

THE HEAVY METAL MOVIE

- Final Draft -

SCREENPLAY BY

Dan Goldberg

and

Len Blum

July 18, 1980

FADE UP ON

A WHEATFIELD

A beautiful field of wheat glistens in the morning sun. As the camera skims overtop, titles start to roll. Ahead of us an odd-looking service van comes into view, sputtering along a dirt road. Getting closer, we can see the driver, a thin, bookish man with a neat mustache. This is AUSTIN GRIMALDI.

The truck pulls up to a strange Victorian house in the middle

of the wheatfield. The house has several futuristic radar devices on the roof that rotate constantly.

AUSTIN gets out, opens the van's rear doors, and pulls out two large metal boxes.

CUT TO

THE ATTIC WINDOW

The curtains part ever so slightly, and a pair of eyes peer down.

CUT BACK TO

THE VAN

AUSTIN shuts the van's rear doors, and carries the two metal boxes into the house. The titles stop rolling as we;

CUT TO

INSIDE THE HOUSE

AUSTIN is reading a schematic diagram as he sits in front of the exposed chassis of a complicated futuristic electronic contraption, twice his size. There are strange tools all over the floor.

Putting down the diagram, he opens one of the metal cases and takes out a sophisticated-looking glass sphere with electronic receptacles mounted in the sides.

He places this sphere in a space in the middle of the contraption, clamps it down, and plugs some wires into the globe's receptacles. Then he opens the second box. Inside is a glowing green ball. Using a pair of special tongs, AUSTIN carefully lifts the ball out, and inserts it into an opening at the base of the machine, in the back.

As soon as the ball is inside, the machine hums to life. The glass sphere sparkles, and a holographic picture of a green planet in space appears inside it.

AUSTIN  
(looking at the holograph)

Hmmmm ....

He takes a strange tool, and moves out of frame to make an adjustment underneath the machine. Suddenly a wire comes loose from the sphere and begins to spark.

AUSTIN  
(seeing sparks)

Uh - oh ....

As the camera pulls closer to the holograph screen, the green planet begins to silently shake.

CUT TO

SPACE

With an explosion that rocks the universe, a huge chunk rips out of the green planet and shoots off into space, leaving thousands of glowing particles in its wake.

CUT BACK TO

AUSTIN

Not noticing the silent image on the holograph, he quickly repairs the sparkling connection and returns to his other adjustments.

CUT TO

A FOREST

From the forest floor we see the green planetoid fly overhead, dropping balls. We watch as it moves away and disappears beyond a far-off mountain range. The forest rumbles as the planetoid crashes in the distance.

The camera then pans over to a forest patch, where a beautiful girl approaches, picking mushrooms.

CUT TO

A GREEN BALL NEAR HER FEET

An ominous note is struck as the girl notices the glowing ball, and is drawn to it. Picking the sphere up, she looks at it. Something inside her warns her of its danger, but, unable to resist, she puts it in her basket and continues on.

DISSOLVE TO

THE GATES OF KRAAN

Night falls over this futuristic chromoid city as the beautiful girl passes through the glass gates and heads home.

CUT TO

THE GIRL'S BEDROOM

The girl yawns and gets into bed as the camera pans over to her basket in the corner. Through its side, the green ball begins to glow brightly.

Getting closer, we see a slimy silk-like webbing ooze out of the ball and move towards the sleeping girl, pulling the green ball behind it.

The ball starts to glow and pulse as the webbing begins to surround the girl, like a cocoon. Slowly the camera pans up the wall, and moves out through the window, and beyond the city gates, rising higher and higher.

CUT TO

#### THE OUTLANDS

Flying quickly overtop futuristic villages, the camera heads further and further out into the less civilized sectors, where the rusting pipelines and crumbling utility stations of a past civilization have been overgrown by scrub-bush and weeds.

The camera zooms across this strange landscape toward the distant mountains where the huge planetoid fell. Finally, from high above the foothills, we begin to come down.

In the hills below us, hundreds of blue humanoid barbarians are moving along, mesmerized, toward a pulsing green glow high in the mountaintops. Suddenly the mountains begin to rumble.

CUT TO

#### THE LINE OF BARBARIANS

At the front of the line, the largest barbarian - obviously their leader - stops and points.

CUT TO

#### THE MOUNTAINS

A strange, green, foamy liquid comes pouring down the mountains toward the barbarians.

CUT TO

## THE LINE OF BARBARIANS

The barbarians stand frozen as the foam washes over them and keeps on going. One by one, their eyes turn green and they start to change, becoming hairier, uglier, and stronger.

As their transformations are complete, the barbarians gather behind their leader into an ever-growing mob of murderous looking sub-humans.

## DISSOLVE TO

## THE GATES OF KRAAN

A frightened Kraanian councillor spurs his horse forward through the beautiful glass gates, as in the distance we hear the sound of ten thousand approaching footsteps.

The camera pans to a hillside overlooking Kraan. In the glow of sunset, the outline of the BARBARIAN LEADER, riding a black war-horse, appears at the hillside and stops. Then with a thundering of footsteps, the outline of five thousand barbarians comes into view behind him, filling the horizon.

## CUT TO

## THE BARBARIAN LEADER

He is now wearing a strange medallion around his neck as, wild-eyed, he screams to signal the attack. The bloodthirsty horde charges down the hill behind him.

The camera moves with the barbarians as they crash through the gates of the city, destroying everything in their path. Smoke and flames are everywhere. Ahead of us, terrified Kraanians run from the onslaught.

As we track up over the burning rooftops, we see the BARBARIAN LEADER riding his war-horse in the streets below. Shouting a command, he waves his men on as they move toward an impressive doomed building in the middle of the city.

CUT TO

THE COUNCIL CHAMBERS

At the far end of this huge glass hall, the Kraanian Council sits around a marble table. From outside, we hear the battle raging.

Pulling closer we can hear the worried voices of the Council members.

COUNCILMAN #3

They're killing everyone. We must escape!

COUNCILMAN #2

The city is burning!

COUNCILMAN #4  
(throwing a parchment  
before the Elder)

Even the mountains glow green and an evil slime oozes down!

COUNCILMAN #1

Elder, we must arm ourselves! We must fight!

ELDER

Silence!

Everyone gets quiet. Looking at the parchment thrown before

him, the ancient, withered ELDER rises to his feet.

ELDER

We are not a race of warriors.  
We are statesmen, and scientists.  
From our very beginning it was ordained  
that the warrior-race of Taarak the  
Defender would aid us in times of need.  
This was the Pact!

COUNCILMAN #1

Taarak the Defender? His race is  
dead! They cannot defend anyone!

COUNCILMAN #2

Some say that the race is not dead  
- that one still lives.

COUNCILMAN #1

One? What good is one?

ELDER

One of Taarak's blood can do much.

Outside, the sounds of battle grow louder. A boy appears at  
the doorway.

BOY

Elder! They are at the walls!

COUNCILMAN #3



Well who is this last Defender?  
How can he be summoned?

ELDER

It is Taarna, of the blood of  
Tarak the Defender - the last of  
the race. And must be summoned as  
my forefathers summoned Tarak  
himself - from within!

COUNCILMAN #2

But will this Defender answer?

ELDER

A Taarakian has no choice. They  
must answer. It is in their blood.

The clattering of armour becomes audible.

BOY

They are in the halls! They are coming!!

ELDER

(calmly to the boy)

Bar the door.  
(to the Councilmen)  
We will summon the  
Defender together.

The Councilmen nod.

ELDER

(shutting eyes)

Taarna ... Taarna ...

As the Councilmen take up the chant;

CUT TO

THE DOOR

As the boy begins to bar the door, it bursts open, flinging him aside. Standing in the doorway, surrounded by his men, is the BARBARIAN LEADER.

With a laugh, he raises a Medieval-looking multiple cross-bow and fires a burst of arrows into the boy's chest, as the crazed troops rush in around him.

The chanting continues as we;

CUT TO

THE OUTLANDS

We look down over this uncivilized wilderness with only decaying pipelines and the occasional jagged rock structure breaking the barren uniformity of the land. As the Council's distant chanting fades out, all is quiet.

Suddenly from behind us, we hear the sound of flapping wings and a huge rush of air. Just above our heads, TAARNA THE DEFENDER comes flying in, sitting proudly in the saddle of a giant crimson bird.

CUT TO

TAARNA'S FACE

She is beautiful, with dark eyes and wild red hair blowing behind her in the wind.

Below her, on the ground, she sees a humanoid running in terror, chased by an ugly, four-legged mutant creature.

Spurring her bird forward, TAARNA sweeps down over the ugly beast and lassoes it. She then hoists the creature up into the air and, tossing her end of the rope over a tall jagged rock, she leaves the snarling beast hanging helplessly.

Flying down to the grateful humanoid, she dismounts. As she approaches we see that he has a barbarian medallion on a chain around his neck.

### HUMANOID

I owe you my life. Let me  
repay you ...

He takes off his medallion and places it around her neck. Suddenly he twists the chain tight in his hand, pulling her towards him. His eyes change to a bright green as he forces her to the ground and starts ripping at her clothes. As he molests her, TAARNA is distracted. She hears something - voices inside her, chanting her name.

Quickly she grabs the chain and rips it apart. Then she powerfully smashes both her hands together around her attacker's ears. As he holds his ringing ears, she gets up, lifts him above her head, and hurls him mercilessly to the ground.

Still hearing the chanting, she jumps on her bird, pulls out a second rope, and lassoes the barbarian's feet. She then lifts him up and leaves him hanging from the tall, jagged rock, next to the growling creature.

As TAARNA flies off, the hanging beast eyes the barbarian hungrily.

CUT TO

AUSTIN GRIMALDI

He is still sitting on the floor, working on his machine. As the camera pulls closer, we see that AUSTIN is reaching deep inside the machineworks, trying to solder a small orange diode in place with an odd-style soldering iron. The connection breaks, and the diode and some hot solder fall deeper into the machine and start smoking and sputtering. As the smoke grows thicker, the machine starts to buzz loudly.

AUSTIN

Dammit!

AUSTIN pulls his face out of the smoking chassis, grabs a pair of needlenose pliers, and reaches back to retrieve the part.

The camera follows AUSTIN'S arm into the chassis, where smoke surrounds it and clouds over everything. The buzzing sound grows, and changes into the sound of powerful, throbbing engines. Slowly the smoke begins to clear as we hear a voice crackling over a radiophone.

BOMBARDIER  
(V.O.)

Where the hell are we?

Suddenly the smoke dissipates and a formation of B-17 bombers come tearing out into the moonlit night.

CUT TO

THE GROUND BELOW

The sound of jungle night creatures fills the air. We see palm trees silhouetted against the moon bright sky. The scene is almost serene. The camera pans and suddenly the nose of a large parked bomber fills the screen, and as the camera continues panning, we pass a large red rising sun on the bomber's fuselage. The pan stops at the tail of the aircraft, and we see a Japanese soldier - a guard.

There is a moment of tranquillity, as jungle sounds fill the air. The soldier almost dozes ... suddenly the cacophony of sound stops, and for a brief moment there is complete silence ... then with an agonizing wail an air raid siren shatters the silence and the guard looks skyward, startled.

