

**LION:**

Hah! Put 'em up! Put 'em up! Which one of you first? I'll fight you both together if you want. I'll fight ya' with one paw tied behind my back! I'll fight ya' standin' on one foot! I'll fight ya' with my eyes closed! *(LION turns suddenly on the TINMAN who holds up his ax in front of him.)*

Oh, pullin' an ax on me, eh? Sneakin' up on me, eh? Why!

**TINMAN:**

Here – here. Go way and let us alone.

**LION:**

Oh, scared huh! Afraid, huh? Hah! How long can you stay fresh in that can?

*(He chortles at his own wit)*

Come on, get up and fight, you shivering junk yard! *(He turns on the SCARECROW)*  
Put your hands up, you lop-sided bag of hay!

**SCARECROW:**

That's getting personal, Lion.

**TINMAN:**

Yes, get up and teach him a lesson!

**SCARECROW:**

Well – what's wrong – with *you* teachin' him?

**TINMAN:**

I – well – well, I hardly know him.

*(TOTO in DOROTHY's arms suddenly barks causing the LION to spin round in alarm.)*

**LION:** *(to TOTO)*

Well, I'll get *you* anyway, peewee.

*(With a roar he leaps towards DOROTHY. She slaps him on the nose and he bursts into tears. The TINMAN and the SCARECROW get to their feet.)*

**DOROTHY:**

Oh, shame on you!

**LION:**

What did you do that for? I didn't bite him.

**DOROTHY:**

No, but you tried to. It's bad enough picking on a straw man, but when you go around picking on poor little dogs...

**LION:**

Well, you didn't have to go and hit me, did you? Is my nose bleedin'?

**DOROTHY:**

Well, of course not. My goodness, what a fuss you're making! Naturally when you got around picking on things weaker than you are --- why you're nothing but a great big coward!

**LION:**

You're right, I am a coward! I haven't got any courage at all. I even scare myself. Look at the circles under my eyes. I haven't slept in weeks.

**TINMAN:**

Why don't you try counting sheep?

**LION:**

That doesn't do any good – I'm afraid of 'em.

**SCARECROW:**

Oh, that's too bad. Don't you think the Wizard could help him, too?

**DOROTHY:**

I don't see why not. Why don't you come along with us? We're on our way to see the Wizard now. To get him a heart.

**TINMAN:**

And a brain.

**DOROTHY:**

I'm sure he could give you some courage.

**LION:**

Well, wouldn't you feel degraded to be seen in the company of a cowardly lion? I would.

**DOROTHY:**

No, of course not!

**LION:**

Gee, that – that's awfully nice of you. My life has been simply unbearable. Even my family's disowned me. When I was just a little cub, my father took me to the top of a high mountain and waved his paw around and said "One day, son, all this will be yours." Oh, I was terrified.

**SCARECROW:**

Why's that?