tosses the contents into the muddy street, splashing her and Lotta.

ANOTHER ANGLE

Porter leads Mary Ann and Lotta across the muddy street using discarded crates of overstocked goods that were tossed into the street as stepping stones.

Lotta missteps and ends up in the mud. Mary Ann pulls her out but she is covered now.

PORTER (CONT'D)
Sorry about all the rubbish. Freedom is a mess

Close on Mary Ann's foot as she steps through a crate into the thick mud. She pulls up her muddy foot which is missing its shoe. Lotta LAUGHS.

The Porter digs her shoe out of the mud and hands it to Mary Ann, who replaces it on her foot, muddying her gloves.

The Porter and Mary Ann come upon a wagon half-sunk in three feet of mud in the middle of the street. Several FOREIGN MEN shout instructions at each other in different languages as they try to pull it out.

GERMAN MAN (O.C.)
Ihr da, bringt einige Pferde hier rüber!

FRENCHMAN (O.C.)
Qu'est-ce qu'il dit? Qu'est-ce qu'il dit?

YANKEE (O.C.)
Kesky-dee, kesky-dee, and a Parley-voo!

The Porter picks up a hat lying in the street near the wagon. There's a man's head under it.

MAN IN MUD
(drunk)
Hello.

The man is sunk down up to his neck. The Porter pulls him out.

MAN IN MUD (CONT'D)
My horse... He was under me.

EXT. PLAZA - DAY

The wind-swept, dusty plaza is traversed by mules, carts and colorful characters.

PORTER
Portsmouth Square. Named for Captain Montgomery's ship, the U.S.S. Portsmouth.

The Porter and Mary Ann and Lotta, now covered in mud like everyone else, pass a circle of MEN in dirty top hats.

In the center of them is Sam Brannan, standing on a crate, presiding over an auction of town lots. A board is mounted across two barrels for a desk on which maps are spread out.

BRANNAN
Montgomery and Jackson, northeast corner, a fifty vara lot. We'll open the bidding at two hundred dollars...

LAND BUYER
That lot is a foot under water at high tide.