Instantly all hell breaks loose as we hear pounding feet. Silhouetted figures rush by.

CUT TO

A GUN EMPLACEMENT

Japanese soldiers crank the barrel of an anti-aircraft gun skyward. We begin to hear the sound of approaching engines.

CUT TO

CLOSEUP OF A SHELL

It is thrust into a breech.

CUT TO

THE B-17 FORMATION

As the bombers press on, the camera moves in to the lead aircraft. In the moonlight we see her name, "Pacific Pearl".

CUT TO

INT. - THE "PACIFIC PEARL"

NAVIGATOR

We're there Stepek, right on

target ... Rabual dead ahead!

Suddenly a cacophony of explosions split the air as anti-aircraft shells explode ahead of the aircraft, lighting the inside with electric blue flashes.

BOMBARDIER

Gee! Thanks for telling me,  
Holden. I thought it was Cleveland.

CUT TO

THE GROUND

Ackack guns blast shells skyward. The gun blasts light up the palm tree background, causing momentary silhouettes.

CUT TO

THE BOMBARDIER

BOMBARDIER

For Christ sake, hold her steady!

CUT TO

THE BELLYGUNNER

He can be seen from outside the plane as the shell flashes light up his turret.

BELLYGUNNER

Quit yer bitching Stepek, just drop

'em and let's get outta here!

CUT BACK TO

THE BOMBARDIER

BOMBARDIER

Keep your shirts on guys, tonight I'm  
gonna hit something.  
(he settles over the bomb sight)  
Left two degrees ... steady ...  
steady ...

CUT TO

THE BELLYGUNNER

The flak is severe, with electric blue flashes lighting up  
the fuselage interior.

BELLYGUNNER

Hey kid, how ya doing back there?

CUT TO

THE TAILGUNNER

Tailgunner momentarily lit with a shell burst, he's scared  
shitless. He looks nervously back behind the aircraft at  
the flak puffs behind the tail.

TAILGUNNER

Gulp, ah ... I'm ah ... okay  
... I think.

PILOT  
(V.O.)

Button it up, we're almost there.

CUT TO

THE BOMBARDIER

He is crouched over his bomb-sights, concentrating.

NAVIGATOR  
(V.O.)

C'mon Stepek, there's the  
whole island of Rabaul down  
there, you can't miss!

BOMBARDIER

Screw you ...

CUT TO

THE PILOT'S COMPARTMENT

Suddenly a shell explodes almost on the windshield and the pilot rears back with the blast. The right windshield is shattered.

PILOT

We took a hit ...

The co-pilot sags forward, held back only by his shoulder straps. His eyes stare. Blood runs from under his helmet.



We know he is dead.

PILOT

Shit. Elkhorn just bought it.

BELLYGUNNER  
(V.O.)

We took one back here too.  
C'mon Stepek, blast 'em!

CUT TO

THE BOMBARDIER

BOMBARDIER  
(hand on the release button)

Steady ... steady ... bombs away!  
Let's get the hell outta here!

CUT TO

THE GROUND

We hear the shriek of descending bombs. The explosions walk across the airfield, and in the light of the explosions we see devastation. The last bomb hits a fuel dump, causing an enormous ball of fire.

BOMBARDIER  
(V.O.)

Yahoo! Bullseye!

CUT BACK TO

THE PACIFIC PEARL

PILOT  
(exhilarated)

Nice shooting Stepek, how are the  
rest of you guys?

FLIGHT ENGINEER  
(V.O.)

Flight Engineer okay.

RADIO OPERATOR  
(V.O.)

Radio okay.

NAVIGATOR  
(V.O.)

Navigator check.

BELLYGUNNER  
(V.O.)

Belly okay.

TAILGUNNER  
(V.O.)

Ah ... tail okay ...

There is abrupt silence.

PILOT

Bellson ... Lewis?

Still silence, no reply from either name.

PILOT

Kid, check the waist positions, see if they're okay.

CUT TO

THE TAILGUNNER

TAILGUNNER

Yeah ... will do, skipper.

TAILGUNNER crosses himself, then exits back into the body of the machine.

CUT TO

THE PILOT

PILOT  
(wearily)

Let's go home.

We hear jumbled comments from all positions. Everyone is happy.

CREW  
(V.O.)

Cheers and whoops.

The mood of high spirits is stopped abruptly as the tailgunner reports back.

TAILGUNNER  
(V.O.)

Skipper, Bellson and Lewis are both  
dead.

This is the first time the kid's voice is not scared, just  
puzzled.

PILOT

Dammit!

BOMBARDIER  
(V.O.)

Well kid, now you got a real  
bombing mission under your belt.

CUT TO

THE BOMBARDIER

He removes his oxygen mask and takes a long swig from a  
bottle.

CUT TO

EXT. - THE "PACIFIC PEARL"

She rejoins the rest of the group. The formation is not

quite as tight as before. As the formation flies along, puffs of cloud pass by, occasionally obscuring a machine.

CUT TO

LOW VIEW OF THE "PACIFIC PEARL"

Under the "Pacific Pearl's" belly, we see the bellygunner suspended in his small glass pod. A red glow brightens up as he drags on a cigar. The rest of the formation are visible stretched to the side and behind as puffs of cloud waft past. We begin to feel as if the weather might be changing.

CUT TO

THE NOSE OF THE "PACIFIC PEARL"

The BOMBARDIER is relaxing inside as he swigs from the bottle and sings raucously. From the front we look in on the pilot with the dead co-pilot sagging in his seat next to him.

BELLYGUNNER  
(V.O.)

Sorry about Elkhorn, skip.  
What happened?

PILOT

I dunno. The shell exploded and he collapsed. I think he took it in the head.

BELLYGUNNER  
(V.O.)

Are ya sure he's dead, Skipper?

PILOT

He's dead.

BOMBARDIER  
(sings drunkenly)

Oh I put my finger in a woodpecker's  
hole and the woodpecker said God  
bless my soul; take it out, take it  
out, take it out, remove it ...

TAILGUNNER  
(bolder)

Hey Stepek, just shut up, okay?

BOMBARDIER

Up yours kid, wassa matter, you don't  
like my voice?

While all this banter has been going on the cloud has been  
thickening. Suddenly a serious voice cuts in on the small  
talk. It's the NAVIGATOR.

NAVIGATOR  
(V.O.)

Something's wrong!

CUT TO

THE NAVIGATOR

He is frantically tapping the compass.

PILOT

(V.O.)

You got a problem, Holden?

BOMBARDIER  
(V.O.)

Naw, the kid's the one with the  
problem. He don't like my voice!

PILOT  
(V.O.)

Button it up Stepek. What's the  
problem, Holden?

NAVIGATOR

I must have a malfunction, my compass  
says we're heading north!

CUT TO

PILOT

He looks at his compass.

PILOT

Mine says east.

NAVIGATOR  
(V.O.)

Hey, can you guys see the rest of the  
squadron?

BELLYGUNNER

(V.O.)

Negative, there's too much cloud.

A sudden flash of lightning illuminates the whole inside of the plane.

CUT TO

THE COCKPIT

The dead co-pilot's pale face is momentarily electric blue, lit by the lightning flash. We pan past him to the compass in the instrument panel. It is spinning madly.

PILOT

What the hell ...

He reaches forward to tap the compass.

PILOT

Hey Holden, now my compass has gone crazy. It's spinning like a son of a bitch!

NAVIGATOR  
(V.O.)

Mine too, we must have hit a magnetic field or something !!

CUT TO

OUTSIDE THE PLANE



We see a dull glow coming from all crew positions from the on-board lights. Suddenly a curtain of rain lashes the machine.

PILOT  
(V.O.)

Christ, now they're all doing it!!

CUT TO

THE INSTRUMENT PANEL

All the dials are going haywire. Above the instrument panel we see the windshield is spattered with rain.

BOMBARDIER  
(V.O.)

You guys quit talking business?  
I'm trying to sing here! Oh I  
put my finger in a woodpecker's ...

PILOT  
(irritably)

Can it Stepek, we got real problems.

Just then through the rain, a strange green glow is seen in the distance. It begins to curve toward the aircraft.

CUT TO

OUTSIDE THE PLANE - NEAR BELLY TURRET

The turret swings as the gunner spots the glow.

BELLYGUNNER

Jesus! Look at that!!

From under the starboard wing, we see the object approaching.

PILOT  
(V.O.)

Look at what ... look at what!!?

BELLYGUNNER

It's out there, just look at it ...

PILOT  
(V.O.)

For Christ sake, give us a position!

BELLYGUNNER

It's about four o'clock, just below  
... Holy Shit, it's coming right at us!

The glow suddenly zooms at the plane with great speed and hits the starboard inner engine.

CUT TO

PILOT'S POV

He has to push the dead co-pilot back to peer out the broken starboard window ... the number three prop is bent and windmilling wildly. It has a strange green luminescence about it ... the whole machine shakes.

PILOT

Damn.

The PILOT tries to fly the plane and do the co-pilot's job of feathering the bad engine. Suddenly it's too late as the prop wobbles loose and cartwheels over the wing.

CUT TO

OUTSIDE THE PLANE

The prop flies back and slices a great gash in the aircraft's skin, near the TAILGUNNER'S position.

CUT TO

THE PILOT

PILOT

We lost the goddamned prop ...  
Did it do any damage? Kid, check  
the tail.

Silence.

PILOT

Come in kid ... kid are you okay?

Silence.

PILOT

Travis; go check the back.

BELLYGUNNER  
(V.O.)

Will do, skipper.

CUT TO

INSIDE HATCH

TRAVIS' turret opens and TRAVIS pulls himself up into the fuselage.

CUT TO

THE PILOT

The gauges are now settled except for the oil pressure to No. 2 engine. The pressure drops. The engine heat gauge climbs rapidly. A red warning light begins to flash.

PILOT  
(to himself)

Goddamn it, now what?

He glances out of his window just in time to see a strange, claw-like feeler coming out of the engine casing. It detaches one of the cooling gills, then another, and another. They blow away in the slipstream.

PILOT

Gremlins!  
(rubbing his eyes)  
Jesus, I must be getting tired.

CUT TO

## THE BELLYGUNNER

He looks in to the kid's reargun compartment. All that is left of him is a tattered skeleton.

TRAVIS turns, horror frozen on his face. Quick as a flash, from seemingly nowhere, something flies at him and grabs his throat. The mask on his face falls off, and we get a split second look of abject horror as he falls out of frame.

PILOT  
(V.O.)

Travis, what's goin' on back there?

CUT TO

TRAVIS

His eyes are open but he is obviously dead. Through his helmet headphone, we hear his name.

CUT TO

THE PILOT

PILOT

Holden, how far to base?

NAVIGATOR  
(V.O.)

Skip, with everything screwed up here, I'd,  
I'd guess about two hundred miles.

All the time the engine pops and bangs wildly.

PILOT

For Christ's sake, find us a place I  
can put her down!

CUT TO

THE NAVIGATOR

NAVIGATOR

It's all ocean down there, skip!

CUT TO

THE PILOT

PILOT

Mack, can you get us a radio fix?

CUT TO

THE RADIO OPERATOR

RADIO OPERATOR

Negative skip, too much interference.

CUT TO

THE PILOT

He is fighting the controls.

PILOT

Shit! I've gotta put her down!

CUT TO

THE BOMBARDIER

BOMBARDIER

Hey Holden ... ya old stuff shirt ...  
ya wanna snort?

PILOT  
(V.O.)

For God sakes Stepek, shut up!

STEPEK takes another swig from his bottle. He is lying on his back partly propped up by the curving nose of the aircraft. He is about to make another smart ass reply, when he hears a strange scratching and chirping noise above his head. He looks up in time to see sharp teeth and claws start to appear through the lining above his head. He blinks in disbelief and throws his bottle away as if the image came from the whiskey.

BOMBARDIER

Oh my God, there's ... there's ...  
ahh ... keep away ... keep away ...  
(struggles)  
... hey no ... hey somebody ...  
(screams)

NAVIGATOR  
(V.O.)

Stepek, you stupid sonovabitch, will  
you lay off the booze, you've got the  
D.T.'s ...

STEPEK is wide-eyed and scared silly as the sound now begins  
under his feet and pincers begin to snip through the floor.  
He suddenly realizes that the whole floor is giving way beneath  
him, and he grabs for a handful of cables as the floor collapses.

CUT TO

OUTSIDE THE AIRCRAFT

The lower half of STEPEK is hanging in the slipstream, kicking  
madly. We see that his legs are covered in wriggling creatures.

CUT BACK TO

STEPEK

He is losing his grip with one hand, but still desperately  
clinging on to a bunch of cables with the other. Suddenly  
an ugly pincer cuts the cables and STEPEK is gone ... out  
into the night.

CUT TO

THE PLANE

Suddenly the No. 2 engine begins to backfire, blasting back  
large gobs of orange flame. The oil, heat and manifold gauges  
are off the dial and red lights frantically flash. Desperately  
the PILOT looks out of the window.

Pieces begin flying off the engine. The cowling disintegrates  
revealing the bare engine beneath. Small figures are frantically  
busy ripping the engine to pieces.



CUT TO

THE PILOT

He is scared.

PILOT

Holden, for God's sake get up  
here on the double.

NAVIGATOR  
(V.O.)

What's the problem, skip?

PILOT

Just get up here!

The NAVIGATOR grimaces as he pushes past the dead co-pilot.

NAVIGATOR

What is it, skip?  
(looking out windows)

JESUS H. CHRIST!

PILOT

Hold 'em off. I'm taking her down.

He peers out at the incredible sight of the creatures ripping  
off the wing skin and tearing huge plates from the cowlings.  
The camera pans down to his feet as the hatch door handle twists

and then bursts open. A dozen bat-like creatures swarm in. The NAVIGATOR panics and reaches up, grabbing the flare gun from its rack. He screams as the creatures attack and shoots right through the creatures, bathing the aircraft with a bright ruby glow.

NAVIGATOR  
(struggling)

Okay you little bastards ... shit ...  
(screams)

CUT TO

THE RADIO OPERATOR

The flare shoots down the fuselage and smashes into him. Wreathed in flames, he falls back into the fuselage.

CUT TO

OUTSIDE THE AIRCRAFT

Creatures swarm all over the plane. The ball turret falls off. A wheel suddenly lowers, then falls off. A flap flutters free and blows away. Oil streams back into the slipstream and sections of the skin of the plane come away, revealing the skeleton framework of the fuselage.

CUT TO

THE PILOT

He is fighting the controls. Creatures are now in the cockpit, plucking out the instruments. The PILOT reaches to the throttle only to grab a creature that locks on to his gloved hand. Flying the plane with his good hand, he strikes and pummels at the attacking creatures with the other.

CUT TO

OUTSIDE THE AIRCRAFT

It is now almost a flying skeleton. For the first time, we see that it is heading for an island. A figure detaches itself from the machine and plummets away.

CUT TO

THE PILOT

He falls, terror-stricken, through space. Finally his chute opens. A slimy creature still clings to his gloved hand. He rips off the glove and throws it and the creature away.

PILOT

(struggling)  
Jesus H. Christ!

CUT TO

THE ISLAND

The approaching smoking plane bellies onto the sea, bounces, then skims along the wave tops, careening up onto the beach, where it twists around crazily before coming to a lopsided stop. The machine faces us head-on and we see a glow coming from what's left of No. 3 engine. The camera zooms in rapidly to a green ball stuck in engine No. 3.

CUT TO

THE PILOT

He has landed, and is undoing his parachute harness. He looks

around incredulously. The island is a junkyard - a veritable graveyard of aircrafts. There are many aircrafts, both old wrecks and futuristic-looking ones lying everywhere. Skeletal corpses are still left in some of the wrecks. The camera pans to the remains of one machine. It is an old American Lockheed Electra. It glints dull in the half light of dawn. Painted on its side are two names; "Amelia Earhart" and "Fred Noonan".

The camera continues to move through this panorama of metallic junk until it stops on a long chrome rod sticking up out of a pile of scrap.

Tilting up to the sky we see the clouds part as two gargantuan metal arms emerge and descend down toward the junkpile. The metal arms reach the chrome rod, grip it tightly, and begin to lift it up.

WWe follow as the cylinder is pulled higher and higher, finally coming to a stop in front of a giant eyeball. The camera pulls back to reveal that the eyeball belongs to AUSTIN GRIMALDI, who carefully scrutinizes the orange diode held tightly in his needlenose pliers.

AUSTIN

Got it.

Satisfied that this is the piece he had lost in the machine, he begins to re-solder it in place. Behind him, a LITTLE GIRL with red hair comes into the room and walks up to him.

LITTLE GIRL

It's broken again, isn't it Daddy?

AUSTIN  
(concentrating)

Yes dear. But Daddy's fixing  
it. (hums)

LITTLE GIRL  
(watching)

How come it's always breaking?

AUSTIN

I don't know, sweetheart. Mmmmhmm.

LITTLE GIRL

When it's fixed, will you make more  
funny pictures for me?

AUSTIN

Honey, why don't you go play with  
your toys and let Daddy finish his  
work, okay? Mmmm ...

LITTLE GIRL

Okay.

The LITTLE GIRL wanders around to the other side of the machine,  
as AUSTIN flips a switch. Once again the glass sphere sparkles  
and the holographic screen lights up. AUSTIN uses a tool to  
fine-tune the holograph and an image begins to materialize;  
the glass gates of Kraan.

As the image becomes clearer, the camera pulls closer and closer  
to the holograph screen.

CUT TO

THE GATES OF KRAAN

The Council's voices still ringing in her head, TAARNA flies  
in over the demolished gates. Below her, the once-beautiful

city lies in ruins.

Gliding overtop the deserted streets, she sees a column of smoke rising through the wrecked dome of the building in the town's center. As she watches the smoke rise, she pulls hard on the reins, and heads her bird up.

The camera follows as she rides in through the shattered dome down to the Council Chambers below.

Corpses of the Councilmen are strewn everywhere. In the center of the room, a large pile of ancient books and manuscripts lie smouldering. Reaching the floor, TAARNA dismounts and starts to look around. At the head of the marble table sits the ELDER - dead. In front of him, a roll of parchment lies on the table. TAARNA opens it.

Carefully painted on the parchment is a circle of mountains, their tops glowing green.

TAARNA looks at it, and puts it in her sack. Then she notices that the ELDER is clutching something in his hand. Prying his stiff fingers apart, she finds a blood-stained medallion just like the one her attacker wore on his chain.

Looking at the dead ELDER, TAARNA grips the medallion tightly in her hand.

CUT TO

OUTSIDE THE COUNCIL BUILDING

TAARNA flies back out through the shattered dome and surveys the city below. All is quiet and dark, except for a green glow coming from a second-floor window. Curious, she flies over, pulls up beside the window, and climbs in.

CUT TO

GIRL'S BEDROOM

Entering, TAARNA sees the slimy silk-like cocoon on the bed.

The basket of fruit still sits on the floor. From within the webbing, the green ball is glowing brightly.

TAARNA looks at the parchment in her sack, then at the glow coming from the cocoon. Cautiously, she approaches the cocoon, sword drawn.

Suddenly a hand from within the cocoon grabs the ball and shoots forward, ripping through the webbing and holding the ball up to TAARNA's face. The hand belongs to a hideously ugly witch, who emerges from the cocoon, cackling through snake-like fangs.

### WITCH

Behold! The Sphere of Uluhtec!  
Look upon it, Taarna. Look upon  
it with fear. For in its glow lies  
the end of heaven - the beginning of  
hell. Take it Taarna. Feel death  
in your hands. For death is upon  
you. And as you perish ... so dies  
your race!

The witch's eyes go green.

### WITCH (screaming)

Take it !!

She hurls the ball at TAARNA, who dodges it. The ball sails past her, out the window. Then TAARNA, sword raised, leaps at the WITCH, slicing through her in rapid strokes.

The WITCH cackles and crumbles into dust, but her green eyes stay suspended in the air, and her cackle echoes through the room.

TAARNA backs away, climbing out the window, onto her bird. As she flies off, she sees the WITCH'S green ball high above her, rising into the clouds and disappearing.

## CUT TO

### SPACE

The WITCH'S green ball zooms through space, as Earth appears in the distance. Then another object comes into sight. Getting closer we see that it is a modern winged rocketplane of no determinable nationality, soaring high above Earth. The green meteorite passes, briefly bathing the rocketplane in its glow.

The rocketplane banks sharply, then stabilizes. Slowly the hatch-doors in its belly open up, revealing the underside of an automobile suspended in the open hatch.

Hydraulic metal arms emerge, lowering the automobile out from the belly of the cruising rocketplane. We can see now that the car is a white, '59 Corvette convertible.

With a "thunk", the metal arms release the car, and as the rocketplane blasts away, the Corvette begins its free-fall to Earth.

As the car falls gracefully through space, the driver plays with the wheel, causing the Corvette to bank smoothly one way, then the other.

Once his direction is stable, the driver clicks on the car radio and adjusts it through various channels, until he settles on one.

With the music playing, the car falls closer and closer to Earth, entering and emerging from the cloud cover over the atmosphere. In the heat of entry the vehicle's paint starts burning up.

As he heads down over a deserted area, the driver begins his approach. Touching down at breakneck speed, the smoking Corvette bounces violently, every part straining at the repeated impact.

The driver's face is expressionless as he jams the car into high gear and floors it, spinning the wheels in an attempt to translate downward momentum into forward motion. Then



he pops his drag chute to help slow down.

TTThis accomplished, the expressionless driver releases the chute, and speeds off down the road in a cloud of dust.

## CUT TO

### EXT. THE PENTAGON - AERIAL SHOT

From high above the building we see a crowd of reporters and T.V. newsmen waiting on the front steps.

The '59 Corvette pulls up at the curb below, and seeing it, the reporters all start to run over.

The camera zooms down and into the car. Inside, the driver reaches over, unplugs a rubber hose, and loosens the two large hex-nuts which connect him to the car. As he gets out, the reporters come running up.

FEMALE REPORTER  
(to driver)

Doctor Anrak, six more mutants were sighted in Arizona this morning. Do you still say this has nothing to do with the green radiation from space.

The driver walks on without speaking.

T.V. NEWSMAN  
(walking alongside)

Doctor, is it true that the President himself pulled you off the Jupiter Six Project so that you could investigate those mutations? Doctor, answer me that.

He ignores the question, and walks past the guard into the Pentagon.

CUT TO

INT. PENTAGON - MEETING ROOM

Around a large table sit the Joint Chiefs of Staff, members of the Cabinet, and a pretty secretary wearing a tight skirt. An argument is in progress as the expressionless DOCTOR ANRAK enters. The camera follows him as he sits down next to one of the Generals.

FAT POLITICIAN

... well what I wanna know is, what's the Army doing about this? Hell! My constituents are turning green! They're growing arms on their backs. There's something or someone up there in space and the voters have a right to know about it!

GENERAL

Senator, we have no proof that these mutations are the result of interference from outer space. In fact, Doctor Anrak has just come in, so let's hear what he has to say ... Doctor?

The room goes silent as the DOCTOR stands up.

DOCTOR

First of all, there is no cause for alarm. As for the theories of interference by alien beings, it is my firm opinion that we on Earth are the only intelligent, technically advanced civilization present in the universe.

CUT TO

OUTSIDE THE PENTAGON

An enormous round spaceship the size of Pittsburg hovers overhead.

CUT BACK TO

THE MEETING ROOM

DOCTOR

... and whatever is causing these mutations is not from outer space. it's more likely just an isolated biological pheno ... pheno ... ph ... ph ... ph ...

Suddenly the DOCTOR'S head starts to jerk from side to side. Everyone looks on, not knowing how to react. As the DOCTOR begins to move in short bursts, like a broken robot, he fixes his gaze upon the pretty secretary across the table.

CUT TO

OUTSIDE THE PENTAGON

From the bottom of the huge spacecraft, a metal tube emerges and starts to drill through the roof of the Pentagon.

CUT BACK TO

THE MEETING ROOM

The DOCTOR starts to shake violently as he stares at the pretty

secretary.

DOCTOR

Pretty ... pretty ... p ... p ...

Suddenly he lunges at her, sliding across the table.

As the DOCTOR struggles with the terrified girl, the camera pans up to the ceiling, where the metal tube from the spaceship drills through. Descending upon them, it sucks them up instantly.

DOCTOR

Aaarrgghh!

SECRETARY

Eeeeeek!

CUT TO

INSIDE THE SPACECRAFT - CONTROL ROOM

A metallic robot holding a clipboard, is standing in front of a large glass receiving jar, as DOCTOR ANRAK comes through the tube and lands in the jar. As soon as the DOCTOR'S feet hit the bottom of the jar, the DOCTOR breaks into a lot of small metallic parts.

ROBOT  
(Mechanical voice)

Oh, nice job. How am I supposed to fix this guy? He's fucked.

ZEKE and EDSEL, two alien space-pilots, are standing nearby,

at the control console. They look like big furry orange heads on stilts, with arms coming out of the sider.

ZEKE  
(to Edsel)

I guess we turned it up a little too high.

EDSEL  
(to Robot)

Sorry, man.

ROBOT

You're sorry? What about me?  
I've gotta put this asshole back together.

Suddenly the pretty secretary comes through the tube and lands in the jar. She's a little mussed up, but okay.

GLORIA

(gasp) Where am I?

ROBOT  
(staring)

Hey, who's the chick?

GLORIA

Well look at my clothes!  
Who's gonna pay for the dry cleaning? And where am I?  
I demand that you return me to my office immediately.

ROBOT

Too late - molecular instability  
zone around spacecraft. You cannot  
leave.

GLORIA  
(to Zeke)

What?! Is he kidding?

ZEKE

Uh ...

He looks at the ROBOT, who winks at him.

ZEKE

... oh yeah. Instability zone.  
You're stuck here.

ZEKE and EDSEL try to keep straight faces.

GLORIA  
(stunned)

But I have to be at my parents  
for dinner tonight. And my  
gynecologist appointment is on  
Wednesday.

ROBOT

Not anymore. Would you, ah, like  
a drink?  
(leading her away)

You'll feel better after a glass of  
fresh blo-aak.

They disappear down a corridor.

GLORIA  
(V.O.)

Do you have any diet soda?

CUT TO

CONTROL CONSOLE

EDSEL  
(to Zeke)

Ah, typical robot. The first  
Earth-chick we see in ten years,  
and he's gotta make a play for her.

EDSEL jams the gearshift into 'D' for Drive, and the ship  
lifts away from Earth.

ZEKE

Hey, do we have any of that  
Plutonian Nyborg left?

EDSEL

Uh, yeah. Just one bag. Uh, it's  
in the transmitter compartment.

ZEKE

Uh, thanks man.

ZEKE opens a hatch and pulls out a double-spouted plastic bag on wheels the size of a steamer-trunk. It is full of white powder.

He pours two fifteen-foot lines of powder onto the floor. Then, he pauses.

ZEKE  
(surveying the lines)

Oh great. Think this is enough?

EDSEL  
(thinking)

Uhh ... nah. Go for broke.

ZEKE  
Good thinking, man.

As he resumes pouring, ZEKE begins singing to himself in an alien tongue. When the lines are poured, they both stand at the start of the trail of white powder, and part their hair to reveal nostrils hidden in their foreheads.

ZEKE & EDSEL  
Nose dive!

They both start to criss-cross the room, inhaling the white powder like vacuum cleaners. As they happily snort the Nyborg, the camera pans back to the glass receiving jar, and moves down through the broken pieces of DOCTOR ANRAK. Reaching his lifeless face, the camera moves around to the back of the head. Through the shattered metal we can see a green ball, glowing inside ANRAK'S skullpiece.



DISSOLVE TO

SPACE - ZEKE AND EDSEL'S P.O.V.

As the round spaceship moves through space, a group of asteroids approach and whip past. Up ahead, a red sun turns white and goes super-nova.

EDSEL  
(V.O.)

Oh, wow ... good Nyborg!

CUT TO

INSIDE THE SPACECRAFT - ROBOT'S BEDROOM

GLORIA PEARLMAN and the ROBOT are lying in bed, naked. They have just finished making love. She is smoking a cigarette.

GLORIA  
(glazed)

That was incredible. I've never felt anything like it.

ROBOT

Oh great. I have been programmed to be fully proficient in sexual activities. Do you want to go steady?

GLORIA

Gee, I don't know. I already have a boyfriend.

ROBOT

Ah, what he does not know will not hurt him.

CUT TO

CONTROL CONSOLE

ZEKE and EDSEL are sitting at the controls, staring wide-eyed out into space. They are obviously stoned. Suddenly a bell rings and the communicator screen lights up. A serious officer's face appears on it.

OFFICER ON SCREEN

Mothership calling starcruiser Alpha ...  
Mothership calling starcruiser Alpha ...

ZEKE looks over at the screen and then shouts into it.

ZEKE

Whaddyawant, man?

OFFICER ON SCREEN

Mothership calling Starcruiser Alpha ...

EDSEL  
(to Zeke)

You gotta use the microphone.

ZEKE

Oh yeah.

(shouts into microphone)  
Whaddyawant man?

OFFICER

Now listen, idiot. Do I have to tell you eight hundred times? You don't call me "man"! You call me "Com-Op Officer Blix". Now is that perfectly clear?

ZEKE  
(into mike)

Yeah, sure. Whaddyawant, man?

OFFICER  
(disgruntled)

You are to return immediately to the Mother Ship and pick up a humanoid civilian. Your orders are to escort him to the Interplanetary Tribunal Courtroom so that he can testify at the trial of Lincoln Sternn. And make it snappy!

The screen goes blank.

EDSEL

Wow! They finally got Sternn.

ZEKE

It's about time. Hang on, man.  
Here we go.

ZEKE jams the gearshift into hyper-drive.

CUT TO

SPACE

The round spaceship blasts forward at ten times the speed of light.

DISSOLVE TO

SPACE - LATER

ZEKE and EDSEL'S round spacecraft looks like an apple heading toward a freight train as it approaches the enormous mother-ship.

CUT TO

INSIDE SPACECRAFT - CONTROL CONSOLE

An ashtray full of roaches sits on the console. ZEKE is at the controls with a joint in his mouth. He is swaying back and forth, eyes glazed. Beside him, EDSEL watches the mothership getting closer.

EDSEL  
(to Zeke)

You okay to land this thing?

ZEKE

No problem, man.

CUT TO

## MOTHERSHIP'S LANDING AREA

Huge red arrows point the way through the ten-mile wide landing area as the round spaceship glides in.

EDSEL  
(V.O.)

I think you're goin' a little high,  
man.

ZEKE  
(V.O.)

It's okay, man. If there's one  
thing I know, it's how to drive  
when I'm stoned. It's like, you  
know your perspective's fucked,  
so you just gotta let your hands  
work the controls as if you're  
straight.

The round ship rams directly into a wall, and crashes down,  
skidding to a stop in front of the loading bay.

EDSEL  
(V.O.)

Oh, wow, good landing, man.

ZEKE  
(V.O.)

Thanks.

CUT TO

INSIDE SPACECRAFT - ENTRANCE HATCH

ZEKE and EDSEL press a button to open the hatch doors. As the door opens we see two metallic Regolian guards waiting on the other side. Between them stands a small, shabbily-dressed humanoid with a crooked jaw and cauliflower ears. This is HANOVER FISTE.

REGOLIAN GUARD  
(to Zeke and Edsel)

This man is to be delivered to the,  
klik, Interplanetary Tribunal, Courtroom  
#3, klik, Galaxy versus Lincoln Sternn.  
Thank yew. Klik.

The guards wheel away.

FISTE  
(meekly)

Ah, hello.

CUT TO

CORRIDOR IN SPACESHIP

ZEKE and EDSEL escort FISTE down the corridor.

EDSEL  
(to Fiste)

Umm, you're gonna testify at  
Sternn's trial?

FISTE nods.

ZEKE

They gotta give him at least, like,

life.

FISTE

Lincoln Sternn is a kind and honourable  
man.

(camera pulls close to Fiste's face)

He will be freed.

CUT TO

SPACE - LATER

As the round spaceship journeys through space it passes through  
a fantastic space-scape of disembodied rock statues, and past  
a magnificent graffiti-covered robot chained to an asteroid.

EDSEL  
(V.O.)

Y'know, I wish they'd clean this place  
up, man.

ZEKE  
(V.O.)

Yeah. It's like pig city out here.

EDSEL  
(V.O.)

Yeah.

CUT TO

ROBOT'S BEDROOM

GLORIA is getting dressed as the ROBOT re-charges his energy-

paks.

ROBOT

... but I don't understand. We laugh together. We care for each other. We have highly proficient sex. Why can't we get married?

GLORIA

Look, we're different, okay? Let's leave it at that.

CUT TO

CONTROL ROOM

The hatch opens, and GLORIA and the ROBOT walk through, still talking.

GLORIA

... but mixed marriages just don't work. What if you get tired of me and run off with a vibrator or something?

As they move through the room, and out the other side, they pass FISTE, who is sitting quietly near the receiving jar, hands folded. Looking around, FISTE notices a green glow coming from the bottom of the jar. He gets up, quietly opens the jar, and pokes through the scrap robot parts.

Finding the small green ball in ANRAK'S head, he pulls it out and looks at it.

CUT TO



## CONTROL CONSOLE

ZEKE and EDSEL are sitting at the controls, driving carefully. FISTE, carrying the green ball, comes up and sits down beside them.

ZEKE

There it is, man. I'm gonna hang  
a louie here.

EDSEL  
(to Fiste)

Yeah, well it won't be long now. Are  
you sure you're gonna testify for Sternn.

FISTE says nothing. He just clutches the green ball and stares  
into space.

ZEKE and EDSEL look at each other and shrug.

CUT TO

## OUTSIDE THE SPACESHIP

An enormous, brightly-lit, multi-level space station/courthouse  
floats into view, completely filling the screen. ZEKE and  
EDSEL'S round spaceship is just a speck as it enters the frame,  
approaching the mammoth structure.

CUT TO

## SPACE-STATION LANDING DOCK

The ship locks into the dock, and the exit hatch opens.  
GLORIA and the ROBOT come through first, ahead of ZEKE, EDSEL,

and FISTE.

GLORIA

... alright, alright. I'll marry  
you - but on one condition ... I  
want a Jewish wedding.

ROBOT

A Jewish wedding!?!?! But this is  
space. 95% of the population are  
robots.

GLORIA

Well, find me a robot-rabbi!

ROBOT

Okay, okay!

EDSEL

I give them six months, man.

ZEKE

He doesn't even look Jewish!

GLORIA and the ROBOT disappear around a corner as ZEKE and EDSEL  
escort FISTE through the hatch. FISTE is carrying the small  
green ball.

As they lead FISTE away, the camera pulls back, out through  
a space-port, and moves along the outside of the slowly  
rotating space-station. At the top, the camera zooms down  
through a massive glass-domed ceiling and into a huge  
inter-galactic courtroom.

Voices echo below us.

PROSECUTOR

Are you Captain Lincoln F. Sternn?

STERNN

I am.

As we move down, we see square-jawed CAPTAIN STERNN, his shifty-eyed lawyer, and the cold Prosecutor all standing before the Judge.

STERNN is smirking confidently as the Prosecutor reads from a long page of charges.

PROSECUTOR

Lincoln Sternn - you stand here  
accused of twelve counts of murder  
in the first degree ... fourteen  
counts of armed theft of Federation  
property ...

CUT TO

THE GALLERY

The hostile humanoid and alien faces all stare at STERNN with hateful, accusing eyes.

PROSECUTOR  
(V.O.)

... twenty-two counts of piracy  
in high space ... eighteen counts of  
fraud ...

CUT TO

STERNN'S LAWYER

Mopping his brow, he looks nervously over to STERNN.

PROSECUTOR  
(V.O.)

... thirty-seven counts of rape, and  
one moving violation. How do you plead?

CUT TO

CAPTAIN STERNN

Smiling to himself, he nods, then gets serious.

STERNN

Not guilty!

LAWYER  
(whispers to Sternn)

Not guilty?!? Are you nuts?!?

STERNN  
(whispers to lawyer)

It's okay, Charlie. I got an  
angle.

JUDGE  
(to Prosecutor)

Call the first witness!

STERNN and his lawyer move to their seats.

LAWYER  
(to Sternn)

But the Prosecutor's gotcha cold!  
Yer as guilty as a cat in a goldfish  
bowl.

CUT TO

THE COURTROOM DOORS

ZEKE and EDSEL enter with FISTE, and push their way to the  
front.

PROSECUTOR

The Prosecution calls Hanover Fiste.

GUARD #1

Calling Hanover Fiste!

GUARD #2

Calling Hanover Fiste!

GUARD #3

Calling Hanover Fiste!

GUARD #4

Hanover Fiste!

ZEKE and EDSEL sit down, while HANOVER FISTE, small and shabby, walks up to the witness stand, nervously clutching the small green ball in his hand. As he passes, STERNN and his lawyer continue to argue.

LAWYER  
(pleading)

Lissen Sternn ... change the plea to guilty. Throw yerself on the mercy of the court.

STERNN

I told you, Charlie. I got an angle.

HANOVER FISTE is sworn in, as Sternn's lawyer begs.

LAWYER

But the most we can hope for is to get ya buried in secrecy so yer grave don't get violated! Plead guilty!

STERNN

Shut up, Charlie. I got an angle.

LAWYER

What angle?

STERNN  
(pointing to Fiste)

Him!

CUT TO

WITNESS STAND

PROSECUTOR

State your name for the record.

FISTE  
(fidgeting nervously with  
the green ball)

I am Hanover Fiste.

CUT TO

STERNN

STERNN  
(winking to lawyer)

I promised him thirty-five thousand  
zuleks to testify on my behalf.

CUT BACK TO

WITNESS STAND

PROSECUTOR

You know the defendant,  
(pointing)  
Captain Sternn?

FISTE

Yes, I know Captain Sternn. And never did there live a kinder, more generous man. He is an overflowing cup, filled with the very cream of human goodness ...

CUT TO

STERNN AND HIS LAWYER

STERNN  
(to lawyer)

See?

CUT BACK TO

WITNESS STAND

FISTE

... in all the time I've known him,  
he's never done anything immoral ...  
(thinking)  
unless maybe the Pre-Schooler's  
Prostitute ring ...

CUT TO

STERNN AND HIS LAWYER

They look at each other, shocked.

STERNN & LAWYER



Huh?!

CUT BACK TO

WITNESS STAND

FISTE

(speaking gently)

... and he's ah, never done anything  
illegal ...

(turning sharply)

... unless you count all the times  
he sold dope disguised as a nun!!

(reverting to meekness)

He's always been a good, law-abiding  
citizen ...

(shouting at himself)

Awww, gimme a break!!

(gentle again)

... of the Federation, and, and ...

(going schizo)

Shut Up! Shut Up! Shut Up!

(gentle, but starting to sweat)

... a community-concious individual, ah, ah ...

(rising in crazed anger)

STERNN!!!

(pointing as he screams)

He's nothin' but a low-down, double-dealin',  
back-stabbin', larcenous, perverted worm!!

STERNN and his lawyer look on, horrified, as FISTE'S body  
starts to grow.

FISTE

Hangin's too good for him!!

New muscles tear through FISTE'S shabby clothes.

FISTE

Burnin's too good for him!!

Growing larger, he starts foaming at the mouth.

STERNN

Hanover ...

FISTE

He should be torn into little bitsy  
pieces and buried alive!!!

FISTE rams his hands down onto the Witness Stand, shattering  
it completely.

STERNN

Hanover ...

FISTE

I'll kill him!

He hurls the Prosecutor aside, and moves towards STERNN with  
thundering footsteps.

FISTE

KII - ILLL!!!

Still growing, he rips apart the Judge's bench as he passes  
it. Finally he stands towering in rage over the terrified  
STERNN.

STERNN  
(to Fiste)

H-h-hey, Hanover ...  
n-now take it easy, Hanover,  
I'm sure we can talk this ov ...

Instinctively, STERNN leaps back as FISTE'S giant hands come smashing down in the spot where STERNN stood. The gallery scatters screaming as STERNN runs for the door. Slavering, FISTE thunders after him. STERNN runs through the exit, bolting the door behind him. FISTE follows, tearing the door apart, and bringing the entire courtroom wall down in the process.

CUT TO

STERNN

Running down a hallway, STERNN passes a group of Regolian cops, who raise their weapons in an attempt to block the rampaging FISTE.

REGOLIAN #1

Halt, klik, in the name of the  
Federation, klik. Where is your  
corridor pass?  
(to other Regolians)  
Unco-operative humanoid, klik,  
blast him.

They open fire, but FISTE is unstoppable. Still growing, he grabs the Regolians's weapons, crunches them up and eats them.

REGOLIAN #1

You are now in violation of Code  
103-N-17, clik, paragraph A-64 ...  
unauthorized consumption of Federation  
property. Please come quietly, clik,  
... think yew.

With a single clap of his enormous hands, FISTE crushes the  
Regolian's metal skulls together into an accordion the thickness  
of a dime.

CUT TO

STERNN

He races through a metallic hallway, and ducks into a boiler  
room, then down a long dark tunnel. At the end of the tunnel,  
STERNN comes to a dead-end, and stops to rest.

STERNN

Oh, this looks good.

FISTE

(growls)

STERNN

Oh, duck under here ...

FISTE

I'll get you!!

STERNN

I think I'll turn here!  
(runs, gasping)

Come on feet, don't fail me now!

FISTE

Sternn!!!

STERNN

Uh oh ...

(runs)

Ah, gasp, ah whew, lost him!

FISTE

STERNN!!

STERNN

Okay, Hanover, you've had this coming!

Taking a deep breath, STERNN reaches into his pocket, pulls out a wad of bills, and counts them out as he hands them to FISTE.

STERNN

Let's see, thirty-three, thirty-four, thirty-five thousand zuleks. Thanks Hanover.

FISTE

(taking money)

S'nothin, boss.

Counting his money, FISTE starts shrinking back to his normal size.

STERNN

And Hanover ...

FISTE

Yes?

STERNN

Goodbye.

STERNN pulls a lever, which opens up the floor below FISTE, who screams, falling out into space. As FISTE slides out, STERNN grabs the money from FISTE'S hand and smiles.

CUT TO

THE OUTLANDS

All is quiet across this vast expanse of rusted pipes and barren desert. The silence is broken by a whistling sound which gets louder and louder. Then, thud!

A green ball lands in the dirt in front of us. Fluttering down around it are HANOVER FISTE'S tattered clothes. Then the burnt ashes of Hanover's body land in a small pile beside his clothes. Panning up we see TAARNA flying on her bird in the distance.

CUT TO

TAARNA

She swoops down and flies through a maze of rusting pipes and cables which look like the ramnants of an ancient power station. Then she steers her bird through a hidden opening in the rotting

floor, and enters a magnificent secret hideaway cut deep into the rock.

## CUT TO

### INSIDE TAARNA'S HIDEAWAY

Landing her bird on a circular slab of gleaming marble, TAARNA dismounts and walks over to a shimmering pool. Here she disrobes, and picking up a small gold pitcher, she pours an ancient oil over herself. It shines and sparkles as it touches her skin. Then she steps into the water, where her body seems to sparkle even brighter.

Finishing her sacred bath, she steps out and walks to a stone wall. When she touches it, a rock panel slides away to reveal a gold chest. TAARNA opens it.

Inside the chest lies a glistening set of armoured garments, so bright that TAARNA must shield her eyes for a moment. Then, as she looks down at the armour, the voice of TAARAK THE DEFENDER comes into her head.

TAARAK  
(V.O.)

To defend - this is the Pact.  
but when life loses its value,  
and it taken for nought, then  
the Pact is ... to avenge!!

Through a series of dissolves we see TAARNA'S hands sensuously fitting the various metallic pieces over her firm body. Finally we pull back to see her fully.

Standing before us, glistening in the torch-light, she looks magnificent. Reaching once more into the chest, TAARNA pulls out a golden sword. As she holds it, it seems to vibrate, almost buzzing in her hands. Suddenly she swings it, slicing cleanly through one of the stone torches on the rock wall. As the burning torch falls to the ground, TAARNA leaves.

CUT TO

#### THE SKY

From over our heads, TAARNA comes soaring past, her armour gleaming in the rays of the setting sun. Below her, she sees a metallic holiday-town filled with barbarian soldiers. Drunken blue men fight in the streets, strange animals run around loose, and dead or drunken bodies lie in the gutters.

Looking down, amidst the melee, she sees three winged creatures tied up in front of a bar. The camera zooms in on one of the creature's saddlebags. It has a silver medallion set into the leather, identical to the one which TAARNA pried from the Elder's fingers.

CUT TO

#### INSIDE THE BARROOM

Barbarian honky-tonk music fills the crowded room, as various barbarian soldiers sit drinking and fondling the bar-girls who are dressed in cheap, flashy metal outfits.

Three of the blue barbarians are particularly drunk and rowdy as they push a non-barbarian down, dump a drink on his head, laugh and kick him.

CUT TO

#### THE BARROOM DOOR

TAARNA walks in through the swinging silver and plexiglass doors, past the three soldiers kicking their victim. She sits down at the bar.

The three brutish blue soldiers finish stomping the man and walk over to the bar, crowding close around TAARNA.



BARBARIAN #1

Hey, look. A new one.  
(to Taarna)  
Where you from, baby?

TAARNA ignores him.

BARBARIAN #2

Doesn't talk much, does she ?

BARBARIAN #3

She doesn't have to talk for what  
I want to do with her.

CUT TO

TAARNA'S HAND

It slowly moves down to her sword, and unclips the safety strap.

CUT BACK TO

THE BARBARIANS

BARBARIAN #3

(running his hand across her breastplate)  
C'mon baby, let's see what's under there.

BARBARIAN #1

(starting to undo her breastplate)  
Yeah, let's have a look.

Taarna slowly stands up, pushing their hands away, and takes a step back.

BARBARIAN #2

Heey, she's tough.

BARBARIAN #3

Maybe she wants to fight?

They all laugh.

BARBARIAN #1

... or maybe she wants to take  
us all on?

Still laughing, they move towards her.

In a blinding flash, TAARNA draws her golden sword, and wielding it like a Samurai master, slices off all three of their heads.

In an instant, the sword is back in its sheath.

The barbarian's heads stop laughing as they fall to the ground. The music stops, and everyone in the bar stares at TAARNA.

Stepping over the bodies, TAARNA walks up to the bartender, pulls out the parchment picture of the glowing mountains, and shows it to him. The bartender looks at it carefully, then points out the window.

BARTENDER

Beyond the oasis.

TAARNA nods and leaves.

CUT BACK TO

THE BARTENDER

His eyes start to turn green. The camera gets closer and closer to his glowing eyes, until the green glow turns into the image of a ball, lying in the ground, in AUSTIN'S holograph.

CUT TO

AUSTIN

AUSTIN is crouched over the machine turning several knobs, trying to make the ball move. Nothing happens.

AUSTIN  
(to himself)

Hmmm ... must be jammed.

Frustrated, AUSTIN picks up a flashlight, opens up a compartment underneath the control knobs, and takes a look inside. While AUSTIN fiddles inside the machine, we see two hands appear on the holograph screen and pick up the green ball. AUSTIN looks over to the holograph and notices.

AUSTIN

Where'd it go?

CUT TO

THE HANDS

As the hands cradle the green ball, the camera pulls back to reveal a skinny, unco-ordinated boy wearing thick eyeglasses, carrying the sphere across his backyard. This is DAN.

DAN  
(V.O.)

It all started when I found the green meteorite. I read in Farraday's "Life of the Planets" that smaller ones like this are supposed to burn up when they enter the atmosphere, but for some reason this one didn't ...

DAN carries the ball into a typical small-town house.

DISSOLVE TO

T.V. ANTENNA ON ROOF - STORMY NIGHT

As the narration continues, we follow two red wires down from the T.V. antenna, along the roof, and into DAN'S attic window. The wires run through a bucket of water and are hooked up to some electronic parts on DAN'S desk.

DAN  
(V.O.)

... so I brought it up to my room, stuck it in my rock collection and forgot about it. I was experimenting with natural electricity ...

The camera pans around the room to show various displays of DAN'S scientific tinkering - blue-ribbon science projects, transparent models of a man and a woman showing all internal organs, and many books.

In the corner, the green ball sits in DAN'S rock collection.

At his desk, DAN impatiently shuffles through the dusty pages of an old scientific journal.

DAN  
(V.O.)

... and with the storm warnings up,  
I figured maybe tonight I'd hit the  
jackpot. All I needed was a little  
juice.

He looks out the window at the gathering storm.

CUT TO

THE STORM

Crackling from the sky, a bolt of lightning strikes the  
television antenna and surges along the wires into the attic.

CUT TO

DAN'S ATTIC ROOM

The lightning flashes into DAN'S apparatus, lighting it up  
brightly.

DAN

It works!

Suddenly, an electric arc jumps from the bucket of water  
and crosses the room to join with thw ball on his shelf.  
Caught in the middle, DAN begins to glow green.

DAN  
(looking at his  
green arms)

Oh Jesus!

The electrical field opens up a shimmering gateway into another universe and DAN de-materializes.

CUT TO

## THE TRANSFORMATION

We float in darkness for a moment as black shapeless images zoom past.

DAN  
(V.O.)

I felt like I was nothing  
- just atoms floating in the  
darkness ...

Then, tiny beams of light join to form a glow in the corner of the screen. The glow gets brighter and starts moving slowly around the screen. Now, we can make out some of the images whipping past - a half-formed hand, pages of a book, a crumbling pyramid, a green ball.

DAN  
(V.O.)

Then, a body started to re-form  
around me. Only it wasn't my  
body - this one had muscles.

Sturdy muscular parts begin to materialize around the moving light. They join up with each other to form a powerfully built human figure.

Finally a man's face takes shape, and as it forms, everything gets brighter and clearer.

DAN

(V.O.)

It was a great body, but I  
wasn't too crazy about the  
face.

The powerful figure, DEN, turns slowly as he floats and begins to look at his hands and arms. Moving his mouth, he speaks in a new voice - deep and powerful.

DEN  
(feeling head)

Hmmm ... no hair.

Suddenly, the background explodes into fields of radiant colours as the body accelerates away from us and passes through a second shimmering gateway.

CUT TO

THE NEVERWHERE PYRAMID

DEN, strong, masculine and hairless, materializes cradled in the hand of a huge stone idol. He is naked and unconscious. Above him, the glowing green ball is held in the idol's other hand.

The camera pulls back to show that the idol is standing on the deck, atop a huge, truncated pyramid. The deck forms a walkway around a swirling pool of green water.

Kneeling all around the seething pool, are lizard-men, wearing priest's robes. Two of them stand beside a glass coffin. Inside the coffin, lies a naked girl, bound and gagged.

PRIESTS  
(chanting softly)

Uluhtec, Ulutec ...

Directly in front of the idol, a regal-looking QUEEN, wearing a revealing velvet cloak, is praying to the raging water.

QUEEN

By the powers of the glowing  
Loc-Nar placed in your idol's  
hand, I demand you come forth,  
Uluhtec!

The waters of the sacrificial pool rage more violently and a low rumble is heard far below.

CUT TO

THE IDOL'S HANDS

The green ball, (Loc-Nar), glows brightly as DEN opens his eyes, looks down and notices his enormous genitals.

DEN

Hmmm ... big!

Seeing an animal-skin hanging from the idol, he rips off a piece and wraps it around himself.

DAN  
(V.O.)

There was no way I was gonna  
walk around this place with  
my dork hangin' out!

Suitably covered, he surveys the ritual taking place below him.



DAN  
(V.O.)

Wow! This looked like something  
right out of the Ten Commandments.

CUT TO

EDGE OF RAGING POOL

The QUEEN is kneeling before the seething water.

QUEEN

Grant me your strength in return  
for a living mortal sacrifice! It  
has been ordained. Come forth Uluhtec!  
I demand it!

Two lizard priests remove the terrified girl from the glass  
case and hold her out over the swirling water. The QUEEN  
nods and the two priests drop her in.

CUT TO

THE IDOL'S WATER

Seeing the girl struggle in the water, DEN'S eyes grow wide.

DAN  
(V.O.)

What'd they do that for?

He stands and dives into the raging pool, swimming powerfully  
towards the drowning girl.

CUT TO

UNDER WATER

Reaching her, DEN grabs the girl's bound ankles, hooks them over his head and drags her through a decayed hole in the underwater wall. Inside a stone tunnel, they are swept along by the current.

DAN  
(V.O.)

Normally, I'd be dead by now. I kept thinking I was going to run out of air, but my new body worked great. I just hoped her body was working as good as mine.

CUT TO

EXT. FIELD OF LILIES - DAY

DEN and the girl are washed out into a pond at the center of a beautiful field of lilies. He pulls her out of the water, unconscious. As he unties her, she begins to stir.

GIRL

Thank you.

She takes DEN'S hand and lies back in the flower, her beautiful breasts exposed in the sunlight.

DAN  
(V.O.)

She had the most beautiful eyes.  
I wanted to make some conversation  
but I found my new self asking the  
same old stupid questions.

DEN

Are you from around here?

GIRL

Well, you may not believe this, but  
I'm from another world - from a place  
called Earth.

DEN

Earth? I too am from Earth.  
How did you get here?

GIRL

My name is Katherine Wells, and  
I'm from the British colony of  
Gibraltar. Time makes no difference  
here, but there it was the summer  
of 1892. It was evening - I'd gone  
for a walk on the cliffs when suddenly  
a sphere fell from the sky. Following  
its glow, I came to a shining gate  
made out of light. Unable to resist,  
I stepped through it and awoke in  
this world. There I was thin and  
weakly, fit only to stay indoors.  
(she stands up)  
But here, somehow I am stronger,  
more alive,  
(she stretches seductively)  
... more fully a woman.

DAN  
(V.O.)

You're not kidding.

DEN  
(standing)

I, too seem better equipped on  
this world.  
(he holds out his arm)  
My arms are more powerful.  
(stretches his fingers)  
Even my fingers seem to hold  
great strength.

KATHERINE walks up close to DEN, takes his hand and touches  
the fingers to her breast.

KATHERINE

You saved my life. I have no  
reward to give you, but if any  
part of me pleases your senses  
- I would give it willingly.

She circles her nipple with his baby finger.

DAN  
(V.O.)

Wow! This was great! There was  
no way I'd get a chick like this  
back on Earth. I mean, look at  
her!!

Taking KATHERINE in his arms, DEN lays her down on a bed of  
flowers and begins to tenderly make love to her.

DAN  
(V.O.)

There was only one problem ...

A spiked boot appears in the frame. The camera pans up to show a large, ugly hairy beast-man standing over DEN and KATHERINE.

The camera then pulls back to reveal the entwined couple, completely surrounded by a horde of grim, bestial warriors.

DAN  
(V.O.)

I don't know who these jerks  
were, but they sure picked a  
bad time to show up ...

The ugly beast-men grab DEN and KATHERINE as we;

DISSOLVE TO

ARD'S THRONE ROOM

The beast-Captain keeps his machine gun trained on DEN as the soldiers lead him into the cavernous room.

DAN  
(V.O.)

They split us up and took me to  
this weird castle-type place.  
I wanted to find out where they'd  
taken Katherine, but none of these  
guys seemed to speak English.

In the middle of the room there is a round stone pedestal with a throne carved into it. On the throne sits ARD, a child-like ruler with a sadistic glint in his eye.

ARD

They tell me you are Den of Earth,  
the one who dared to steal the  
female sacrifice from the Queen.

DAN  
(V.O.)

This guy was a shrimp so I figured  
I'd play it tough.

DEN

Where is the girl?

ARD

I am Ard - supreme leader of  
the revolution and the next  
ruler of the world.

DEN  
(tougher)

The girl!!

ARD

Well, aren't we fierce?  
If you are truly as tough as  
you seem, then you will serve  
me well. But first, a test.  
Guards! Castrate him!

DAN  
(V.O.)

Uh oh.

Two bestial guards approach from behind, brandishing curved short-swords. DEN turns instinctively, dodges the first thrust and delivers a bone-shattering elbow to the beast's head, crushing his skull.

Spinning with his own momentum, DEN throws a rock-hard fist into the second guard's chest, snapping his rib-cage and sending him flying across the room.

Without pausing, the bald muscleman grabs the nearby beast-Captain and lifts him into the air by his machine-gun. The Captain hangs on as DEN twists the gun, butts it into the creature's groin and then drives the weapon through the Captain's jaw.

The creature crumples, leaving DEN with the gun.

DAN  
(V.O.)

Boy! I was pretty good at this stuff.

ARD

Excellent. You are worthy to serve me.

DEN  
(aiming machine-gun at him)

Give me the girl or die.

ARD  
(taking it lightly)

Well, if I have a choice, I'll take death.

DEN

So be it.

DEN fires, spraying a row of bullets across ARD'S body. The bullets blast big yellow holes in ARD'S chest, but there is no blood. ARD looks up and laughs.

ARD

Ha ha ha! You'll have to do better than that.

As DEN looks on, ARD'S wounds miraculously close up and heal themselves over.

DAN  
(V.O.)

I could see why they made this guy their leader.

ARD  
(standing up)

... but if you're really interested in the girl; I've had her encased in glass.

ARD pulls the velvet covering off of a glass box to reveal KATHERINE, unconscious, sealed inside.

DEN

She's dead.

ARD

Actually no. She's sleeping, but only I can awaken her.



DEN

What do you want of me?

ARD

I want you to steal the sacred  
Loc-Nar.

DEN

What is this Loc-Nar?

ARD

The Queen's glowing sphere, you  
fool. The sacrifice to Uluhtec  
can only be performed by the  
possessor of the sacred Loc-Nar.  
(calling out)  
Norl!

NORL, a huge gorilla-man, in a purple cloak, steps forward.

ARD  
(to Den)

This is Norl, my bravest warrior.  
You will go with him to the Queen's  
castle and steal the Loc-Nar. Then  
I will give you the girl.

DEN

And if I refuse?

ARD

If you refuse, you die, she dies,  
everybody dies.

DAN  
(V.O.)

Sounded reasonable to me.

DEN looks down at KATHERINE'S motionless body.

DISSOLVE TO

RIVER BANKS NEAR THE QUEEN'S CASTLE

In the moonlight, DEN and NORL lead a squad of beast-warriors,  
armed with automatic weapons, along the river towards the Queen's  
castle.

NORL  
(to Den)

Ssh. Guard post ahead. We  
must go underground.

NORL lifts a rock to reveal an underground passageway.

DAN  
(V.O.)

This guy Norl seemed to know what  
he was doing. And, for a gorilla,  
his English wasn't half bad.

DEN and the warriors enter the underground passage.

CUT TO

## UNDERGROUND TUNNEL

The group, carrying torches, moves along the dark tunnel. They pass a bubble-window with shark-faced eels swimming on the other side.

NORL  
(to Den)

We're underneath the castle moat.

DEN nods. An ugly growl echoes through the tunnel up ahead. the warriors freeze and murmur to each other in their own languages.

DEN  
(to Norl)

What are they saying?

NORL

They talk of the savage beast who  
prowls these catacombs with a fierce  
hunger and sharp teeth ...  
(gestures)  
six inches long.

A dog-faced warrior shakes his head and says something to NORL.

NORL

Sorry ...  
(indicating)  
... sixteen inches long.

Suddenly, a savage beast appears and chomps his long, razor-sharp

teeth into one of the warriors at the end of the line. DEN, NORL, and the remaining warriors run on through the tunnel as, behind them, the monster pulls his victim apart.

CUT TO

DOORWAY IN CATACOMBS

DEN, NORL, and the remaining warriors arrive at a door in the rock wall.

NORL  
(to Den)

Now we separate. You and Korg take this door into the Queen's quarters. The rest of us will move through the walls and enter her chamber from the other side. Whoever gets the Loc-Nar first will return it to Ard. Good luck, Den.

DEN nods, puts out his torch and carefully opens the door as NORL moves off.

CUT TO

DARK ROOM

DEN and KORG silently enter. Across the dark room, the glow of the green ball casts a pale light.

KORG  
(whispers and points)

Loc-Nar.

DAN

(V.O.)

Wow! It was just like the  
ball I dug up in my back yard.

They tip-toe towards it.

DAN  
(V.O.)

As I saw the Loc-Nar's glow I  
had this real funny feeling. All  
by themselves, my hands reached  
forward to touch it. But the  
Loc-Nar moved out of the way.  
Instead, my hands felt something  
else - warm flesh. Then the lights  
came on.

In the brightly lit room, DEN is standing before the beautiful  
semi-clad QUEEN, and holding her firm, naked breasts in his hands.  
Looking around, he sees that he and KONG are surrounded by a  
brigade of the Queen's ugly guards, swords raised.

DAN  
(V.O.)

Talk about embarrassing!

QUEEN  
(smiling)

Kill them.

The Queen's guards attack with battle-axes, clubs and swords.  
As DEN knees one in the groin and swings his gun into another's  
face, four of the guards surround KORG and club his brains out.

But DEN, still going strong, throws two guards into the wall  
and heaves a third out the window. As the QUEEN watches with

glee, more guards rush into the room and DEN is finally overpowered and held down. The Captain of the guards places a long knife against Den's throat.

CAPTAIN

Can I slit his throat, your Majesty?

The QUEEN, eyeing Den's magnificent body, sighs.

QUEEN

Yes, slit his throat.

CAPTAIN

Thank you, your Majesty.

As the Captain presses his knife against Den's flesh, the QUEEN suddenly raises her hand.

QUEEN  
(smiling)

Stop! I have, ah, something better in mind.

She takes Den's hand and leads him into an adjoining room, as the guards grumble to one another.

GUARD #1

Jeez, not again.

GUARD #2

This always happens.

CAPTAIN

Look, she's the Queen. She  
can do whatever she wants.

GUARD #2

Yeah, sure.

GUARD #1

Sure.

CUT TO

THE QUEEN'S BOUDOIR

The QUEEN stands before DEN, hands on her hips and a funny look  
in her eye.

QUEEN

If you please me, I may let  
you live.

She smiles, and approaches DEN.

DAN  
(V.O.)

Uh oh.

DEN

What must I do?

QUEEN

Satisfy my appetites.

The QUEEN lets her cloak drop to the floor as she gets closer.  
She is naked underneath.

DAN  
(V.O.)

Wow! Eighteen years of nuthin'  
and now, twice in one day. What  
a place!

QUEEN

Come with me.

DEN

Mmmm.

She steps forward and takes his hand, leading him towards the  
bed.

DISSOLVE TO

THE QUEEN'S BED

DEN and the QUEEN are lying undressed on the enormous bed.  
The QUEEN has a very contented look on her face. DEN looks  
exhausted. As the Neverwhere moon rises outside the chamber  
window, the QUEEN slowly runs her hand over DEN'S bulging  
muscles.

QUEEN



(softly)

The rising moon climaxes our  
love, Den. Is is a sign, a  
new beginning.

DEN

Yes, a sign.

DAN  
(V.O.)

I had no idea what she was  
talking about.

QUEEN  
(stroking him)

Neverwhere is a troubled land,  
but together we could calm it.  
We could rule side by side.  
Your strength has brought great  
peace to my restless body. It  
could bring great peace to all  
the troubled people of this land.

DAN  
(V.O.)

I knew I was good, but I didn't know  
I was that good.

Suddenly the Captain and his guards burst through the door.

CAPTAIN

Your Majesty! The Loc-Nar is missing  
- stolen!

The QUEEN jumps to her feet in a rage and points to DEN.

QUEEN  
(screaming)

Fiend! You make love to me while  
your accomplices steal the magic  
sphere! Guards! Take him!

The guards grab DEN as the QUEEN snatches one of their big  
spiked clubs.

QUEEN  
(to guards)

Hold him still! I will kill  
him myself!

DAN  
(V.O.)

Boy, was she pissed off!

Heaving the guards aside, DEN breaks free and jumps out the  
chamber window.

CUT TO

THE CASTLE WALL

DEN falls down, down into the swirling waters of the castle  
moat.

(CUT TO)

THE QUEEN

She is livid.

QUEEN

Prepare the flying lizards.  
I want his head!

CUT TO

OUTSIDE THE CASTLE

Pulling himself out of the moat, DEN knocks a guard off his leopard/horse and rides off.

CUT TO

THE NEVERWHERE PYRAMID

ARD is kneeling at the edge of the sacrificial pool. Beside him sits a long glass case wrapped in chains. Through the chains we see KATHERINE trapped inside - fully conscious and terrified. Ard's bestial warriors stand all around carrying torches and spears.

Above them, the Loc-Nar sits glowing in the stone idol's hand.

ARD

By the power of the magic Loc-Nar  
placed in your idol's hands, I  
command you - come forth Uluhtec!

The green water in the pool immediately begins to churn violently and leap into the air. A bolt of lightning crackles in the sky.

CUT TO

## THE NEVERWHERE DESERT

DEN is racing across the barren desert on his leopard/horse. Visible in the distance is the outline of the huge, truncated pyramid where he first saved KATHERINE.

As he rides, he sees the green glow of the Loc-Nar, sparkling in the glass surfaces of the coffin in front of it.

DEN  
(to himself)

Katherine!

He spurs his leopard/horse on into the night.

CUT TO

## ANOTHER PART OF THE NEVERWHERE DESERT

The QUEEN, riding a flying lizard, leads her army in pursuit of DEN.

SOLDIER  
(pointing)

There he is, your Majesty!

CUT TO

## QUEEN'S P.O.V.

Up ahead, silhouetted in the moonlight, she sees DEN, riding up the steps of the pyramid. The camera pans to the green glow atop the torch-lit pyramid.

QUEEN  
(V.O.)

The Loc-Nar!

CUT TO

THE QUEEN

QUEEN  
(shouting to her men)

Faster! To the pyramid!

She whips her lizard harder.

CUT TO

THE NEVERWHERE PYRAMID

ARD is incanting to the raging water while two hooded monks stand beside him, holding the struggling KATHERINE out over the pool.

ARD

Here is your sacrifice, Uluhtec.  
Now, give me your power!  
(to monks)  
Throw her in.

Chanting the name "Uluhtec", the two monks start to throw the girl in when suddenly a third monk leaps forward and grabs her, kicking the other two monks into the water.

The intruder's hood falls away and his bald head gleams in the moonlight.

DEN

Katherine!

KATHERINE

Den!

ARD

No! You'll ruin everything!

ARD jumps up and runs toward the Loc-Nar, perched in the stone idol's hand. Grabbing it, ARD holds the glowing ball above him.

ARD  
(to his guards)

Kill them! Kill them both!

Suddenly, a hand leaps out of the darkness, gripping the Loc-Nar just above Ard's hand - it is the QUEEN.

QUEEN

The Loc-Nar is mine!

ARD  
(struggling)

Stupid bitch! Get away from me!

As ARD and the QUEEN fight over the Loc-Nar, the Queen's troops pour in and battle with Ard's soldiers. Thunder roars overhead.

CUT TO

DEN

Holding KATHERINE in one arm, DEN smashes a nearby soldier and grabs the beast's spear. With the battle raging all around him, DEN looks up at the sky.

CUT TO

THE SKY

Lightning crackles, illuminating the night with electricity.

CUT BACK TO

DEN

DEN reaches down, picks up the long chain that was wrapped around the glass case and attaches one end to his spear. He kicks the other end into the raging water, then heaves the spear with all his might into the head of the stone idol.

In the same instant, a bolt of lightning fires down from the sky, striking the idol full force. The lightning bolt travels through the spear and down the chain, into the water. Suddenly, the electrical energy arcs across to join with the Loc-Nar.

Holding onto the Loc-Nar, ARD and the QUEEN begin to glow green, then de-materialize into a shimmering dimensional warp. The troops stop fighting and look on in amazement, until all that remains is the glowing Loc-Nar, hanging in mid-air.

KATHERINE  
(to Den)

Where did they go?

DEN

They are gone. That is all  
that matters.

DAN  
(V.O.)

They probably went back to Earth.  
Boy, will Mom be surprised.

Suddenly, the Loc-Nar falls to the ground at Den's feet.

KATHERINE  
(looking down)

The Loc-Nar ... you could have the  
power of Uluhtec. You could be  
ruler over all these people.

DEN  
(looking over the throng)

Forget it.

In a single powerful leap, DEN, carrying KATHERINE, bounds up  
onto the Queen's flying lizard and they fly off. The amazed troops  
watch for a moment, then shrug and resume fighting.

CUT TO

DEN'S FLYING LIZARD

KATHERINE clings to DEN as they fly.

KATHERINE

Oh, but Den, with the Loc-Nar  
you could have returned to Earth.



DEN

I like it better here.

The lizard banks sharply away from us and carries them into the distance.

DAN  
(V.O.)

On Earth, I'm nobody. But here,  
I am DEN.

CUT TO

#### THE NEVERWHERE PYRAMID

The camera pans down the stone statue to the glowing sphere, which lies abandoned on the ground. The soldiers are gone. As we watch, time begins to accelerate and the Neverwhere Pyramid ages and crumbles all around the green ball. The earth heaves and shifts, and dense vegetation grows up through the cracks in the ground.

A prehistoric man walks up and sees the glowing ball under a fern. Fascinated, he picks it up and looks at it, as the foot of a Tyrannosaurus Rex comes down, crushing him.

Time advances again as the dinosaur becomes a skeleton, and a Biblical tent-community grows up around the ball. In the fire-light, the Nomadic tribesmen are watering their animals, when one of the camels paws at the ground, uncovering the glowing ball. Scared, the camel struggles and tries to break its ropes. Out of nowhere a Roman Legion attacks, slaughtering the tribesmen.

Time accelerates again, and the conquering Romans build a temple, placing the green ball in the head of a golden idol. Then the Romans grow fat and debauched, while slave-girls feed them grapes. As the ball glows, the temple crashes down around the debauched Romans, covering them and the green ball in rubble.

Over the ruins of the temple, a succession of primitive mud and clay huts evolve into the thatched-roof cottages of a Medieval village.

A Medieval stone-cutter finds the ball, and mortars it in with his stones as he builds a water well in the centre of the village. Satisfied with his work, he lowers the bucket to draw himself a drink. Behind him, an ox-cart comes roaring around a corner. The axle breaks and a heavy wooden wheel careens along, striking the stone-cutter in the back and knocking him into the well.

Time advances once more as the Medieval village grows and transforms into a Victorian-style town. It is evening, and the stone well now sits under a gazebo at the centre of a gas-lit village green.

A fancy carriage carrying a Victorian gentleman passes by and circles the green.

Moving in through a window across the street, we see a seductive-looking woman dressing herself in black garters and lace. This is intercut with the carriage circling the green, until the woman, who looks like a high-class harlot, finishes dressing and leaves her room. Crossing the street, she walks up to the gazebo and leans provocatively up against the well.

The gentleman gets out of his carriage, approaches the woman and propositions her. She smiles, touches, and teases him. We pan down their legs to the green ball glowing in the well-wall. Suddenly red blood begins to drip over the ball, and the woman's body falls to the ground. The camera pans up to the well-bucket, where the gentleman is washing the blood from his hands.

As time begins to move forward again, the man ages and hobbles away, as the well crumbles and cheap turn-of-the-century row-housing grows up, covering the green ball. The town becomes dirtier and blacker, and smokestacks blow soot into the morning sky. Almost on cue, the doors of the houses open, and grim coal-miners emerge, shuffling through the filthy streets on their way to work.

The camera pans down to a drain in the gutter. A rat appears. Panning back up, the street is now empty. A bell is heard ringing, and a horse-drawn Red Cross cart pulls around a corner and into view. Masked workers follow the cart. One rings the bell, while the others pull corpses from the doorways and

load them into the cart. The gutters and windowsills are now full of rats. Time advances again and the buildings become deserted derelicts. Their decaying timbers groan under the weight.

A support snaps, and one of the buildings starts to collapse. Falling amidst the crumbling plaster and rotting wood is the glowing green ball. As the ball hits the ground, it is covered over by rubble.

The rubble becomes bleached by the hot sun and the landscape grows drier. Sand blows all around, covering over everything. As the sandstorm clears, the entire terrain is nothing but desert. In the distance we can see a group of people walking.

## CUT TO

### PEOPLE

The people appears to be a band of aboriginal workmen, carrying futuristic laser-shovels over their shoulders. They are led by a goateed archaeologist with an elaborate metal detector. As he walks, his detector starts bleeping. He points to a spot on the ground, and the natives start digging with their laser-shovels.

One of the workers finds something.

### WORKER

Kuma! Kuma! Kuma!

The archaeologist waves the workers away and directs a tread-driven shovel-sifter up to the spot. The shovel-sifter digs in and pulls up a large chunk of desert. When the sand has sifted out, we see the tarnished Loc-Nar in the machine's grip. It is not glowing. The machine swivels, and a native foreman plucks the Loc-Nar from the shovel-sifter's teeth.

As the foreman touches it, the Loc-Nar starts glowing brightly. The foreman's hands turn green. He looks at his green hands, then he looks over to the archaeologist. Suddenly the foreman's

entire body glows green, and crumbles into dust.

The archaeologist and the natives stare in horror at the glowing Loc-Nar, lying in the pile of green dust.

## DISSOLVE TO

### NEW YORK - AERIAL SHOT - DAY

The camera comes down from high above the city. The general shape and outline of New York looks familiar, but as we get closer we sense that something is different. Fires are burning in various locations below us, and intermittent gunshots become audible as the narration begins.

HARRY  
(V.O.)

Yeah, New York, big deal. Scum-centre  
of the world.

Moving down through the skyscrapers, the city gets dirtier and slummier. We pass a dead man hanging from a tenement clothesline. Below us, scruffy children dodge traffic as they play gyro-ball in the garbage-filled street.

HARRY  
(V.O.)

... and now they're talking about  
letting in low-lifes from other planets,  
too.

Under the narration, the camera turns a corner and zooms down through the roof of a parked taxicab. It stops full frame on the newspaper held in the cabdriver's hands. A slow pan across the front page reveals that the paper is the New York Times, July 6, 2031

One headline reads: "400,000 Traffic Deaths Over Holiday Weekend".

Another reads: "Venus Declared 73rd State".  
The camera stops on a headline reading: "Professor Discovers  
Ancient Relic --- to be shown in N.Y. Museum".

There is an accompanying photo of the goateed archaeologist and  
his beautiful daughter standing beside a glass and metal case  
containing the Loc-Nar.

A knocking is heard on the cab's window, and the driver throws  
down the newspaper.

YOUNG MAN  
(from outside)

You free?

HARRY

Yeah. Get in.  
(V.O.)  
My name's Harry Canyon. I drive  
a cab.

He flips a switch which unlocks the rear door.

CUT TO

OUTSIDE CAB

The young man climbs into the back seat and closes the door.  
Harry's yellow Checker cab pulls out into traffic. The  
vehicle looks pretty normal except for some vaguely futuristic  
chrome panels cut into the sides, and thicker, deeper bumpers.

CUT TO

INSIDE CAB

Harry slides open the plexiglass shields separating him from  
his passenger.

HARRY

Where to, pal?

YOUNG MAN

The U.N. Building.

HARRY

The U.N. Building. What a joke.  
Used to be a nice place until they  
turned it into low rent housing.  
Now it's a dump. I wouldn't live  
there if you paid me.

He switches on the car radio. The music plays as Harry's cab passes various time-altered New York landmarks; a graffiti-covered Empire State Building - windows all boarded up, a decrepit Lincoln Centre, the marquis reading "Continuous Live Sex Show, Also Inter-Planetary Mud-Wrestling", new ultra-tech buildings crammed between half-destroyed Wall Street office buildings, garbage everywhere.

Inside the cab, the YOUNG MAN pulls a gun out of his jacket, sticks his arm through the opening in the plexi-glass shield, and holds the gun to Harry's head.

YOUNG MAN

Okay sucker, hand over your cash,  
now!

HARRY  
(V.O.)

This city is really going to the  
dogs.

Harry's foot stretches forward and pushes a footswitch. A buzzing is heard, and the young man's body suddenly dematerializes. The gun which he held at Harry's head falls to the seat beside HARRY, who picks it up and tosses it into the glove compartment, beside all sorts of other futuristic guns and weapons.

HARRY  
(V.O.)

Stupid asshole. Nobody touches  
me unless I want 'em to.

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[Last Updated: June 27th 2001. Page 94/120.]